INTERNATIONAL HOTEL INVESTMENTS p.l.c.

18th Annual General Meeting 2018

Notice to Shareholders in Terms of Article 13 of the Articles of Association

Notice is hereby given of the eighteenth Annual General Meeting of International Hotel Investments p.l.c. (the "Company") to be held at Corinthia Hotel St George's Bay, St Julian's, on Tuesday, 5 June 2018 at 11:00 am for the purpose of considering the following matters:

Ordinary Business:

1. That the consolidated financial statements of the Company for the financial year ended 31 December 2017, together with the Directors' Report and the Auditors' Report thereon, be and are hereby approved.

2. That PricewaterhouseCoopers be and are hereby appointed as auditors of the Company and that the Directors be and are hereby authorised to fix their remuneration.

3. The appointment of Directors.

By Order of the Board,

Alfred Fabri
Company Secretary
14 May 2018

22 Europa Centre, Floriana FRN 1400, Malta
Tel: (356) 2123 3141 · Fax: (356) 2123 4219 · Email: info@ihiplc.com · www.ihiplc.com · Co. Reg. No: C26136

NOTES

1. Record Date

This notice has been mailed to the Members registered as at 4 May 2018. Only such Members shall be entitled to attend and vote at the Annual General Meeting.

2. Participation and voting by Members

A shareholder may participate and vote at the Meeting in any of the following ways:

a) By personally attending the Meeting; or
b) By submitting a proxy form to the Company.

Personal Attendance
Members who wish to participate personally at the meeting shall attend in person at the Meeting on the appointed day. (See "Admission to Meeting")

Participation by Proxy
A Member may participate by proxy by completing the proxy form dispatched to all Members together with this notice and sending same to the Office of the Company Secretary not later than 48 hours before the time appointed for the meeting.

A proxy form may be sent to the Company either:

a) By mail to 22 Europa Centre, Floriana FRN 1400, Malta; or
b) By electronic means on companysecretary@ihiplc.com

In case of proxies sent by email to the address above, the email should have attached thereto a copy of the proxy form duly completed and signed by the shareholder or a duly authorised person on behalf of a corporate/institutional Member.

3. Completing the Proxy Form

Members are to complete all details required on the proxy form fully, clearly and accurately. This includes:

a) Indicating whether they wish to appoint as their proxy the Chairman of the meeting or another person. In the case that a Member wishes to appoint a person other than the Chairman of the Meeting as proxy, the full name, address and Identity Card number of the proxy are to be clearly and legibly inserted in the appropriate space;
b) Indicating whether the Member wishes the proxy to vote as he/she wishes or whether the member wishes to indicate how the proxy is to vote. In either case a mark ought to be made in the appropriate box indicated in the proxy form. In the event that no such indication is made it shall be deemed that the Member authorises the proxy to vote as he/she wishes, unless the Member indicates how he/she wishes the shares held to be voted by inserting the number of shares or another appropriate mark against the relevant resolutions, in which case the proxy shall be deemed authorised to vote only as indicated by the Member in the proxy form;
c) Where a Member wishes to have his/her proxy to vote in a particular manner then he/she should indicate his/her voting preference in the appropriate box against each resolution. The use of a cross or a mark (instead of putting a number of votes) in the appropriate space on the ballot paper under either 'FOR' or 'AGAINST' will be interpreted that the Member has assigned all the votes either 'FOR' or 'AGAINST' the resolution as the case may be. If a cross or a mark is placed in both 'FOR' or 'AGAINST' for the same resolution, then the Member's vote on that particular resolution will be invalid.

Any resolution remaining unmarked on the ballot paper will be treated as an abstention.

4. Participation in Voting

Shareholders wishing to participate simply by having their votes taken into account at the Meeting should fill in the proxy form in favour of the Chairman of the Meeting and then proceed to indicate in the proxy form how they wish the Chairman to vote on each resolution to be taken at the Meeting.

5. Admission to the Meeting

a) In order to be admitted, a Member is to present his Identity Card and the Admission Form enclosed with this documentation.
b) In the case of shares held jointly by several persons, except in the case of shares held jointly by husband and wife, the first named joint holder on the Register of Members shall be eligible to attend and vote at the Meeting.
c) A single representative of a joint shareholding, who is not the first named on the Register, will only be eligible to attend and vote at the Meeting if a Form of Proxy has been duly executed in his favour by all other joint holders.
d) In the case of shares held jointly by husband and wife, both the husband and wife, or either of them, may attend the Meeting.
Provided that:
   i) irrespective of whether both the husband and the wife, or either of them, attend the Meeting, only one voting document will be issued and only one of them shall be entitled to vote; and
   ii) if they wish to appoint a proxy, the Form of Proxy must be signed and executed by both husband and wife.
e) When a Member is a body corporate, association of persons, foundation or other collective entity, a representative thereof will only be eligible to attend and vote at the Meeting if the Form of Proxy has been duly executed in his favour by the competent organ of the entity which he represents.
f) A Member who is a minor may be represented at the Meeting by his Legal Guardian who will be required to present his Identity Card and the Admission Form.
g) Admission to the Meeting will commence at 10:00 am.
h) After the Meeting has proceeded to business, admission will continue until the Meeting proceeds to vote on the Agenda whether by show of hands or by ballot. Thereafter admittance to the Meeting will be discontinued.

