

Form of Proxy

MHP SE

Extraordinary General Meeting

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 Extraordinary General Meeting of the Company, to be held on the 11th day of March 2024 and at any adjournment thereof.

	ORDINARY RESOLUTIONS	NUMBER OF VOTES		
		FOR	AGAINST	ABSTAINED
1	THAT the remuneration in the total amount of € 127,310.00 (Euro One Hundred Twenty Seven Thousand Three Hundred and Ten), per annum, before tax, payable monthly in arrears, to Mr. Christakis Taoushanis as from 1 January 2024, comprised of the Basic Fee for his services as a Non-Executive Member of the Administrative Organ of the Company and the Additional Fee for his services as Member of the Audit & Risk Committee of the Administrative Organ of the Company, which was determined by the Administrative Organ of the Company pursuant to the Remuneration Policy, be and is hereby approved.			
2	THAT the remuneration in the total amount of € 301,928.00 (Euro Three Hundred One Thousand Nine Hundred Twenty Eight), per annum, before tax, payable monthly in arrears, to Mr. Philip J Wilkinson OBE as from 1 January 2024, comprised of the Basic Fee for his services as a Non-Executive Member of the Administrative Organ of the Company, the Additional Fee for his services as Chairman of the Nominations and Remuneration Committee of the Administrative Organ of the Company, the Additional Fee for his services as Chairman of the International Government Relations and Public Affairs Committee of the Administrative Organ of the Company and the Additional Fee for his services as Member of the Audit & Risk Committee of the Administrative Organ of the Company, which was determined by the Administrative Organ of the Company pursuant to the Remuneration Policy, be and is hereby approved.			
3	THAT the remuneration in the total amount of € 207,995 (Euro Two Hundred Seven Thousand Nine Hundred Ninety Five), per annum, before tax, payable monthly in arrears, to Mr. Oscar Chemerinski as from 1 January 2024, comprised of the Basic Fee for his services as a Non-Executive Member of the Administrative Organ of the Company, the Additional Fee for his services as Chairman of the Audit & Risk Committee of the Administrative Organ of the Company and the Additional Fee for his services as Member of the International Government Relations and Public Affairs Committee of the Administrative Organ of the Company, which was determined by the Administrative Organ of the Company pursuant to the Remuneration Policy, be and is hereby approved.			

Form of Proxy

4	<p>THAT the remuneration in the total amount of € 214,704 (Euro Two Hundred Fourteen Thousand Seven Hundred and Four), per annum, before tax, payable monthly in arrears, to Mr. John Grant as from 1 January 2024, comprised of the Basic Fee for his services as a Non-Executive Member of the Administrative Organ of the Company, the Additional Fee for his services as Senior Independent Director of the Company, the Additional Fee for his services as Member of Nominations and Remuneration Committee of the Administrative Organ of the Company and the Additional Fee for his services as Member of the Audit & Risk Committee of the Administrative Organ of the Company, which was determined by the Administrative Organ of the Company pursuant to the Remuneration Policy, be and is hereby approved.</p>			
---	--	--	--	--

Signed this day of....., 2024.

(Sgnd)

(Name of the Member)

Notes:

1. A member entitled to attend and vote at the EGM 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 12:00 pm local time, on 9 March 2024, being not less than 48 hours before the time appointed for holding the EGM or adjourned EGM.
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.