Circular to Members – 31 August 2026

INTERIM SCRIP DIVIDEND 2026

THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. PLEASE READ THIS CIRCULAR CAREFULLY IN VIEW OF THE ACTION YOU ARE REQUIRED TO TAKE.

IF YOU REMAIN IN DOUBT AS TO WHAT ACTION TO TAKE, YOU ARE ADVISED TO CONSULT AN APPROPRIATE INDEPENDENT ADVISOR.

1. PREAMBLE AND IMPORTANT INFORMATION

The purpose of this circular (the "**Circular**") is to provide the members of APS Bank plc (the "**Bank**") with information pertaining to the interim scrip dividend that was declared by the Board of Directors on 30 July 2026, as reported in the Company Announcement and Market Briefing issued and held on the same day.

This Circular is being dispatched to all members, i.e. shareholders, appearing on the register of members of the Bank held and maintained by the Central Securities Depository of the Malta Stock Exchange (the "**Register of Members**") as at close of business on 20 August 2026 (trading session of 18 August 2026) ("**Record Date**").

All the directors of the Company (collectively referred to as the "**Board**"), namely Martin Scicluna, Joseph C. Attard, Juanito Camilleri, Laragh Cassar, Marcel Cassar, Martin Czurda, Noel Mizzi, Michael Pace Ross, Leslie J Stephenson and Marisa Xuereb, accept responsibility for the information contained in this Circular, and to the best of their knowledge and belief have taken all reasonable care to ensure that the information it contains is in accordance with the facts, and does not omit anything likely to affect the import of such information.

You are kindly requested to ensure that if you sell or transfer any or all your shares held in the Bank, this Circular is passed on to the intermediary through whom the sale or transfer was executed for passing on to the purchaser or transferee.

Any capitalised terms used in this Circular but not otherwise defined shall have the same meaning as ascribed to them in the Bank's articles of association.

2. INTERIM SCRIP DIVIDEND

The Board is declaring an interim gross dividend of €6,153,846, or €0.0126 per ordinary share (which amounts to an interim net dividend of €4,000,000, or €0.0082 per ordinary share), in respect of the financial period ended 30 June 2026, to be paid in scrip, that is, (i) either in cash or (ii) by the issue of new shares, in each case at the option of each individual Member.

In accordance with the requirements of the Capital Markets Rules, Members are informed as follows:

- Any interim dividend paid will be paid to Members appearing on the Register of Members as at close of business on the Record Date;
- The attribution price of new scrip shares to be issued to Members has been determined at €0.58, per new ordinary share, calculated using the trailing traded weighted average price (TWAP) for the period 15 July to 14 August 2026 (the "**Attribution Price**");
- If all Members elect to receive shares in lieu of cash, a total of up to 6,896,554 new ordinary shares will need to be issued to Members, increasing the Bank's current issued share capital by 1.4%. Conversely, if all the Members elect to receive cash, the Bank will pay a total net cash dividend of €4,000,000 representing a net dividend of €0.0082 per ordinary share as stated above;
- The entitlement of a Member to new shares to be offered in lieu of cash will be determined by dividing each Member's total interim net dividend (being the number of shares held as at Record Date multiplied by the interim net dividend of €0.0082 per share) by the Attribution Price. Fractional shares shall be rounded to the nearest whole share;
- Enclosed with this Circular is a Scrip Dividend Election Form (or "**Form**"), specific to each individual Member including details of the interim dividend entitlement. Members who would like to receive shares in lieu of cash must complete the Scrip Interim Dividend Election Form and send this document to **Company Secretariat at APS Centre, Tower Street, B'Kara BKR 4012, Malta,** by 18 September 2026 using the enclosed business reply envelope. Alternatively, Members may opt to scan the Form *either* in the Maltese or English language, complete it and send it electronically to apsdividend@apsbank.com.mt, quoting the respective **Name, Surname and MSE Register Number** as printed on the Form, as the email 'Subject'. Upon receipt of the completed Form, an electronic acknowledgement will be sent out. Emails received without the Form attached will not be accepted. Failure to submit such Form by the above deadline will be deemed to be an election to receive dividend in cash; and
- An application will be made to the MFSA and the Malta Stock Exchange for the new ordinary scrip shares to be admitted to the Official List of the Malta Stock Exchange. These new ordinary shares will be registered in uncertificated form, will form part of the Bank's existing class of ordinary shares and will therefore rank *pari passu* with the Bank's existing ordinary shares in issue. The new ordinary shares are expected to be issued and admitted to trading by 30 September 2026, with trading expected to commence the next day.

Approval for a capitalisation of profits due to an interim scrip dividend was received at the Annual General Meeting held on 6 May 2026, therefore no further approvals from Members are required.

3. DOCUMENTS AVAILABLE FOR INSPECTION

The following documents or certified copies thereof will be made available for inspection at the Bank's registered office, and/or the Bank's website https://www.apsbank.com.mt/investor-relations/ for at least 14 days from the date of publication of the Circular:

(a) the Bank's memorandum and articles of association;

(b) the Bank's annual financial report and financial statements for the year ended 31 December 2025;

(c) the Bank's interim financial report for the period ended 30 June 2026.

Approved and issued by APS Bank plc, a public limited liability company registered under the laws of Malta with company registration number C 2192 and having its registered office at APS Centre, Tower Street, B'Kara, Malta, in compliance with the Capital Markets Rules issued by the Malta Financial Services Authority, in particular the requirements set out in Capital Markets Rule 6.2 on the contents of all Circulars.