

## FORM OF PROXY

MSE No.	
No. of Shares	
I.D. Card No./Reg. No.	

The Company Secretary  
MIDI p.l.c.  
North Shore  
Manoel Island  
Gzira GZR 3014

Dear Sir,

I/we, the undersigned, being a Shareholder/s of MIDI p.l.c. (the "Company"), hereby appoint \_\_\_\_\_ holder of Identity card number \_\_\_\_\_ residing at \_\_\_\_\_, or failing him the Chairman of the Meeting, as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting (the "Meeting") of the Company to be held on the 27 June 2018, and at any adjournment thereof.

Tick the appropriate box

☐

My Proxy is authorized to vote as he or she wishes

☐

My Proxy will vote as indicated overleaf

\_\_\_\_\_  
Signature of Shareholder/s

\_\_\_\_\_  
Date

### NOTES

- i. A Shareholder in the Company is entitled to appoint a proxy of his/her own choice.
- ii. In order for this form of proxy to be valid, it must reach the registered office of the Company not less than forty-eight (48) hours before the time for holding of the Meeting or adjourned meeting.
- iii. A scanned copy of this form of proxy, duly signed and completed, may also be sent to reach the Company Secretary on **companysecretary@midimalta.com** and/or on **agm@midimalta.com** not less than forty-eight (48) hours before the time for holding of the Meeting or adjourned meeting.
- iv. In terms of the MFSA Listing Rules 12.29 & 12.30, a proxy holder shall, prior to the AGM, disclose to the Shareholder who appointed him/her any facts of which he is aware and which may be relevant for that Shareholder in assessing any risk that the proxy holder might pursue any interest other than the interest of such Shareholder.
- v. Pursuant to the MFSA Listing Rules 12.29 & 12.30, in the event that the Shareholder is appointing the Chairman of the Meeting as proxy, Dr Alec A. Mizzi refers the Shareholder to the Company's 2017 Annual Report which sets out the involvement / relationship of the Chairman with the Company, and declares to the Shareholder that there are no other facts of which he is aware and which may be relevant for the Shareholder; so appointing him, in assessing any risk that the Chairman might pursue any interest other than the interest of such Shareholder.
- vi. If you wish to instruct the proxy how to vote, kindly fill in the contents on the rest of this form, namely by making a mark in the appropriate box – "For" or "Against.". Please ensure that you scan all sides if you intend to send a soft copy of this form of proxy in line with note (iii) above.
- vii. If this form of proxy is returned without an indication as to how the proxy shall vote on any particular matter, the proxy will vote as he/she wishes.

YOU NEED NOT COMPLETE THIS SECTION IF YOUR PROXY IS AUTHORISED TO VOTE AS HE OR SHE WISHES

TO INDICATE HOW YOU WISH YOUR PROXY TO VOTE, PLEASE MARK “X” EITHER IN THE BOX “FOR” OR IN THE BOX “AGAINST”

My/Our Proxy will be voting as follows:

ORDINARY RESOLUTIONS

	FOR	AGAINST
1. Approval of Audited Financial Statements	<input type="checkbox"/>	<input type="checkbox"/>
2. Approval of final net dividend of €0.007 per share, representing a final net dividend of €1,499,119 as recommended by the Directors	<input type="checkbox"/>	<input type="checkbox"/>
3. Re-appointment of PricewaterhouseCoopers as auditors and remuneration	<input type="checkbox"/>	<input type="checkbox"/>
4. Directors’ Remuneration in line with previous year	<input type="checkbox"/>	<input type="checkbox"/>

Election of Directors  
*Eight (8) valid nominations have been received to fill eight (8) vacancies. In terms of Article 101 of the Company’s Articles of Association, since there are as many nominations as there are vacancies, no election will take place and the nominated candidates listed below will be automatically appointed directors.*

- |                |                      |
|----------------|----------------------|
| Joseph Bonello | Jonathan Buttigieg   |
| David G. Curmi | Joseph A. Gasan      |
| Alan Mizzi     | Alec A. Mizzi        |
| Joseph Said    | Mark Andrew Weingard |