

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by AX Group p.l.c. (the “**Company**”) pursuant to the Capital Market Rules, as issued by the Malta Financial Services Authority:

Quote

Reference is made to previous company announcements published by the Company (AXG31/2021, AXG32/2021, and AXG33/2021) in connection with plans by AX Real Estate p.l.c. (C-92104), a subsidiary of the Company (“**AXRE**”), to submit an application to the Malta Financial Services Authority (the “**Authority**”) requesting the admissibility to listing on the Official List of the Malta Stock Exchange of:

- a class of shares in AXRE of a nominal value of €0.125 per share, 33,333,333 ordinary ‘A’ shares of which will be offered for sale to the public at an offer price of €0.60 per share, subject to an over-allotment option which, if exercised, would increase the offer to up to an aggregate of 50,000,000 ordinary ‘A’ shares (the “**Share Offer**”); and
- €40,000,000 in 3.5% unsecured bonds of a nominal value of €100 per bond to be issued at par by AXRE, redeemable in 2032 (the “**Bond Issue**”).

The Share Offer and the Bond Issue are hereinafter collectively referred to as the “**Combined Offer**”.

The purpose of this announcement is to inform the market that the necessary application relative to the Combined Offer has been duly filed with the Authority.

Subject to obtaining regulatory approval, whilst the Combined Offer shall be available for subscription for all categories of investors (including the general public, through Authorised Financial Intermediaries), the following persons, without any priority or preference among themselves, shall be given preference in the allocation of the shares forming part of the Share Offer (the “**Offer Shares**”) and the bonds forming part of the Bond Issue (the “**Bonds**”):

-) holders of the:
 - €40 million 6% AX Investments p.l.c. Bonds 2024;
 - €15 million 3.25% AX Group p.l.c. (Series I) Bonds 2026; and
 - €10 million 3.75% AX Group p.l.c. (Series II) Bonds 2029, appearing on the respective register as at close of business on 17 December, 2021 (with the last trading date being on 15 December, 2021); and
-) employees of the AX Group who have been in employment since at least 31 October, 2021.

Further detailed information on the Combined Offer shall be available in the prospectus drawn up by AXRE, which will be published in due course following attainment of the necessary approvals by the Authority.

Unquote



Dr. Edmond Zammit Laferla
Company Secretary

30 November, 2021

Company Announcement
AXG34/2021