

BANK OF VALLETTA P.L.C.
ANNUAL GENERAL MEETING 2026
VOTING RESULTS

Shareholders Information

- Shareholders registered as at 11 May 2026 (record date) were entitled to vote on the resolutions.
- The total number of shareholders represented and entitled to vote at the AGM held on 10 June 2026 was 19,779 representing 641,376,331 ordinary shares which carry equal voting rights.

Shares represented at the meeting

- 388,088,593

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 2025 to 31 December 2025, and the Directors’ and Auditors’ Reports thereon, be hereby received and approved.”

The resolution was approved by show of hands during the meeting.

Resolution 2 – Auditors (Appointment and Remuneration)

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

The resolution was approved by show of hands during the meeting.

Resolution 3 – Dividend

“That a total gross dividend for the year ended 31 December 2025 of €130.5 million be hereby noted and approved¹.”

¹ The total gross dividend comprises: (i) an interim cash dividend already paid; (ii) a final cash dividend amounting to €65.1 million for payment on the 12 June 2026; and (iii) a special cash dividend amounting to €10.4 million for payment on the 12 June 2026. Any further reduction in the number of shares in circulation arising from the share buyback programme between 31 December 2025 and the record date will positively affect the gross and net dividend per share.

The resolution was approved by show of hands during the meeting.

Ordinary Resolutions - Special Business

Resolution 4 – Directors’ Remuneration Report (Advisory Vote)

“That the 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 2025 be hereby noted and approved.”

The resolution was approved by show of hands during the meeting.

Resolution 5 - Revised Remuneration Policy for Directors

“That the revisions to the Remuneration Policy for Directors as set out in the Circular to Shareholders dated 15 May 2026, and that accordingly the Remuneration Policy for Directors as revised, be hereby noted and approved.”

The resolution was approved by show of hands during the meeting.

Extraordinary Resolutions – Special Business**Resolution 6 – Share Buy-Back (non-cancellable) Programme**

*“That the Directors be and are hereby authorised for all intents and purposes of law, including but not limitedly to Article 106 of the Companies Act, Chapter 12 of the Capital Markets Rules, and subject to the receipt of all requisite regulatory approvals, to repurchase and acquire from any shareholder or shareholders up to an aggregate maximum **2,330,980 shares** out of the issued and fully paid up share capital of the Company, at a price per share ranging from a minimum of **€1.75** and a maximum of **€2.75**. This authorisation is hereby granted for a period of 18 months from the date hereof.*

*For the purposes of this authorisation, the maximum aggregate consideration that may be applied towards such repurchases shall be **limited to the amount standing to the credit of the Share Buyback Reserve at the time of obtaining regulatory approval (should this resolution be approved)**, taking into account any utilisation of such reserve effected prior to that date, including under the share buyback reserve established in connection with the 2025 share buyback programme.*

Furthermore, in connection with the treasury shares acquired further to the share buy-back programme for a maximum of 2,800,000 shares, as adjusted to 3,060,000 shares following the bonus issue effected by the Company in 26th June 2025 or the proposed share buy-back programme, which number of shares shall in the aggregate be of no more than 3,068,750 shares, the Directors be and are hereby authorised for all intents and purposes of law to generally hold, dispose of or otherwise deal in the said treasury shares as the Board of Directors may from time to time determine, and without prejudice to the generality of the foregoing, the Board of Directors be and is hereby authorised to:

- a. (i) sell all or any of such aggregate number of treasury shares,*
(ii) utilise any or all of such aggregate number of treasury shares for the settlement of share compensation schemes which may be granted to employees of the Company from time to time, or
(iii) pursue any combination of the foregoing;
- b. In the event of a sale in terms of resolution a(i) hereof, (x) the price shall range from a minimum of €1.75 to a maximum of €2.75 per share; and (y) any such sale of shares may only be affected during the period commencing on the day immediately following the Annual General Meeting and expiring eighteen (18) months thereafter.”*

The resolution was approved with 94.02% of votes represented and entitled to vote at the meeting (364,899,157 votes in Favour, 814,390 votes Against and 14,374,236 Abstentions) and 56.89% of all the shares entitled to vote at the meeting.

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-2026> or from the Office of the Company Secretary at the House of the Four Winds, Triq I-Imtiehen, Il-Belt Valletta, VLT1350, Malta.”

The resolution was approved with 93.89% of votes represented and entitled to vote at the meeting (364,366,442 votes in Favour, 1,231,127 votes Against and 14,490,218 Abstentions) and 56.81% of all the shares entitled to vote at the meeting.