

# Voting Statistics & Results

In terms of Capital Markets Rules 12.40 -12.42

**FIMBank plc**  
**Annual General Meeting**  
**13 May 2026**

## 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	497,512,817
Proportion of total shares issued with voting document (b:a)	95.23%

The Agenda of the Meeting consisted of four Ordinary Resolutions and two Special Business - Ordinary Resolutions. 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. An extraordinary Resolution of the Company in a General Meeting shall be deemed to have been validly carried if consented to by a Member or Members holding in aggregate not less than seventy-five per cent (75%) in nominal value of the shares represented and entitled to vote at the Meeting and at least fifty-one per cent (51%) in nominal value of all the shares conferring that right.

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<sup>st</sup> December 2025, 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 PricewaterhouseCoopers ("PwC") Malta, registered auditors, as auditors of the Bank 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 (2026)**

That the maximum aggregate emoluments of the Directors for the Financial Year Ending 31<sup>st</sup> December 2026 be fixed at USD 450,000 (2025: USD 450,000).

**The Resolution was approved.**

#### 4. Election of Directors

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 as Directors of the Bank, subject to any applicable regulatory approvals:

1. John C. Grech
2. Masaud M. J. Hayat
3. Edmond Brincat
4. Hussain Abdul Aziz Lalani
5. Rabih Soukarieh
6. Samer Abbouchi
7. Simon Jethro Lay
8. Teuta Bakalli
9. Haethum Samih Buttikhi

**The Resolution was approved.**

#### SPECIAL BUSINESS - ORDINARY RESOLUTIONS

#### 5. Remuneration Report for the year ended 31 December 2025

That the Remuneration Report for the year ended 31<sup>st</sup> December 2025, in terms of Chapter 12 of the Capital Markets Rules, be and is hereby approved.

**The Resolution was approved.**

#### 6. Updated Directors' Remuneration Policy

##### *Purpose*

Subsequent to the approval of the amended Directors' Remuneration Policy (the "**Policy**") at the 2024 Annual General Meeting of the Bank, the Policy has recently undergone a comprehensive revision to simplify the contents of the Policy, enhance clarity and ensure full compliance with the Capital Market Rules. The updated Policy adopts a more streamlined and focused structure, setting out the core principles and governance framework for the remuneration of Directors, the Group Chief Executive Officer, and the Group Deputy Chief Executive Officer. In line with prevailing practices among locally listed banks, the revised format presents all pertinent information clearly and systematically, thereby strengthening transparency and supporting effective governance across the organisation, while adhering to all applicable regulatory requirements.

##### *Proposal*

The Board of Directors is proposing to approve the updated Policy, which will be available for inspection:

- a) at the Registered Office of the Bank, from the date of publication of the Circular until the close of the Annual General Meeting, and;
- b) on the Bank's website at [FIMBank - Corporate Governance](#), after the Annual General Meeting, together with the date and the results of the binding vote on the amendments to the Policy, for as long as the amended Policy is applicable.

**The Resolution was approved.**

**All six Resolutions were carried.**