

Form of Proxy

**MHP SE**

**Annual General Meeting for the year 2023**

I/We, ..... of ..... being a Member of the above-named Company, hereby appoint ..... of ....., or failing him/her ....., of ....., as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company, to be held on the 19th day of June 2023 and at any adjournment thereof.

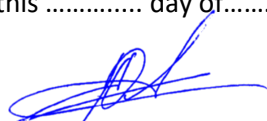
	RESOLUTIONS	NUMBER OF VOTES		
		FOR	AGAINST	ABSTAINED
1	To receive the Annual Report and Accounts of MHP SE for the year ended 31 December 2022, containing the management report of the Board of Directors of the Company, the independent auditors report on the audit of the consolidated financial statements of MHP SE and its subsidiaries for the year ended 31 December 2022 and the consolidated financial statements of MHP SE and its subsidiaries for the year ended 31 Decemeber 2022.			
2	To receive the report of the independent auditors of the Company and the audited Financial Statements of the Company for the year ended 31 December 2022.			
3	To re-elect John Clifford Rich as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
4	To re-elect Yuriy Kosyuk as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
5	To re-elect Victoriya Kapelyushna as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			

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<b>6</b>	To re-elect Andriy Bulakh as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
<b>7</b>	To re-elect John Grant as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
<b>8</b>	To re-elect Christakis Taoushanis as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
<b>9</b>	To re-elect Philip J Wilkinson OBE as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
<b>10</b>	To re-elect Oscar Chemerinski as a Director of the Company to hold office from the date of the Annual General Meeting until the Annual General Meeting of the Company to be held in the year 2024.			
<b>11</b>	To re-appoint Ernst & Young Cyprus Limited, the retiring auditors of the Company, as Auditors of the Company until the conclusion of the Annual General Meeting of the Company to be held in the year 2024 and to authorise the Directors to determine their remuneration.			
<b>12</b>	To ratify and approve remuneration and all payments made since the previous annual general meeting to the Directors of the Company, past or present or any of them, on account of fees, salaries or remuneration for their services as Directors of the Company.			

Signed this ..... day of....., 2023.

(Sgnd)



(Name of the Member)

**Notes:**

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1. A member entitled to attend and vote at the AGM is also entitled to appoint one or more proxies to attend and, on a poll, vote instead of him/her. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing. The proxy need not be a member of the Company.
2. To be valid a Form of Proxy, together with a power of attorney or other authority, if any, under which it is executed or a notarially certified copy thereof, must be delivered personally or by courier or by post at the registered office of the Company situated at 16-18 Zinas Kanther Street, Ayia Triada, 3035 Limassol, Cyprus or be sent by fax at +357 25 37 30 75, to the attention of Confitrust Limited, Secretary of the Company, or by email at mouaimis@mouaimis.com.cy, as soon as possible and in any event not later than 9:00 a.m. local time, on 17 June 2023, being not less than 48 hours before the time appointed for holding the AGM or adjourned AGM.
3. In the case of joint holders of Ordinary Shares, the vote of the senior who tenders a vote, whether in person or by proxy, will be accepted to the exclusion of the votes of any other joint holders. For these purposes, seniority shall be determined by the order in which the names stand in the register of members in respect of the joint holding.
4. In the case of a corporation, the Form of Proxy must be executed under its common seal or signed on its behalf by a duly authorised attorney or duly authorised officer of the corporation.