



BMIT Technologies p.l.c. Annual General Meeting

Tuesday, 19 May 2026 Hilton Hotel, Portomaso Suite, 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 10:00hrs. Admission to the meeting will start at 09:00hrs

Free parking will be made available. Should you require simultaneous translation service during the meeting, kindly contact us by not later than the 15 May 2026 on +356 2258 8275.

Proxy Form Annual General Meeting

Tuesday, 19 May 2026



As Shareholder/s of BMIT Technologies p.l.c. (the 'Company'), 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 19 May 2026 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		

Election of Directors

The term of office of the Directors expires at the end of the Annual General Meeting, following a call for nominations for election to the office of Director in accordance with Article 94.1 of the Articles of Association, no nominations were received. However, all five (5) Directors composing the Board of Directors for the purpose of Articles 96.2 of the Articles of Association have indicated their willingness to serve for a further term. Accordingly, no election of Directors will take place at the Annual General Meeting and the said Directors shall be automatically appointed for another term.

Signature/s _____ Date _____

Notes

Shareholders of the Company are entitled to appoint a proxy. A proxy need not be a member of the Company.

This Proxy Form shall be completed such as to indicate whether the Shareholder wishes to appoint a person of choice as his/her proxy or whether the Shareholder wishes to appoint the Chairman of the Meeting as his/her proxy. Where the Shareholder wishes to appoint a person of choice as proxy, indication thereof should be made by marking the corresponding box and providing the full name, Identity Card number and the full address of the proxy. Where the Shareholder wishes to appoint the Chairman of the Meeting as his/her proxy, the Shareholder should indicate his/her preference accordingly by marking the appropriate box.

This Proxy Form should also indicate, with a mark in the corresponding box, whether the proxy is authorized to vote as he/she deems fit or as instructed by the Shareholder. If no indication is made as to how the proxy is to vote, the proxy holder will exercise his/her discretion as to whether, and if so, how he/she votes.

If the Shareholder elects to instruct his/her proxy to vote in a particular manner, he/she should indicate his/her voting preference by making a mark against each resolution in the appropriate column 'For' or 'Against'. A mark will be interpreted that the Shareholder assigned all of his/her votes accordingly. A Shareholder may also split his/her vote by inserting the number of votes (shares held) according to his/her preference. Where the Shareholder elects to insert the number of votes (shares held), these may be split up in any proportion whatsoever, however in no circumstance may the Shareholder use more votes than he/she is entitled to. If this occurs, the vote will be deemed to be invalid.

Where the Proxy Form is completed manually, details should be provided in a clear and legible manner.

The Proxy Form, duly completed, and the power of attorney or other authority, if any, under which it is signed (or a notarially certified copy of the power of attorney or authority), is to be returned to the Company Secretary by not later than 10:00 hrs on the 17 May 2026, this being forty-eight (48) hours before the time appointed for the Meeting. The Proxy Form may be deposited at the Company's registered address, Building SCM02, Level 2, Smartcity Malta, Ricasoli, Kalkara, Malta, or returned by mail using the self-addressed envelope provided or by email at investor@bmittechnologies.com. In case of forms returned by email, 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 (or a notarially certified copy of the power of attorney or authority).

In terms of the Malta Financial Services Authority's Capital Market Rules, a proxy holder 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 proxy holder might pursue any interest other than the interest of such Shareholder. Without prejudice to the generality of the above, the facts that a proxy holder 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 Company's majority shareholder.

Admission to the Meeting will start at 09:00hrs, this being one hour before the advertised time of the commencement of the Meeting.

Scrip Dividend Election Letter



Dear Shareholder,

At the forthcoming Annual General Meeting of BMIT Technologies p.l.c (the “**Company**”), the following resolution will be submitted 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 €0.0281 per ordinary share (amounting to a net dividend of €4,000,000 representing a net dividend of €0.0183 per ordinary share) as recommended by the Board of Directors, be declared for the year ended 31 December 2025. Such dividend shall be paid in cash or by the issue of new ordinary shares at the option of the individual shareholder and shall be payable to all shareholders of BMIT Technologies p.l.c. whose names appear on the Register of Members as at close of business on the 17 April 2026.”*

By virtue of the proposed resolution, the Board of Directors is recommending for the approval of the Annual General Meeting the payment of a dividend with respect to the financial year ended 31 December 2025, such dividend to be paid in cash or by the issue of new ordinary shares in the Company, at the option of the individual member. Together with this document, please find enclosed an 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.

Number of shares held on the 17 April 2026	<input type="checkbox"/> ordinary shares of a nominal value of €0.1000 each
Option 1 Dividend entitlement in cash	Net dividend of EUR <input type="checkbox"/> representing a net dividend of €0.0183 per ordinary share
Option 2 Dividend entitlement in new ordinary shares	<input type="checkbox"/> 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 10:00 hrs on the 17 May 2026. 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 deemed to constitute 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 2025 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 _____ ID Card Number _____

Shareholder’s signature _____ Date _____

Scrip Dividend Election Letter Notes

- An election for the Scrip Dividend will only be accepted in relation to a Shareholder's entire shareholding for every MSE account held. Split options are not allowed.
- In case that the signed and completed Scrip Dividend Election Letter is not received by the Company by 10:00 hrs on the 17 May 2026 or is received unsigned and/or not duly completed or is lost in transit, the dividend entitlement will be paid in cash.
- For further assistance on how to complete the Scrip Dividend Election Letter, Shareholders may contact us:
 - by email on investor@bmittechnologies.com
 - by telephone on +356 2258 8275

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.