

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by CC Finance Group plc “the Company”, in terms of the Rules of Prospects MTF, the market regulated as a multi-lateral trading facility operated by the Malta Stock Exchange (‘Prospects MTF Rules’).

Group Restructuring

Date: 30th June 2021

Reference: CCF/CA- 43/21

Quote

The Company makes reference to the Group restructuring as mentioned in Announcement CCF/CA-32/21 and hereby announces that its parent company, Calamatta Cuschieri Group p.l.c. (C 70064), and sister companies Brand & Pepper Ltd (C 83734) and FinanceStack Ltd (C 79223), are to be amalgamated into the Company by virtue of mergers by acquisition in terms of the provisions of Article 358 of the Companies Act, Chapter 386 of the laws of Malta.

The proposed mergers by acquisition will be preceded by inter alia the transfer of the entire shareholding in each of the aforementioned companies in favour of the Company, thereby rendering the Company as the sole shareholder thereof prior to the mergers by acquisition.

Upon the proposed mergers by acquisition taking effect, the Company, as the acquiring company, shall succeed to all the assets, rights, liabilities, and obligations of Calamatta Cuschieri Group p.l.c, Brand & Pepper Ltd and FinanceStack Ltd, each of which, in turn, shall cease to exist.

Furthermore, the recently acquired subsidiary Financial Planning Services Ltd (C 3608), is to be amalgamated into Calamatta Cuschieri Investment Services Ltd (C 13729), one of the subsidiaries of the Company, and this, by virtue of a merger by acquisition in terms of the provisions of Article 358 of the Companies Act, Chapter 386 of the laws of Malta.

The proposed merger by acquisition will be preceded by a transfer to the Company of its entire shareholding in Financial Planning Services Ltd in favour of Calamatta Cuschieri Investment Services Ltd, thereby also rendering the Company as the sole shareholder of Financial Planning Services Ltd prior to the mergers by acquisition.

Upon the proposed merger by acquisition taking effect, Calamatta Cuschieri Investment Services Ltd, as the acquiring company, shall succeed to all the assets, rights, liabilities, and obligations of Financial Planning Services Ltd. which, in turn, shall cease to exist.

The proposed mergers by acquisition shall not have any adverse effect on the rights of the Company’s bondholders. The Company will keep the market informed of developments in respect of the foregoing, specifically upon the aforementioned mergers becoming effective in terms of law.

Unquote



Kari Pisani
B.A, LL.D. MSc.
Company Secretary