

Scrip Dividend Election Letter Notes

- The Scrip Dividend Election Form will only be accepted in relation to your entire shareholding for every MSE account held. Split options are not allowed.
- In case that the Scrip Dividend Election Form is not received by the Company by 14:00 hrs on the 16 June 2025, or is received unsigned and/or not duly completed or is lost in transit, your dividend entitlement will be paid in cash.
- For further assistance on how to complete the Scrip Dividend Election Form, kindly contact us:
  - by email on investor@bmittechnologies.com
  - by telephone on 2258 8200

Please note that no advice can be provided on the merits of a scrip dividend option or on matters which are personal to the Shareholders.



BMIT Technologies p.l.c.  
Annual General Meeting

Wednesday, 18 June 2025  
Hilton Hotel, St.Julian’s, Malta

Admission Form

In order to be admitted to the meeting, you or your proxy must present your/his/her I.D. Card or other lawful means of identification **together with this document.**

**The meeting will commence at 14:00hrs. Admission to the meeting will start at 13:00hrs**

Free parking will be made available. Should you require simultaneous translation service during the meeting, kindly contact us by not later than 16 June 2025 on +356 2258 8275.



Proxy Form  
Annual General Meeting

Wednesday, 18 June 2025



As a shareholder of BMIT Technologies p.l.c. (the 'Company'), you are entitled to appoint another person, whether a member of the Company or not, as your proxy to attend and participate at the Annual General Meeting of the Company in your stead. If you intend to be present at the Annual General Meeting in person, there is no need to fill in this Proxy Form.

As Member/Members of BMIT Technologies p.l.c., I/we hereby appoint:

1. ☐ Name \_\_\_\_\_ I.D. No. \_\_\_\_\_

Address \_\_\_\_\_

OR

2. ☐ The Chairman of the Meeting,

as my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting (the ‘Meeting’) of the Company to be held on the 18 June 2025 and at any adjournment thereof.

My/our proxy is authorised to vote:

☐ as he/she wishes. ☐ as indicated on this Proxy Form.

Voting Preferences	For	Against
Ordinary Resolutions – Ordinary Business		
1. Annual Report and Financial Statements		
2. Declaration of a Dividend		
3. Re-appointment of PricewaterhouseCoopers as Auditors		
Ordinary Resolutions – Special Business		
4. Implementation of Scrip Dividend		
5. Emoluments of Directors		

**Appointment of Directors:** All six (6) directors currently serving on the Company's board of directors indicated their willingness to serve for another term. No nominations were received following a call for nominations in terms of Article 94.1 of the Articles of Association of the Company. Therefore no election of directors will take place and all current directors will be automatically appointed for another term.

Signature/s \_\_\_\_\_ Date \_\_\_\_\_



# Scrip Dividend Election Letter



Dear Shareholder,

At the forthcoming Annual General Meeting of BMIT Technologies p.l.c (the “**Company**”), the following resolution is being proposed for the consideration and, if deemed fit, approval of the Company’s shareholders: “*That a gross dividend of €6,153,846, representing a gross dividend of €0.0291 per ordinary share (amounting to a net dividend of €4,000,000, representing a net dividend of €0.0189 per ordinary share) as recommended by the Board of Directors, be declared for the year ended 31 December 2024, which dividend shall be paid in cash or by the issue of new ordinary shares, at the option of the individual shareholder.*”

In terms of the proposed resolution, the Board of Directors is recommending for the approval of the shareholders, the payment of a dividend with respect to the financial year ended 31 December 2024, such dividend being paid in cash or by the issue of new ordinary shares in the Company, at the option of the individual shareholder. Together with this document, please find enclosed a explanatory circular which provides further information on the resolution being proposed.

In order to assist you with making an informed decision, the table hereunder sets out your entitlement to the dividend. Option 1 provides details of your entitlement should you elect to receive your dividend payment in cash and Option 2 sets out your entitlement should you elect to receive new ordinary shares. Your right to the issue of new ordinary shares is non-transferable.

Shares held on Record Date	[ ] Ordinary Shares of a nominal value of €0.1000 each
<b>Option 1</b> Dividend entitlement in cash	Net dividend of EUR [ ] representing a net dividend of €0.0189 per share
<b>Option 2</b> Dividend entitlement in new ordinary shares	[ ] fully paid-up ordinary shares

**Shareholders who would like to receive new ordinary shares in the Company in lieu of a cash payment must complete and sign this Scrip Dividend Election Letter and return it to the Company Secretary by not later than 14:00 hrs on the 16 June 2025.** This letter may be deposited at the Office of the Company Secretary, BMIT Technologies p.l.c., Building SCM02, Level 2, Smartcity Malta, Ricasoli, Kalkara, SCM 1001, Malta, or sent by mail using the enclosed business reply envelope or submitted electronically to investor@bmittechnologies.com. In case of electronic submission, shareholders are to send a scanned copy of this letter, duly completed and signed, quoting their full name and MSE Register Number. **Failure to return this Scrip Dividend Election Letter within the stipulated time shall be considered as an election to receive the dividend in cash. Shareholders electing to receive the dividend payment in cash are not required to take any action.**

