

NOTICE TO SHAREHOLDERS

**ANNUAL GENERAL MEETING
Thursday, 22 June 2023**

MSE No.	
No. of Shares	

Dear Shareholder,

Tigné Mall p.l.c. (the “**Company**”) hereby gives notice that the Annual General Meeting of the Company will be held at The Grand Ballroom of The Phoenicia Malta, The Mall, Floriana, FRN1478, on Thursday 22 June 2023 at 10:00 hrs, for the purpose of considering, and if thought fit, passing the resolutions set out as agenda items 1 to 4 hereunder and holding a discussion on agenda item 5.

AGENDA

ORDINARY BUSINESS - ORDINARY RESOLUTIONS

1. To consider and approve the Audited Financial Statements of the Company for the year ended 31 December 2022 and the Directors’ and Auditors’ Reports thereon.
2. To declare a final net dividend of €765,000, equivalent to a net dividend of €0.0136 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.

SPECIAL BUSINESS - ORDINARY RESOLUTION

4. To approve the maximum annual aggregate emoluments of Directors at €150,000 in line with the previous year.

SPECIAL BUSINESS - DISCUSSION ON REMUNERATION REPORT

5. To hold a discussion on the Remuneration Report of the Company for the financial year ended 31 December 2022 pursuant to Rule 12.26L of the Capital Markets Rules of the Malta Financial Services Authority.

By order of the Board



Daniela Fenech
Company Secretary
23rd May 2023

TEAR OFF PART

PLEASE PRESENT FOR REGISTRATION

Notes to the Notice of Annual General Meeting:

- i. This Notice to Shareholders is being sent to all Shareholders registered on the Company's Share Register at the Central Securities Depositary of the Malta Stock Exchange as at close of business on the 23 May 2023 (the 'Record Date'). Only those Shareholders registered on the Company's Share Register on the Record Date are entitled to receive notice, participate and vote at the Annual General Meeting of the Company (the 'Annual General Meeting' or 'Meeting').
- ii. Every Shareholder entitled to participate in and vote at the Annual General Meeting, or his/her proxy, 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 by 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. The Company may provide one overall answer to questions having the same content.
- iii. A Shareholder may attend and participate at the Meeting either by personally attending the Meeting or by appointing a person of his/her choice as his/her proxy to attend and vote in his/her stead. A proxy need not be a member of the Company.
- iv. A Shareholder may participate by proxy by completing and signing the Form of Proxy enclosed herewith. The Form of Proxy, together with power of attorney or other authority, if any, under which it is signed is to be: (a) deposited at the registered office of the Company at Tigné Mall plc, The Point Shopping Mall, Management Suite, Tigné Point; or (b) notified electronically to the Company Secretary at agm@thepointmalta.com, in each case not less than 48 hours before the time for holding the Annual General Meeting or the adjourned meeting. In both scenarios, the duly completed Form of Proxy is to be accompanied by a copy of the Identity Card of the Shareholder.
- v. When a Shareholder is a legal person, a duly authorized representative thereof shall be entitled to represent such Shareholder at the Annual General Meeting, subject to the lodgement with the Company of the relative authorisation document before the Meeting.
- vi. A Shareholder who is a minor may be represented at the Annual General Meeting by his/her legal guardian, who will be required to present his/her Identity Card and this Notice to Shareholders. Minors (persons under 18 years of age) will not be allowed to attend the Annual General Meeting.
- vii. In the case of shares held jointly by several persons, only the registered Shareholder shall be entitled to attend and vote at the Meeting. A joint holder who is not a registered Shareholder shall only be entitled to attend and vote at the Meeting if the Form of Proxy has been executed and registered in his/her favour. In the case of shares held jointly by spouses, both spouses or either of them may attend, provided that only one voting document will be issued and only one of the spouses shall be entitled to vote.
- viii. The full unabridged text of the Annual Report of the Company which includes the audited financial statements of the Company for the year ended 31 December 2022 and any other documents submitted to the Annual General Meeting are available at the registered office of the Company and on www.thepointmalta.com.
- ix. The draft resolutions to be considered and voted upon at the Annual General Meeting are included as an integral part of this Notice to Shareholders.
- x. A copy of this Notice to Shareholders, including the draft resolutions, information on the total number of shares and voting rights at the date of this Notice and other information relating to the Meeting are available on www.thepointmalta.com.
- xi. Admission to the Meeting is subject to presentation of this Notice to Shareholders, together with adequate means of identification. The upper part of this Notice will be retained by a Company representative upon registration. Kindly note that only the Shareholder to whom this Notice is addressed will be admitted to the Meeting, unless otherwise provided above.
- xii. Admission to the Annual General Meeting and registration of Shareholders will commence at 9:30 a.m. The Meeting will commence at 10:00 a.m. Once the Meeting proceeds to vote on the first matter on the Agenda, admission to the Meeting will be terminated.
- xiii. 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 Rule 12.26L of Chapter 12 of the Capital Markets Rules issued by the Malta Financial Services Authority, the Company is submitting the Remuneration Report for discussion at the Annual General Meeting.