



MPC ENERGY SOLUTIONS N.V.

| 09.05.2025

MINUTES OF THE ANNUAL GENERAL MEETING

Amsterdam – 9 May 2025

MINUTES OF THE ANNUAL GENERAL MEETING 2025

which was held virtually on Friday, 9 May 2025 at 10:00 CET

AGENDA FOR THE EXTRAORDINARY GENERAL MEETING

- (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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(1) OPENING STATEMENT BY THE CHAIRMAN

The Chairman of the Supervisory Board, Mr. Ulf Holländer, opened the Annual General Meeting (“AGM”) at 10:00 CET and welcomed the shareholders, the other members of the Supervisory Board, and the Management Board of the Company. He noted that the meeting was held virtually.

Before the Chairman addressed the agenda items, he went through the required formalities for the AGM. He noted that:

- + Ms. Heike Hülle was appointed Secretary of the AGM and asked to take the minutes of the meeting;
- + The meeting would be held in English;
- + Votes were already cast by voting form prior to the AGM and that the results would be formally announced during the AGM;
- + All shareholders that were registered as such on 11 April 2025 were invited to the AGM and able to cast their vote(s);
- + The AGM would be streamed as a live event and the recording would be made available on the Company’s website after the meeting.

The Chairman highlighted that shareholders were able to ask questions prior to the AGM and will also be allowed to ask questions during the AGM. To ask questions during the meeting, participants are kindly asked to use the chat function imbedded in the MS Teams livestream.

(2) BUSINESS REPORT AND OUTLOOK FROM THE MANAGEMENT

The Management Board thanked the Chairman, the shareholders and the members of the Supervisory Board and summarized the key milestones and financial results for the year 2024. The Management Board gave an update of the construction progress of its plant in Guatemala and presented an outlook for financial year 2025.

(3) QUESTIONS FROM SHAREHOLDERS

The Chairman pointed out that no questions were submitted by shareholders prior to the AGM. He then asked any participating shareholders to ask questions, if any. No questions were asked.

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(4) VOTING RESULTS

The holders of 5,026,363 shares exercised their voting right directly or via nominees. The votes, representing 22.6% of the total share capital, were accepted by the Chairman. The Chairman then presented the voting results:

Resolution 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, EBITDA of USD 3.8 million, and a consolidated net loss of USD 17.4 million.

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

Votes for	5,026,363
Votes against	0
Abstention	0

The resolution is passed.

Resolution 2: Discharge of the Managing Board for the financial year 2024

The Chairman proposes that discharge of liability be granted to its 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.

Votes for	5,026,363
Votes against	0
Abstention	0

The resolution is passed.

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Resolution 3: Discharge of the Supervisory Board for the financial year 2024

The Chairman proposes that discharge of liability be granted to its 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.

Votes for	5,026,363
Votes against	0
Abstention	0

The resolution is passed.

Resolution 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.

Votes for	5,026,363
Votes against	0
Abstention	0

The resolution is passed.

(5) ANY OTHER BUSINESS

The Chairman pointed out that there were no additional matters to attend to.

(6) CLOSING REMARKS BY THE CHAIRMAN

The Chairman concluded the AGM at 10:13 CET, thanking all participants for joining.

Amsterdam – 9 May 2025



Ulf Holländer
Chairman



Heike Hülle
Secretary

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