

**NOTICE TO SHAREHOLDERS**

**ANNUAL GENERAL MEETING**  
**Friday, 17 June 2022**

<b>MSE No.</b>	
<b>No. of Shares</b>	

**This document is important. If you are in any doubt about its contents, you should consult your independent financial advisor.**

Dear Shareholder,

Tigné Mall p.l.c. (the "Company") hereby gives notice that the Annual General Meeting of the Company will be held remotely on Friday 17<sup>th</sup> June 2022 at 11:00hrs, for the purpose of considering, and if thought fit, passing the resolutions set out in this Notice. The Meeting will be held in accordance with the relevant provisions of the Companies Act (Public Companies – Annual General Meetings) Regulations 2020 (S.L. 386.23)

**AGENDA**

The following resolutions will be presented for the consideration of the Shareholders at the Annual General Meeting:

**Ordinary Business – Ordinary Resolutions**

1. To consider and approve the Audited Financial Statements of the Company for the year ended 31 December 2021 and the Directors' and Auditors' Reports thereon.
2. To declare a final net dividend of €750,000, equivalent to a net dividend of €0.0133 per ordinary share, as recommended by the Directors.
3. To re-appoint PricewaterhouseCoopers of 78, Mill Street, Zone 5, Central Business District, Qormi, CBD 5090, Malta as auditors of the Company, and to authorise the Directors to fix their remuneration.
4. To increase the maximum annual aggregate emoluments of Directors by €60,000 and establish the maximum annual aggregate emoluments at €150,000.

**Appointment of Directors**

At the Annual General Meeting of the Company, all Directors will retire from office. In accordance with the Articles of Association, the Company issued a call for the nomination of persons to be appointed directors. The Company received five (5) valid nominations. Pursuant to Article 97, since there are as many nominations as there are vacancies, no election of directors will be held and each of the nominees will automatically take office as director. Accordingly, the directors shall be appointed in furtherance of the Articles of Association and no resolution for their appointment will be required.

**Ordinary Resolution – Special Business – Advisory Vote**

5. To approve the Remuneration Report of the Company for the year ended 31 December 2021.



Daniela Fenech  
Company Secretary  
24<sup>th</sup> May 2022

*By order of the Board*

## Notes to the Notice of Annual General Meeting:

1. This Notice has been mailed to all Shareholders who are registered on the Company's Share Register at the Central Securities Depository of the Malta Stock Exchange as at close of business on the 17 May 2022 (the 'Record Date'). Only those Shareholders registered on the Record Date are entitled to attend and vote at the Annual General Meeting.
2. The Meeting will be streamed live and Shareholders will be able to follow the proceedings of the Annual General Meeting through such live stream by accessing the Company's website [www.thepointmalta.com](http://www.thepointmalta.com) in the Annual General Meeting section of the Investor Relations. Shareholders will only be able to follow the proceedings of the Meeting and will not be able to interact during the Meeting. Any Shareholder who wishes to ask questions will be required to follow the process explained in paragraph 3 of this Notice.

To join the Tigné Mall p.l.c. AGM:

- a) Go to <https://www.thepointmalta.com/investor-relations/company-notifications-and-publications/annual-general-meetings/>
  - b) Click on the live streaming tab available on this site.
3. Every Shareholder 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. Accordingly, Shareholders are invited to submit their questions in writing to the Company Secretary, by not later than 48 hours before the meeting, by:

- a) mail to the Company at Tigné Mall plc, The Point Shopping Mall, Management Suite, Tigné Point, TP 01; or
- b) email at: [aqm@thepointmalta.com](mailto:aqm@thepointmalta.com)

The Company shall provide answers, to questions submitted as aforesaid, on its website within forty-eight (48) hours from termination of the Meeting. The Company may provide an overall answer to questions having the same content.

4. The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this Notice.
5. A Shareholder may participate and vote at the Annual General Meeting by submitting a Form of Proxy, nominating the Chairman and indicating the voting preferences. A Form of Proxy is enclosed herewith. Shareholders are to complete the Form of Proxy in a clear and legible manner and send it to the Company either:
  - a) at the registered office of the Company at Tigné Mall plc, The Point Shopping Mall, Management Suite, Tigné Point, TP 01; or
  - b) by electronic means at: [aqm@thepointmalta.com](mailto:aqm@thepointmalta.com). In case the Form of Proxy is sent electronically, the email should have attached thereto a copy of the Form of Proxy duly completed and signed by the Shareholder or a duly authorised person on behalf of a corporate/institutional Shareholder.

In each case, the Form of Proxy is to be submitted not less than 48 hours before the time for holding the Annual General Meeting.

6. The Company qualifies as a small undertaking in terms of Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports on certain types of undertakings, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Council Directives 78/660/EEC and 83/349/EEC. Thereby, in accordance with Listing Rule 12.26L of Chapter 12 of the Listing Rules issued by the Listing Authority, the Company is not required to hold an advisory vote on the Remuneration Report of the most recent financial year if it elects to submit the Remuneration Report for discussion at the annual general meeting. Since the 2022 Annual General Meeting is being held remotely in accordance with the provisions of the Companies Act (Public Companies – Annual General Meetings) Regulations, 2020 (Chapter 386.23 of the Laws of Malta), the Board of Directors has elected to hold an advisory vote, whilst reserving the right to opt for a discussion in future general meetings which are not held remotely.
7. The full unabridged text of any documents submitted to the Annual General Meeting shall, unless dispatched to the Shareholders, be available at the registered office of the Company and on [www.thepointmalta.com](http://www.thepointmalta.com). A printed copy of the annual report will be provided to those Shareholders who indicated their preference to continue receiving the documents in printed format. A printed copy will be provided to Shareholders upon written request.
8. Information relating to the Meeting will be made available on the Company's website [www.thepointmalta.com](http://www.thepointmalta.com). In case of difficulties or queries, Shareholders are requested to contact the office of the Company Secretary on 2247 0300.