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General Meeting

ACTIBOND GROWTH FUND PUBLIC COMPANY LTD

ACT

GENERAL MEETING

Please see attached

Attachment:

1. **Announcement**

Non Regulated

Publication Date: 03/02/2022

ANNOUNCEMENT

**NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
ACTIBOND GROWTH FUND PUBLIC COMPANY LIMITED**

You are hereby notified that an Extraordinary General Meeting of Actibond Growth Fund Public Company Limited (the "Company") will be held on Monday, 21 February 2022 at 16:00 p.m. at 9, Arch. Makarios III Ave., Severis Building, 3rd floor, 1065 Nicosia, with the following agenda:

1. To carry out the following special business:

(i) Examine and present for voting a special resolution for the reduction of the Company's capital. If adopted, the special resolution must be ratified by the competent Court of the Republic of Cyprus.

SPECIAL RESOLUTION 1:

(a) That the Company's issued share capital, amounting to €4,090,067.94, divided into 58,429,542 ordinary shares of a nominal value of €0.07 each, be reduced to €1,658,590.84, divided into 58,429,542 ordinary shares of a nominal value of €0.02 each.

(b) That the reduction be effected by decreasing the nominal value of each share from €0.07 to €0.02, as the amount of €0.043 per share, i.e. a total of €2,532,783.10, has been lost, while the amount of €388,694.00 is derived from the issue of shares at a discount.

(c) That the amount of €2,532,783.10, which is debited to the profit and loss account, and the amount of €388,694.00, which is debited to the discount reserve account, which jointly amount to €2,291,477.10, be written off and with this special resolution they are written off, as the amount of €2,532,783.10 has been lost and the amount of €388,694.00 is derived from the issue of shares at a discount.

(ii) To examine and present for voting an ordinary resolution for the issue of new ordinary shares of the Company. In order to issue the new ordinary shares, the Company must proceed to the reduction of its issued share capital for purposes of compliance with article 56(1) of the Companies Law (CAP. 113).

ORDINARY RESOLUTION 1

(a) That up to 233,718,168 ordinary shares of a nominal value of €0.02 each be issued for the amount of €5,609,236.03 (at a premium). An opportunity to participate in the issue will first be given to existing shareholders, proportionately to the existing shares held by each shareholder as at the

record date to be determined by the Board of Directors, upon submission of a relevant offer to undertake the number of shares based on such proportion and payment of the consideration and, if any such shares shall not be issued to existing shareholders due to the non-submission of a relevant offer and/or the payment of the relevant consideration, the Board of Directors is hereby authorised to issue and allot any shares not be undertaken due to lack of offers by existing shareholders, to any other persons as the Board of Directors may determine at its discretion, against the consideration set out above.

(b) That the Board of Directors be hereby authorised to allot and issue up to 233,718,168 shares.

(c) That fractions of new ordinary shares resulting from the proportion provided in paragraph (a) of this resolution not be issued and the Board of Directors is hereby authorised to treat, at its discretion, any fractional balances related to the proportion provided in paragraph (a).

(d) That the Board of Directors be hereby authorised to make all relevant arrangements in relation to the issue of the new ordinary shares stated in paragraph (a) above, provide all relevant information and/or communication to the Company's shareholders, take all necessary actions vis-à-vis the competent authorities and any other act or action as deemed appropriate to implement paragraph (a) of this ordinary resolution.

2. To carry out the following ordinary business:

(i) To appoint the External Auditors of the Company G. Kalopetrides & Partners Ltd for the year 2021 and present for voting the following ordinary resolution:

ORDINARY RESOLUTION 2

That Messrs G. Kalopetrides & Partners Ltd be appointed external auditors of the Company for the year 2021 and that the Board of Directors be authorised and it is hereby authorised to determine their fees for 2021.

(ii) To determine the remuneration of the Directors for 2022.

(iii) Any other matter that may, in accordance with the Company's Articles of Association, be presented to the Extraordinary General Meeting.

By order of the Board of Directors

Brena Services Limited
Secretary

Nicosia, 28 January 2022