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 9th day of December 2025 and at any adjournment thereof.

	RESOLUTIONS	**NUMBER OF VOTES**		
		FOR	**AGAINST**	**ABSTAINED**
1	**SPECIAL RESOLUTION:** **THAT** the Articles of Association of the Company be and they are hereby amended in the manner following, that is to say: (i) By deleting the present sub-paragraph (a) of Regulation 142 and by adopting a new sub-paragraph (a), namely: “(a) an Audit & Risk Committee, comprising at least two Members of the Administrative Organ, all of whom must be independent non-executive Directors, to be selected by the Administrative Organ. This Committee will be responsible for, among others, the integrity of the financial reporting of the Company of the group of companies to which the Company belongs (hereinafter “the Group”) and overseeing the Group’s internal financial controls and risk management processes, making recommendations to the Administrative Organ of the Company on the appointment of external and internal auditors and overseeing their activities;” (ii) By deleting the present sub-paragraph (b) of Regulation 142 and by adopting a new sub-paragraph (b), namely: “(b) a Nominations and Remuneration Committee, comprising a minimum of two Members of the Administrative Organ, all of whom must be independent non-executive Directors, to be selected by the Administrative Organ. This Committee will be responsible for, among others, determining the Company’s Remuneration Policy and determining the remuneration of the executive Directors and making recommendations to the Administrative organ of the Company on the appointment of Members of the Administrative Organ; however, no Member of the Administrative Organ or manager will be entitled to vote on any decisions regarding his or her own remuneration; and”			

	(iii) By deleting the present sub-paragraph (c) of Regulation 142 and by adopting a new sub-paragraph (c), namely: "(c) a Sustainability and International Affairs Committee, comprising not less than three Members of the Administrative Organ, two of whom will be independent non – executive directors. This Committee will be responsible for, among others, overseeing the strategy and objectives of the Group in the areas of sustainability, responsible business practices, and international affairs, providing guidance and oversight on related policies, governance frameworks, performance metrics, and stakeholder engagement and monitoring alignment with global standards and supervising the Group's relationships with key international stakeholders including governments, regulators, and industry partners."			
2	**ORDINARY RESOLUTION:** **THAT** the New Remuneration Policy in respect of the remuneration of the Members of the Administrative Organ of the Company for their services as Members of the Administrative Organ of the Company, which has been prepared and approved by the Nominations and Remuneration Committee of the Administrative Organ of the Company on 6 November 2025, replacing the Remuneration Policy which has been approved by the Shareholders of the Company at the extraordinary general meeting which was held on 10 December 2024, be and is hereby approved.			
3	**ORDINARY RESOLUTION:** **THAT** the Appointment of Non-Executive Directors Policy in respect of the appointment of new Non-Executive Directors and the re-appointment of existing Non-Executive Directors as members of the Administrative Organ of the Company ("**the Appointment of NEDs Policy**"), including the independence criteria test which is appended as Annex A to the Appointment of NEDs Policy, which has been prepared and approved by the Nominations and Remuneration Committee of the Administrative Organ of the Company on 6 November 2025, be and is hereby approved.			

Signed this ………..... day of……………………….., 2025.

(Sgnd)

(Name of the Member)

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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 02:00 p.m. local time, on 7 December 2025, 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.