



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

29TH APRIL 2024

At

14.00 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 97.53% 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 2023, together with the report of the directors and the report of the auditors thereon be received and approved”.

The resolution was unanimously approved by all members represented and entitled to vote at the meeting.

2) Declaration of Dividend

Proposal: “The Board proposes that the meeting declares a final net dividend of one million one hundred and eight thousand Euro (€1,108,000) (which amounts to a net dividend of €0.036 per share)”.

The resolution was unanimously approved by all members represented and entitled to vote at the meeting.

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 2025. The Board further proposes that it be authorised to fix the remuneration of the Company’s auditors”.

The resolution was unanimously approved by all members represented and entitled to vote at the meeting.

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 previous financial year.”

The resolution was unanimously approved by all members represented and entitled to vote at the meeting.

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;
- (vii) Mr Tarcisio Barbara

Results recorded for all nominations:

- a. Votes in favour of Mr Benjamin Muscat: 26,653,621 shares
- b. Votes in favour of Mr Charles Scerri: 27,591,121 shares
- c. Votes in favour of Dr Kevin Deguara: 26,653,621 shares
- d. Votes in favour of Mr Ivan Calleja: 26,653,621 shares
- e. Votes in favour of Mr Joseph Pace: 26,653,621 shares
- f. Votes in favour of Mr Manuel Piscopo: 27,591,121 shares
- g. Votes in favour of Mr Tarcisio Barbara: 1,215,200 shares

Accordingly, the Board shall be composed as follows: Mr Benjamin Muscat, Mr Charles Scerri, Dr Kevin Deguara, Mr Ivan Calleja, Mr Joseph Pace, and Mr Manuel Piscopo.

6) Remuneration Policy

Proposal: “The Board proposes that the Remuneration Policy, as set out in the Circular to Shareholders dated the 5th April 2024, be received and approved”.

The resolution was unanimously approved by all members represented and entitled to vote at the meeting.

7) Discussion on Remuneration Report

Proposal: “The Board proposes to hold a discussion on the Remuneration Report of the Company for the financial year ended 31st December 2023 in accordance with Rule 12.26L of the Capital Markets Rules published by the Malta Financial Services Authority.

A discussion was held.