

1. Elezzjoni tad-Diretturi

Il-Bord tad-Diretturi għandu jikkonsisti f'mhux aktar minn disa' (9) Diretturi. Skont klawżola 7 tal-Memorandum ta' Assoċjazzjoni u ta' l-Artikolu 77 tal-Istatut tal-Kumpanija (a) sitt (6) Diretturi ġew mahtura minn Azzjonist li uża 66% tal-kapital azzjonarju ordinarju tiegħu maħruġ u (b) tliet (3) Diretturi, Ingrid Azzopardi, Alexiei Dingli u Maria Micallef ġew nominati/offrew lilhom infushom għall-elezzjoni mill-ġdid fil-LĠA. Peress li hemm nominazzjonijiet daqs kemm hemm postijiet vakanti, huma se jiġu eletti awtomatikament u għalhekk mhux ser issir l-ebda votazzjoni għad-Diretturi fil-LĠA ta' din is-sena.

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

L-Azzjonisti rreġistrati fuq ir-Registru tal-Membri tal-Kumpanija fid-19 ta' Marzu 2024 ikollhom id-dritt jipparteċipaw u jivvutaw fil-LĠA.

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

3. Kif tintbagħat il-Prokura

Biex tkun valida, il-Prokura trid tasal għand is-Segretarja tal-Kumpanija, HSBC Bank Malta p.l.c., 116, Triq l-Arcisqof, Valletta VLT 1444, bl-idejn jew billi tuża s-self-addressed envelope inkluż ma' dan l-avviż. Il-Prokura tista' tintbagħat ukoll b'email fuq companysecretarymalta@hsbc.com fejn wara tiġi ggwidat permezz ta' email fuq il-proċedura li trid tiġi addottata f'dan il-każ. Il-Prokura mibgħuta bl-idejn, bil-posta, jew b'email għandha tasal għand is-Segretarja tal-Kumpanija mhux anqas minn 48 siegħa qabel il-hin tal-LĠA.

4. Kif timla l-Prokura

Azzjonisti li jixtiequ jipparteċipaw fil-LĠA permezz ta' Prokura għandhom jimlew id-dettalji fuq il-Prokura b'mod ċar u li jinqara. L-Azzjonisti:

- għandhom jindikaw jekk iridux jappuntaw liċ-Chairman tal-LĠA bħala prokuratur **jew** lil xi persuna oħra. Fil-każ li l-Azzjonisti jixtiequ jappuntaw lil xi hadd li mhux iċ-Chairman tal-LĠA bħala prokuratur, għandhom inizzlu d-dettalji shaħ tal-isem, indirizz u numru tal-ID ta' din il-persuna fil-Formola tal-Prokura; u
- għandhom jindikaw jekk il-prokuratur għandux jivvota b'mod partikolari. L-Azzjonisti għandhom jindikaw il-preferenza tagħhom fejn kull riżoluzzjoni fil-kaxxa billi jindikaw 'Favur', jew 'Kontra' jew 'Astensjoni'. L-Azzjonisti jistgħu wkoll jaqsmu l-vot tagħhom billi inizzlu n-numru ta' ishma skont il-preferenza. **Jekk jiġu mmarkati aktar minn kaxxa waħda għall-istess riżoluzzjoni, jew it-total ta' ishma miktub jaqbeż in-numru ta' ishma disponibbli għall-Azzjonist, il-vot tal-Azzjonist fuq dik ir-riżoluzzjoni partikolari ma jkunx validu.** Fil-każ li l-preferenza ma tiġix immarkata, hija indikazzjoni li l-Azzjonisti qed jawtorizzaw lill-prokuratur biex jivvota kif irid hu.

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

5.1 Il-prokuratur għandu, qabel il-LĠA jiżvela lill-Azzjonist li appuntah b'fatti li jaf bihom, li jistgħu jkun relevanti għal dak l-Azzjonist biex jivvaluta kwalunkwe riskju, li l-prokuratur jista' jkollu interessi oħra minn dawk tal-Azzjonist.

Mingħajr preġudizzju għall-ġeneralità tal-paragrafu ta' qabel, il-fatti li l-prokuratur għandu jiżvela jinkludu:

- jekk huwiex Azzjonist b'maġġoranza ta' ishma tal-Kumpanija, jew huwiex entità oħra kkontrollata minn dan l-Azzjonist;
- jekk huwiex Direttur tal-Kumpanija, jew ta' Azzjonist b'maġġoranza ta' ishma jew entità kkontrollata kif imsemmija f'nota 5.1.i;
- jekk huwiex impjegat jew awditur tal-Kumpanija, jew ta' Azzjonist b'maġġoranza ta' ishma jew entità kkontrollata kif imsemmija f'nota 5.1.i; u
- jekk għandux relazzjoni familjari ma' persuna msemmija f'noti 5.1.i sa 5.1.iii.