6. Draft Resolutions and Documents

The draft resolutions to be considered and voted upon at the Meeting are included as an integral part of this notice. The full unabridged text of any documents submitted to the meeting shall, unless dispatched to shareholders, be available at the registered office of the Company and on www.ihiplc.com.

A copy of this notice together will all documents and information required by Listing Rule 12.11 are available at www.ihiplc.com.

7. Right to ask questions

Members (whether personally or by proxy) are reminded that they are entitled to ask questions which are pertinent and related to any resolution placed before the meeting and to have such questions answered by the Directors or such person/s as the Directors may delegate for that purpose. To ensure efficient proceedings at the Meeting the Directors invite Members to submit in writing any questions related to the resolutions to be sent to the Company Secretary either by mail at The Company Secretary, International Hotel Investments p.l.c., 22 Europa Centre, Floriana FRN1400, Malta or email on companysecretary@ihiplc.com by not later than 48 hours before the meeting. Whilst the Directors shall endeavour to reply to all questions that may be raised at the Meeting, only questions that shall have been submitted to them as aforesaid shall be entitled to a reply, provided that any questions raised for the first time at the Meeting and to which the Directors are not able to provide an immediate reply, shall, subsequent to the Meeting be answered by the Directors by posting a reply on the Company's website.

INTERNATIONAL HOTEL INVESTMENTS p.l.c.

It-Tmintax-il Laqgħa Ġenerali Annwali 2018

Avviż lill-Azzjonisti skont it-termini tal-Artikolu 13 tal-Artikoli ta' Assoċjazzjoni

Bil-preżenti l-Azzjonisti huma avżati li t-Tmintax-il Laqgħa Ġenerali Annwali tal-International Hotel Investments p.l.c. (il-"Kumpanija") sejra ssir fil-Corinthia Hotel St George's Bay, San Ġiljan, nhar it-Tlieta, 5 ta' Ġunju 2018 fil-11.00 ta' filgħodu, bil-għan li l-Laqgħa tikkunsidra dan li ġej:

Riżoluzzjonijiet Ordinarji:

1. Li r-Rapport Finanzjarju Konsolidat għas-sena finanzjarja li għalqet fil-31 ta' Diċembru 2017, flimkien mar-Rapport tad-Diretturi u tal-Awdituri, jiġu milqugħa u approvati.

2. Li l-ħatra ta' PricewaterhouseCoopers bħala Awdituri tal-Kumpanija qed tiġi approvata u li l-Bord tad-Diretturi qed jingħata l-awtorità li jiddeċiedi l-ħlas tagħhom.

3. Ħatra tad-Diretturi.

B'Ordni tal-Bord tad-Diretturi tal-Kumpanija,

Alfred Fabri
Segretarju tal-Kumpanija
14 ta' Mejju 2018

22 Europa Centre, Floriana FRN 1400, Malta
Tel: (356) 2123 3141 · Fax: (356) 2123 4219 · Email: info@ihiplc.com · www.ihiplc.com · Co. Reg. No: C26136

NOTI

1. Data tar-'Record'

Dan l-avviż ġie mibgħut bil-posta lill-azzjonisti kif reġistrati sal-4 ta' Mejju 2018. Huma dawn l-azzjonisti biss li huma intitolati li jattendu u jivvutaw fil-Laqgħa Ġenerali Annwali.

2. Parteċipazzjoni u Votazzjoni tal-azzjonisti

Kull azzjonist jista' jipparteċipa u jivvota fil-Laqgħa b'wieħed minn dawn il-modi:

a) billi jattendi personalment għal-Laqgħa; jew
b) billi jissottometti formola ta' prokura (*form of proxy*) lill-Kumpanija.

Attendenza Personali
Azzjonist jista' jipparteċipa fil-laqgħa personalment billi jattendi fiżikament għal-Laqgħa fid-data u fil-ħin appuntati fil-post fejn il-Laqgħa se ssir (Ara "Dħul għal-Laqgħa").

