

HSBC Bank Malta p.l.c.

Avviż għad-Disgħa u Erbgħin Laqgħa Ġenerali Annwali

It-Tlieta 13 ta' Mejju 2025 fl-10.00a.m.

Dokumenti annessi ma' dan l-Avviż

1. Ittra taċ-Chairman lill-Azzjonisti;
2. Informazzjoni fuq il-Laqgħa Ġenerali Annwali (LĠA);
3. Formola tad-Dħul / Formola tal-Prokura.

Kopja ta' dawn id-dokumenti, flimkien mar-Rapport u l-Kontijiet Annwali ta' HSBC Bank Malta p.l.c. (il-Kumpanija) għas-sena li ntemmet fil-31 ta' Diċembru 2024 jinstabu fis-sezzjoni Annual General Meeting fl-Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings>.

Nota: Il-verżjoni uffiċjali tar-Rapport u l-Kontijiet Annwali għas-sena li ntemmet fil-31 ta' Diċembru 2024 hija ppubblikata f'Company Announcement HSBC454 maħruġ fid-19 ta' Frar 2025. Dan il-Company Announcement huwa aċċessibbli mis-sezzjoni tal-Company notifications – announcements tal-Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations>.

L-Azzjonisti jistgħu jitolbu kopja stampata tar-Rapport u l-Kontijiet Annwali jew jibgħatu mistoqsijiet lill-uffiċċju tas-Segretarja tal-Kumpanija billi jiktbu email fuq companysecretarymalta@hsbc.com, bil-posta fl-indirizz: HSBC Bank Malta p.l.c., 116, Archbishop Street, Valletta VLT1444, jew iċemplu fuq 2380 2404/2421. Mistoqsijiet dwar il-punti fuq l-Aġenda għall-LĠA għandhom jaslu għand il-Kumpanija mhux aktar tard minn 48 siegħa qabel l-LĠA, kif ippubblikat f'Company Announcement HSBC451 datat 4 ta' Frar 2025.

Notice of the Forty-Ninth Annual General Meeting

Tuesday 13 May 2025 at 10.00a.m.

Documents included with this Notice

1. Chairman's letter to Shareholders;
2. Information about the Annual General Meeting (AGM);
3. Admission Form / Proxy Form.

A copy of these documents, together with HSBC Bank Malta p.l.c.'s (the Company) Annual Report and Accounts for the year ended 31 December 2024 can be found in the Annual General Meeting section of the Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings>.

Note: The official version of the Annual Report and Accounts for the year ended 31 December 2024 is published in Company Announcement HSBC454 issued on 19 February 2025. This Company Announcement may be accessed from the Company notifications – announcements section of the Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations>.

Shareholders may request a printed copy of the Annual Report and Accounts or submit questions to the office of the Company Secretary by sending an email on companysecretarymalta@hsbc.com, by post at the following address: HSBC Bank Malta p.l.c., 116, Archbishop Street, Valletta VLT 1444, or by calling on 2380 2404/2421. Questions in relation to the items on the Agenda for the AGM are to be received by the Company not later than 48 hours before the AGM, as published in Company Announcement HSBC451 dated 4 February 2025.



HSBC Bank Malta p.l.c.

Registered Office: 116 Archbishop Street, Valletta, VLT1444 Malta

Registration Number: C3177

HSBC Bank Malta p.l.c. is authorised by the Malta Financial Services Authority to provide investment services under the Investment Services Act 1994. HSBC Bank Malta p.l.c. is enrolled as a tied insurance intermediary for HSBC Life Assurance (Malta) Ltd under the Insurance Distribution Act (Cap. 487 of the Laws of Malta)

Avviż għal-Laqqgħa Ġenerali Annwali

Qiegħed jingħata avviż li l-LĠA tal-HSBC Bank Malta p.l.c. (il-Kumpanija) ser issir, nhar it-Tlieta 13 ta' Mejju 2025 f'Dar il-Mediterran għall-Konferenzi, Triq l-Isptar, Valletta, Malta. Il-LĠA tibda fl-10.00a.m.

