

## Voting Statistics & Results

In terms of Capital Markets Rules 12.40 -12.42

**FIMBank plc**  
**Annual General Meeting**  
**4 May 2023**

### General Statistics and Resolutions

	<b>Number of Shares</b>
a) Total shares eligible to attend and vote at the Meeting	522,443,763
b) Total shares represented at the meeting and issued with voting documents	492,414,134
Proportion of total shares issued with voting document (b:a)	94.25%

The Agenda of the Meeting consisted of four Ordinary Resolutions, one Special Business - Ordinary Resolution and one Special Business - Extraordinary Resolution. In terms of FIMBank's Articles of Association, an Ordinary Resolution of the company in a General Meeting shall be deemed to have been validly carried if consented to by a Member or Members having the right to attend and vote at such Meeting holding in aggregate more than fifty per cent (50%) in nominal value of the shares represented and entitled to vote at such Meeting.

In accordance with the usual practice and procedure adopted at all FIMBank General Meetings, the vote was taken by a show of hands. No poll was demanded at any stage of the proceedings.

**The results of the votes were as follows:**

#### **ORDINARY RESOLUTIONS:**

##### **1. Accounts**

That the Audited Accounts for the Financial Year Ended 31 December 2022, together with the Report of the Directors, the Corporate Governance Statement, and the Report of the Auditors thereon, be received and approved.

**The Resolution was approved.**

##### **2. Auditors**

That the appointment of Ernst & Young Limited, Registered Auditors, as auditors be approved, and that the Board of Directors be hereby authorised to fix their remuneration.

**The Resolution was approved.**

### **3. Maximum Aggregate Emoluments of Directors (2023)**

That the maximum aggregate emoluments of the Directors for the Financial Year Ending 31 December 2023 be fixed at USD 450,000 (2022: USD 450,000).

**The Resolution was approved.**

### **4. Election of Directors<sup>1</sup>**

That the persons listed below, all being eligible, have signified their willingness to be appointed as Directors. All of the following nominees will be automatically elected Directors of the Company, subject to any applicable regulatory approvals:

1. John C. Grech
2. Masaud M. J. Hayat
3. Rabih Soukarieh
4. Hussain Abdul Aziz Lalani
5. Edmond Brincat
6. Claire Imam Thompson
7. Erich Schumacher
8. Mohamed Louhab
9. Sunny Bhatia

**The Resolution was approved.**

## **SPECIAL BUSINESS - ORDINARY RESOLUTION**

### **5. Remuneration Report for the year ended 31 December 2022**

That the Remuneration Report for the year Ended 31 December 2022 in terms of Chapter 12 of the Capital Markets Rules be and is hereby approved.

**The Resolution was approved.**

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<sup>1</sup> Due to the fact that all the nominees were automatically elected Directors of the Company no vote was taken on this resolution.

## **SPECIAL BUSINESS – EXTRAORDINARY RESOLUTION**

### **6. Amendments to the Memorandum and Articles of Association**

#### *Purpose*

The Board of Directors is proposing to amend the Memorandum and Articles of Association of the Company. Most of the proposed amendments serve to update the Memorandum and Articles of Association in order to incorporate certain regulatory changes and requirements which have come about over the past few years. The Board of Directors is also proposing to amend the Memorandum of Association in order to decrease the maximum number of Directors from eleven directors down to nine directors. A draft of the full set of proposed changes to the Memorandum and Articles of Association of the Company together with an explanation thereof are contained in the Circular accompanying this Notice.

#### *Proposal*

That, the Memorandum and Articles of Association of the Company be deleted in their entirety and replaced and substituted with the Memorandum and Articles of Association provided to Members by virtue of the link <https://www.fimbank.com/en/documentation-2023> under the Investor Relations section and that any one director and/or the company secretary, acting singly, be and hereby is, authorised to: (i) issue a certified extract of these resolutions, (ii) sign and file the updated Memorandum and Articles of Association of the Company on the Company's behalf with the Malta Business Registry, and (iii) do all things as may be necessary to give effect to these resolutions.

**The Resolution was approved.**

**All six Resolutions were carried.**