

**FORM OF PROXY**

Particulars of Shareholder/s

Name of Shareholder/s: \_\_\_\_\_ Number of shares held: \_\_\_\_\_

I.D. Card No./Reg. No.: \_\_\_\_\_ MSE Account No.: \_\_\_\_\_

As Shareholder/s of Tigné Mall p.l.c, (the “Company”), I/ we hereby appoint:

Name of proxy: \_\_\_\_\_ I.D. Card No. \_\_\_\_\_

Address: \_\_\_\_\_

OR

The Chairman of the Meeting

as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting (the “Meeting”) of the Company to be held at The Grand Ballroom of The Phoenicia Malta, The Mall, Floriana, Malta on Friday 21 June 2024 at 10:00 hrs and at any adjournment thereof.

My/Our Proxy is authorised to vote as he/she deems fit

My/Our Proxy is authorised to vote as indicated on this Form of Proxy (overleaf)

\_\_\_\_\_  
Signature/s of Shareholder/s

\_\_\_\_\_  
Date

**NOTES**

- i. Shareholders may attend and participate at the Meeting either by personally attending the Meeting or by appointing a person of choice as proxy to attend and vote in their stead. A proxy need not be a member of the Company.
- ii. Shareholders wishing to attend and participate by proxy are to complete, in full and in a clear and legible manner, all the details required on this Form of Proxy.
- iii. This Form of Proxy shall be completed such as to indicate whether the Shareholder wishes to appoint a person of choice as proxy or whether the Shareholder wishes to appoint the Chairman of the Meeting as proxy. Where a Shareholder wishes to appoint a person of choice as proxy, indication thereof should be made by marking the appropriate box and providing all the details required. Where a Shareholder wishes to appoint the Chairman of the Meeting as proxy, their preference should be indicated by marking the appropriate box.
- iv. This Form of Proxy should also indicate whether the proxy is authorized to vote as he/she deems fit or as instructed by the Shareholder by marking the appropriate box. If the Shareholder elects to limit the proxy's authority, he/she should indicate his/her voting preferences on the reverse side of this Form of Proxy. In such a case, the Shareholder should make a mark or insert the number of votes (shares held) against each resolution in the appropriate box 'For', 'Against' or 'Abstain'. A mark against a box will be interpreted that the Shareholder assigned all the votes accordingly. If the Shareholder elects to insert the number of votes, these may be split up in any proportion whatsoever, however in no circumstance may the Shareholder use more votes than he/she is entitled to. If this occurs, the vote on the particular resolution will be deemed to be invalid. If no indication is made on the Form of Proxy as to how the proxy is to vote on a particular resolution, it shall be deemed that the Shareholder authorizes the proxy to vote as they deem fit.
- v. The Form of Proxy, duly completed and signed, together with the power of attorney or other authority, if any, under which it is signed or a certified copy thereof, should be: (i) deposited at the registered office of the Company being, The Point Shopping Mall, Management Suite, Tigné Point, Sliema, Malta; or (ii) returned to the Company by mail using the enclosed self-addressed envelope; or (iii) notified electronically to the Company Secretary at [agm@thepointmalta.com](mailto:agm@thepointmalta.com), in each case not less than forty-eight (48) hours before the time of the Meeting or the adjourned meeting. Shareholders are to ensure that both sides of this Form of Proxy are scanned in case the document is being notified electronically.
- vi. In terms of MFSA Capital Markets Rules 12.29 & 12.30, a proxy holder shall be required to disclose to the appointing Shareholder, prior to the Meeting, any facts of which he/she is aware and which may be relevant to the Shareholder in assessing any risk that the proxy holder might pursue any interest other than the interest of the Shareholder. The facts that a proxy holder is required to disclose include (a) whether he is a controlling shareholder of the Company or is another entity controlled by such shareholder; (b) whether he is a director of the Company or of a controlling shareholder or controlled entity referred to in paragraph (a); (c) whether he is an employee or an auditor of the Company, or of the controlling shareholder or controlled entity referred to in paragraph (a); and (d) whether he has a family relationship with a natural person referred to in paragraphs (a) to (c).
- vii. The Chairman of the Meeting will be Mr Joseph Zammit Tabona. In the event that a Shareholder is appointing the Chairman of the Meeting as his/her Proxy, for the purposes of MFSA Capital Markets Rules 12.29 & 12.30, it is hereby noted that Mr Zammit Tabona is a Director of the Company.

YOU NEED NOT NEED TO COMPLETE THIS SECTION IF YOUR PROXY IS AUTHORISED TO VOTE AS HE/SHE DEEMS FIT

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My/Our Proxy will be voting as follows:

**Ordinary Business – Ordinary Resolutions**

	FOR	AGAINST	ABSTAIN
1. Annual Report and Audited Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. Dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Reappointment of Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**Special Business – Ordinary Resolutions**

4. Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Directors' Emoluments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Election of Directors

In accordance with the Articles of Association, the Company issued a call for the nomination of candidates for election to the office of director. The Company received five (5) valid nominations. In terms of Article 97 of the Company's Articles of Association, where there are as many nominations as there are vacancies, no election of directors will be held and each of the nominated candidates will be automatically appointed director. Accordingly, the directors will be appointed in furtherance of the Articles of Association and no resolution for their appointment will be required.

The following are the nominated candidates:

- Mr. Michael Agius
- Ms. Marzena Formosa
- Mr. Albert J. Frendo
- Mr. Etienne Sciberras
- Mr. Joseph Zammit Tabona