L-Azzjonisti jikkunsidraw u jekk jidhrilhom xieraq, japprovaw ir-risoluzzjonijiet li gejjin:

Risoluzzjonijiet Ordinarji - Negożju Ordinarju

1. Ir-Rapport u l-Kontijiet Annwali

Biex tircievi u tapprova ir-Rapport u l-Kontijiet Annwali għas-sena li għalqet fil-31 ta' Diċembru 2024, u r-Rapporti tad-Diretturi u tal-Awdituri.

2. Dividend

Biex tapprova dividend gross finali ta' 12.0 ewroċenteżmi (€0.12) kull sehem li jirrappreżenta ħlas gross finali ta' €43,236,731.88 kif irrakkomandat mid-Diretturi.

3. Hatra tal-Awdituri

Biex terġa' taħtar lill-PricewaterhouseCoopers bħala Awdituri u biex il-Bord tad-Diretturi jiġi awtorizzat jiffissa r-rimunerazzjoni tagħhom.

Risoluzzjonijiet Ordinarji – Negożju Speċjali

4. Hlas lid-Diretturi

Biex jiġi ikkonfermat il-ħlas aggregat annwali massimu tad-Diretturi għal €480,000 kif approvat fl-aħħar LĠA.

Risoluzzjoni Ordinarja – Negożju Speċjali (Vot Konsultattiv)*

5. Id-Direttors' Remuneration Report


Biex jiġi innutat u approvat id-Direttors' Remuneration Report skont kapitolu 12 tal-Capital Markets Rules kif stipulat fir-Rapport u l-Kontijiet Annwali għas-sena finanzjarja 2024.

* Vot konsultattiv huwa vot li ma' jorbotx iżda jippermetti lill-Azzjonisti jesprimu l-opinjoni tagħhom dwar ir-risoluzzjoni.

Hatra tad-Diretturi

Biex taħtar u teleggi d-Diretturi.

Bl-ordni tal-Bord



Paula Mamo
22 ta' April 2025
Segretarja tal-Kumpanija

Il-verżjoni bil-Malti hija għal skopijiet ta' informazzjoni biss. Il-verżjoni bl-Ingliż hija l-verżjoni uffiċjali. Fil-każ ta' diskrepanza bejn iż-żewġ verżjonijiet, tipprevali l-verżjoni bl-Ingliż.

Notice of Annual General Meeting

Notice is hereby given that the AGM of HSBC Bank Malta p.l.c. (the Company) will be held on Tuesday 13 May 2025 at The Mediterranean Conference Centre, Old Hospital Street, Valletta, Malta. The AGM commences at 10.00 a.m.

The Shareholders will consider and if deemed fit, approve the following resolutions:

Ordinary Resolutions - Ordinary Business

1. Annual Report and Accounts

To receive and approve the Annual Report and Accounts for the year ended 31 December 2024 and the Directors' and Auditors' Reports thereon.

2. Dividend

To approve a final gross dividend of 12.0 euro cent (€0.12) per share, representing a final gross payment of €43,236,731.88 as recommended by the Directors.

3. Appointment of the Auditors

To re-appoint PricewaterhouseCoopers as Auditors and to authorise the Board of Directors to fix their remuneration.

Ordinary Resolutions – Special Business

4. Directors' Emoluments

To confirm the maximum annual aggregate emoluments of Directors at €480,000 as approved at the last AGM.

Ordinary Resolution – Special Business (Advisory Vote)*

5. The Directors' Remuneration Report

To note and approve the Directors' Remuneration Report in terms of Chapter 12 of the Capital Markets Rules as set out in the Annual Report and Accounts for the financial year 2024.

* An advisory vote is a non-binding vote which allows shareholders to express their opinion regarding the resolution.

Appointment of Directors

To appoint and elect Directors.

By order of the Board



Paula Mamo
22 April 2025
Company Secretary

The Maltese version is for information purposes only. This English version is the official version. In the case of discrepancy between the two versions, the English version will prevail.

Informazzjoni fuq il-Laqgħa Ġenerali Annwali

Informazzjoni fuq il-LĠA tal-Kumpanija, inklużi d-drittijiet tal-vot tiegħek u kif teżercita dawn id-drittijiet, hija elenkata hawn taħt:

Record Date

Dan l-Avviż intbagħat lill-Azzjonisti kollha rreġistrati fir-Registru tal-Membri tal-Kumpanija fit-13 ta' April 2025 (ir-Record Date). Huma dawn l-Azzjonisti biss li għandhom id-dritt li jippartecipaw u jivvutaw fil-LĠA. Il-Kumpanija għandha klassi waħda biss ta' ishma u dawn l-ishma għandhom l-istess drittijiet għall-voti. In-numru totali ta' ishma eleġibbli biex jippartecipaw fil-LĠA huwa ta' 360,306,099 sehem.

