**BMIT Technologies p.l.c. (“the Company”)**

**Annual General Meeting 29th May 2024 Results**

**Shareholder Information**

* Shareholders registered on the register of members of the Company on the 29th of April 2024 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 203,595,310 (the issued share capital).

**Voting eligibility for Election of Directors**

* The majority shareholder holds 103,833,609 shares (51.0%).
* The minority shareholders hold 99,761,701 shares (49.0%).
* 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 **151,915,579‬**
* Shareholder attendance **3,558,025**
* Voting for resolutions **155,473,604**

**Voting Results**

* **Ordinary Resolution 1 – Annual Report and Financial Statements**

*“* That the Annual Report and Financial Statements of the Company for the year ended 31 December 2023, 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**

*“*That a gross dividend of €7,692,308, representing a gross dividend of €0.0378 per ordinary share amounting to a net dividend of €5,000,000, representing a net dividend of €0.0246 per ordinary share) as recommended by the Board of Directors, be declared for the year ended 31 December 2023, 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.***

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

“That the reappointment of PricewaterhouseCoopers Certified Public Accountants and Auditors be hereby approved, and the Board of Directors be hereby authorised to establish their remuneration”.

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

* **Ordinary Resolution 4 – Election of Directors**

**“To proceed to the election of Directors in accordance with Article 96.2 (b) of the Articles of Association of the Company”.**

Following a call for nominations, the Company did not receive any nomination for the posts on the Board of Directors and therefore there was no need for an election and the current directors were automatically re-appointed board directors.

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
* **Ordinary Resolution 5 – Special Business – Implementation of a Scrip Dividend**

***“*** That, subject to the approval of the resolution relating to the declaration and payment of a dividend for the financial year ended 31 December 2023 (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.***”.***

* **Ordinary Resolution 6 – Special Business – Remuneration Policy**

“That the Remuneration Policy of the Company as set out in the Circular to Shareholders dated 15th April 2024 be hereby approved.”

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

* **Ordinary Resolution 7 – Special Business – Emoluments of Directors**

“To establish the maximum and aggregate emoluments of the Directors at €200,000”.

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

* **Special Business – Discussion on Remuneration Report for the year ended 31st December 2023**

“To hold a discussion on the Remuneration Report of the Company for the financial year ended 31 December 2023 in accordance with Rule 12.26L of the Capital Markets Rules of the Malta Financial Services Authority.”

***A Discussion was held.***