

## COMPANY ANNOUNCEMENT

The following is a Company Announcement by HSBC Bank Malta p.l.c. pursuant to Malta Financial Services Authority Listing Rules:

### Quote:

The following resolutions are being presented for consideration at the Annual General Meeting of HSBC Bank Malta p.l.c. to be held on 22 April 2015.

### Ordinary Resolutions

1. To receive and approve the audited accounts for the year ended 31 December 2014 and to consider the Directors' and Auditors' report thereon.
2. To declare a final gross dividend of 2.6 cent per share representing a final gross payment of €8,478,268 as recommended by the Board of Directors.
3. To appoint the PricewaterhouseCoopers as Auditors and to authorise the Board of Directors to fix their remuneration.
4. To establish the maximum annual aggregate emoluments of the Directors at €230,000.

### Ordinary Resolution - Special Business

5. Bonus Share Issue
  - i to approve a Bonus Share Issue of one (1) new share for every nine (9) shares held on the register of members as at close of trading on the Malta Stock Exchange on 29 April 2015. The bonus shares will be available for trading by the Shareholders at the opening of business on 30 April 2015;
  - ii to increase the Issued Share Capital of the Bank by issuing 36,034,719 fully paid ordinary shares of a nominal value of 30c per share by the capitalisation of an equivalent amount of €10,810,416 of the Bank's retained earnings;
  - iii the allocation ratio of bonus shares to registered shares held by eligible members of one-for-nine shares may not be exactly divisible by nine. In case of a fractional entitlement the Bank will round up any fraction to the nearest share.

### 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(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 Bonello John, Camilleri Juanito and Zammit Testaferrata Moroni Viani Caroline will be automatically elected.

Publication of information related to the Annual General Meeting can be found on the bank's web site: [www.hsbc.com.mt](http://www.hsbc.com.mt).



Dr George Brancaleone LL.D.  
Company Secretary  
9 April 2015

**Unquote**

### HSBC Bank Malta p.l.c.

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