

**MHP SE**  
(European Public Limited – Liability Company (*Societas Europaea*)  
Registered in the Republic of Cyprus  
("the Company")

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**MINUTES** of the 2025 Annual General Meeting of the Company held at  
16-18 Zinas Kanther Street, Ayia Triada, 3035 Limassol, Cyprus  
on the 16<sup>th</sup> day of June 2025 at 10:00 a.m. local time

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**Present:**

**Shareholders:**

Mr. Christakis Taoushanis, as proxy for  
BNY (Nominees) Limited (in respect of 71,042,790 shares)

Mr. Michalis Mouaimis, as proxy for Rodion Tesla, Roman Krytskyi, Liudmyla Terenia, Victoria Golodnenko and Yuriy Gvozdiev

Ms. Olga Lambrou, as proxy for WTI Trading Limited

**Directors:**

Mr. Christakis Taoushanis  
Mr. Philip Wilkinson  
Mr. John Clifford Rich

**Secretary:**

Mr. Michalis Mouaimis, on behalf of Confitrust Limited

**Assistant Secretary:**

Anastasiia Sobotiuk

**Attendees:**

Mr. Michalis Mouaimis, on behalf of Mouaimis & Mouaimis LLC, Cyprus legal advisors of the Company

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**1. Chairman**

1.1 Mr. Christakis Taoushanis took the Chair of the Meeting.

1.2 It was noted that Mr. Yuriy Kosyuk, Mr. Andriy Bulakh, Ms. Viktoriia Kapeliushna and Mr. Oscar Alberto Chemerinski, Directors of the Company, were unable to attend the Meeting and had sent their apologies.

1.3 It was noted that Mr. John Clifford Rich and Mr. Philip Wilkinson, Directors of the Company and Ms. Anastasiia Sobotiuk, Assistant Secretary of the Company, participated the Annual General Meeting of the Company by means of video conference via Microsoft Teams meeting pursuant to Article 76 of the Articles of Association of the Company.

1.4 The Chairman thanked the participants for attending the Annual General Meeting of the Company.

1.5 Mr. Michalis Mouaimis was invited by the Chairman to act as secretary of the Meeting and keep Minutes of the Meeting.

## **2. Quorum**

- 2.1 Mr. Michalis Mouaimis informed the Meeting that the quorum for this Annual General Meeting was two members present in person or by proxy, together holding not less than 50 per cent in nominal value of the shares giving the right to attend and vote at the meeting.
- 2.2 Mr. Michalis Mouaimis announced that all the Shareholders of the Company were represented at the Meeting and that a quorum was present and declared the Meeting open.

## **3. Notice**

- 3.1 Mr. Michalis Mouaimis said to the Meeting that the Notice convening the Meeting had been in the hands of the Shareholders for the statutory period and further copies were placed before the Shareholders represented at the Meeting and with their permission, the Notice of the Meeting was taken as read.

## **4. Voting by poll**

- 4.1 The Chairman proposed that the Resolutions put to the vote of the Meeting would be decided by poll and the Shareholders represented at the Meeting concurred in demanding voting by poll.
- 4.2 The Chairman informed the Meeting that according to Articles 82 and 86 of the Articles of Association of the Company, a poll was duly demanded and shall be taken immediately. He also informed the Meeting that polling papers were placed before the Shareholders attending the Meeting and requested them to insert the name of the Shareholder represented and indicating on these papers how to vote on each Resolution put to the vote of the Meeting.
- 4.3 After a while, polling papers, duly completed, were handed over to Mr. Michalis Mouaimis and added them to the Proxy Forms already provided by the Shareholders, by which instructions were given to the proxy holders as to how to vote the shares for which Proxy Forms were given.

## **5. Audited Financial Statements of MHP SE for the year end 31 December 2024**

- 5.1 With the permission of the Shareholders, the report of the independent auditors of the Company and the Audited Financial Statements of the Company for the year end 31 December 2024, which had been uploaded and made available at the website of the Company and further copies were placed before the Shareholders represented at the Meeting, were taken as read.
- 5.2 The Chairman proposed that the Audited Financial Statements for the year end 2024 now laid before the Meeting, be received and approved.



- 5.3 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 1 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 90,512,306

Against the motion: 0

Abstentions: 0

- 5.4 Mr. Michalis P. Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 1 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 5.5 The Chairman then declared Resolution 1 as being passed as an Ordinary Resolution.

## **6. Annual Report for the year end 2024**

- 6.1 With the permission of the Shareholders, the Annual Report and Accounts of MHP SE for the year end 2024, 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 end 2024 and the consolidated financial statements of MHP SE and its subsidiaries for the year end 2024, which had been uploaded and made available at the website of the Company and further copies were placed before the Shareholders represented at the Meeting, was taken as read.

- 6.2 The Chairman proposed that the Annual Report and Accounts of MHP SE for the year end 2024 now laid before the Meeting, be received and approved.

