

The terms and conditions set out in the Offer Document dated 21 February 2025 are an integral part of, and are incorporated by reference into, this Acceptance Form and are applicable to the Conditional Voluntary Public Takeover Offer by Hili Ventures Limited in respect of all the issued Target Shares in Hili Properties p.l.c. By completing, signing and delivering this Acceptance Form, you agree to be bound by the terms and conditions set out in the Offer Document and you are thereby deemed to have accepted them.

A TARGET SHAREHOLDER DETAILS

		I.D. CARD / PASSPORT NO.	MSE A/C NO.
DOCUMENT TYPE	COUNTRY OF ISSUE	DATE OF BIRTH	NATIONALITY
LEI (LEGAL ENTITY IDENTIFIER) (IF NOT AN INDIVIDUAL)		EMAIL ADDRESS	MOBILE NO.

B ADDITIONAL (JOINT) SHAREHOLDER

TITLE (MR/MRS/MS/...)	FULL NAME AND SURNAME		I.D. CARD/PASSPORT NO.
DOCUMENT TYPE	COUNTRY OF ISSUE	DATE OF BIRTH	NATIONALITY

C DECISION MAKER/MINOR'S PARENTS / LEGAL GUARDIAN(S) / USUFRUCTUARY/IES

TITLE (MR/MRS/MS/...)	FULL NAME AND SURNAME		I.D. CARD/PASSPORT NO.
DOCUMENT TYPE	COUNTRY OF ISSUE	DATE OF BIRTH	NATIONALITY
TITLE (MR/MRS/MS/...)	FULL NAME AND SURNAME		I.D. CARD/PASSPORT NO.
DOCUMENT TYPE	COUNTRY OF ISSUE	DATE OF BIRTH	NATIONALITY

D ACCEPTANCE OF OFFER

Registered holding of Target Shares at close of business on 20 February 2025 (the “**Record Date**”).

I/We accept the Offer, consisting of a cash payment of €0.24 per Target Share, in respect of ALL my/our Shares in Hili Properties p.l.c.

Mark the box below (Box 1) with an ‘X’ to indicate your acceptance of the Offer.

NUMBER OF TARGET SHARES	OFFER CONSIDERATION €	BOX 1
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E CONSIDERATION AND BANK DETAILS

I/We hereby accept to receive the Offer Consideration as a credit to my/our Bank account below:

BANK	IBAN
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No payment will be effected to bank accounts held in the name of third parties. The bank account name must match the name of the Target Shareholder/s.

F DECLARATION OF TARGET SHAREHOLDER/S

I/We the undersigned Target Shareholder/s of Hili Properties p.l.c., having read and fully understood the notes for completing this Acceptance Form and all the terms and conditions set forth in the Offer Document dated 21 February 2025 for an Offer by the Offeror in respect of all the Target Shares in Hili Properties p.l.c., hereby confirm my/our Acceptance of the Offer as set out in this form. I/We confirm that my/our Acceptance is being made solely on the basis of the Offer Document dated 21 February 2025 and that I/we am/are duly authorised as necessary to submit this Acceptance Form.

Signature/s

(Parent/s or legal guardian/s are/is to sign if Target Shareholder is a minor)

(All parties are to sign in the case of a joint Target Shareholder)

(Bare owner/s and usufructuary/ies are to sign where the Target Shares are subject to usufruct)

Date

AUTHORISED INTERMEDIARY'S STAMP

ACCEPTANCE FORM NUMBER

IMPORTANT NOTES FOR COMPLETING THIS ACCEPTANCE FORM

This Acceptance Form should be read in conjunction with the Offer Document. The Offer Document and the terms and conditions set out therein are deemed to be incorporated in, and form part of, this Acceptance Form and should be read carefully by each Target Shareholder. Any terms capitalised in this Acceptance Form shall have the same meaning ascribed thereto in the Offer Document.

The Offeror strongly recommends that Target Shareholders seek appropriate investment, financial, tax and/or legal advice from duly qualified, and where applicable, licensed or authorised, professionals and/or firms in connection with the Offer, the Offer Document and before completing this Acceptance Form.