Ir-Rapport u l-Kontijiet Annwali

Skont ir-regolamenti applikabbli dwar il-European Single Electronic Format (ESEF), il-Kumpanija trid ttejjri r-Rapporti Finanzjarji Annwali tagħha f'format wieħed ta' rappurtar elettroniku. Il-Kontijiet Annwali tal-Kumpanija uffiċjali skont l-ESEF ġew ippubblikati f'Company Announcement HSBC454 datat 19 ta' Frar 2025. Dan il-Company Announcement huwa aċċessibbli mit-taqsimha Company notifications – announcements tal-Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations>.

Il-Kumpanija tipprovdi kopja stampata tar-Rapport u l-Kontijiet Annwali lil kull Azzjonist li jagħmel talba bil-miktub.

Id-dritt tal-Azzjonisti biex jistaqsu mistoqsijiet

L-Azzjonisti għandhom id-dritt jistaqsu mistoqsijiet relatati mal-aġenda tal-LĠA u li l-mistoqsijiet jitwieġbu miċ-Chairman tal-LĠA jew mid-Diretturi jew minn dik il-persuna li d-Diretturi jistgħu jiddelegaw għal dak il-għan. L-azzjonisti jistgħu jibagħtu l-mistoqsijiet tagħhom minn qabel. Dawn il-mistoqsijiet għandhom jaslu mhux aktar tard minn 48 siegħa qabel il-LĠA u jistgħu jintbagħtu lill-uffiċju tas-Segretarja tal-Kumpanija bil-posta f'116, Archbishop Street, Valletta, VLT1444 jew b'email fuq companysecretarymalta@hsbc.com.

Filwaqt li ċ-Chairman tal-LĠA jfittex li jwieġeb għall-mistoqsijiet kollha li jitressqu b'konnessjoni mar-riżoluzzjonijiet imressqa quddiem il-LĠA, ta' min jinnota li twegiba ġenerali waħda tista' tingħata għal mistoqsijiet li għandhom kontenut simili u l-ebda twegiba ma hija meħtieġa f'dawk il-kazijiet stipulati fl-Artikolu 51 tal-Istatut tal-Kumpanija.

F'każ ta' xi diffikultajiet jew mistoqsijiet, l-Azzjonisti huma ġentilment mitluba li jikkuntattjaw l-uffiċju tas-Segretarja tal-Kumpanija fuq 2380 2404/2421 jew b'email fuq companysecretarymalta@hsbc.com.

Abbozz ta' Riżoluzzjonijiet

L-abbozz tar-riżoluzzjonijiet li se jiġu kkunsidrati u jittiehed vot dwarhom matul il-LĠA huma inklużi bħala parti integrali ta' dan l-Avviż.

Kif ġie ddikjarat f'Company Announcement Nru HSBC451, ippubblikat mill-Kumpanija fl-4 ta' Frar 2025, Azzjonist jew Azzjonisti li għandhom minn tal-inqas 5% tal-Kapital Azzjonarju

Il-verżjoni bil-Malti hija għal skopijiet ta' informazzjoni biss. Il-verżjoni bl-Ingliż hija l-verżjoni uffiċjali. Fil-każ ta' diskrepanza bejn iż-żewġ verżjonijiet, tipprevali l-verżjoni bl-Ingliż.

Information about the Annual General Meeting

Information about the AGM, including your voting rights, and how you may exercise them, is set out below:

Record Date

This Notice has been mailed to the Shareholders registered on the Company's Register of Members on 13 April 2025 (the Record Date). Only these Shareholders shall be entitled to participate and vote at the AGM. The Company has only one class of shares and the shares have equal voting rights. The total number of shares eligible to participate in the AGM is 360,306,099 shares.

