

## **Frequently Asked Questions (FAQs): AGM & Dividend**

### **Annual General Meeting - 6 May 2026**

#### **I received a pack explaining that an Annual General Meeting will be held. What is an Annual General Meeting?**

An Annual General Meeting, also known as an AGM, in short, is an annual meeting, held between a company and its shareholders. There are certain decisions that require shareholder approval and therefore these are approved by shareholders at General Meetings.

#### **When is this AGM being held?**

This AGM will be convened on 6 May 2026 at 18:00.

#### **Where will the AGM be held?**

The AGM will be held at The Hilton Malta, Vjal Portomaso, St Julian's.

#### **At what time should I be there?**

Registration starts at 17:00. After the commencement of the meeting at 18:00, you will not be admitted to the meeting.

#### **Will there be parking available?**

Parking is available at Portomaso on a first come first serve basis. Public transport is easily accessible as well.

#### **I have received a pack with several documents by mail, what are these all about?**

The documentation received relates to the AGM. The pack includes:

- A *Covering Letter*, in English and Maltese which provides the background to this Meeting.
- The *Notice of Annual General Meeting*, which details the Agenda of the Meeting, its date and location.
- A *Circular to Shareholders*, which provides an explanation of the resolution being proposed at the Meeting.
- A *Proxy Form*, whereby you are being requested to appoint the Chairman or another person to act as your proxy, and submit your voting preference.

- A *Scrip Dividend Election Form* which details how much shares or cash you would receive as dividend. It is to be submitted only if you want your dividend in new shares.

The 'Notes' sections provided with the Agenda, Scrip Dividend Election Form and Agenda provide further information on, how to complete the documents, appoint a proxy, attend, vote and ask questions.

### **May you provide me with more information regarding the dividend?**

In its Company Announcement issued on 12 March 2026, the Bank informed its shareholders that following the positive performance of the Bank for the financial year ended December 2025, the Board of Directors has recommended the payment of a dividend. This dividend is being declared as 'scrip' (see below for a definition of a 'scrip dividend').

### **What is a Scrip Dividend?**

A scrip dividend gives the option to shareholders to receive their dividend in either 'cash' or through the equivalent issue of 'new shares'.

In electing for 'new shares', you can increase your shareholding by the allocation of 'new shares' equivalent to the 'cash' dividend in APS Bank plc without incurring trading costs, and at a set price decided by the Board, i.e. the attribution price. The attribution price is €0.50c per new ordinary share.

Whether you elect to receive 'new shares' or 'cash' should depend on your own personal circumstances.

### **When will the Dividend be distributed?**

The dividend will be paid by 22 May 2026.

### **If I choose 'cash', how much will I receive?**

The details of how much you would receive had you to choose cash or shares is provided in the Scrip Dividend Election Form. The information is particular to you because it is relative to the amount of shareholding you have.

### **How many 'new shares' am I entitled to receive under the Scrip Dividend?**

The 'new shares' are calculated by considering:

- the number of shares registered in your name as at the record date, i.e. 1 April 2026;

- the net cash dividend amount;
- the applicable Attribution Price;

The mathematics behind the calculation of the number of 'new shares' is as follows:

Number of ordinary shares held as at the relevant dividend record date x the net cash dividend rate

÷ by the Attribution Price

The result is then rounded up or down to the nearest whole fraction.

### **How is the Attribution Price calculated?**

The Attribution Price for this scrip dividend has been calculated on the trade weighted average price (TWAP) of the Bank's ordinary shares over the recent months.

### **Who is eligible for the Scrip Dividend?**

All shareholders appearing on the Shareholders' Register as at the Record Date, i.e. 1 April 2026 are eligible for this scrip dividend.

### **What am I expected to do with the Scrip Dividend Election Form?**

The Bank is requesting shareholders to provide their written instructions to elect their preferred option in receiving the declared dividend, whether in 'cash' or 'new shares'. If you are electing the 'new shares' option, you are to fill in and submit the Scrip Dividend Election Form included in the AGM Pack

If you wish to receive dividends in 'cash', you need not to take any further action and should not complete or return a Scrip Dividend Election Form.

### **Are there any tax considerations I must take into account?**

The Bank applies a 35% tax rate. The tax consequences of electing to receive new shares in lieu of a cash dividend will depend on the shareholder's individual circumstances. If a shareholder is not sure how this will affect them from a tax perspective, a professional adviser should be contacted before taking any action.

### **Is it possible to submit my Scrip Dividend Election Form electronically?**

Yes, Scrip Dividend Election Forms may be submitted via email to APS Bank plc, Company Secretariat on email address: [apsdividend@apsbank.com.mt](mailto:apsdividend@apsbank.com.mt). In the subject title of email, you are kindly requested to fill in your Full Name, ID Card and MSE Number.

For you to confirm that your Scrip Dividend Election Form is received and considered as valid, you will be receiving an automatically generated acknowledgement email.

### **I lost my Proxy Form and the Notice of AGM, how can I obtain a copy?**

The AGM pack, including all documentation can be found on the Company's website, [General Meetings - APS Bank](#). In case you have lost or misplaced your Proxy Form, you are kindly requested to reach us immediately in person, by visiting one of our branches, or contact us via email to [investor.relations@apsbank.com.mt](mailto:investor.relations@apsbank.com.mt) or by calling our contact centre on (+356) 2122 6644 – (Monday to Sunday including Public & Bank's Holidays from 08:00 to 21:00)

### **What happens if I purchase or sell shares after the Record Date?**

In such a scenario, any change you carry out in your shareholding after 1 April 2026 shall be disregarded for the purpose of this AGM.

