



MPC ENERGY SOLUTIONS N.V.

| → 24.04.2025

INVITATION TO ANNUAL GENERAL MEETING



ANNUAL GENERAL MEETING 09.05.2025

Amsterdam – 24 April 2025

DEAR SHAREHOLDERS

We are pleased to invite you to the Annual General Meeting (“AGM”) of MPC Energy Solutions N.V. (the “Company”) which will be held virtually on

Friday, 9 May 2025, at 10:00 CET.

GENERAL

This invitation sets forth the agenda (see Annex 1) and procedural matters of the AGM, as well as the registration and voting process.

JOINING THE MEETING

Shareholders can join the virtual meeting by using the link provided under <https://www.mpc-energysolutions.com/investors/annual-general-meeting> on the day of the AGM and by following the on-screen instructions. The virtual meeting room will open on Friday, 9 May 2025 at 09:45 CET.

RECORD DATE

Only holders of shares registered in the share register as of 11 April 2025 (“Record Date”) are entitled to follow the AGM, ask questions in advance and during the meeting, and/or vote, provided such shareholder complied with the requirements described in this invitation.

VOTING

Each ordinary share outstanding on the Record Date is entitled to one (1) vote. As of the date of this invitation, the Company has issued 22,250,000 ordinary shares. No voting rights may be exercised for shares held by the Company or a subsidiary of the Company.

Only shareholders holding shares of the Company at the Record Date and having filled in and submitted the Voting Form (see Annex 3) with voting instructions on time are entitled to exercise their voting rights prior to the AGM. The Voting Form must be submitted to DNB Bank ASA by Wednesday, 7 May 2025, 10:00 CET. Please follow the detailed instructions on the Voting Form.

The submission of the Voting Form to exercise the voting rights has no influence on the ability to trade the shares of MPC Energy Solutions.

The content of all resolutions requiring the vote from shareholders are described in Annex 2 and outlined in the Voting Form. Casted votes cannot be changed once the Voting Form has been submitted. The voting results will be presented during the AGM and will also be published online on <https://www.mpc-energysolutions.com/investors/annual-general-meeting> after the AGM.

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QUESTIONS FROM SHAREHOLDERS

In accordance with Dutch Law, all registered shareholders may submit questions up to 72 hours before the AGM. MPC Energy Solutions welcomes these questions, and we will post answers to all submitted questions (or clusters of topically related questions) on its website prior to the AGM. We allow for questions up to 24 hours ahead of the AGM.

Please submit your questions latest by Thursday, 8 May 2025, 10:00 CET by e-mail to IR@mpc-energysolutions.com.

In addition, Shareholders participating in the AGM will be able to ask a limited number of questions during the meeting. Instructions on how to submit questions during the AGM will be given during the opening address of the Chairman of the Supervisory Board at the beginning of the AGM.

Sincerely,



Stefan H.A. Meichsner
Managing Director / CFO

COMPLEMENTARY INFORMATION

Annex 1: Agenda

Annex 2: Proposed Shareholder Resolutions

Annex 3: Voting Form

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ANNEX 1

AGENDA FOR THE ANNUAL GENERAL MEETING

on Friday, 9 May 2025, 10:00 CET

- (1) Opening Statement from the Chairman of the Supervisory Board
- (2) Business Report and Outlook from the Management
- (3) Questions from Shareholders
- (4) Voting on the following resolutions
 - a. Adoption of the Financial Statements for 2024
 - b. Discharge of the Management Board for the financial year 2024
 - c. Discharge of the Supervisory Board for the financial year 2024
 - d. Appointment of Auditor for the financial year 2025
- (5) Any other business
- (6) Closing Remarks from the Chairman of the Supervisory Board

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ANNEX 2

PROPOSED RESOLUTIONS FOR SHAREHOLDER APPROVAL

(1) Adoption of the Financial Statements for 2024

The Chairman proposes that the annual report and the consolidated financial statements 2024 be approved.

The annual report and financial statements for the financial year 2024 were published on 24 April 2025. The consolidated total assets of the Company amounted to USD 123.6 million. The equity position was USD 50.2 million (equity ratio: 41%). The consolidated cash position amounted to USD 12.4 million. MPC Energy Solutions recorded USD 11.6 million of consolidated revenues and a consolidated net loss of USD 17.5 million.

The auditor (EY Accountants BV) has issued an unqualified opinion for the annual report and the financial statements 2024.

The annual report and the financial statements are available on the Company's website:
<https://www.mpc-energysolutions.com/investors/reports-presentations>

(2) Discharge of the Management Board for the financial year 2024

The Chairman proposes that discharge of liability be granted to the Management Board members for the financial year 2024.

Stefan H.A. Meichsner, Managing Director and Chief Financial Officer, and Fernando Zúñiga (Managing Director Latin America, appointed on 20.08.2024) were the only members of the Management Board during the financial year 2024.

(3) Discharge of the Supervisory Board for the financial year 2024

The Chairman proposes that discharge of liability be granted to the Supervisory Board members for the financial year 2024.

Mr. Ulf Holländer, Dr. John Benjamin Schroeder (left the Supervisory Board on 20.08.2024), Dr. Philipp Lauenstein (joined the Supervisory Board on 20.08.2024), Mr. Kjell Roland, Mrs. Kathryn Baker and Mrs. Ellen Hanetho were the only members of the Supervisory Board during the financial year 2024.

(4) Appointment of Auditor for the financial year 2025

The Chairman proposes to re-elect EY Accountants BV, Zwolle, for a one-year term as auditors.

EY Accountants BV ("E&Y") was the auditor of the Company for the financial years 2020, 2021, 2022, 2023 and 2024 and is familiar with the Company's setup, structures, financial history, and plans. The Company and E&Y have agreed on a competitive fee structure for auditing the Company's annual report and consolidated financial statements for the financial year 2025.

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ANNEX 3

VOTING FORM

The undersigned shareholder of MPC Energy Solutions N.V., holder of _____
(please insert the number of shares you own) ordinary shares, hereby votes as directed below.

Please mark your votes as in this example.

RESOLUTIONS	FOR	AGAINST	ABSTAIN
1. Adoption of the Financial Statements for 2024			
2. Discharge of the Management Board for the financial year 2024			
3. Discharge of the Supervisory Board for the financial year 2024			
4. Appointment of Auditor for the financial year 2025			

Date: _____

Signature(s): _____

Note: Please sign exactly as name appears below; joint owners should each sign. When signing as attorney, executor, administrator, or guardian, please give your full title as such.

Name of shareholder(s) in block letters: _____

Please return your completed and signed Voting Form, to be received by DNB Bank ASA on or prior to Wednesday, 7 May 2025, 10:00 CET, either by way of e-mail to e-mail address vote@dnb.no, or by ordinary mail to DNB Bank ASA, Registrars Dept., P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

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CONTACT & ADDRESS

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