Annual Report and Accounts

In terms of the applicable regulation on the European Single Electronic Format (ESEF), the Company must prepare its Annual Financial Reports (AFRs) in a single electronic reporting format. The official Company's Annual Report and Accounts in terms of ESEF have been published in the Company Announcement HSBC454 dated 19 February 2025. This Company Announcement may be accessed from the Company notifications – announcements section of the Investor Relations microsite <https://www.about.hsbc.com.mt/investor-relations>.

The Company provides a printed copy of the Annual Report and Accounts to any Shareholder upon written request.

Shareholders' right to ask questions

Shareholders have the right to ask questions related to the items on the AGM agenda and to have the questions answered by the Chairman of the AGM or by the Directors or by such person as the Directors may delegate for that purpose. Shareholders may send their questions in advance. Any such questions should be received no later than 48 hours before the AGM and may be submitted in writing to the office of the Company Secretary by post at 116, Archbishop Street, Valletta VLT1444 or by email on companysecretarymalta@hsbc.com.

While the Chairman of the AGM will endeavour to reply to all questions that may be raised in relation to the resolutions placed before the AGM, it is to be noted that one overall answer may be provided to questions having similar content and no answer is required in those instances set out in article 51 of the Articles of Association of the Company.

In case of any difficulties or queries, the Shareholders are kindly asked to contact the office of the Company Secretary on 2380 2404/2421 or by email on companysecretarymalta@hsbc.com.

Draft Resolutions

The draft resolutions to be considered and voted upon at the AGM are included as an integral part of this Notice.

As stated in the Company Announcement No HSBC451, published by the Company on 4 February 2025, a Shareholder or Shareholders holding not less than 5% of the voting Issued Share Capital

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Maħruġ tal-Kumpanija b'jedd għall-vot, kienu intitolati jitolbu lill-Kumpanija li tinkludi suġġetti fuq l-aġenda tal-LĠA u li jipprezentaw abbozz ta' riżoluzzjonijiet għal dawn is-suġġetti biex jiġu inkluzi fl-aġenda tal-LĠA. Dawn it-talbiet kellhom jiġu sottomessi lill-Kumpanija sat-28 ta' Marzu 2025, li tiġi sitta u erbgħin (46) gurnata qabel id-data indikata tal-LĠA (13 ta' Mejju 2025) u l-Kumpanija mhux se testendi dan il-perjodu.

Votazzjoni

Kull meta jittiehed vot, sew jekk dan isir b'wiri tal-idejn jew b'mezz ta' votazzjoni, **kull sehem** fil-Kumpanija jagħti dritt għal **vot wieħed (1)** fil-LĠA tal-Kumpanija, iżda fil-każ ta' votazzjoni b'wiri t'idejn, prokuratur li jkun ingħata mandat minn diversi Membri u mogħti struzzjonijiet biex jivvota minn xi Membri favur riżoluzzjoni u minn oħrajn kontra l-istess riżoluzzjoni, il-prokuratur jgħolli idejh kemm waqt il-vot favur u kemm waqt il-vot kontra r-riżoluzzjoni.

Skont l-Istatut t'Assoċjazzjoni tal-Kumpanija (artikolu 61), riżoluzzjoni mressqa għall-vot tkun determinata u deciza b'wiri tal-idejn sakemm ma tintalabx votazzjoni qabel jew waqt id-dikjarazzjoni tar-riżultat permezz ta' wiri tal-idejn, mingħand:

- i. iċ-Chairman tal-LĠA; jew
- ii. minn tal-inqas tliet (3) Membri preżenti personalment jew b'mezz ta' prokura; jew
- iii. minn Membru jew Membri preżenti personalment jew b'mezz ta' prokura u li jirrappreżentaw mhux anqas minn wieħed minn għaxra tat-total tal-eligibilità tal-Membri bi dritt tal-vot fil-LĠA; jew
- iv. minn Membru jew Membri preżenti personalment jew b'mezz ta' prokura li għandhom ishma fil-Kumpanija li jagħtu dritt għal vot fil-LĠA, li jkunu ishma li fuqhom tkun tħallset somma aggregata ugwali għal mhux inqas minn wieħed minn għaxra tas-somma totali mħallsa fuq l-ishma kollha li jagħtu dak id-dritt.

