HSBC

HSBC Bank Malta p.l.c., 116, Triq l-Arċisqof, Valletta VLT 1444

Laqgħa Ġenerali Annwali
13 ta' April 2022

FORMOLA TAD-DĦUL

L-Azzjonisti li jixtiequ jipparteċipaw u jivvutaw fil-Laqgħa Ġenerali Annwali huma mitluba jaħtru ċ-*Chairman* tal-Laqgħa bħala l-prokuratur tagħhom.

Il Laqgħa Ġenerali Annwali (LĠA) tibda fl-10.00a.m.

Password **biex taċċessa l-*live streaming* tal-Laqgħa:** *(Ara il-Prokura Personalizzata)*

FORMULA TAL-PROKURA

Biex tkun valida, din il-Prokura trid tasal għand is-Segretarju tal-Kumpanija, HSBC Bank Malta p.l.c., 116, Triq l-Arċisqof, Valletta VLT 1444, mhux anqas minn **48 siegħa qabel** il-ħin tal-Laqgħa Ġenerali Annwali (LĠA).

Bħala Azzjonist/Azzjonisti tal-HSBC Bank Malta p.l.c. (il-Kumpanija), nappunta/nappuntaw liċ-*Chairman* maħtur tal-LĠA bħala l-prokuratur tiegħi/tagħna biex jivvota għalija/għalina f'ismi fil-LĠA li għandu jsir kif indikat hawn fuq u f'kull aġġornament tagħha. (B'referenza għal-*Capital Markets Rules* 12.29 u 12.30 ara Nota 5).

F'termini tal-*Capital Markets Rules* 12.29 (ara n-nota 5) il-prokuratur tiegħi/tagħna huwa wkoll Direttur.

Data ________________________ Firma tal-Azzjonist ________________________

IMLA WAĦDA MINN DAWN IL-KAXXI

☐ Iċ-*Chairman* huwa awtorizzat li jivvota kif jidhirlu xieraq.

☐ Iċ-*Chairman* irid jivvota kif indikat fil-kaxxa tar-Riżoluzzjoniet hawn taħt.

PROKURA B'MEZZI ELETTRONIĊI

Trid timtela meta l-Prokura tintbagħat b'mod elettroniku.

Firma tal-Azzjonist________________________

Numru tat-telefon/mowbajl________________________

Indirizz elettroniku________________________

Prokura mibgħuta b'mezz elettroniku tkun valida meta l-Uffiċċju tas-Segretarju tal-Kumpanija jikkonfermalek li rċevieha (ara Nota 3).

Riżoluzzjonijiet

	FAVUR	KONTRA	ASTENSJONI
Kontijiet Verifikati	☐	☐	☐
Dividend	☐	☐	☐
Ħatra tal-Awdituri	☐	☐	☐
Ħlas lid-Diretturi	☐	☐	☐
Directors' Remuneration Report	☐	☐	☐

Elezzjoni tad-Diretturi

Billi ġew nominati biss tliet persuni għall-elezzjoni, mhux ser ikun hemm votazzjoni matul il-Laqgħa ta' din is-sena. Il-persuni nominati msemmija hawn taħt ikunu eletti awtomatikament matul il-Laqgħa, in forza tal-Artiklu 77 (4) tal-Istatut ta' Assoċjazzjoni.

ISMIJIET TA' KANDIDATI NOMINATI

IS-SINJURA INGRID AZZOPARDI

DR MANFRED GALDES LL.D.

DR HENRI MIZZI LL.D.

Jekk jogħġbok irreferi għan-noti f'dan id-dokument għal iktar informazzjoni fuq il-proċess tal-votazzjoni.

Noti

1. Elezzjoni tad-Diretturi

Il-Bord tad-Diretturi għandu jikkonsisti f'mhux aktar minn disa' (9) diretturi. Skont Klawsola 7 tal-Memorandum ta' Assoċjazzjoni u Artikolu 77(4) tal-Istatut ta' Assoċjazzjoni, (a) jistgħu jiġu appuntati sitt (6) diretturi, u (b) jiġu eletti tliet (3) diretturi. Peress, li din is-sena tliet persuni biss ġew nominati għall-elezzjoni, mhux ser ikun hemm votazzjoni. Il-persuni nominati Is-Sinjura Ingrid Azzopardi, Dr Manfred Galdes LL.D. u Dr Henri Mizzi LL.D., jiġu eletti awtomatikament.

