

76th ANNUAL GENERAL MEETING
15 JUNE 2023 AT 1730 hrs – Trident Park
Notabile Gardens, Mdina Road, Zone 2, Central Business District, Birkirkara, CBD 2010

Admission Form

Only the Shareholder or his proxy will be admitted to the Annual General Meeting (the 'Meeting').
Admission will be denied upon failure to present this ADMISSION FORM together with an Identity Card or other lawful means of identification.
Admission and registration will start at 1630 hrs. The Meeting will commence at 1730 hrs.



Proxy Form

Simonds Farsons Cisk p.l.c.
76th ANNUAL GENERAL MEETING
15 JUNE 2023

As Shareholder/s of Simonds Farsons Cisk p.l.c., (the 'Company') I/we hereby appoint:
(mark where applicable)

The Chairman of the Meeting

OR

Name _____ I.D. Card No. _____

Address _____
(insert details of Proxy)

as my/our proxy to attend and vote on my/our behalf at the 76th Annual General Meeting of the Company to be held on 15 June 2023 at 1730 hrs and at any adjournment thereof.

My/our proxy is authorised to vote:

as he wishes as indicated on this Proxy Form

Signature of Shareholder

Date

VOTING PREFERENCES	FOR	AGAINST	ABSTAIN
ORDINARY BUSINESS – ORDINARY RESOLUTIONS			
1. Financial Statements and Directors' and Auditor's Reports To approve the Annual Report of the Company comprising the financial statements for the year ended 31 January 2023 and the reports of the Directors and the Auditors thereon.			
2. Re-Appointment of Auditors To re-appoint PricewaterhouseCoopers of 78, Mill Street, Zone 5, Central Business District, Qormi, CBD 5090, Malta as auditors of the Company and to authorise the Board of Directors to establish their remuneration.			
3. Dividend To approve a final net dividend of €0.11 per ordinary share of €0.30, representing a total final net dividend of €3,960,000 to be paid to the Shareholders of the Company registered on its Register of Members as at close of trading on 25 May 2023.			
SPECIAL BUSINESS – ADVISORY VOTE			
4. Remuneration Report To approve the Remuneration Report of the Company for the year ended 31 January 2023.			
SPECIAL BUSINESS – EXTRAORDINARY RESOLUTION			
5. Amendments to the Memorandum and Articles of Association of the Company To approve the amendments to specific articles of the Articles of Association of the Company as explained in the Circular to Shareholders dated 25 May 2023 and to proceed with the registration of a revised and updated copy of the Memorandum and Articles of Association with the Malta Business Registry.			

To be valid, this Proxy Form, together with the power of attorney or other authority, if any, under which it is issued must be addressed to the Company Secretary and sent through postal service addressed to Simonds Farsons Cisk p.l.c., The Brewery, Mdina Road, Zone 2, Central Business District, Birkirkara CBD 2010, Malta or be sent via e-mail to agm@farsons.com, in each case, not less than 24 hours before the appointed time of the General Meeting

PLEASE TURN OVERLEAF FOR NOTES

Admission Notes

- Admission to the Meeting and registration of Shareholders will start at 1630 hrs, being one hour before the commencement of the Meeting. Once the Meeting proceeds to vote on the first matter on the Agenda, admittance to the Meeting will be terminated and no further voting documents will be issued.
- Admission to the Meeting is subject to the presentation of the Admission Form together the Shareholder's Identity Card or other lawful means of identification. Admission to the Meeting is restricted to the Shareholder to whom this Notice is addressed or his proxy alone.
- A Shareholder who is a minor, may be represented at the Meeting by a parent or legal guardian who will be required to present his Identity Card and the Admission Form. Minors will not be allowed to attend the Meeting.
- In the case of shares held jointly by several persons, only the registered Shareholder shall be entitled to attend and vote at the Meeting. A joint holder who is not a registered Shareholder will only be entitled to attend and vote at the Meeting if the Proxy Form has been duly executed and registered in his favour. In the case of shares held jointly by spouses, both spouses or either of them may attend, provided that only one voting document will be issued and only one of them shall be entitled to vote.
- When a Shareholder is a body corporate (including a company, a partnership, an association of persons, a foundation or other entity) a representative thereof will only be eligible to attend and vote at the Meeting, if a Proxy Form duly executed in his favour has been received by the Company Secretary.