F'każ ta' riżultati ndaq, kemm b'wiri tal-idejn jew b'mezz ta' votazzjoni, iċ-Chairman tal-LĠA jkollu t-tieni vot jew vot deciziv.

Fil-każ li jittiehed vot mhux permezz tal-wiri tal-idejn:

L-azzjonisti jridu jimmarkaw il-preferenza tagħhom fuq kull riżoluzzjoni billi jimmarkaw 'Favur' jew 'Kontra' jew 'Astensjoni' fuq l-istess riżoluzzjoni. **Jekk jiġu mmarkati aktar minn kaxxa waħda għall-istess riżoluzzjoni, jew l-ebda waħda mill-kaxxi ma tkun immarkata, il-vot tal-Azzjonisti fuq dik ir-riżoluzzjoni partikolari ma jkunx validu.**

L-Azzjonisti jistgħu wkoll jaqsmu l-vot tagħhom fuq kull riżoluzzjoni san-numru ta' ishma miżmuma mill-Azzjonist. **Jekk in-numru totali ta' ishma għall-istess riżoluzzjoni jaqbeż in-numru totali ta' ishma miżmuma, il-vot fuq dik ir-riżoluzzjoni partikolari ma jkunx validu. Vot fuq riżoluzzjoni meħuda b'votazzjoni mhux permezz tal-wiri tal-idejn jista' jinkludi voti sottomessi mill-azzjonisti minn qabel.**

Formola tal-Prokura

Azzjonisti rreġistrati fir-Registru tal-Membri tal-Kumpanija fir-Record Date għandhom jkollhom id-dritt li jippartecipaw u jivvotaw fl-LĠA jew billi jattendu personalment l-LĠA jew billi jaħtru persuna biex tattendi u tivvota fil-LĠA minflokhom (prokuratur). Formola ta' Prokura hija mehmuża ma' dan l-Avviż u kampjun ta' formola ta' prokura tista' taraha wkoll fuq il-website tal-Kumpanija www.hsbc.com.mt.

of the Company were entitled to request the Company to include items on the agenda of the AGM and to table draft resolutions for items to be included in the agenda of the AGM. Such requests were to be submitted to the Company by 28 March 2025, that is forty six (46) days before the date set for the AGM (13 May 2025) and the Company is not extending this period.

Voting

Whenever a vote is taken, whether by a show of hands or by means of a poll, **each share** in the Company shall give a right to **one (1) vote** at the AGM of the Company, provided that in the case of voting by a show of hands, a proxy who has been mandated by several Members and instructed to vote by some Members in favour of a resolution and by others against the same resolution, shall put up his hand when voting in favour of and also when voting against the resolution.

In terms of the Company's Articles of Association (clause 61) a resolution put to the vote shall be determined and decided by a show of hands, unless a poll is demanded, before or on the declaration of the result by a show of hands, by:

- i. the Chairman of the AGM; or
- ii. by at least three (3) Members present in person or by proxy; or
- iii. any Member or Members present in person or by proxy and representing not less than one-tenth of the total voting power of all Members having the right to vote at the AGM; or
- iv. a Member or Members present in person or by proxy holding shares in the Company conferring a right to vote at the AGM, being shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the shares conferring that right.

In the case of equality of votes, whether on a show of hands or on a poll, the Chairman of the AGM shall have a second or casting vote.

In the case of a poll (voting not by show of hands):

The Shareholders should indicate their voting preference against each resolution in any of the boxes by ticking 'For' or 'Against' or 'Abstain'. **If more than one box is ticked for the same resolution, or none of the boxes are ticked, the Shareholders' vote on that particular resolution will be invalid.**

Shareholders may also split their vote on each resolution up to the number of shares held by the Shareholder. If the total number of shares for the same resolution exceeds the total number of shares held, the vote on that particular resolution will be invalid. A vote on a resolution taken by means of a poll may include votes cast in advance.

Proxy Form

Shareholders registered on the Company's Register of Members on the Record Date shall have the right to participate and vote at the AGM either by personally attending the AGM or by appointing a person to attend and vote at the AGM in their stead (a proxy). A Proxy Form is enclosed with this Notice and a sample proxy form may also be viewed on the Company's website www.hsbc.com.mt.

