



Results of the Annual General Meeting of The Convenience Shop (Holding) p.l.c.

Held at Trident Park Conference Hall, Trident Park, Notabile Gardens, Mdina Road,
Central Business District Zone 2, Birkirkara, CBD 2010, Malta

On

21ST JULY 2023

At

11.00 HOURS CET

Appointment of Chairman and Opening of Meeting

The meeting took note that in accordance with Article 13.5 of the Articles of Association of the Company, Mr. Benjamin Muscat, as the Chairman of the Board of Directors, will be presiding over the present annual general meeting (the “AGM”) as Chairman.

Quorum and Other Procedural Matters

The Chairman explained that the total number of shares in issue by the Company amounts to 30,800,000 ordinary shares, and the voting rights represented in person or by proxy amount to 98.98% of the issued share capital. Therefore, a quorum has been reached in accordance with Article 13.4 of the Articles of Association, and this Annual General Meeting can decide on all matters on the agenda.

The Chairman also informed the members that the Company has received a request from one or more shareholders to conduct voting on the resolutions proposed in the Agenda through a poll, in compliance with Article 134 of the Companies Act, Chapter 386 of the Laws of Malta. Therefore, each shareholder will have 1 vote for every share held in the Company.

Voting Results

1) Approval of Audited Financial Statements

Proposal: “The Board proposes that the audited financial statements for the financial year ended 31 December 2022, together with the report of the directors and the report of the auditors thereon be received and approved”.

Results:

- a. Votes in favour of the resolution: 30,488,909 shares entitled to participate and vote at the AGM;
- b. Votes against the resolution: None;
- c. Abstained votes: 311,091 shares entitled to participate and vote at the AGM.

In view that the number of votes in favour satisfy the requirements of the Articles of Association of the Company concerning extraordinary resolutions, this resolution is considered duly approved.

2) Declaration of Dividend

Proposal: “The Board proposes that the meeting declares a final net dividend of one million Euro (€1,000,000) (which amounts to a net dividend of €0.032468 per share)”.

Results:

- a. Votes in favour of the resolution: 30,488,909 shares entitled to participate and vote at the AGM;
- b. Votes against the resolution: None;
- c. Abstained votes: 311,091 shares entitled to participate and vote at the AGM.

In view that the number of votes in favour satisfy the requirements of the Articles of Association of the Company concerning extraordinary resolutions, this resolution is considered duly approved.

3) Appointment and Remuneration of Auditors

Proposal: “The Board, in line with the recommendation of the Company’s Audit Committee, proposes that ‘RSM Malta’ be reappointed as the Company’s auditors until the end of the annual general meeting to be held in 2024. The Board further proposes that it be authorised to fix the remuneration of the Company’s auditors”.

Results:

- a. Votes in favour of the resolution: 30,488,909 shares entitled to participate and vote at the AGM;
- b. Votes against the resolution: None;
- c. Abstained votes: 311,091 shares entitled to participate and vote at the AGM.

In view that the number of votes in favour satisfy the requirements of the Articles of Association of the Company concerning extraordinary resolutions, this resolution is considered duly approved.

4) Remuneration of Directors

Proposal: “The Board proposes that the maximum annual aggregate remuneration payable to the Directors of the Company and/or its subsidiary entities, be fixed at three hundred and thirteen thousand eight hundred and forty-eight Euro (€313,848) in accordance with the Prospectus of the Company dated 25th January 2023 (as subsequently supplemented).

Results:

- a. Votes in favour of the resolution: 30,488,909 shares entitled to participate and vote at the AGM;
- b. Votes against the resolution: None;
- c. Abstained votes: 311,091 shares entitled to participate and vote at the AGM.

In view that the number of votes in favour satisfy the requirements of the Articles of Association of the Company concerning extraordinary resolutions, this resolution is considered duly approved.

5) Appointment of Directors

The Company Secretary explained that with respect to the appointment of the Directors, the Company received the following nominations for the appointment of director:

- (i) Mr. Benjamin Muscat;
- (ii) Mr Charles Scerri;
- (iii) Dr Kevin Deguara;
- (iv) Mr Ivan Calleja;
- (v) Mr Joseph Pace;
- (vi) Mr Manuel Piscopo.

Results recorded for all nominations:

- a. Votes in favour of the resolution : 26,742,606 shares entitled to participate and vote at the AGM;
- b. Votes against the resolution: None;
- c. Abstained votes: 4,057,394 shares entitled to participate and vote at the AGM.

In view that the number of votes in favour satisfy the requirements of the Articles of Association of the Company concerning extraordinary resolutions, this resolution is considered duly approved.