2. Id-dritt tal-Azzjonisti li jipparteċipaw u li jivvutaw fil-LĠA

L-Azzjonisti rreġistrati fuq ir-Reġistru tal-Azzjonisti fl-14 ta' Marzu 2022 ikollhom id-dritt jipparteċipaw u jivvutaw fil-LĠA.

L-Azzjonisti li għandhom id-dritt li jipparteċipaw u jivvutaw huma mitluba jaħtru ċ-*Chairman* tal-LĠA biex jivvota f'isimhom. Flimkien ma' dan l-Avviż qed jintbagħtu Formola ta' Prokura u *self addressed envelope*.

Azzjonisti li għandhom ishma bi sħab, għandhom id-dritt awtomatiku li jirrappreżentaw lill-Azzjonisti l-oħra bi sħab magħhom għal skop ta' votazzjoni fil-LĠA sakemm il-Kumpanija ma tkunx irċiviet, mhux aktar tard minn 48 siegħa qabel il-ħin tal-LĠA, istruzzjonijiet kuntrarju bil-miktub minn wieħed mill-Azzjonisti l-oħra li magħhom għandhom ishma bi sħab.

3. Kif tintbagħat il-Prokura

Biex tkun valida, il-Prokura trid tasal għand is-Segretarju tal-Kumpanija, HSBC Bank Malta p.l.c., 116, Triq l-Arċisqof, Valletta VLT 1444, bl-idejn jew billi tuża s-*self-addressed envelope* inkluż ma' dan l-avviż. Il-Prokura tista' tintbagħat b'mezz elettroniku, f'liema każ jiġi kkuntattjat is-Segretarju tal-Kumpanija fuq l-indirizz elettroniku companysecretarymalta@hsbc.com biex jiggwidak permezz ta' email fuq il-proċedura li trid tiġi addottata f'dan il-każ. Il-Prokura mibgħuta bl-idejn, bil-posta, jew b'mezzi elettroniċi għandha tasal għand is-Segretarju tal-Kumpanija mhux anqas minn 48 siegħa qabel il-ħin tal-LĠA. Jekk il-Prokura tintbagħat mingħajr indikazzjoni ta' kif il-prokuratur għandu jivvota fuq kwalunkwe materja, il-prokuratur jista' juża d-diskrezzjoni tiegħu jekk jivvutax jew kif jivvota.

4. Kif timla l-Prokura

L-Azzjonist li jixtieq jipparteċipa fil-LĠA għandu jimla b'mod sħiħ id-dettalji kollha meħtieġa fuq il-Prokura b'mod ċar u leġġibbli. L-Azzjonist għandu jindika jekk jixtieqx liċ-*Chairman* jivvota kif jixtieq bħala prokuratur, jew jekk l-Azzjonist jixtieqx jagħti istruzzjonijiet liċ-*Chairman* kif jivvota, billi jimmarka l-kaxxa xierqa indikata fil-Formola tal-Prokura. Fil-każ li ma ssir l-ebda indikazzjoni, għandu jitqies li l-Azzjonist jawtorizza liċ-*Chairman* biex jivvota kif jixtieq bħala prokuratur.