Kif tintbagħat il-Formola tal-Prokura

Biex tkun valida, il-Formola tal-Prokura trid tasal għand l-uffiċju tas-Segretarja tal-Kumpanija, HSBC Bank Malta p.l.c., 116, Triq l-Arċisqof, Valletta VLT 1444, bl-idejn jew billi tuża s-self-addressed envelopp inkluz. Il-Formola tal-Prokura tista' tintbagħat ukoll b'email fuq companysecretarymalta@hsbc.com u inti tiġi ggwidat fuq il-proċedura li trid tiġi addottata f'dan il-każ permezz ta' email.

Il-Formola tal-Prokura mibgħuta bl-idejn, bil-posta, jew b'email għandha tasal għand l-uffiċju tas-Segretarja tal-Kumpanija mhux anqas minn 48 siegħa qabel il-ħin u d-data tal-LĠA. Jekk il-Formola tal-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.

Jekk jogħġbok irreferi għall-Formola ta' Prokura mehmuża għal aktar informazzjoni dwar kif timla l-Formola ta' Prokura.

Obbligu tal-prokuratur skont il-Capital Markets Rules

Skont il-Capital Market Rules 12.29 u 12.30, iċ-Chairman bħala prokuratur għandu javża lill-Azzjonist li ħatru b'fatti li jaf bihom, li jistgħu jkunu rilevanti għal dak l-Azzjonist biex jivvaluta kwalunkwe riskju, li l-Prokuratur jista' jkollu interessi oltre minn dawk tal-Azzjonist. Jekk jogħġbok irreferi għan-nota 4.2 tal-Formola tal-Prokura.

Servizz ta' Interpretu

Jekk tixtieq servizz ta' interpretu waqt il-LĠA għandek tinfurmana mhux aktar tard mil-5 ta' Mejju 2025, billi tibgħat email fuq companysecretarymalta@hsbc.com jew iċċempel fuq in-numri 2380 2404/2421.

Ħatra tad-Diretturi

Il-Bord tad-Diretturi jikkonsisti f'mhux aktar minn disa' (9) diretturi. Skont klawżola 7 tal-Memorandum u l-Artikolu 77 tal-Istatut tal-Kumpanija: (a) sitt (6) Diretturi jigiġifieri d-Diretturi fil-kariga Manfred Galdes, Geoffrey Fichte, Charlotte Cilia, Louis Cassar Pullicino, Malcolm Miller u Yvonne Steyn-Adams* (Designate director) ġew maħtura minn HSBC Continental Europe li uża 66% tal-Kapital Azzjonarju Ordinarju Maħruġ tiegħu u (b) il-Kumpanija ħarġet avviz lill-azzjonisti tagħha biex jipproponu nominazzjonijiet għall-elezzjoni tad-diretturi u rċeviet tliet nominazzjonijiet għal tliet (3) diretturi fil-kariga, Alexiei Dingli, Elvia George u Maria Micallef li wkoll offrew lilhom infushom għall-elezzjoni mill-ġdid. In-nominati, Alexiei Dingli, Elvia George u Maria Micallef, flimkien mal-kumplement tad-diretturi maħtura, ġew evalwati mir-Remuneration and Nomination Committee tal-Kumpanija u huma meqjusa bħala idonei u xierqa b'rabta mal-ħatra tagħhom bħala Diretturi.

Peress li hemm nominazzjonijiet daqs kemm hemm postijiet vakanti, mhux ser issir l-ebda votazzjoni għad-Diretturi fil-LĠA ta' din is-sena. In-nominati jiġu eletti awtomatikament.

*Din il-ħatra hija suġġetta u effettiva mid-data li tinkiseb l-approvazzjoni tar-regolatur.

Maħruġa u approvata mill-HSBC Bank Malta p.l.c.
116, Triq l-Arċisqof, Valletta VLT1444, Malta
www.hsbc.com.mt

Sending the Proxy Form

To be valid, the Proxy Form must be received by the office of 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 e-mail on companysecretarymalta@hsbc.com who, will advise by return email, on the procedure to be adopted in this case.

A Proxy Form sent either by hand, by mail or by electronic means must be received by the office of the Company Secretary by not less than 48 hours before the appointed time and date of AGM. If the Proxy Form is sent without an indication as to how the proxy shall vote on any particular matter, the proxy will exercise his discretion as to whether, and if so how he votes.

