



**MIDI PLC  
COMPANY ANNOUNCEMENT**

*The following is a company announcement issued by MIDI plc ("MIDI" or "the Company") pursuant to the Malta Financial Services Authority Listing Rules.*

**Quote**

**Solutions & Infrastructure Services Limited**

Reference is made to the Company's announcement dated the 03 August 2015 and the agreement referred to therein entered into on the 30 July 2015 ('the Preliminary Agreement') between (i) the Company; (ii) Siemens S.P.A., an Italian company registered in Milan, Italy ('Siemens'); and (iii) Solutions and Infrastructure Services Limited (C 38866) ('SIS'), a Maltese company whose share capital was prior to today owned as to 50% by the Company and as to 50% by Siemens.

It is hereby announced that, pursuant to the Preliminary Agreement and by virtue of an instrument of transfer entered into on the 14 September 2015, the Company has now acquired Siemens' 50% shareholding (*consisting of 2,000,000 ordinary 'A' shares of one euro (€1.00) each*) in SIS for the consideration of one euro (€1.00). One of the said shares was acquired by Tigné Contracting Limited (C 28438), a fully-owned subsidiary of the Company.

The Preliminary Agreement contemplated other transactions which were also executed on the 14<sup>th</sup> September 2015, including: (i) the waiver by Siemens of the sum of three hundred and fifty thousand euro (€350,000) which was due to it by SIS by way of a shareholder's loan; and (ii) an informal capital contribution made by Siemens to SIS in the amount of one million, seven hundred and forty-two thousand euro (€1,742,000) as part of a restructuring exercise agreed between the shareholders and made concurrently with the signing of the instrument of transfer. The contribution was made by means of a public deed in the records of Notary Dr Michael J. Galea.

The business carried on by SIS ranges from the provision of information and communications technology ('ICT') services including telephony, internet and co-location; the provision of building technologies ('BT') such as access control and HVAC (*a centralised system of heating, ventilation and cooling*); and the management of the public car park at Tigné Point. These services are principally provided to the various customers at Tigné Point development undertaken by the Company.

**cont'd**



The development currently underway at Tigné Point necessitated an additional investment in the HVAC system in the region of two million euro (€2,000,000) in order to cater for the envisaged increase in demand. The additional investment in the HVAC system will also result in a more efficient operation. The said works were awarded to Siemens with whom an agreement was reached for a credit of one million euro (€1,000,000) to be provided in connection with the aforementioned additional investment.

SIS is currently projecting a loss in the region of six hundred thousand euro (€600,000) for its financial year ending 30<sup>th</sup> September 2015 and its gross assets amount to €5.6million. The Company believes that following the restructuring undertaken and the agreements reached with Siemens and having taken regard of the current business prospects, there is a solid foundation to turn around the financial results of SIS.

The Company has agreed to act as surety for the repayment of SIS' banking facilities, which company is now a wholly owned subsidiary of the MIDI Group. The Company's Board of Directors is satisfied with the terms agreed to with Siemens and is of the opinion that such an acquisition will contribute towards shareholder value in the upcoming years.

The key individuals important to SIS are Jesmond Zammit, Chief Operating Officer for BT and Chris Ransley, Chief Operating Officer for ICT.

***Unquote***

**Darren Azzopardi**  
*Company Secretary*

**15 September 2015**