

The following is a Company Announcement issued by Endo Finance p.l.c., a company registered under the laws of Malta with company registration number C 89481 and having its registered office at 10, Timber Wharf, Marsa MRS 1443, Malta (hereinafter the “Company”), pursuant to the Listing Rules issued by the Listing Authority.

Quote

Merger of Guarantors

It is hereby announced that, as part of a corporate restructuring exercise aimed at streamlining operations, International Fender Providers Ltd (C 69877) (hereinafter “IFP Malta”) and IFP International Fender Providers Limited (a company registered under the laws of Cyprus with company registration number HE 348221) (hereinafter “IFP Cyprus”), two of the joint and several guarantors of the €13,500,000 4.5% unsecured bonds 2029 issued by the Company pursuant to and in terms of the prospectus dated 6th March 2019, are to be amalgamated by virtue of a cross-border merger by absorption in terms of articles 201I to 201X of the Cyprus Companies Law, Chapter 113 of the laws of Cyprus, and Regulations 1 to 19, as applicable, of the Cross-Border Mergers of Limited Liability Companies Regulations (Subsidiary Legislation 386.12 of the laws of Malta).

Specifically, IFP Cyprus shall be merged, by way of a cross-border merger by absorption, with its holding company IFP Malta, thereby transferring all its rights, assets, obligations and liabilities to IFP Malta and being dissolved without going into liquidation.

Upon the proposed merger by absorption taking effect, IFP Malta, as the acquiring company, shall succeed to all the rights, assets, obligations and liabilities of IFP Cyprus and will, accordingly, directly own the assets and assume the liabilities of IFP Cyprus. The date from which the transactions of IFP Cyprus will be treated for tax and accounting purposes as being those of IFP Malta shall be 1st January 2021.

The proposed merger shall not have an effect on the rights of bondholders.

The market will be kept informed of developments in respect of the foregoing, specifically upon the afore-mentioned merger becoming effective in terms of law.

Unquote



Dr Luca Vella
Company Secretary

10th August 2021

Company Announcement: END29