Azzjonisti li jixtiequ liċ-*Chairman* jivvota b'xi mod partikolari, għandhom jindikaw il-preferenza tagħhom fejn kull riżoluzzjoni fil-kaxxa billi jindikaw 'Favur', jew 'Kontra' jew 'Astensjoni' fuq l-istess riżoluzzjoni. **Jekk jiġu mmarkati aktar minn kaxxa waħda għall-istess riżoluzzjoni, il-vot fuq dik ir-riżoluzzjoni partikolari jkun invalidu.**

5. Żvelar mill-prokuratur skont il-*Capital Markets Rules* 12.29 u 12.30

Meta l-Azzjonist jappunta liċ-*Chairman* tal-LĠA bħala prokuratur, iċ-*Chairman* tal-LĠA jiddikjara lill-Azzjonist li:

i. mhuwiex Azzjonist b'maġġoranza ta' ishma tal-Kumpanija;

ii. huwa Direttur tal-Kumpanija;

iii. mhuwiex impjegat jew awditur tal-Kumpanija, jew ta' Azzjonist b'maġġoranza ta' ishma;

iv. m'għandux relazzjoni familjari ma' persuna msemmija f'noti 5.1.i u 5.1.iii.

6. Parteċipazzjoni fil-Laqgħa Ġenerali Annwali

F'konformità mal-Avviż Legali 288/2020, il-LĠA se ssir b'mod remot. Il-parteċipazzjoni u l-votazzjoni jistgħu jsiru biss billi jinħatar iċ-*Chairman* tal-LĠA bħala prokuratur.

7. Aċċess għal-Laqgħa

Il-Laqgħa ser tkun imxandra *live* u l-Azzjonisti għandhom isegwu l-proċeduri tal-Laqgħa b'dan il-mezz ta' xandir billi jidħlu fuq is-sit: https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings. L-Azzjonisti jistgħu jsegwu l-proċeduri biss u ma jistgħu jagħmlu l-ebda intervent fil-Laqgħa. Jekk xi Azzjonist jixtieq isaqsi xi domandi huwa meħtieġ illi jsegwi l-proċess li huwa spjegat f'dan l-Avviż.

Kif issegwi l-LĠA tal-HSBC Bank Malta p.l.c.:

1. Mur fuq https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings.

2. Agħfas fuq il-*Live Streaming tab* fuq is-sit.

3. Se tiġi mitlub iddaħħal il-*Password* tiegħek.

4. Daħħal il-*Password* tal-Laqgħa li tinsab fil-Formola tal-Prokura.

HSBC

HSBC Bank Malta p.l.c., 116, Archbishop Street, Valletta VLT 1444

Annual General Meeting
13 April 2022

ADMISSION FORM

Shareholders who wish to participate and vote in the Annual General Meeting are requested to appoint the Chairman of the Meeting as their proxy.

The Annual General Meeting (AGM) will commence at 10.00a.m.

Password to access the live streaming of the event: *(See Personalised Proxy Form)*

PROXY FORM

To be valid, this Proxy Form must be received by the Company Secretary, HSBC Bank Malta p.l.c., 116, Archbishop Street, Valletta VLT 1444, at least **48 hours before** the appointed time of the Annual General Meeting (AGM).

As Shareholder/s of HSBC Bank Malta p.l.c. (the Company), I/we hereby appoint the duly appointed Chairman of the AGM as my/our proxy to vote for me/us on my/our behalf at the AGM to be held as indicated above and at any adjournment thereof. (With reference to Capital Markets Rules 12.29 and 12.30 see Note 5).

In terms of Capital Markets Rule 12.29 (see note 5) my/our proxy is also a Director.

Date ________________________________ Signature of Shareholder ____

FILL IN ONE OF THE FOLLOWING BOXES

☐ The Chairman is authorised to vote as s/he deems fit.

☐ The Chairman will vote as indicated in the hereunder Resolutions panel.

PROXY FORM BY ELECTRONIC MEANS

To be completed when sending Proxy Form by electronic means.

Signature of Shareholder________________________________

Telephone/Mobile phone number___________________________

E-mail address____

A Proxy Form sent by electronic means is only valid upon confirmation of receipt by the Company Secretary's Office (see Note 3).

Resolutions

	FOR	AGAINST	ABSTAIN
Audited Accounts	☐	☐	☐
Dividend	☐	☐	☐
Appointment of Auditors	☐	☐	☐
Directors' Emoluments	☐	☐	☐
Directors' Remuneration Report	☐	☐	☐

Election of Directors

Since only three persons have been nominated for election, there shall be no voting during this year's AGM. The persons nominated hereunder shall be automatically elected during the AGM, in terms of Article 77 (4) of the Articles of Association.

