



## BMIT Technologies p.l.c. ("the Company")

### Annual General Meeting 18<sup>th</sup> June 2025 Results

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#### Shareholder Information

- ❖ Shareholders registered on the register of members of the Company on the 19<sup>th</sup> of May 2025 received notice of the Annual General Meeting.
- ❖ The Company has only one class of shares and all shares carry equal voting rights.
- ❖ The total number of shares eligible to participate in the meeting was 211,601,892 (the issued share capital).

#### Voting eligibility for Election of Directors

- ❖ The majority shareholder holds 111,098,566 shares (52.5%).
- ❖ The minority shareholders hold 100,503,326 shares (47.5%).
- ❖ The directors being such number as would together make a total of six directors shall be elected at each Annual General Meeting.

#### Shares represented at the Meeting

❖ Shares represented at the meeting through Proxy	<b>146,395,626</b>
❖ Shareholder attendance	<b>3,192,878</b>
❖ Voting for resolutions	<b>149,588,504</b>

#### Voting Results

##### ❖ Ordinary Resolution 1 – Annual Report and Financial Statements

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*"That the Annual Report and Financial Statements of the Company for the year ended 31 December 2024, comprising the Financial Statements and the Directors' and Auditor's Reports thereon, be hereby received and approved."*

***The resolution was unanimously approved.***

##### ❖ Ordinary Resolution 2 – Declaration of a Dividend

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*"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”.*

***The resolution was unanimously approved.***

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❖ **Ordinary Resolution 3 – Re-appointment of PricewaterhouseCoopers as Auditors**

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*“That the re-appointment of PricewaterhouseCoopers Certified Public Accountants and Auditors be hereby approved and that the Board of Directors be hereby authorised to establish their remuneration.”*

***The resolution was unanimously approved.***

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❖ **Ordinary Resolution 4 – Special Business – Implementation of a Scrip Dividend**

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*“That, subject to the approval of the resolution relating to the declaration of a dividend for the financial year ended 31 December 2024 (the ‘Dividend Resolution’), the Board of Directors of the Company be authorised to issue and allot such number of fully paid-up ordinary shares as may be determined by the Board of Directors, up to the value of the authorised share capital of the Company, for the purposes of paying a scrip dividend to those shareholders electing to receive new ordinary shares in lieu of a cash dividend pursuant to the Dividend Resolution. Such authorisation shall expire at the end of the next annual general meeting of the Company.”*

***The resolution was unanimously approved.***

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**Ordinary Resolution 5 – Special Business – Emoluments of Directors**

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*“To establish the maximum annual aggregate emoluments of directors at €200,000.”*

***The resolution was unanimously approved.***

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❖ **Special Business – Discussion on Remuneration Report for the year ended 31<sup>st</sup> December 2024**

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*“To hold a discussion on the Remuneration Report of the Company for the financial year ended 31 December 2024 in accordance with Rule 12.26L of the Capital Markets Rules of the Malta Financial Services Authority.”*

***A Discussion was held.***



## Election of Directors

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*“The Articles of Association of the Company provide that directors shall hold office until the end of the annual general meeting of the Company following their appointment. The Company issued a call for nominations for election to the office of director in terms of Article 94.1 of the Articles of Association. In terms of Article 95 of the Articles of Association, a retiring director shall be eligible for re-election or re-appointment without the need to submit a nomination. Although no nominations were received pursuant to the nominations process, all six (6) directors currently serving on the Company’s board of directors indicated their willingness to serve for another term. Therefore, as the number of candidates is equivalent to the number of vacancies arising, no election of directors will take place, and all current directors will be automatically appointed for another term”*

Directors re-appointed:

1. Mr. Nikhil Patil - Chairman
2. Dr. Arthur Galea Salomone
3. Mr. Deepak Padmanabhan
4. Mr. Faker Hnid
5. Ms. Daniela Zammit
6. Mr. Michael Mercieca