

NOTICE TO SHAREHOLDERS

ANNUAL GENERAL MEETING  
Friday 21 June 2024

MSE No.	XXXXX
No. of Shares	XXXXX

Notice is hereby given that the Annual General Meeting of Tigné Mall p.l.c. (the “Company”) will be held at The Grand Ballroom of The Phoenicia Malta, The Mall, Floriana, Malta on Friday 21 June 2024 at 10:00 hrs for the purpose of considering, and if thought fit, passing the resolutions set out below as agenda items 1 to 5 and holding a discussion on agenda item 6.

**ORDINARY BUSINESS - ORDINARY RESOLUTIONS**

- Annual Report and Financial Statements**  
That the Audited Financial Statements of the Company for the financial year ended 31 December 2023 and the Directors’ and Auditors’ Reports thereon be received and approved.
- Dividend**  
That a final net dividend of €815,000, equivalent to a net dividend of €0.01445 per ordinary share, as recommended by the Board of Directors be declared.
- Reappointment of Auditors**  
That the reappointment of PricewaterhouseCoopers of 78, Mill Street, Zone 5, Central Business District, Qormi, Malta as auditors of the Company be approved and that the Board of Directors be authorised to establish their remuneration.

**SPECIAL BUSINESS - ORDINARY RESOLUTIONS**

- Remuneration Policy**  
That the Remuneration Policy of the Company as set out in the Circular to Shareholders dated 23 May 2024 be approved.
- Directors’ Emoluments**  
That the maximum annual aggregate emoluments of Directors be established at €150,000 in line with the previous year.

**SPECIAL BUSINESS - DISCUSSION ON REMUNERATION REPORT**

- To hold a discussion on the Remuneration Report of the Company for the financial year ended 31 December 2023 pursuant to Rule 12.26L of the Capital Markets Rules of the Malta Financial Services Authority.

Appointment of Directors

All directors of the Company shall retire from office at the end of the Annual General Meeting. 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. Since the number of nominations received is equivalent to the number of vacancies, no election of directors will be held and the five (5) nominees will be automatically appointed directors.

*By order of the Board*



Dr Maria Formosa Bonello  
Company Secretary  
23 May 2024

## TEAR OFF PART

### PLEASE PRESENT THIS DOCUMENT TOGETHER WITH LAWFUL MEANS OF IDENTIFICATION FOR REGISTRATION

#### Notes

- i. *This Notice to Shareholders is being sent to all Shareholders registered on the Company's Register of Members held by the Central Securities Depository of the Malta Stock Exchange as at close of business on the 22 May 2024 (the 'Record Date'). Only those Shareholders registered on the Company's Register of Members on the Record Date are entitled to receive notice, participate and vote at the Annual General Meeting of the Company scheduled for the 21 June 2024 (the 'Meeting').*
- ii. *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.*
- iii. *A Shareholder may participate by proxy by completing and signing the Form of Proxy enclosed with this Notice to Shareholders. 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, shall 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.*
- iv. *When a Shareholder is a legal person, a duly authorized representative thereof shall be entitled to represent such Shareholder at the Meeting subject to the prior registration with the Company Secretary of the Form of Proxy executed in their favour.*
- v. *A Shareholder who is a minor may be represented at the Meeting by his/her legal guardian, who will be required to present his/her Identity Card together with this Notice to Shareholders. Persons under 18 years of age shall not be admitted to the Meeting.*
- vi. *In the case of shares held jointly by several persons, the designated or first named joint holder on the Register of Members of the Company on the Record Date (the 'Registered Shareholder') shall be entitled to attend and vote at the Meeting. A joint holder who is not the Registered Shareholder shall only be entitled to attend and vote at the Meeting if the Form of Proxy has been executed by all joint owners and registered in his/her favour. This shall also apply where shares are held jointly by spouses and one of them is designated as the Registered Shareholder. In cases where both spouses are designated as the Registered Shareholder, both or either of them may attend the Meeting, provided that only one voting document will be issued and only one of the spouses shall be entitled to vote.*
- vii. *Every Shareholder, whether acting personally or by proxy shall have the right to ask questions which are pertinent and related to items on the agenda of the 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.*
- viii. *The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this Notice to Shareholders.*
- ix. *The agenda of the Meeting includes items which constitute special business. An explanatory Circular providing additional details with respect to these agenda items is being circulated together with this Notice to Shareholders.*
- x. *The full unabridged text of documents submitted to the Meeting shall, unless dispatched to Shareholders, be available at the registered office of the Company and on the investor relations page of the Company's website [www.thepointmalta.com](http://www.thepointmalta.com).*
- xi. *The Company is committed to contribute to a reduction of the impact that printing and the distribution of documents generally have on the environment. For this reason, the Company is making its Annual Report and Financial Statements available on the investor relations page of its website [www.thepointmalta.com](http://www.thepointmalta.com). A printed copy of the Annual Report and Financial Statements will be provided to those shareholders who had indicated their preference in this respect and to any other shareholder who may request such document by letter addressed to The Company Secretary, Tigné Mall plc, Management Suite, The Point Shopping Mall, Tigné Point, Sliema, Malta or by email to [agm@thepointmalta.com](mailto:agm@thepointmalta.com).*
- xii. *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 to Shareholders will be retained by a Company representative upon registration. Kindly note that only the person/s to whom this notice is addressed or his/their proxy shall be granted admission to the Meeting. Admission to the Meeting and registration of Shareholders will commence at 09:30 hrs. The Meeting will commence at 10:00 hrs. Once the Meeting proceeds to vote on the first matter on the Agenda, admission to the Meeting will be terminated.*
- xiii. *A copy of this Notice to Shareholders, the Circular to Shareholders and other information regarding the Meeting are available on the investor relations page of the Company's website [www.thepointmalta.com](http://www.thepointmalta.com).*