

NOTICE TO SHAREHOLDERS

ANNUAL GENERAL MEETING
Friday 24 June 2016

| | |
|----------------------|--|
| MSE No. | |
| No. of Shares | |

Tigné Mall p.l.c. ("the Company") hereby gives notice that the Annual General Meeting of the Company will be held at the Portomaso Suite 1, Hilton Malta, Portomaso, St. Julians PTM01, on Friday 24 June 2016 at 10:00 a.m, for the purpose of considering, and if thought fit, passing the resolutions set out in this notice.

AGENDA

ORDINARY RESOLUTIONS

1. To receive and approve the Audited Financial Statements for the year ended 31 December 2015 and the Report of the Directors and of the Auditors thereon.
2. To declare a final net dividend of €0.0125 per €0.50 share, representing a final net dividend payment of €705,000 as recommended by the Directors.
3. To re-appoint as auditors, PricewaterhouseCoopers of 78, Mill Street, Qormi and to authorise the Board of Directors to fix their remuneration.
4. To appoint the Directors in accordance with the Articles of Association of the Company. The persons listed below, all being eligible, have signified their willingness to be appointed as Directors and there being as many nominations as there are vacancies, all of the following nominees will be automatically elected as Directors of the Company:

Dr. Alicia Agius Gatt
Mr. David Demarco
Ms. Marzena Formosa
Ms. Muriel Rutland
Mr. Joseph Zammit Tabona

5. To approve the maximum annual aggregate emoluments of Directors at €90,000 in line with the previous year.

TEAR OFF PART

PLEASE PRESENT FOR REGISTRATION

EXTRAORDINARY RESOLUTION

1. Dividend Record Date

Resolution:

To substitute and replace in its entirety Article 127 of the Articles of Association of the Company by the following:

127. All dividends and interest shall belong and be paid to those Members whose names shall be on the Register at such date as the Company by Ordinary Resolution or the Directors may determine notwithstanding any subsequent transfer or transmission of shares. The Company may pay any dividend, interest or other moneys payable in cash in respect of shares, by direct debit, bank transfer, cheque, dividend warrant or money order and may remit the same by post directed to the registered address of the holder of the shares and the Company shall not be responsible for any loss of any such cheque, warrant or order. Every such cheque, warrant or order shall be made payable to the order of the person to whom it is sent, or to such person as the holder may in writing direct, and the payment of such cheque, warrant or order shall be a good discharge to the Company. If on two (2) consecutive occasions cheques, warrants or orders in payment of dividends or other moneys payable in respect of any share have been sent through the post in accordance with the provisions of this Article but have been returned undelivered or left un-cashed during the periods for which the same are valid, the Company need not thereafter dispatch further cheques, warrants or orders in payment of dividends or other moneys payable in respect of the share in question until the Member or other person entitled thereto shall have communicated with the Company and supplied in writing to the Office an address for the purpose.

Purpose:

The proposed amendment to Article 127 of the Articles of Association of the Company will permit the Company to determine, in advance, the date for the ascertainment of the entitlement to the payment of a dividend.

Further explanation is provided in the Circular to Shareholders.



DANIELA FENECH
Company Secretary

by order of the Board

24 May 2016

Notes to the Notice of Annual General Meeting

- i. *This Notice has been mailed to the Shareholders on the Company's Share Register at the Central Securities Depository of the Malta Stock Exchange as at close of business on the 25 May 2016, this being the 'Record Date' and these Shareholders are entitled to attend and vote at the Annual General Meeting and qualify for the dividend.*
- ii. *Every Member shall have the right to ask questions which are pertinent and related to items on the agenda of this Annual General Meeting and to have such questions answered by the Directors or such person as the directors may delegate for that purpose subject to any reasonable measures that the Company may take to ensure the identification of the Shareholder. This right shall also be enjoyed by a proxy holder appointed by the Shareholder.*
- iii. *Admission to the meeting is subject to presentation of this Notice to Shareholders, together with your ID Card. The upper part of this notice will be retained by a Company representative upon registration. Kindly note that only the Member to whom this notice is addressed will be admitted to the meeting, unless otherwise provided hereunder.*
- iv. *A Member entitled to attend and vote at the above meeting may appoint a Proxy to attend and vote in his stead. A proxy need not be a Member. A form of proxy is enclosed and is to be deposited at the registered office of the Company not less than 48 hours before the time for holding the meeting or the adjourned meeting. A scanned copy of the enclosed form of proxy, duly signed and completed, may be sent to reach the Company Secretary on aqm@thepointmalta.com not less than 48 hours before the time for holding the meeting or the adjourned meeting. In both scenarios, the proxy form (duly completed) is to be accompanied by a copy of the ID card of the Member.*
- v. *Any corporation which is a member of the Company may by resolution of its Directors or other governing body, in terms of the Memorandum & Articles of Association of the said member corporation, authorise such person as it thinks fit to act as its representative subject to the lodgement of a copy of the said resolution certified as a true copy, with the Company before the meeting.*
- vi. *A Member who is a minor may be represented at the meeting by his/her Legal Guardian who will be required to present his/her ID card and the Notice to Shareholders. Minors (persons under 18 years of age) will not be allowed to attend the Meeting.*
- vii. *All documents to be presented at the AGM can be found on the Company's website www.thepointmalta.com. A printed copy of the 2015 Annual Report for the year ended 31 December 2015 and resolutions to be taken at the AGM are enclosed together with this Notice.*
- viii. *The full unabridged text of any documents submitted to the Meeting shall, unless despatched to the shareholders, be available at the registered office of the Company and on www.thepointmalta.com.*
- ix. *Admission to the meeting and registration of Members attending will commence at 9:30 a.m.*
- x. *Complimentary parking shall be available at the 'Portomaso Car Park'. Kindly present parking ticket at the AGM registration desk.*