Please refer to the enclosed Proxy Form for further information on how to complete the Proxy Form.

Disclosure by proxy holder in terms of the Capital Markets Rules

In terms of the Capital Market Rules 12.29 and 12.30, the proxy holder will disclose to the Shareholder who appointed him any facts of which he or she is aware and which may be relevant to that Shareholder in assessing any risk that the proxy holder might pursue any interest other than the interest of the Shareholder. Please refer to note 4.2 of the Proxy Form.

Interpreter Services

If you require interpreter services during the AGM kindly inform us by not later than 5 May 2025 by sending an email on companysecretarymalta@hsbc.com or call on telephone numbers 2380 2404/2421.

Appointment 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 of the Articles of Association: (a) six (6) Directors namely incumbent Directors Manfred Galdes, Geoffrey Fichte, Charlotte Cilia, Louis Cassar Pullicino, Malcolm Miller and Yvonne Steyn-Adams* (Designate director) have been appointed by HSBC Continental Europe utilising 66% of its Ordinary Issued Share Capital and (b) the Company issued an advert to its shareholders to propose nominations for the election of directors and it received three nominations for three (3) incumbent directors, Alexiei Dingli, Elvia George and Maria Micallef who have also offered themselves for re-election. The nominees, Alexiei Dingli, Elvia George and Maria Micallef, together with the rest of the appointed directors, were assessed by the Company's Remuneration and Nomination Committee and are deemed to be fit and proper in connection with their appointment as Directors.

Since there are as many nominations as there are vacancies no voting for Directors will take place at this year's AGM. Nominees will be elected automatically.

*This appointment is subject to and effective from date of regulatory approval.

Approved and issued by HSBC Bank Malta p.l.c.
116, Archbishop Street, Valletta VLT1444, Malta
www.hsbc.com.mt

HSBC Bank Malta p.l.c. proposed Board of Directors

Manfred Galdes, Chairman And Non-Executive Director

Appointed as Director in January 2021. Dr Galdes is the Chairman of the bank and a Member of the bank's Remuneration and Nomination Committee. He is the managing partner of the ARQ Group, a multi-disciplinary advisory firm. After graduating as a lawyer (LL.D.) from the University of Malta, he obtained a Masters Degree (LL.M.) in European (Commercial) Law at the University of Leicester. Dr Galdes has spent the last 24 years practicing in the area of regulatory and financial crime compliance having held various leading roles both in the private and public sector. Between 2008 and 2016, Dr Galdes headed the FIAU, Malta's financial intelligence unit and principal AML/CFT supervisory authority.

Geoffrey Fichte, Director and Chief Executive Officer

Appointed CEO and Executive Director of HSBC Bank Malta p.l.c. in May 2023. He is also Chairman of HSBC Life Assurance (Malta) Ltd and HSBC Global Asset Management (Malta) Limited. Mr Fichte has over 20 years of experience in financial services: banking, insurance, asset management and global strategy across Hong Kong, London, New York and Mexico City. He previously held several senior international positions within the HSBC Group, including President and CEO of HSBC Bank Uruguay, Head of Business Banking, HSBC Mexico; Senior Executive, Corporate Development & Global Strategy, HSBC Group, London; and Senior Manager International (Asia), Hong Kong. He holds a Bachelor of Science in Economics (Magna Cum Laude) from Wharton School, University of Pennsylvania, Philadelphia, USA.

Charlotte Cilia, Executive Director And Chief Financial Officer

Appointed Chief Financial Officer in December 2020 and Executive Director in February 2025. Mrs Cilia is a certified public accountant and auditor with over 25 years of varied experience across audit and banking finance. She joined the HSBC Finance team as a senior manager in 2010 where she worked for four years and re-joined the bank in 2018 as Chief Accounting Officer and Deputy Chief Financial Officer. She served as Deputy Chief Financial Officer during her four years at MeDirect Group until 2018. Previously an auditor at KPMG in Malta and the UK where she performed key roles on various international engagements. She is a Director on the Board of HSBC Life Assurance (Malta) Ltd.

