

VBL Plc (C56012)
(“the Company”)
COMPANY ANNOUNCEMENT
AGM Agenda

Date: 28 March 2022
Ref. VBL8/2022

This is a company announcement made by the Company in compliance with the Capital Markets Rules.

The following resolutions are being presented for consideration at the **10th Annual General Meeting** of the Company to be held in the **King’s Own Band Club** main hall, at **274, Republic Street, VLT 1112, Valletta, Malta** on **20th April 2022**, starting at **10.00 hours**

Ordinary Resolutions

- 1) That the Audited Accounts of the Company and the Consolidated Audited Accounts of the Group for the financial year ended 31st December 2021 and the Directors’ and Other Statutory Reports and Auditor’s Report thereon be and are hereby approved;
- 2) That a total final net dividend of €160,000 (corresponding to 0.065 Euro Cents, or €0.00065 per ordinary share) and the payment of the dividend to be effected by no later than 30 June 2022, be and is hereby approved;
- 3) That the appointment of RSM Malta (Reg. office: Mdina Road, Zebbug, Malta) to hold office until the next annual general meeting, and their remuneration at €16,500 (excluding VAT) with regards to the annual audit services for the VBL Group (including the accounts of VBL Plc, its 100% subsidiary VREM Ltd and VBL Plc consolidated accounts), for the business year ending 31st December 2022, be and is hereby approved;
- 4) That the annual aggregate gross total remuneration of the Board of Directors of the Company be set at €70,000;

Appointment of Directors


All the Directors of the Company will retire from office in terms of the Articles of the Company (the "Articles") at this Annual General Meeting. In accordance with the Articles, the Company issued a call for nominations of persons to be appointed directors. The Company received seven (7) valid nominations. Accordingly, as there are as many nominations as there are vacancies, no election will take place and the nominees will automatically take office as directors. Therefore, no resolution is required at this meeting.

Ordinary Resolutions – Special Business

- 5) That the Remuneration Policy for the Board of Directors of the Company dated 09 February 2021 be and is hereby approved; and
- 6) It is approved that the Board of Directors and Senior Management be indemnified against liabilities and expenses to which any such person(s) may become a party as a result of such individual's acts carried out for and on behalf of the Company, or any of its associated companies, subsidiaries or affiliates, limitedly in so far as such acts are carried out in the individual's capacity as a Director or Senior Manager, as applicable.

If approved, the Dividend will be paid to those shareholders included in the shareholders register of the Company as at close of business 21 March 2022.

The AGM documentation together with the Audited Financial Statements of the Company for the financial period from 1 January 2021 to 31 December 2021 are available for viewing at the registered address of the Company at 54, Marsamxett Road, Valletta, VLT 1853, Malta and on the Company's website under the Investor Relations Section <https://vbl.com.mt/investors/>



Mikiel Calleja
Company Secretary