- 6.3 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 2 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 90,512,306

Against the motion: 0

Abstentions: 0

- 6.4 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 2 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 6.5 The Chairman then declared Resolution 2 as being passed as an Ordinary Resolution.

## **7. Re-election of John Clifford Rich as Director**

- 7.1 The Chairman proposed that John Clifford Rich be and is hereby re-elected 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 2026.

- 7.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 3 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 86,354,450

Against the motion: 4,157,856

Abstentions: 0

- 7.3 Mr. Michalis P. Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 3 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 7.4 The Chairman then declared Resolution 3 as being passed as an Ordinary Resolution.

## **8. Re-election of Yuriy Kosyuk as Director**

- 8.1 The Chairman proposed that Yuriy Kosyuk be and is hereby re-elected 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 2026.

- 8.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 4 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 86,354,450

Against the motion: 4,157,856

Abstentions: 0

- 8.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 4 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 8.4 The Chairman then declared Resolution 4 as being passed as an Ordinary Resolution.

## **9. Re-election of Viktoriia Kapeliushna as Director**

- 9.1 The Chairman proposed that Viktoriia Kapeliushna be and is hereby re-elected 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 2026.



- 9.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 5 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 89,023,736

Against the motion: 1,488,570

Abstentions: 0

- 9.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 5 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 9.4 The Chairman then declared Resolution 5 as being passed as an Ordinary Resolution.

**10. Re-election of Andriy Bulakh as Director**

- 10.1 The Chairman proposed that Andriy Bulakh be and is hereby re-elected 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 2026.

- 10.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 6 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 87,570,611

Against the motion: 2,941,695

Abstentions: 0

- 10.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 6 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 10.4 The Chairman then declared Resolution 6 as being passed as an Ordinary Resolution.

**11. Re-election of Christakis Taoushanis as Director**

- 11.1 Mr. Michalis Mouaimis proposed that Christakis Taoushanis be and is hereby re-elected 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 2026.

- 11.2 Mr. Michalis P. Mouaimis informed the Meeting that the result of the poll on item / Resolution 7 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 88,846,089

Against the motion: 1,666,217

Abstentions: 0

- 11.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 7 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 11.4 The Chairman then declared Resolution 7 as being passed as an Ordinary Resolution.

**12. Re-election of Philip J Wilkinson OBE as Director**

- 12.1 The Chairman proposed that Philip J Wilkinson OBE be and is hereby re-elected 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 2026.

- 12.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 8 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 87,629,928

Against the motion: 2,882,378

Abstentions: 0

- 12.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 8 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 12.4 The Chairman then declared Resolution 8 as being passed as an Ordinary Resolution.

**13. Re-election of Oscar Alberto Chemerinski as Director**

- 13.1 The Chairman proposed that Oscar Alberto Chemerinski be and is hereby re-elected 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 2026.



- 13.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 9 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 88,846,089

Against the motion: 1,666,217

Abstentions: 0

- 13.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 9 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 13.4 The Chairman then declared Resolution 9 as being passed as an Ordinary Resolution.

#### **14. Reappointment of Auditors**

- 14.1 The Chairman proposed that Messrs. Ernst & Young Cyprus Limited, the retiring auditors of the Company be and are hereby re-appointed as Auditors of the Company from the conclusion of this Meeting until the conclusion of the Annual General Meeting of the Company to be held in the year 2026 and to authorise the Directors of the Company to fix their remuneration.

- 14.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 10 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 90,299,214

Against the motion: 213,092

Abstentions: 0

- 14.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 10 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 14.4 The Chairman then declared Resolution 10 as being passed as an Ordinary Resolution.

#### **15. Ratification and approval of remuneration and payments to the Directors**

- 15.1 The Chairman proposed that the 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, be ratified and approved.

- 15.2 Mr. Michalis Mouaimis informed the Meeting that the result of the poll on item / Resolution 11 was as follows:

Number of Votes: 90,512,306

In favour of the motion: 77,510,672

Against the motion: 13,001,634

Abstentions: 0

- 15.3 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of item / Resolution 11 on the Notice, sufficient for carrying the Resolution as Ordinary Resolution.

- 15.4 The Chairman then declared Resolution 11 as being passed as an Ordinary Resolution.

## 16. Resolutions

- 16.1 The Chairman proposed that all Resolutions on the Notice, be and are hereby approved as Ordinary Resolutions.

- 16.2 Mr. Michalis Mouaimis informed the Meeting that there was a majority of votes in favour of all the Resolutions on the Notice, sufficient for carrying the Resolutions as Ordinary Resolutions.

- 16.3 The Chairman then declared all Resolutions as being passed as an Ordinary Resolutions.

## 17. Conclusion

- 17.1 There being no further business, the Chairman declared the Meeting concluded.



**Mr. Christakis Taoushanis**  
Chairman of the Meeting

CONFITRUST LIMITED



**Mr. Michalis Mouaimis**  
for and on behalf of  
Confitrust Limited  
Secretary