Louis Cassar Pullicino, Non-Executive Director

Appointed as Director in June 2024, Dr Louis Cassar Pullicino is presently the bank's Risk Committee Chairman. He obtained his Doctor of Laws (LL.D) in 1986 from the University of Malta. He is an experienced litigator specialising in commercial litigation, who is particularly active in admiralty and shipping, banking, corporate, insolvency, insurance, telecommunications, pensions and contractual disputes with an international dimension. For over 35 years, Dr Cassar Pullicino has been advising numerous banking institutions and has been involved in the market's most complex marine and commercial litigation cases. In June 2015, Dr Cassar Pullicino was appointed Managing Partner with a local law firm. As the role of Managing Partner came to an end in March 2021, he continues to focus exclusively on litigation and international arbitration.

Alexiei Dingli, Non-Executive Director

Appointed as Director in January 2024. Presently Member of the bank's Risk Committee and Chairman of the bank's Remuneration and Nomination Committee. He is a Professor of Artificial Intelligence (AI) at the University of Malta. He has been conducting research and working in the field of AI for more than two decades, assisting different companies to implement AI solutions. His work has been rated World Class by international experts and he has won various local and international awards. He has also published several peer-reviewed publications and formed part of the Malta AI task-force which was setup by the Maltese government, aimed at making Malta one of the top AI countries in the world. He is a B.Sc.IT (honours) graduate, which degree was obtained in 2001, from the University of Malta, has a Ph.D in Artificial Intelligence from the University of Sheffield, UK and an MBA in Technology Management from the Grenoble Business School, France.

Elvia George, Non-Executive Director

Appointed as Director in January 2025. She is also a Member of the bank's Audit Committee and Risk Committee. She was previously a Director on the Board of HSBC Global Asset Management (Malta) Limited. Ms George holds a BA Hons (Accountancy) degree from the University of Malta. She is a Certified Public Accountant and a Fellow of the Malta Institute of Accountants. Ms George has been working within the banking and financial services industry since 1981 and has held senior positions with one of the systemic banks in Malta (Bank of Valletta plc) including that of Chief Financial Officer. She was also a Director and a member of the Risk committee within BOV Fund Services Limited.

Maria Micallef, Non-Executive Director

Appointed as Director in December 2022. Currently, Ms Micallef is the Chairperson of the bank's Audit Committee, and Member of the bank's Remuneration and Nomination Committee. She was the Managing Partner at RSM Malta until her retirement in December 2020. Ms Micallef specialised in business advisory services including mergers and acquisitions, corporate finance, valuations and investment appraisals. Currently Ms Micallef is pursuing a Degree in Humanities at the University of Malta. Ms Micallef has a B.A. Hons Accountancy degree and is a Certified Public Accountant. She is a fellow of the Malta Institute of Accountants, a member of the US Institute of Internal Auditors and a member of the Association of Certified Fraud Examiners. Ms Micallef served as President of the Malta Institute of Accountants during the period 2013 to 2015.

Malcolm Miller, Non-Executive Director

Appointed as Director in March 2024. Presently Mr Miller is a member of the bank's Audit Committee. Mr Miller is an established entrepreneur, a seasoned and motivated business leader with 50 years' experience in start-ups and running businesses in Malta and overseas. He has set up and run businesses in seven European territories. His extensive experience includes raising funding, building new teams, setting and measuring realistic objectives and using clear and simple benchmarks for motivating teams. He is also an experienced board member, having sat on State, University, family-owned and internationally-owned Boards. His operational experience includes new business set-ups, logistics - both within his own group of companies as well as third-party services - media, publishing, print, retail, e-commerce and vertical integration to consumer solutions.

Yvonne Steyn-Adams*, Designate Non-Executive Director

Ms Steyn-Adams is currently the Global Head of Business risk and resilience at HSBC Group Management Services Ltd, where she is accountable for business risk management and remediation for the International Wealth and Premier Banking globally. She has significant international experience, particularly in Europe, having worked in group wide roles in HSBC and UBS. Her earlier career was in information technology, operations and consultancy. She has expertise in financial and regulatory compliance across global regulators, organisational design, service management and cost management.

* This appointment is subject to and effective from date of regulatory approval.

Approved and issued by HSBC Bank Malta p.l.c. having its registered office at 116 Archbishop Street, Valletta, VLT1444 Malta, hsbcbank_malta@hsbc.com.

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