Yours sincerely,

Dr Francis Galea Salomone  
Company Secretary

I/We, the undersigned, being shareholders of BMIT Technologies p.l.c., hereby confirm my/our election to receive my/our entire dividend entitlement for the financial year ended 31 December 2024 by way of new ordinary shares as described in this Scrip Dividend Election Letter and in the Circular to Shareholders. I/We also understand that the right to the issue of the new shares is non-transferable.

Name of Shareholder \_\_\_\_\_

Shareholder’s signature \_\_\_\_\_ Date \_\_\_\_\_

## Notes

Shareholders may attend and participate at the Annual General Meeting of the Company (the ‘Meeting’) by attending in person or by appointing a person of choice as proxy to attend and vote in their stead. A proxy need not be a member of the Company. Shareholders wishing to attend by proxy are to complete in full all the details required on this Proxy Form in a clear and legible manner.

This Proxy Form shall be completed such as to indicate whether the shareholder wishes to appoint a person of choice as proxy for the Meeting or whether the shareholder wishes to appoint the Chairman of the Meeting as proxy. Where a shareholder wishes to appoint a person of choice as proxy, indication thereof should be made by marking the appropriate box and providing all the required information. Where a shareholder wishes to appoint the Chairman of the Meeting as proxy, the shareholder should indicate his/her preference by marking the appropriate box.

This Proxy Form should also indicate whether the proxy is authorized to vote as he/she wishes or as instructed by the shareholder. If the shareholder elects to instruct the proxy, he/she should indicate his/her voting preferences by making a mark or inserting the number of votes (shares held) against each resolution in the appropriate space ‘For’ or ‘Against’. A mark will be interpreted that the shareholder assigned all his/her votes accordingly. If the shareholder elects to insert the number of votes, these may be split up in any proportion whatsoever, however in no circumstance may the shareholder use more votes than he is entitled to. If no indication is made as to how the proxy is to vote on a particular resolution, it shall be deemed that the proxy is authorized to vote as he/she wishes.

Proxy Forms corrected by means of correcting fluids will render the form invalid.

This Pox Form, duly completed, and the power of attorney or other authority, if any, under which it is signed, is to be returned to the Company Secretary not later than 14:00 hrs on Monday 16 June 2025, this being 48 hours before the time appointed for the Meeting. The Proxy Form may be deposited at the registered address of the Company or returned by mail using the enclosed self-addressed envelope or by electronic means at investor@bmittechnologies.com.

In case of proxies notified electronically, the email should have attached thereto a copy of the Proxy Form, duly completed, and the power of attorney or other authority, if any, under which it is signed.

A proxyholder shall, prior to the Meeting disclose to the shareholder appointing him any facts of which he is aware and which may be relevant for that shareholder to assess any risk that the proxyholder might pursue any interest other than the interest of such shareholder. Without prejudice to the generality of the above, the facts that a proxyholder must disclose include:

- (i) whether he is a controlling shareholder of the Company or is another entity controlled by such shareholder;
- (ii) whether he is a director of the Company, or of a controlling shareholder or controlled entity referred in (i) above;
- (iii) whether he is an employee or an auditor of the Company, or of a controlling shareholder or controlled entity referred to in (i) above; and
- (iv) whether he has a family relationship with a natural person referred to in (i) to (iii) above.

The Chairman of the Meeting will be Mr Nikil Patil. For the purposes of MFSA Capital Markets Rules 12.29 & 12.30, it is hereby noted that the Chairman of the Meeting is a director of the Company and the CEO of the majority shareholder.

- When a shareholder is a body corporate, association or foundation, a representative thereof will be eligible to attend and vote at the Meeting if a Proxy Form has been duly executed and registered in his favour.
- A joint holder, who is not the registered shareholder shall only be entitled to attend and vote at the Meeting if a Proxy Form has been duly executed and registered in his/her favor. In the case of shares registered in the name of both spouses, both spouses, or either of them, may attend the Meeting, provided, that only one voting document will be issued and only one of them shall be entitled to vote.
- A shareholder who is a minor may be represented at the Meeting by his/her Legal Guardian who will be required to present the Admission Form together with his/her Identity Card or other lawful means of identification.
- Admission to the Meeting will start at 13:00hrs, this being one hour before the advertised time of the commencement of the Meeting.
- Once the Meeting proceeds to take the first vote on the resolutions of the Agenda, admittance to the meeting will be terminated, and no further voting documents will be issued to Members and/or their proxies.

The term other lawful means of identification denotes a valid Passport or Driving Licence.

