

Annual General Meeting

Notice to Shareholders in Terms of Article 53 of the Articles of Association

Notice is hereby given of the Annual General Meeting of Malta Properties Company p.l.c. ("the Company") which is to be held remotely in accordance with the relevant provisions of the Companies Act (Public Companies – Annual General Meetings) Regulations, 2020, (Subsidiary Legislation 386.23) on Thursday 15 July 2021 at 15:00hrs for the purpose of considering and, if deemed proper, approving the following resolutions:

Ordinary Resolutions

1. Annual Report and Financial Statements
"That the Annual Report and Financial Statements of the Company for the year ended 31 December 2020, comprising the Financial Statements and the Directors' and Auditor's Reports thereon, be hereby received and approved".
2. Dividend
"That the payment of a Net Dividend of €0.012 per share (after taxation) to all Shareholders of Malta Properties Company p.l.c. registered in the Shareholders register as at Tuesday 15 June 2021 be approved. The payment of this Net Dividend amounts to the sum of €1,215,726".
3. Re-appointment of PricewaterhouseCoopers as Auditors
"That the reappointment of PricewaterhouseCoopers Certified Public Accountants and Auditors be hereby approved and the Board of Directors be hereby authorised to establish their remuneration".
4. Emoluments of Directors
"To establish the maximum annual aggregate emoluments of the Directors at €200,000".
5. Election of Directors
"To proceed with the election of Directors in accordance with Article 96.5 of the Articles of Association of the Company".

Ordinary Resolution - Special Business – Advisory Vote

6. Remuneration Report
"That the Remuneration Report of the Company for the year ended 31 December 2020 be hereby approved."

Extraordinary Resolution – Special Business

7. Amendments to Articles of Association
"That the amendments to specific articles of the Memorandum and Articles of Association of the Company, in accordance with the details provided in the Circular to Shareholders dated 18 May 2021 be hereby approved."

By order of the Board.



Dr Francis Galea Salomone L.L.D.
Company Secretary

31 May 2021

Notes

- (i) This notice is being mailed to all Shareholders registered in the Register of Shareholders of the Company as on Tuesday 15 June 2021 (the 'Record Date'). Only those Shareholders registered in the Register of Shareholders on the Record Date are entitled to attend and vote at the Annual General Meeting.
- (ii) In view of the ongoing situation concerning public health, the Annual General Meeting will be held remotely in accordance with the relevant provisions of the Companies Act (Public Companies – Annual General Meetings) Regulations, 2020 (Subsidiary Legislation 386.23).
- (iii) The Annual General Meeting will be streamed live and Shareholders shall be able to follow the proceedings of the Meeting by accessing the following link <https://www.maltaproperties.com.mt/agm2021>. The streaming facility will only allow Shareholders to follow the proceedings of the Meeting and listen to what is being said and will not allow two-way communication.
- (iv) Whilst Shareholders will be able to follow the proceedings live, they will not be able to interact during the Meeting. Accordingly, Shareholders may submit question/s which are pertinent and related to any item on the agenda of the Meeting. Question/s may be submitted in writing and sent to the Company Secretary by mail addressed to the Office of the Company Secretary at Malta Properties Company p.l.c., The Bastions, Triq Emvin Cremona, Floriana, FRN1281, Malta or by electronic means at info@mpc.com.mt, up to 48 hours before the Meeting.
The Company will provide replies to questions on the Company's website, www.maltaproperties.com.mt within 48 hours from the termination of the Meeting. Whilst the Company will seek to reply to all questions that may be raised with are pertinent and related to the agenda items, questions of a similar nature may be aggregated and one overall reply may be provided.
- (v) The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this notice.
- (vi) The full unabridged text of documents submitted to the Meeting, shall be made available at the Company's registered office. They shall also be made available on the Company's website <https://www.maltaproperties.com.mt>.
- (vii) The Agenda for the Meeting includes items which constitute special business. A Circular providing an explanation of these agenda items, as well as their scope and effect, is being enclosed herewith.
- (viii) The Company is committed to contribute to a reduction in paper footprint and to lessening the impact that printing and distribution of documents generally have on the environment, whilst also reducing its costs. Following amendments made to the Company's Articles of Association and attainment of General Meeting approval regarding the use of electronic means for the circulation of information to Shareholders, the Company is making its Annual Report and Financial Statements available electronically on its website, <https://www.maltaproperties.com.mt> A printed copy of the Annual Report and Financial Statements will be provided to those Shareholders who indicated their preference to continue receiving a printed copy of such documents and to any other Shareholders, upon their request in writing.
- (ix) The Company qualifies as a small undertaking in terms of Directive 2013/34/EU of the European Parliament and of the Council of 26 June 2013 on the annual financial statements, consolidated financial statements and related reports on certain types of undertakings, amending Directive 2006/43/EC of the European Parliament and of the Council and repealing Council Directives 78/660/EEC and 83/349/EEC. Thereby, in accordance with Listing Rule 12.26L of Chapter 12 of the Listing Rules issued by the Listing Authority, the Company is not required to hold an advisory vote on the Remuneration Report of the most recent financial year if it elects to submit the Remuneration Report for discussion at the annual general meeting. Since the 2021 Annual General Meeting is being held remotely in accordance with the provisions of the Companies Act (Public Companies – Annual General Meetings) Regulations, 2020 (Subsidiary Legislation 386.23), the Board of Directors has elected to hold an advisory vote, whilst reserving the right to opt for a discussion in future general meetings.
- (x) Shareholders are encouraged to participate and vote at the Meeting by appointing the Chairman as their proxy. A Proxy Form is enclosed together with this Notice.
In order to participate at the Meeting, Shareholders (including a body corporate, association or foundation) are to complete the enclosed Proxy Form in a clear and legible manner. Shareholders are to indicate whether they wish the Chairman to vote as he wishes or whether the Chairman is to vote according to the instructions of the Shareholder by marking the appropriate box on the Proxy Form. Unless otherwise instructed, the Chairman will vote as he deems fit. Shareholders wishing the Chairman to vote in a particular manner are to indicate their voting preferences by inserting an appropriate mark or the number of shares against each resolution.
The Proxy Form is to be sent to the Company Secretary not later than 48 hours before the time appointed for the Meeting. The Proxy Form may be sent to the Company either:
 - (i) by mail using the enclosed self-addressed envelope; or
 - (ii) by electronic means at info@mpc.com.mt.In case of proxies sent by email, the email should have attached thereto a copy of the Form of Proxy duly completed and signed by the Shareholder or a duly authorised person on behalf of a corporate/institutional Shareholder.
- (xi) Information relating to the Meeting shall be made available on the Company's website www.maltaproperties.com.mt. In case of difficulties or queries, Shareholders are requested to phone on number 2123 0032.