Parteċipazzjoni bi Prokura
Azzjonist jista' jipparteċipa bi prokura billi jimla u jiffirma l-formola mogħtija lill-azzjonisti kollha flimkien ma' dan l-avviż u billi jibgħat din il-formola lill-Uffiċċju tas-Segretarju tal-Kumpanija mhux aktar tard minn 48 siegħa qabel il-ħin appuntat għal-laqgħa.

Il-formola ta' prokura tista' tintbagħat lill-Kumpanija:

a) jew bil-posta 22 Europa Centre, Floriana FRN 1400; jew
b) b'mod elettroniku fl-indirizz companysecretary@ihiplc.com.

Fil-każ ta' prokuri mibgħuta b'mod elettroniku lill-indirizz indikat hawn fuq, il-posta elettronika għandha jkollha anness magħha kopja tal-formola ta' prokura kompluta u ffirmata mill-azzjonist jew persuna hekk awtorizzata għan-nom ta' azzjonist li jkun korp ġuridiku/istituzzjonali.

3. Mili tal-Formola ta' Prokura

Azzjonist li jixtieq jipparteċipa fil-Laqgħa bi prokura għandu jimla d-dettalji kollha rikjesti fil-formola ta' prokura b'mod komplut, ċar u preċiż. Dan jinkludi:

a) Billi jindika jekk l-azzjonist jixtieqx jappunta bħala prokuratur liċ-Chairman tal-Laqgħa jew persuna oħra. Fil-każ li l-azzjonist irid jappunta bħala prokuratur persuna oħra li mhix iċ-Chairman tal-Laqgħa, l-isem komplet, l-indirizz u n-numru tal-Karta tal-Identità tal-prokuratur għandhom jiġu indikati b'mod ċar u leġibbli fl-ispazju mħejji apposta;
b) Billi l-azzjonist jindika jekk jixtieqx li l-prokuratur jivvota kif jixtieq hu stess jewjekk jixtieqx li jistruwixxi lill-prokuratur kif għandu jivvota. F'kull każ, l-azzjonist għandu jagħmel marka fil-kaxxa apposta fil-formola ta' prokura. Fil-każ li ma hemm l-ebda indikazzjoni, għandu jitqies li l-azzjonist awtorizza l-prokuratur li jivvota kif jixtieq hu, sakemm l-azzjonist ma jindikax kif jixtieq li l-ishma tiegħu għandhom jiġu vvutati billi jimmarka n-numru tal-ishma jew jagħmel xi marka oħra approprjata maġenb ir-riżoluzzjonijiet rilevanti. F'dan il-każ il-prokuratur għandu jitqies li hu awtorizzat li jivvota biss kif indikat mill-azzjonist fil-formola ta' prokura.
c) Fil-każ li l-azzjonist jixtieq li l-prokuratur jivvota b'mod partikolari, huwa għandu jindika l-votazzjoni tiegħu fil-kaxxa apposta maġenb kull riżoluzzjoni. L-użu ta' salib jew marka (minflok it-tqegħid tan-numru tal-voti) fl-ispazju approprjat fil-formola ta' prokura taħt "FAVUR" jew "KONTRA" għandu jiġi interpretat b'tali mod li l-azzjonist assenja l-voti kollha tiegħu jew "FAVUR" jew"KONTRA" fir-rigward ta' dik ir-riżoluzzjoni, skont il-każ. Jekk salib jew marka titqiegħed kemm fil-"FAVUR" kif ukoll fil-"KONTRA" għall-istess riżoluzzjoni, il-vot tal-azzjonist għal dik ir-riżoluzzjoni partikolari jkun invalidu.

Kull riżoluzzjoni li titħalla mhux immarkata fuq il-karta tal-balluttaġġ għandha titqies bħala astensjoni.

4. Parteċipazzjoni fil-Votazzjoni

Azzjonist li jixtieq jipparteċipa sempliċiment billi jkollu l-voti tiegħu kkunsidrati waqt il-Laqgħa għandu jimla l-formola ta' prokura favur iċ-Chairman tal-laqgħa u jistruwixxi liċ-Chairman kif għandu jivvota f'kull riżoluzzjoni li tittieħed fil-laqgħa billi jimla l-kaxxi "FAVUR" u/jew "KONTRA" fil-formola ta' prokura.

