

Noti

1. Elezzjoni tad-Diretturi

Il-Bord tad-Diretturi għandu jikkonsisti f' mhux aktar minn disa' (9) diretturi. Skont Klawnsola 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 gew nominati għall-elezzjoni, mhux ser ikun hemm votazzjoni. Il-persuni nominati Azzopardi Ingrid, Galdes Manfred u Muscat Andrew, jiġu eletti awtomatikament.

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

L-Azzjonisti rreġistrati fuq ir-Registru tal-Azzjonisti fit-28 ta' Ottubru 2020 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 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 kuntrarju bil-miktub minn wiehed mill-Azzjonisti l-oħra li magħhom għandhom ishma bi shab.

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-Arcisqof, 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 mibghuta bl-idejn, bil-posta, jew b' mezz elettroniku għandha tasal għand is-Segretarju tal-Kumpanija mhux anqas minn 48 siegħa qabel il-hin 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 shih id-dettalji kollha meħtieġa fuq il-Prokura b' mod ċar u legġibbli. L-Azzjonist għandu jindika jekk jixtieqx li *ċ-Chairman* jivvota kif jixtieq bħala prokuratur, jew jekk l-Azzjonist jixtieqx jagħti istruzzjonijiet li *ċ-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 li *ċ-Chairman* biex jivvota kif jixtieq bħala prokuratur.

Azzjonisti li jixtiequ li *ċ-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 mmarrati aktar minn kaxxa waħda għall-istess riżoluzzjoni, il-vot fuq dik ir-riżoluzzjoni partikolari jkun invalidu.**

5. Żvelar mill-prokuratur skont *Listing Rules* 12.29 u 12.30

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

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

6. Parteċipazzjoni fil-Laqqgħa Ġenerali Annwali

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

7. Aċċess għal-Laqqgħa

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

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

- Mur fuq <https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings>.
- Aghfas fuq il-*Live Streaming* tab fuq is-sit.
- Se tiġi mitlub iddaħħal il-*Password* tiegħek.
- Dahħal il-*Password* li tinsab fil-Formola tal-Prokura.



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

Laqqgħa Ġenerali Annwali
27 ta' Novembru 2020

FORMOLA TAD-DHUL

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

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

Password biex taċċessa l-*live streaming* tal-Laqqgħa:

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-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 li *ċ-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 agġornament tagħna. (B' referenza għal-*Listing Rules* 12.29 u 12.30 ara Nota 5).

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

Data _____ Firma tal-Azzjonist _____

IMLA WAĦDA MINN DAWN IL-KAXXI

Li *ċ-Chairman* huwa awtorizzat li jivvota kif irid.

Li *ċ-Chairman* irid jivvota kif indikat fil-kaxxa tar-Riżoluzzjoniet hawn biswit.

PROKURA B' MEZZI ELETTRONIĊI

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

Firma tal-Azzjonist _____

Numru tat-telefon/mowbajl _____

Indirizz elettroniku _____

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

Elezzjoni tad-Diretturi

Ara nota 1.

Riżoluzzjonijiet

	FAVUR	KONTRA	ASTENSJONI
Kontijiet Verifikati	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Awdituri	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Hlas lid-Diretturi	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<i>Directors' Remuneration Policy</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Restrizzjonijiet fuq Drittijiet ta' Prelazzjoni	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Laqqgħat tal-Bord miżmuma b' mod Elettroniku	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kundizzjoni relatata mal- <i>Capital Requirements Regulation</i>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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



Annual General Meeting
27 November 2020

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 for the live streaming of the event:

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, 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 Listing Rules 12.29 and 12.30 see Note 5).

In terms of Listing 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 he/she wishes.

The Chairman will vote as indicated in the adjacent 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).

Election of Directors

See note 1.

Resolutions

	FOR	AGAINST	ABSTAIN
Audited Accounts	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Auditors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Emoluments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Directors' Remuneration	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Restrictions on Pre-Emption Rights	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Board Meetings held electronically	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Capital Requirements Regulation Provison	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

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, Azzopardi Ingrid, Galdes Manfred and Muscat Andrew, will be automatically elected.

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

Shareholders registered on the Shareholders' Register on 28 October 2020 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, prior 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 Listing 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:

- he is not a controlling Shareholder of the bank;
- he is a Director of the bank;
- he is not an employee or an auditor of the bank, or of a controlling Shareholder or controlled entity referred to in 5.1.i; and
- 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 with 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:

- Go to <https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings>.
- Click on the Live Streaming tab available on the site.
- You will be asked to insert your password.
- The Meeting password can be found on the Proxy Form.

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