

## COMPANY ANNOUNCEMENT

Annual General Meeting 2025 Held

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Date of Announcement:

26 June 2025

Reference:

BNF34

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The following is a Company Announcement issued by BNF Bank p.l.c., pursuant to the Capital Market Rules issued by the Malta Financial Services Authority.

### Quote

The following is a Company Announcement issued by BNF Bank p.l.c. (or the "Bank"), pursuant to the Capital Markets Rules issued by the Malta Financial Services Authority. Quote Reference is made to the BNF Bank p.l.c. (the 'Bank') Annual General Meeting, held earlier on today 26 June 2025.

Following Company Announcement BNF33 published on 06 June 2025, the Annual General Meeting (hereinafter referred to as the "Meeting") addressed the Ordinary Resolutions and reached the following decisions.

### Consider and Approve the Bank's Annual Report and Audited Financial Statements and the Reports of the Directors and Auditors Thereon, for the Financial Year Ending 31 December 2024

The Annual General Meeting approved the Annual Report and Audited Financial Statements for the financial year ended 2024, together with the Independent Auditors' Report thereon

### Consider and Possibly Approve the Board of Directors' Recommendation of a Net Dividend Subject to Regulatory Approval

The General Meeting approved, subject to Regulatory Approval, a net dividend of €0.023 per nominal share of €0.7552, for a total amount of €2,229,769 for the twelve months ended 31 December 2024.

### Consider and Possible Approve Amendments to the Bank's Memorandum and Articles of Association

The General Meeting approved the changes to the Bank's Memorandum and Articles of Association as proposed.

**BNF Bank p.l.c.**

Registered in Malta: C41030

 [www.bnf.bank](http://www.bnf.bank)  **E-Customer Service**  **+356 2260 1000**

 **203, Level 2, Rue D'Argens, Gzira, GŻR 1368, Malta**



### Re-Appointment of Directors and appointment of new Director

The following retiring directors were re-appointed on the Bank's Board of Directors:

- Dr Michael Frendo
- Sheikh Jassim Feisal Q.F. Al-Thani
- Shiekh Turki Feisal Q.F. Al-Thani
- Sheikh Mohammed Feisal Q.F. Al-Thani
- Tarik Mahmut
- Hassan Elsayed Hassan Abdalla
- Mohammed Abdelqader Darwish Al-Ramahi
- Charles Borg
- Juanita Bencini
- Mario P. Galea
- Paul Mark Johnson

Mr David R. Power, the Bank's CEO, has been nominated as Executive Director. The nomination was recommended by the Compensation and Nominations Committee and the Board of Directors and approved by Shareholders at today's General Meeting. Mr Power's appointment is subject to regulatory approval and will become effective upon such approval.

Mr David R. Power is a South African national and resides at Villa Angelina, Triq il-Barmil, Swieqi. Mr Power is a seasoned banking professional with extensive international experience across multiple financial sectors and jurisdictions. He began his career at Standard Bank of South Africa Ltd, where he spent 17 years in senior leadership roles.

### Appointment of Statutory Auditors

The Bank's incumbent Statutory Auditors, namely PricewaterhouseCoopers (PwC) Malta conducted their statutory audit of the Bank for financial year ended 31 December 2024, pursuant to Article 151A of the Companies Act (Chapter 386 of the Laws of Malta).

The Bank's Audit Committee has overseen the process for the selection of a statutory auditor in relation to the annual financial statements for the year ending 31 December 2024. Following the issuance of a request for proposals, a comprehensive evaluation of the submissions received, and presentations made, the Board of Directors recommended the appointment of KPMG Malta, with registered office at 92, Marina Street, PTA 9044 Pietà, as the Bank's statutory external auditors for the upcoming financial years, subject to ratification by the shareholders at the next Annual General Meeting. The Annual General Meeting approved this recommendation and authorised the Board of Directors to fix their remuneration.

Unquote

A handwritten signature in blue ink, appearing to read 'Dr Jean Noel Cutajar', written over a light blue horizontal line.

Dr Jean Noel Cutajar  
Company Secretary