



MELITE

COMPANY ANNOUNCEMENT

Melite Finance p.l.c.

Extraordinary General Meeting to be held

Date of Announcement	27 January, 2022
Reference	33/2022
Capital Markets Rule	5.16.18

QUOTE

Further to company announcements MTE 31/2021 and MTE 32/2021 (the “**Company Announcements**”), the Board of Directors of Melite Finance p.l.c. (the “**Company**”) hereby announces that it has convened an extraordinary general meeting of the shareholders of the Company, to be held on 28 January, 2022 at 14:00, for the purpose of the Company’s shareholders considering, and if thought fit, passing, the following resolutions:

1. To re-designate the authorized share capital of the Company from ten million Euro (€10,000,000) divided into ten million (10,000,000) Ordinary Shares of a nominal value of one Euro (€1) each to nine million three hundred and forty-two thousand (9,342,000) Ordinary Shares of a nominal value of one Euro (€1) each and six hundred and fifty-eight thousand (658,000) redeemable Preference Shares of a nominal value of one Euro (€1) each;
2. To increase the issued share capital of the Company by the issue and allotment of six hundred and fifty-eight thousand (658,000) redeemable Preference Shares of a nominal value of one Euro (€1), fully paid up, in favour of Alf Mizzi & Sons Ltd, in consideration for the *ex gratia* contribution of €658,000 referred to in the said Company Announcements, and to approve the terms of issuance of such redeemable Preference Shares contained in the proposed new Memorandum and Articles of Association of the Company referred to in the following resolution;
3. That the Memorandum and Articles of Association of the Company be replaced in their entirety with a new Memorandum and Articles of Association. The changes being proposed to the Memorandum and Articles of Association relate to: (i) necessary changes required in order to reflect the abovementioned re-designation of share capital and issuance of preference shares; (ii) a reduction in the minimum number of directors of the Company from six directors to four directors; (iii) a number of other changes limitedly for the purpose of reflecting the latest information relative to the shareholding



MELITE

and board composition of the Company as shown on the public records of the Malta Business Registry, and (iv) in order to update references to the Malta Financial Services Authority (previously, Listing Authority) and Capital Markets Rules (previously, Listing Rules) and to reflect other recent legislative changes.

In anticipation of the upcoming Extraordinary General Meeting, the proposed changes to the Company's Memorandum and Articles of Association were submitted for vetting to, and approved by, the Malta Financial Services Authority as required in terms of the Capital Markets Rules.

The outcome of the Extraordinary General Meeting will be reported in a company announcement to be published following conclusion of the meeting.

UNQUOTE

By order of the Board of Directors of Melite Finance p.l.c.

Malcolm Falzon
Company Secretary