MHV

MHV MEDITERRANEAN HOSPITALITY VENTURE PLC

(the "**Company**")

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting (the "**AGM**") of the Company will be held at the Company's registered office at 16, Kyriakou Matsi Street, EAGLE HOUSE, 6th Floor, Agioi Omologites, 1082, Nicosia, Cyprus, on Friday the 4th of October 2024 at 10.30 a.m., for the purpose of considering and if thought fit, passing the following resolutions which will be proposed as:

ORDINARY RESOLUTIONS

1. To receive and consider the Auditor's Report and Financial Statements of the Company for the year ended 31 December 2023;

2. To receive and consider the Auditor's Report and Consolidated Financial Statements of the Company for the year ended 31 December 2023;

3. To consider the recommendation of the Board of Directors that no dividend be declared for the year ended 31 December 2023;

4. To consider the re-appointment of Messrs Ernst & Young Cyprus Ltd as the auditors of the Company until the conclusion of the next annual general meeting of the Company at which accounts are laid before the members and to fix their remuneration in the meeting or in such manner as the Company may determine in the meeting;

Date: 27 September 2024

By order of the Board of Directors,

THEMIS SECRETARIAL SERVICES LIMITED

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Themis Secretarial Services Limited
Secretary

NOTES

(1) *Any person appearing as a shareholder in the Register of Members of the Company on the record date is entitled to participate at the Annual General Meeting of the shareholders of the Company.*

(2) *The record date for determining the right to vote at the Annual General Meeting is the close of business on 02 October 2024.*

(3) *A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote in his place. Such proxy need not be a member of the Company.*

(4) *The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the registered office of the Company or sent to iconstantinou@mhvgroup.com not less than two working days before the time specified for holding the meeting or adjourned meeting.*

(5) *The Company offers participation in general meetings by electronic means as provided in sections 128B and 128D of the Law.*

(6) *The full and complete text of the annual report of the Company for the period ended on 31 December 2023 (including the director's report, the auditors' report and the financial statements for the period ended 31 December 2023) and the instrument appointing proxy are available on the Cyprus Stock Exchange website www.cse.com.cy and on the Company's website https://mhvgroup.com/about-us/investor-relations/. Copies of the documents referred to can also be obtained from the registered office of the Company at 16, Kyriakou Matsi, EAGLE HOUSE, 6th floor, Agioi Omologites, 1082, Nicosia, Cyprus, or by sending a request by email at iconstantinou@mhvgroup.com without any charge.*

(7) *The notice will be e-mailed to all shareholders and the auditors of the Company.*

SHAREHOLDER FORM OF PROXY ("FORM OF PROXY")

I/we, _____of _____
being the registered owner[s] of _____ ordinary shares in **MHV MEDITERRANEAN HOSPITALITY VENTURE PLC**, a public limited liability company incorporated and established in the Republic of Cyprus with registration number HE 389907 (the "**Company**") hereby appoint _____ of _____, or failing him/her, _____ of _____, as my/our proxy to vote for me/us or my/our behalf at the annual general meeting of the Company, to be held on Friday the 4th day of October, 2024 at 10.30 a.m. and at any adjournment thereof.

I/We direct my/our proxy to vote on the resolutions proposed at the meeting as indicated on this form. Where no instruction appears below as to how the proxy should vote, the proxy may vote as he or she thinks fit (acting in his/ her absolute discretion) in relation to any business of the meeting:

Resolutions		**For**	**Against**
1.	To adopt the Auditor's Report and Financial Statements of the Company for the year ended 31 December 2023;		
2.	To adopt the Auditor's Report and Consolidated Financial Statements of the Company for the year ended 31 December 2023;		
3.	To approve the recommendation of the Board of Directors that no dividend be declared for the year ended 31 December 2023;		
4.	To re-appoint Messrs Ernst & Young Cyprus Ltd as the auditors of the Company until the conclusion of the next annual general meeting of the Company at which accounts are laid before the members and to fix their remuneration in the meeting or in such manner as the Company may determine in the meeting;		

Signed this _____ day of _____ 2024,

By:

Name: _____

Signature: _____

Contact Details:

Telephone: _____

E-mail: _____