Proxy Form Notes

1. Shareholders' Right to Attend and Vote at the Meeting

A Shareholder registered on the Company's Register of Members on the Record Date (16 May 2023) may participate and vote at the Meeting either by personally attending the Meeting or by appointing a person to attend and vote at the Meeting in his stead (a proxy).

Appointment of proxy:

- A proxy can be appointed using this Proxy Form and must reach the Company Secretary not less than 24 hours before the appointed time of the General Meeting.
- A proxy form may be sent through postal service addressed to Simonds Farsons Cisk p.l.c., The Brewery, Mdina Road, Zone 2, Central Business District, Birkirkara CBD 2010, Malta or by electronic means to agm@farsons.com
- Where the Shareholder is a body corporate (including a company, a partnership, an association of persons, a foundation or other entity), a Proxy Form must be submitted in all instances.
- Proxy Forms must be duly executed (whether in favour of the Chairman of the Meeting or another representative of the Shareholder) in accordance with the Memorandum and Articles of Association or similar constitutional documents of the Shareholder. The Company Secretary reserves the right to request evidence of the aforesaid.

2. Completing the Proxy Form

Shareholders wishing to attend and participate by proxy are to complete in full all the details required on this Proxy Form in a clear and legible manner.

Shareholders should indicate whether they wish to appoint, as proxy, the Chairman of the Meeting or another person (who does not need to be a shareholder of the Company). In the case that the Shareholder wishes to appoint a person other than the Chairman of the Meeting as proxy, the full name, address and I.D. Card number of the proxy must be inserted in the appropriate space.

Shareholders should also indicate whether their proxy is to vote according to their instructions or as he/she wishes by marking the appropriate box indicated in the Proxy Form. If the Shareholder wishes their proxy to vote in a particular manner, the Shareholder should indicate his voting preference against each resolution in the appropriate box either by inserting the number of votes (shares held) or by the use of a cross (X) or mark (✓) (instead of inserting a number of votes) under either 'For' or 'Against' or 'Abstain'. The cross or mark will be interpreted that the Shareholder has assigned all the votes accordingly. If a cross or a mark is placed under more than one voting preference ('For'/'Against'/'Abstain') for the same resolution, the Shareholder's vote on that particular resolution will be invalid.

If the Shareholder inserts the number of votes, these may be split up in any proportion whatsoever, under 'For', 'Against' or 'Abstain' for any resolution. A Shareholder may therefore utilise all or part of the votes for each resolution. However, in no circumstance, may the Shareholder use more votes than he/she is entitled to. If this occurs, then the vote on that particular resolution will be invalid.

If no indication is made on the Proxy Form as to how the proxy is to vote, it shall be deemed that the Shareholder authorizes the proxy to exercise his discretion.

3. Disclosure by proxy in terms of MFSA Capital Markets Rules 12.29 and 12.30

- Prior to the Annual General Meeting, a proxy holder is to disclose to the Shareholder who appointed him any facts of which he is aware, and which may be relevant for the Shareholder in assessing any risk that the proxy holder might pursue any interest other than the interest of the Shareholder.
- In addition to any other information which may be relevant, the proxy holder is required to disclose to the Shareholder: (a) whether he is a controlling Shareholder of the Company, or is another entity controlled by such Shareholder; (b) whether he is a director of the Company, or of a controlling Shareholder or controlled entity referred to in paragraph (a); (c) whether he is an employee or an auditor of the Company, or of a controlling Shareholder or controlled entity referred to in paragraph (a); and (d) whether he has a family relationship with a natural person referred to in paragraphs (a) to (c).
- The Chairman of the Annual General Meeting will be Mr Louis Farrugia or in his absence Mr Marcantonio Stagno D'Alcontres. In this regard, for the purpose of Capital Market Rules 12.29 and 12.30, the Chairman of the Meeting is declaring: (a) he is an indirect controlling Shareholder of the Company; (b) he is a director of the Company and of the controlling Shareholder referred to in paragraph (a); (c) he is an employee of the Company in his role as Executive Chairman; (d) he has a family relationship with natural persons who are directors and employees of the Company. Mr Marcantonio Stagno D'Alcontres is declaring: (a) he is an indirect controlling Shareholder of the Company; (b) he is a director of the Company; (c) he is not an employee of the Company; (d) he has a family relationship with natural persons who are directors and employees of the Company.