NAMES OF NOMINATED CANDIDATES

MRS INGRID AZZOPARDI

DR MANFRED GALDES LL.D.

DR HENRI MIZZI LL.D.

Please refer to notes in this document for further information on the voting process.

Notes

1. **Election of Directors**

The Board of Directors shall consist of not more than nine (9) directors. In terms of clause 7 of the Memorandum of Association and Article 77(4) of the Articles of Associations: (a) six (6) directors may be appointed, and (b) three (3) directors are elected during the Meeting. Since only three persons have been nominated for election, no voting will take place this year. The nominees, Mrs Ingrid Azzopardi, Dr Manfred Galdes LL.D. and Dr Henri Mizzi LL.D, will be automatically elected.

2. **Shareholders' right to attend and to vote at the AGM**

Shareholders registered on the Shareholders' Register on 14 March 2022 shall have the right to participate and vote during the Meeting.

Shareholders having the right to participate and vote are requested to appoint the Chairman of the AGM to vote in their name. A Proxy Form and a self-addressed envelope are being sent together with this Notice.

Joint Shareholders have the automatic right to represent the other joint Shareholders of the same shares for purposes of participating at the AGM, unless the Company shall have received, not later than 48 hours before the appointed time of the AGM, contrary written instructions from any of the said other joint Shareholders.

3. **Sending the Proxy Form**

To be valid, the Proxy Form must be received by the Company Secretary, HSBC Bank Malta p.l.c., 116, Archbishop Street, Valletta VLT 1444, by hand or by using the enclosed self-addressed envelope. The Proxy Form can also be sent by electronic means to the Company Secretary on email address companysecretarymalta@hsbc.com, who will advise by return email on the procedure to be adopted in this case. Proxy Form sent either by hand, by mail or by electronic means must reach the Company Secretary by not less than 48 hours before the appointed time of the AGM. If the form is received without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise discretion as to whether, and if so, how s/he votes.

4. **Completing the Proxy Form**

A Shareholder wishing to participate at the AGM is to complete in full all details required on the Proxy Form in a clear and legible manner. The Shareholder is to indicate whether s/he wishes the Chairman to vote as the proxy wishes, or whether the Shareholder wishes to instruct the Chairman how to vote, by marking the appropriate box indicated in the Proxy Form. In the event that no indication is made, it shall be deemed that the Shareholder authorises the Chairman to vote as the proxy wishes.

Shareholders who wish that the Chairman votes in a particular manner, shall indicate their voting preference against each resolution in the appropriate box by marking 'For', or 'Against' or 'Abstain'. **If more than one box is marked for the same resolution, the vote on that particular resolution will be invalid.**

5. **Disclosure by proxy holder in terms of Capital Markets Rules 12.29 and 12.30**

When the Shareholder is appointing the Chairman of the AGM as proxy holder, the Chairman of the AGM is declaring to the Shareholder that:

i. he is not a controlling Shareholder of the Company;

ii. he is a Director of the Company;

iii. he is not an employee or an auditor of the Company, or of a controlling Shareholder or controlled entity referred to in 5.1.i; and

iv. he does not have a family relationship with a natural person referred to in 5.1.i and 5.1.iii.

6. **Admission to the Annual General Meeting**

In line with Legal Notice 288/2020, the AGM will be held remotely. Participation and voting may only be done by appointing the Chairman of the AGM as proxy.

7. **Admission to the Meeting**

The Meeting shall be streamed live and Shareholders shall be able to follow the proceedings of the Meeting through such streaming by accessing the following website: https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings. Shareholders will only be able to follow the proceedings of the Meeting and will not be able to interact during the Meeting. Accordingly any Shareholder who wishes to ask questions to the Meeting will be required to follow the process explained in this Notice.

How to join the HSBC Bank Malta p.l.c. AGM:

1. Go to https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings.

2. Click on the Live Streaming tab available on the site.

3. You will be asked to insert your password.

4. Enter the Meeting password as found on the Proxy Form.