- a. This Acceptance Form must be duly completed in its entirety (including the contact details) and signed by Target Shareholders wishing to accept the Offer made by the Offeror pursuant and subject to the terms and conditions set out in the Offer Document. Any third party with registered pledges, encumbrances or other third-party rights must sign the Acceptance Form and thereby waive their rights in the Target Shares sold pursuant to the Offer and approve the transfer of the Target Shares to the Offeror free and clear of any such pledges, encumbrances and any other third-party rights.
- b. This Acceptance Form should be completed in BLOCK CHARACTERS.
- c. In case of joint Target Shareholders, the Acceptance Form must be signed by each such Target Shareholder.
- d. Where the Target Shareholder is a legal person, a valid unexpired Legal Entity Identifier ("LEI") needs to be inserted in Panel A. Failure to include a valid LEI code may result in the Acceptance being cancelled by the Offeror. The Acceptance Form must be signed by the person/s authorised to sign and bind such Target Shareholder.
- e. Where the Target Shareholder is a minor, both parents or legal guardian/s should sign the Acceptance Form, which may be accompanied by a Public Registry birth certificate of the minor or evidence of legal guardianship, as the case may be. The Registrar reserves the right to request a copy of such documents before proceeding to process the Acceptance Form, including, where applicable a certified true copy of a Civil Court (Family Section) decree, obtained from the Court's Registry, authorising such sale in terms of article 136(4) of the Civil Code (Cap. 16 of the laws of Malta).
- f. If the name appearing on the Register is that of a deceased Target Shareholder or if a Target Shareholder passes away prior to having delivered the Acceptance Form to the Authorised Intermediary, the lawful successors in title of the deceased Target Shareholder must contact the CSD, producing adequate documentary proof, as requested by and to the satisfaction of the CSD, evidencing their status as lawful successors of the deceased Target Shareholder for the release of the Target Shares held by the deceased Target Shareholder in favour of the lawful successors in title. Upon receipt of the Target Shares in their own MSE account, the lawful successors in title may then submit an Acceptance Form in their own name provided that such Acceptance Form is lodged with an Authorised Intermediary prior to the Closing Date.
- g. Where Target Shares are held subject to usufruct, the Acceptance Form must be signed by both the bare owner/s and usufructuary/ies. The Authorised Intermediary and/or the Registrar and/or the Offeror reserve the right to request additional supporting documentation, as well as being accompanied by proof of such an arrangement, such as a form of power of attorney in original or certified copy form.
- h. It shall not be incumbent on the Authorised Intermediary and/or Registrar and/or the Offeror to verify the signatory/ies to the Acceptance Form, although they each reserve the right to do so.
- i. By signing this Acceptance Form, the Target Shareholder/s will be deemed to have declared and agreed that: settlement will be made by transfer to the designated bank account specified by the Target Shareholder/s in the completed Acceptance Form. Settlement into a non-Euro (€) denominated bank account will be subject to the banks' prevailing foreign exchange rate at the date of settlement as applicable. In the event that the bank details provided are incorrect, the Registrar may issue a Euro (€) cheque drawn on a local bank to settle the cash consideration, and the cheque will be mailed to the Target Shareholder at the address shown on the Acceptance Form.
- j. Target Shareholders are entitled to accept the Offer from 08:30 hours (CET) on 26 February 2025 until 12:00 hours (CET) on 25 March 2025. Any Acceptance Forms received by the Collecting Agent after expiry of the Acceptance Period may be rejected. The Offeror, the Authorised Intermediary and the Collecting Agent reserve the right to refuse any Acceptance Form which has not been properly completed or which is otherwise in breach of the terms and conditions of this Acceptance Form and/or the Offer Document.
- k. Duly completed and signed Acceptance Forms are to be delivered in original to the Authorised Intermediary as specified in the Offer Document at the address indicated in Annex 3 of the Offer Document. Acceptances by post are at the risk of the Target Shareholder/s and the Offeror and the Registrar disclaim all responsibility for any such Acceptances received after expiry of the Acceptance Period.

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