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

- mhuwiex Azzjonist b'maġġoranza ta' ishma tal-Kumpanija;
- huwa Direttur tal-Kumpanija;
- mhuwiex impjegat jew awditur tal-Kumpanija, jew ta' Azzjonist b'maġġoranza ta' ishma tal-Kumpanija msemmija f'5.1.i; u
- m'għandux relazzjoni familjari ma' persuna msemmija f'noti 5.1.i sa 5.1.iii.

6. Dħul għal-Laqqgħa Ġenerali Annwali

- Biex l-Azzjonist jew il-prokuratur tiegħu jithalla jidhol għal-LĠA, l-Azzjonist jew il-prokuratur għandu juri l-Karta tal-Identità jew mezz iehor ta' identifikazzjoni legali u din il-Formola tad-Dħul. Mad-dħul, l-Azzjonist jew il-prokuratur jingħata d-dokument tal-vot.
- Kumpaniji jew Assoċjazzjonijiet għandhom jawtorizzaw formalment rappreżentant, liema awtorizzazzjoni trid tiġi ppreżentata fil-bieb.
- Registrazzjoni għal-LĠA tibda siegħa qabel il-hin stabbilit tal-LĠA.
- Wara li l-LĠA tibda uffiċjalment, dokumenti tal-voti jibqgħu jinħarġu sakemm il-LĠA tipproċedi biex jittiehdu l-voti fuq ir-riżoluzzjonijiet. Minn dan il-punt 'l hemm ma jinħarġux aktar voti u jieqaf id-dħul għal-LĠA.



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

Laqqgħa Ġenerali Annwali

18 ta' April 2024

FORMOLA TAD-DHUL

L-Azzjonisti jew il-prokuratur tagħhom biss jithallew jattendu il-Laqqgħa Ġenerali Annwali (LĠA). Biex tkun tista' tidhol għal-LĠA inti jew il-prokuratur tiegħek tridu turu DAN ID-DOKUMENT fil-bieb flimkien mal-Karta tal-Identità.

Registrazzjoni u dħul jibdew fid-9:00am. Il-Laqqgħa Ġenerali Annwali (LĠA) tibda fl-10.00a.m. Parkeġġ limitat.

FORMOLA TAL-PROKURA

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

Bħala Azzjonist/Azzjonisti tal-HSBC Bank Malta p.l.c. (il-Kumpanija), nappunta/nappuntaw:

Liċ-Chairman tal-Laqqgħa / **jew**

Isem il-Prokuratur _____ Numru tal-Karta tal-Identità _____

Indirizz _____

Data _____ Firma tal-Azzjonist/i _____

IMLA WAHDA MINN DAWN IL-KAXXI

Il-Prokuratur/Chairman huwa awtorizzat li jivvota kif jidherli xieraq.

Il-Prokuratur/Chairman irid jivvota kif indikat fil-kaxxa tar-Riżoluzzjoniet hawn taft.

Riżoluzzjonijiet	FAVUR	KONTRA	ASTENSJONI
Rapport u Kontijiet Annwali	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Hatra tal-Awdituri	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Hlas lid-Diretturi	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Awtorita biex jinħarġu ishma	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Remuneration Report (Vot Konsultattiv)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Memorandum u l-Istatut tal-Kumpanija	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Drittijiet ta' Prelazzjoni	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

PROKURA B'EMAIL

Trid timtela **biss** meta l-Prokura tintbagħat b'email.

Firma tal-Azzjonist/i _____

Numru tat-telephone/mobile _____

Indirizz tal-email _____

Prokura mibgħuta b'email tkun valida meta is-Segretarja tal-Kumpanija tikkonfermalek li rċeviet (ara nota 3).

Elezzjoni tad-Diretturi

Sitt Diretturi ġew mahtura minn Azzjonist li uża 66% tal-kapital azzjonarju ordinarju maħruġ tiegħu. Barra minn hekk, it-tliet persuni hawn taft imsemmija/indikati, ġew nominati għall-elezzjoni bħala Diretturi. Peress li hemm nominazzjonijiet daqs kemm hemm postijiet vakanti, il-persuni hawn taft se jiġu eletti awtomatikament u għalhekk mhux ser issir l-ebda votazzjoni għad-Diretturi fil-LĠA ta' din is-sena.

ISMIJET TA' KANDIDATI NOMINATI

INGRID AZZOPARDI

ALEXIEI DINGLI

MARIA MICALLEF

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



Annual General Meeting
18 April 2024

ADMISSION FORM

Only Shareholders or their proxy will be allowed to attend the Annual General Meeting (AGM). In order to be admitted to the AGM, you or your proxy must present THIS DOCUMENT at the door together with your ID Card.

