

**Resolutions being presented for the consideration of the
2016 Annual General Meeting of Tigné Mall p.l.c. to be held on
Friday 24 June 2016**

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.

EXTRAORDINARY RESOLUTION

1. 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.*