### **I would like to ask some questions relating to an Agenda Item of the Meeting. How should I go about it?**

You can ask questions on the day of the Meeting, if you attend or appoint a proxy to attend in your stead. You may also ask questions related to the items on the Meeting Agenda in advance of the Meeting. These can be sent in writing to the Company Secretariat by hand or by postal mail to APS Centre, Tower Street, Birkirkara BKR 4012, Malta or by email to [investor.relations@apsbank.com.mt](mailto:investor.relations@apsbank.com.mt). Questions are to be received by the Bank no later than 5 May 2026.

### **I need some advice with regards to my voting preference; who can assist me with this?**

As communicated in the *Circular to Shareholders*, if you remain in doubt as to what voting actions to take, you are advised to consult an appropriate independent advisor. Please contact our Customer Support Centre on (+365) 2122 6644 (Monday to Sunday including Public & Bank's Holidays from 08:00 to 21:00) for further assistance on this.

### **How do I go about voting at the AGM?**

If you attend in person, or appoint a proxy to attend in your stead, the Chairman will ask for a vote at the Meeting. The most common form of voting is by a show of hands, though a ballot may also be held.

If you are unable to attend, you may express your vote by submitting the pre-printed Proxy Form provided in your AGM pack. In such a case, you are required to fill and submit the Proxy Form with your voting preference in the supplied self-

addressed envelope and send it by mail or by hand or via email as detailed in the 'Notes' Section provided with the Proxy Form (overleaf).

### **How do I go about completing the Proxy Form?**

You are to complete all details required on the Proxy Form. Your details and voting preference need to be completed in a clear and in a legible manner.

In the Proxy, you will provide:

- (a) Your preference to appoint the Chairman of the Meeting, or another person, as proxy;
- (b) You are to indicate whether you wish the Chairman / proxy to vote (i) as s/he wishes, or (ii) provide instructions, by marking the appropriate box indicated in the Proxy Form. In the event that no indication is made, it shall be deemed that you are authorising the Chairman (as proxy) to vote as he wishes;
- (c) When voting for the resolution, you are to indicate your preference in the appropriate box either by inserting the number of shares (shares held) or by use of a cross (X) or mark (✓) under either 'For' or 'Against' or 'Abstain'. The indicator will be interpreted that you are assigning all the votes accordingly. If more than one box is marked for the same resolution, the vote on that particular resolution will be invalid.

### **Can I split my votes on a particular resolution?**

Yes, the number of votes can be split up in any proportion whatsoever, under 'For', 'Against' or 'Abstain' for any resolution. You may therefore, utilise all or part of the resolution being proposed. However, in no circumstances, may you use more votes than you are entitled to. If this occurs, then the vote on that particular resolution will be invalid.

### **If I have a joint shareholding, how do we vote?**

In such cases, the person who had been nominated by the joint holders to be the registered holder of such shares, shall be entitled to attend and vote at the Meeting. In the event that joint holders failed to nominate such person, the first named joint holder on the register of Shareholders at MSE shall be entitled to attend and vote at the Meeting.

### **When is the appointed date and time to submit my Proxy Form?**

Completed Proxy Forms must reach the Company Secretariat whether by hand, by mail or electronically, not less than 24 hours before the appointed date and time of the Meeting (i.e. 18:00 of 5 May 2026).

### **I wish to submit my Proxy Form by hand; where should I bring it?**

If you would like to submit your Proxy Form by hand, you are kindly requested to do so directly to the APS Bank plc, Company Secretariat Office at APS Centre, Tower Street, Birkirkara or to your nearest APS Bank plc branch, using the self-addressed envelope provided in the AGM Pack.

### **What is the postal address that I need to use to submit my voting preference?**

Completed Proxy Forms are to be submitted to APS Bank plc, Company Secretariat Office at APS Centre, Tower Street, Birkirkara, using the self-addressed envelope provided in the EGM Pack. Please note that no stamp is required.

### **Is it possible to submit my Proxy Form electronically?**

Yes, Proxy Forms may be submitted via email to APS Bank plc, Company Secretariat email address [investor.relations@apsbank.com.mt](mailto:investor.relations@apsbank.com.mt). In the subject title of email, you are kindly requested to fill in your Full Name, ID Card and MSE Number.

For you to confirm that your Proxy Form is received and considered as valid, you will be receiving an acknowledgement email from the Company Secretariat office confirming such.

### **Who can I contact if my question is not listed in these FAQs?**

In such case, you are requested to contact APS Bank plc Company Secretariat via email on [investor.relations@apsbank.com.mt](mailto:investor.relations@apsbank.com.mt) or APS Bank plc Customer Support Centre on (+356) 2122 6644 (Monday to Sunday including Public & Bank's Holidays from 08:00 to 21:00). We will be happy to continue to support you further with your queries.

### **Disclaimer**

*In assessing the two options being given to you, ie whether to elect for cash or new shares, it is recommended that you consult with your investment and legal advisers to provide you with an independent advice that is suitable to you. The bank makes no representations and gives no advice as to the suitability or otherwise for investors to opt for either of the options.*

*The questions and answers contained in this document are intended to anticipate the questions which investors would generally ask and to provide an answer to those questions without taking into account the personal or peculiar situations that individual investors may be facing. They are not and, are not intended to be, exhaustive, nor do they contemplate or anticipate all possible questions that may be asked by shareholders but are merely intended as an aid to provide assistance to shareholders to understand the nature of the scrip dividend as declared by the bank. Nothing contained in this document should be considered as a substitute for personal advice whether to verify the legal position or the suitability of receiving additional shares instead of cash as a form of dividend.*