



11 April 2023

## COMPANY ANNOUNCEMENT

The following is a Company Announcement by HSBC Bank Malta p.l.c. pursuant to the Capital Markets Rules issued by the Malta Financial Service Authority.

### **Quote:**

Reference is made to Company Announcement HSBC412 issued on 3 February 2023 by HSBC Bank Malta p.l.c. ('the bank') informing Shareholders about the 47<sup>th</sup> Annual General Meeting to be held on Thursday 20 April 2023 at the Corinthia Hotel, St George's Bay, St Julians. The AGM commences at 10.00 a.m.

### Annual General Meeting Agenda

The following resolutions will be presented for the shareholders' consideration at the bank's 47<sup>th</sup> Annual General Meeting ('AGM'):

#### *Ordinary Resolutions*

##### *1. Annual Report and Accounts*

To receive and approve the Audited Accounts for the year ended 31 December 2022 and the Directors' and Auditors' Report thereon.

##### *2. Dividend*

To approve a final gross dividend of 5.61 euro cent per share, representing a final gross payment of €20,213,172 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 Resolution – Special Business*

##### *4. Directors' Emoluments*

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

##### *5. The Directors' Remuneration Report (Advisory Vote)*

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 ended 31 December 2022.

#### *Appointment of Directors*

To appoint and elect Directors.

This Company Announcement is issued by  
**HSBC Bank Malta p.l.c.**  
Company Secretary Tel: (+356) 2380 2380

HSBC Bank Malta p.l.c.  
Registered in Malta number C3177.  
Registered Office: 116, Archbishop Street, Valletta VLT 1444, Malta.  
HSBC Bank Malta p.l.c. 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)

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 have been re-appointed by HSBC Continental Europe, being the qualifying Shareholder, utilising 66% of its ordinary issued share capital,

(b) three (3) Directors, Mrs Ingrid Azzopardi, Dr Manfred Galdes and Dr Henri Mizzi have been nominated by a shareholder for re-election, and

(c) the six (6) re-appointed Directors and the three (3) nominated persons are assessed and deemed by the Company's Remuneration and Nomination Committee to be fit and proper in connection with their appointment as a director. Regulatory approvals for all Directors have also been received.

(d) 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.

A copy of the Notice of the 2023 AGM, Annual Report and Accounts, other documents and information about the AGM are available on the bank's website:

<https://www.about.hsbc.com.mt/investor-relations/annual-general-meetings>

The Official Annual Report and Accounts in European Single Electronic Format ("ESEF") for the financial year ended 31 December 2022, are available on our Company Announcement HSBC415 dated 21 February 2023 and may be accessed from our website Company Announcements link - <https://www.about.hsbc.com.mt/investor-relations>.



Dr Paula Mamo LL.D.  
Company Secretary