



LOMBARD

COMPANY ANNOUNCEMENT

The following is a Company Announcement issued by Lombard Bank Malta p.l.c. (the 'Bank') pursuant to the Capital Markets Rules issued by the Malta Financial Services Authority.

Quote

The following resolutions are being presented for consideration at the 2022 Annual General Meeting (AGM) of the Bank to be held remotely in terms of L.N. 288 of 2020 on Thursday, 26 May 2022 at 4pm.

ORDINARY RESOLUTIONS - ORDINARY BUSINESS

1. **Accounts**

That the Audited Financial Statements for the financial year ended 31 December 2021 and the Directors' and Auditors' Reports thereon be hereby received and approved.

2. **Dividend**

That a final gross dividend of 3 cent (net dividend of 1.95 cent) per nominal €0.25 share, representing a final gross payment of €1,343,009 be approved.

3. **Reappointment & Remuneration of Auditors**

That the reappointment of PricewaterhouseCoopers of 78, Triq il-Mithna, Qormi as auditors be hereby approved and that the Board of Directors be authorised to fix their remuneration.

4. **Appointment of Directors**

That the Directors be appointed in accordance with Articles 113 to 120 of the Bank's Articles of Association.

5. **Remuneration of Directors**

That the maximum annual aggregate Directors' remuneration for the holding of their office be established at €120,000.

ORDINARY RESOLUTIONS - SPECIAL BUSINESS

6. **Remuneration Report – Advisory Vote**

That the Remuneration Report of the Bank for the financial year ended 31 December 2021 be hereby approved.

7. **Bonus Share Issue**

- (a) That the amount of €149,223 be capitalised from the Bank's Retained Earnings Account for the purpose of issuing 596,893 fully paid ordinary shares of a nominal value of €0.25 per share representing 1 bonus share for every 75 shares held as approved by the directors to be allotted to the eligible members appearing on the Bank's Register of Members as at close of trading on the Malta Stock Exchange on 22 June 2022, thereby increasing the issued share capital from the current 44,766,961 shares to 45,363,854 shares of €0.25 each fully paid up resulting in a paid up capital of €11,340,963.

Lombard Bank Malta p.l.c.

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Licensed to conduct Investment Services Business by the Malta Financial Services Authority • Regulated by the Malta Financial Services Authority & listed on the Malta Stock Exchange

Registered Office: 67 Republic Street Valletta Malta • Company Registration Number: C 1607



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- (b) Since the allocation ratio of bonus shares to registered shares held by the eligible member is 1 bonus share for every 75 shares held, the Bank shall, where the number of shares held by the eligible member is not exactly divisible by 75, round up the allocation to the nearest share whenever the mathematical result of the allocation formula contains a fractional entitlement which is of 0.5 of a share or more, and round down to the nearest share in the event that the mathematical result of the allocation formula contains a fractional entitlement which is of less than 0.5 of a share.

EXTRAORDINARY RESOLUTION - SPECIAL BUSINESS

8. Amendments to the Memorandum & Articles of Association

That the amendments to specific articles of the Memorandum and Articles of Association of the Bank, in accordance with the details provided in the Circular to Shareholders dated 2 May 2022, be hereby approved.

The proposed final dividend and bonus share issue referred to above are subject to receipt of regulatory approval.

The 2022 AGM shall be live-streamed and shareholders may follow the proceedings by accessing the Bank's website on <https://www.lombardmalta.com/annual-general-meeting-2022>. The relative AGM documentation is available on the above link.

The Bank's Annual Report and Financial Statements for the financial year ended 31 December 2021 are available on the Bank's website at <https://www.lombardmalta.com/en/financial-results> and on the website of the Malta Stock Exchange (the Officially Appointed Mechanism) at <https://www.borzamalta.com.mt/>.

Unquote

Helena Said
Company Secretary

5 May 2022