BANK OF VALLETTA P.L.C.
ANNUAL GENERAL MEETING 2024
VOTING RESULTS

BOV
Bank of Valletta

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Shareholders Information

- Shareholders registered as at 01 May 2024 were entitled to vote on the resolutions.
- The total number of shareholders entitled to vote at the AGM held on 31 May 2024 was 19,983 representing 583,849,270 shares (the issued share capital).

Shares represented at the Meeting

- Proxy Attendance 356,882,601

Voting Results

Ordinary Resolutions

Resolution 1 – Annual Report and Accounts

"That the Profit and Loss Account and Balance Sheet for the financial year from 1 January 2023 to 31 December 2023, and the Directors' and Auditors' Reports thereon, be hereby received and approved."

The resolution was approved with 92.49% of votes represented and entitled to vote at the Meeting (330,078,619 votes in Favour, 857,967 votes Against and 18,275,790 abstentions).

Resolution 2 – Auditors (Appointment and Remuneration)

"That the re-appointment of KPMG Malta, as auditors, be hereby approved, and that the Board of Directors be hereby authorised to fix their remuneration."

The resolution was approved with 92.47% of votes represented and entitled to vote at the Meeting (330,001,838 votes in Favour, 888,934 votes Against and 18,288,360 abstentions).

Resolution 3 – Dividend

"That a final gross dividend of €0.1162 per share (representing a gross payment of €67.9 million) consisting of:

a. The interim dividend of €0.0462 per share (representing a gross payment of €27.0 million) already paid to shareholders on 6 December 2023;

b. The dividend being proposed by the directors of €0.0700 per share, (representing a gross payment of €40.9 million) for payment on the 12 June 2024."

The resolution was approved with 92.36% of votes represented and entitled to vote at the Meeting (329,620,200 votes in Favour, 1,360,531 votes Against and 18,197,584 abstentions).

Ordinary Resolutions - Special Business

Resolution 4 – Directors' Remuneration

"That for the purposes of Article 33.1 of the Articles of Association (now renumbered to Article 32.1), the maximum aggregate emoluments that may be paid to the Directors of the Company in any financial year shall be up to a maximum of €650,000."

The resolution was approved with 91.41% of votes represented and entitled to vote at the Meeting (326,235,645 votes in Favour, 4,505,163 votes Against and 18,504,045 abstentions).

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Resolution 5 – Revised Remuneration Policy for Directors

“That the revised Remuneration Policy for Directors as set out in the Circular to Shareholders dated 8 May 2024 be hereby noted and approved.”

The resolution was approved with 89.56% of votes represented and entitled to vote at the Meeting (319,615,641 votes in Favour, 4,557,832 votes Against and 25,003,493 abstentions).

Resolution 6 – Directors’ Remuneration Report (Advisory Vote)

“That the Directors’ Remuneration Report in terms of Chapter 12 of the Capital Markets Rules as set out in the Bank’s Annual Report for the financial year 2023 be hereby noted and approved.”

The resolution was approved with 89.67% of votes represented and entitled to vote at the Meeting (320,002,267 votes in Favour, 4,129,762 votes Against and 24,986,322 abstentions).

Extraordinary Resolution – Special Business

Resolution 7 - Changes to the Memorandum and Articles of Association

“That the existing Memorandum and Articles of Association of the Company be and are hereby replaced in their entirety by the new Memorandum and Articles of Association, a copy of which may be obtained from the Company’s website under the ‘Investor Relations’ section https://www.bov.com/annual-general-meeting-2024 or from the Office of the Company Secretary at the “House of the Four Winds”, Triq l-Imtieħen, Il-Belt Valletta VLT 1350.”

The resolution was approved with 92.08% of votes represented and entitled to vote at the Meeting (328,629,517 votes in Favour, 3,177,519 votes Against and 18,231,109 abstentions) and 56.29% of all the shares entitled to vote at the Meeting.

Issued by Bank of Valletta p.l.c.
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