

## ANNUAL GENERAL MEETING


Notice to Shareholders in Terms of Article 33 of the Articles of Association

Notice is hereby given of the Annual General Meeting of BGP Holdings p.l.c. which is to be held on 19<sup>th</sup> September 2011 at 259, St. Paul Street, Valletta, Malta, at 10:30am (CET) for the purposes of considering and if deemed proper, approving the following resolutions:

### **Ordinary Resolutions**

1. That the Annual Report and Financial Statements of the Company for the year ended 31<sup>st</sup> December 2010, comprising the Financial Statements and the Directors' and Auditors' Report thereon, by hereby received and approved.
2. That the appointment of Ernst & Young Certified Public Accountants as Auditors, be hereby approved and the Board of Directors be hereby authorised to establish their remuneration.

By order of the Board

  
Adriana Camilleri Vassallo  
Company Secretary

26<sup>th</sup> August 2011

Notes:

- i. This notice is being mailed to all the shareholders registered in the respective shareholders' register as of the 19<sup>th</sup> August 2011, which shareholders are entitled to attend and vote at the Annual General Meeting.
  
- ii. A shareholder entitled to vote may appoint a proxy to attend and vote on his/her behalf using the enclosed Form of Proxy; such proxy need not also be a shareholder. To be valid the Form of Proxy must be received by Link Market Services Limited by 10:30am (CET) on Friday, 16<sup>th</sup> September 2011, this being 72 hours before the appointed date and time of the commencement of the Meeting, as follows:
  - By Mail: BGP Holdings p.l.c., C/- Link Market Services Limited, Locked Bag A14, Sydney South NSW 1235, Australia
  
  - By Fax: +61 2 9287 0309
  
  - By Hand: Link Market Services Limited, Level 12, 680 George Street, Sydney NSW 2000
  
- iii. Shareholders who intend to attend in person are to confirm their attendance by phone on telephone number 1800 115 044 or 02 8280 7058 by not later than 12<sup>th</sup> September 2011.