Registration and admission will start at 9:00am. The Annual General Meeting (AGM) will commence at 10.00a.m. Limited parking spaces available.

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

PROXY FORM

To be valid, this Proxy Form must be received by the Company Secretary, at 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 Chairman of the Meeting / or

Name of Proxy _____ I.D. Card No _____

Address _____

Date _____ Signature of Shareholder/s _____

FILL IN ONE OF THE FOLLOWING BOXES

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

The Chairman/My Proxy will vote as indicated in Resolutions Panel below.

Resolutions	FOR	AGAINST	ABSTAIN
Annual Report and Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Appointment of Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Emoluments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Remuneration Policy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Authority to issue shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Remuneration Report (Advisory Vote)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Memorandum and Articles of Association	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Pre-emptions Rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

PROXY FORM BY EMAIL

To be completed **only** when sending a Proxy Form by email.

Signature of Shareholder/s _____

Telephone/Mobile phone number _____

Email address _____

A Proxy Form sent by email is only valid upon confirmation of receipt by the Company Secretary (see Note 3).

Election of Directors

Six Directors have been appointed by a Shareholder utilising 66% of its ordinary issued share capital. Furthermore, the three persons hereunder have been nominated for election as Directors. Since there are nominations as there are vacancies, the persons hereunder will be automatically elected and no voting for Directors will take place at this year's AGM.

NAMES OF NOMINATED CANDIDATES

INGRID AZZOPARDI
ALEXIEI DINGLI
MARIA MICALLEF

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 of Article 77 of the Articles of Association (a) six (6) Directors have been appointed by a Shareholder utilising 66% of its ordinary issued share capital and (b) three (3) Directors, Ingrid Azzopardi, Alexiei Dingli and Maria Micallef have been nominated / offered themselves for re-election at the AGM. Since there are nominations as there are vacancies they will be automatically elected and no voting for Directors will take place at this year's AGM.

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

Shareholders registered on the Company's Register of Members on 19 March 2024 shall have the right to participate and vote during the AGM.

Joint Shareholders have the automatic right to represent the other joint Shareholders of the same shares for the purpose 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, at 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 email 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 Forms sent either by hand, by mail or by email must reach the Company Secretary by not less than 48 hours before the appointed time of the AGM.

4. Completing the Proxy Form

The Shareholder wishing to participate at the AGM by proxy is to complete in full all details required on the Proxy Form in a clear and legible manner. The Shareholder is to:

- i. indicate whether the Shareholder wishes to appoint the Chairman of the AGM or, a person other than the Chairman as proxy, in which case, the full name, address and I.D. Card number of that other person must be inserted in the appropriate space; and
- ii. indicate if the Shareholder wishes to instruct the appointed proxy how to vote. The Shareholder should indicate his/her voting preference against each resolution in the appropriate box by ticking 'For', or 'Against' or 'Abstain'. The Shareholder may also split their vote by marking the number of shares according to preference. **If more than one box is ticked for the same resolution, or, the total number of shares exceed the number of shares available to the shareholder, the Shareholder's vote on that particular resolution will be invalid.** In the event that no indication is made on the preference, it shall be deemed that the Shareholder authorises the appointed proxy to vote as the proxy wishes.

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

5.1 A proxy holder shall, prior to the AGM disclose to the Shareholder who appointed him, any facts of which he is aware and which may be relevant for that Shareholder in assessing any risk that the proxy holder might pursue any interest other than the interest of such Shareholder.

Without prejudice to the generality of the above paragraph, the facts that a proxy holder is required to disclose include:

- i. whether he is a controlling Shareholder of the Company, or is another entity controlled by such Shareholder;
- ii. whether he is a Director of the Company, or of a controlling Shareholder or controlled entity referred to in 5.1.i;
- iii. whether he is an employee or an auditor of the Company, or of a controlling Shareholder or controlled entity referred to in 5.1.i; and
- iv. whether he has a family relationship with a natural person referred to in 5.1.i to 5.1.iii.

5.2 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 to 5.1.iii.

6. Admission to the Annual General Meeting

- a. In order to be admitted to the AGM, the Shareholder or proxy holder must present his/her I.D. Card or any other means of lawful identification and this Admission Form. Upon admission, Shareholders or proxy holders will be given a voting document.
- b. Companies and Associations are to provide their representative with an appropriate authorisation to be shown at the entrance.
- c. Registration for the AGM will commence one hour before the appointed time of the AGM.
- d. After the AGM has proceeded to business, voting documents will continue to be issued until such time as the AGM proceeds to vote on the agenda. Thereafter, no further voting documents will be issued and admittance to the AGM will be discontinued.

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

