

## **287. Il-Prim Ministru, l-Onor. Dom Mintoff, jipproponi:**

Billi bis-saħħa ta' żewġ riżoluzzjonijiet dwar l-"Air Malta Company Limited" mghoddija mill-Kamra tad-Deputati waħda fis-Seduta Nru. 169 tal-21 ta' Marzu, 1973, u l-oħra fis-Seduta Nru. 447 tal-11 ta' Awissu, 1975, il-Gvern ta' Malta issottoskriva b'kollox għal 19,100,000 "A" Ordinary Shares ta' 5 ċenteżmi-il waħda li jiswew disa' mija u ħames u ħamsin elf lira (Lm955,000);

U billi l-Prim Ministru bħala l-Ministru responsabbli għall-Avjazzjoni Ċivili, jidhirli xieraq li, jekk jiġi hekk awtorizzat b'Riżoluzzjoni tal-Kamra, jakkwista jew jawtorizza l-akkwist f'isem il-Gvern ta' Malta ta' 5,000,000 "B" shares illum miżmuma mill-Pakistan International Airlines Corporation b'żieda ma' 19,100,000 "A" Shares li diġa' għandu l-Gvern, skond ftehim li ntlahaq bejn il-Gvern ta' Malta u l-Pakistan International Airlines Corporation;

U billi fis-subartikolu (4) ta' l-artikolu 11 ta' l-Att ta' l-1972 dwar l-Avjazzjoni Ċivili hemm maħsub illi kull somma li ma tkunx aktar b'kollox minn dik is-somma li l-Kamra tad-Deputati minn żmien għal żmien tistabbilixxi b'riżoluzzjoni, meħtieġa għal xi wieħed mill-iskopijiet imsemmija fis-subartikolu (2) ta' dak l-artikolu u għal kull responsabilita' li tinqala' minnu tkun għall-karigu tal-Fond Konsolidat u b'dan l-Att giet aproprjata għal dan il-għan;

U billi l-Kumpannija fil-4 ta' Novembru, 1980, għaddiet riżoluzzjonik biex temenda l-memorandum u statut ta' assoċjazzjoni liema kopja tar-riżoluzzjoni tinsab annessa ma' din ir-Riżoluzzjoni;

U billi fis-subartikolu (3) ta' l-Artikolu 11 ta' l-Att ta' l-1972 dwar l-Avjazzjoni Ċivili kull tibdil jew gieda fil-memorandum jew fl-istatut ta' assoċjazzjoni ta' kumpannija li tiegħu, fil-ħin ta' dak it-tibdil jew żieda, il-Gvern ta' Malta jkollu azzjonijiet jew obligazzjonijiet, ma jkollux effett qabel dik id-data li fiha dak it-tibdil jew iż-żieda jiġu approvati b'Riżoluzzjoni tal-Kamra tad-Deputati jew f'dik id-data wara, jekk ikun hemm, kif ikun preskritt f'xi ligi oħra;

Għalhekk qiegħed jiġu b'din riżolut li:

(a) il-Prim Ministru bħala l-Ministru responsabbli għall-Avjazzjoni Ċivili, huwa awtorizzat li jakkwista jew jawtorizza l-akkwist f'isem il-Gvern ta' Malta ta' 5,000,000 "B" Ordinary Shares mingħand il-Pakistan International Airlines Corporation bil-press ta' ħames mitt elf lira (Lm500,000)ż

(b) is-somma ta' miljun, erba' mija u ħamsa u ħamsin elf lira (Lm1,455,000) hija s-somma stabbilita minn din il-Kamra għal skopijiet tas-subartikolu (4) ta' l-artikolu 11 ta' l-Att ta' l-1972 dwar l-Avjazzjoni Ċivili u bħala s-somma meħtieġa għall-iskopijiet imsemmija fl-istess artikolu;

(c) it-tibdil fil-memorandum u l-istatut ta' assoċjazzjoni tal-kumpannija kif jidher mill-kopja tar-Riżoluzzjoni tal-Kumpannija li tinsab hawn annessa jkollu effett mid-data ta' din ir-riżoluzzjoni.

06.11.1980

# AIRMALTA

*Air Malta Company Limited,  
Head Office, Luqa Malta  
Tel: Malta 824330/9 Telex: MW 389*

EXTRAORDINARY RESOLUTION of  
Air Malta Company Limited, passed on 5th November, 1980

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At an Extraordinary General Meeting of the above mentioned Company, duly convened and held at Head Office, Luqa, on the 5th November, 1980 at 4.30 p.m., the subjoined Extraordinary Resolution was duly passed, viz :-

## RESOLUTION

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- A. "Clause 5 (a) of the Memorandum of Association be substituted by the following :
- ' 5 (a) The number of directors shall not be less than three and not more than seven as the company in General Meeting may from time to time resolve '.
- B. "Clause 11 (a) of the Articles of Association be substituted by the following :
- ' 11(a) The directors shall be appointed as nearly as possible in proportion to the shares held, so however that shareholders shall not be entitled to appoint a director unless they hold in the aggregate at least 20% of the shares carrying the right to vote '.
- C. "The following be added to article 11 (b) of the Articles of Association :
- ' A director may be nominated by the Board from among the directors appointed by the Government of Malta to deputize for the Chairman in his absence. The director so appointed shall have the powers, rights, duties and functions pertaining to the Chairman '.

D. "The following new clause be added to article 11 of the Articles of Association :

' 11(g) The legal and judicial representation of the company shall be vested in such director or directors of the company as the Board may from time to time appoint, so however that where no such appointment is made or is operative, the said representation shall vest in the Chairman.

Without prejudice to the aforesaid provision, the Board may also grant special powers of attorney to any officer of the company, including the company's representatives abroad'.

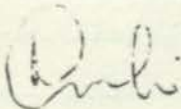
E. "Clause 13 of the Articles of Association be substituted by the following :

' 13 The quorum necessary for the transaction of business of the directors shall be a majority of the directors constituting the Board'.

F. "Clause 14 of the Articles of Association be substituted by the following :

' 14 Notice of any meeting of the Board of Directors shall be given to all the directors of the company and shall in no case be less than three days. It shall not be necessary to give notice of a meeting of the Board of Directors to any director for the time being absent from Malta. The requirement for such notice may be waived by a decision of the directors present if the meeting is attended by all the directors constituting the Board ' ".

CERTIFIED TRUE COPY



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L. GRECH  
Company Secretary

5th November, 1980

LG/lf