5. Dħul għal-Laqgħa

a) Sabiex ikun ammess, azzjonist għandu jippreżenta l-Karta tal-Identità tiegħu u l-Admission Form mdaħħla ma' dan l-avviż.
b) Fil-każ ta' ishma miżmuma minn numru ta' persuni flimkien, minbarra fil-każ ta' ishma miżmuma flimkien bejn żewġ persuni miżżewġin, il-persuna li hi msemmija l-ewwel fir-reġistru tal-azzjonisti biss titħalla tidħol fis-sala tal-Laqgħa.
c) Rappreżentant ta' ishma konġunti, li m'huwiex l-ewwel wieħed imniżżel fir-Reġistru, ikun biss eliġibbli li jattendi u jivvota fil-Laqgħa, jekk il-Formola ta' Prokura tkun ġiet eżegwita b'mod attendibbli favur tiegħu mid-detenturi konġunti kollha.
d) Fil-każ ta' ishma miżmuma b'mod konġunt mill-miżżewġin, kemm il-mara u kemm ir-raġel, jew wieħed minnhom biss, jista' jattendi l-Laqgħa.
Iżda:
  i) Irrispettivament jekk il-miżżewġin, jew wieħed minnhom, attenda l-Laqgħa, jinħareġ biss dokument ta' votazzjoni wieħed, u wieħed mill-miżżewġin biss ikun intitolat li jivvota; u
  ii) Jekk ikunu jixtiequ jappuntaw persuna li tkun preżenti bi prokura, il-Formola ta' Prokura għandha tiġi ffirmata u eżegwita kemm mir-raġel kif ukoll mill-mara.
e) Meta azzjonist jkun korp ġuridiku, assoċjazzjoni ta' persuni, fondazzjoni jew entità kollettiva oħra, rappreżentant rispettiv ikun biss eliġibbli li jattendi u jivvota fil-Laqgħa, jekk il-Formola ta' Prokura tkun eżegwita b'mod attendibbli favur tiegħu mill-organu kompetenti tal-entità li jirrappreżenta.
f) Azzjonist li huwa minuri jista' jiġi rrappreżentat fil-Laqgħa mill-gwardjan legali tiegħu, li jkollu jippreżenta l-Karta tal-Identità tiegħu flimkien mal-Admission Form.
g) Dħul għal-Laqgħa jibda fl-10:00 am.
h) Wara li l-Laqgħa tkun ipproċediet għall-iskop tagħha, id-dħul jitħalla sakemm il-Laqgħa tipproċedi sabiex jittieħed il-vot fuq l-Aġenda. Wara ma jkunx permess dħul għal-Laqgħa.

6. Abbozz ta' Riżoluzzjonijiet u Dokumenti

L-abbozz ta' riżoluzzjonijiet li għandhom jiġu kkunsidrati u jittieħed vot dwarhom huma inklużi bħala parti integrali ta' dan l-avviż. It-test oriġinali u komplet tad-dokumenti sottomessi fil-Laqgħa, sakemm ma jkunux ingħataw lill-azzjonisti, ikunu aċċessibbli fl-uffiċju reġistrat tal-Kumpanija u fuq www.ihiplc.com.

Kopja ta' dan l-avviż flimkien mad-dokumenti kollha u l-informazzjoni rikjesta fil-Listing Rule 12.11 huma aċċessibbli fuq www.ihiplc.com

7. Dritt li tagħmel mistoqsijiet

Azzjonisti (kemm jekk b'mod personali jew bi prokura) huma mfakkrin li huma intitolati jagħmlu mistoqsijiet li huma pertinenti u relatati ma' kull riżoluzzjoni mressqa qabel il-Laqgħa u li jkollhom dawn il-mistoqsijiet mweġbin mid-Diretturi jew il-persuni li d-Diretturi jistgħu jiddelegaw għal dak il-għan. Sabiex jiġu assigurati proċeduri effiċjenti fil-Laqgħa, id-Diretturi jistiednu l-Azzjonisti sabiex jissottomettu bil-kitba xi mistoqsijiet relatati mar-riżoluzzjonijiet, li għandhom jintbagħtu lis-Segretarju tal-Kumpanija, jew bil-posta lil The Company Secretary, International Hotel Investments p.l.c., 22 Europa Centre, Floriana FRN1400, Malta jew b'posta elettronika fuq companysecretary@ihiplc.com sa mhux aktar tard minn 48 siegħa qabel il-Laqgħa. Filwaqt li d-Diretturi għandhom jippruvaw iwieġbu l-mistoqsijiet kollha li jitressqu waqt il-Laqgħa, dawk il-mistoqsijiet li jkunu ġew sottomessi bil-metodu msemmi hawn fuq biss ikunu intitolati għal tweġiba, sakemm il-mistoqsijiet imressqin għall-ewwel darba fil-Laqgħa u li d-Diretturi ma jkunux f'pożizzjoni li jagħtu tweġiba immedjata għalihom, jiġu mwieġba mid-Diretturi wara l-Laqgħa, billi jdaħħlu r-risposta fuq is-sit elettroniku tal-Kumpanija.