Phoenix Vega Mezz PLC
33 Vasilissis Friderikis
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1066 Nicosia, Cyprus

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that an Annual General Meeting of the shareholders of PHOENIX VEGA MEZZ PLC (the "**Company**"), at its registered office at 33 Vasilissis Friderikis St., Palais D'Ivoire House, 2nd floor, 1066 Nicosia, Cyprus on **Monday**, **22 June 2026**, at **2:00 p.m**.

The Annual General Meeting and the Repeat Meeting thereof, will take place remotely, in real-time by teleconference and the use of electronic means, under the conditions stipulated by the current legislation and the specific provisions in the present invitation and the shareholders shall participate without their physical presence at the place it is recorded as conducted.

In the event that the Annual General Meeting does not achieve the quorum required by law on **June 22th, 2026**, the Annual General Meeting will convene again in a Repeat Meeting (the "Repeat AGM") remotely in real-time by teleconference on **Wednesday**, **1 July 2026** at **10:00 a.m**.

The subjects of the Agenda for the Annual General Meeting will be as set out below.

It should be noted that, in accordance with the article 33 of the Company's Articles of Association, a new invitation for the Repeat AGM will not be published.

AGENDA

1. Approval of the Company's Financial Statements for the year ending on 31 December 2025.
2. Approval of the remuneration of the Directors.
3. Appointment of Baker Tilly Cyprus as auditors until the next Annual General Meeting.
4. Authorization to the Board of Directors to determine the auditors' remuneration.

By order of the Board of Directors,

OMNISERVE LIMITED
Secretary

Nicosia, 28 May 2026

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A. ENTITLEMENT TO PARTICIPATE AND VOTE AT THE ANNUAL GENERAL MEETING

Only physical and legal persons that have the status of shareholder at the start of the fifth (5th) day before the meeting date of the Annual General Meeting ("AGM"), i.e., on **17 June 2026** ("**Record Date**"), have the right to participate in the Annual General Meeting.

For the Company, shareholders who are entitled to participate in the Annual General Meeting and to exercise the right to vote are those that are registered on the Record Date in the Dematerialized Securities System (DSS) of the company **"Euronext Securities Athens"**, formerly HELLENIC CENTRAL SECURITIES DEPOSITORY (ATHEXCSD) or the one identified as such based on the relevant date through registered intermediaries or other intermediaries in compliance with the provisions of the legislation and Regulation (EU) 2018/1212) as well as the Rulebook of Operation of the Euronext Securities Athens (Government Gazette B/1007/16.03.2021).

The proof of shareholder status is done by any legal means and in any case based on information received by the Company until before the start of the Annual General Meeting by Euronext Securities Athens or through the above intermediaries in accordance with the above provisions.

A shareholder may participate in the Annual General Meeting on the basis of confirmations or notifications of Articles 5 and 6 of Regulation (EU) 2018/1212 provided by the intermediary unless the Meeting refuses this participation for a good reason that justifies its refusal in accordance with the provisions in force.

To exercise the said rights, it is not necessary to block the shares or follow any other similar process that may restrict the ability to sell and transfer shares in the period between the Record Date and the relevant Annual General Meeting or Repeat AGM.

Shareholders that do not submit in writing or by electronic means the appointment of proxies or representatives to the Company at least forty-eight (48) hours before the appointed date of the Annual General Meeting, may participate at the Annual General Meeting only with the Chairman's consent.

B. REMOTE PARTICIPATION AND VOTE AT THE ANNUAL GENERAL MEETING IN REAL TIME BY TELECONFERENCE

In order for shareholders to participate and vote at the Annual General Meeting on **22 June 2026** or at the Repeat AGM thereof, which will take place remotely, in real-time by teleconference and by the use of electronic means, without their physical presence, they or their proxies must create and use an electronic shareholder account at the internet platform that has been developed by **"Euronext Athens"** (formerly Athens Exchange Group) to provide remote General Meeting services, in real-time, by teleconference to listed companies on the website https://axia.athexgroup.gr/en/home.

The internet platform is provided by the company Euronext Securities Athens while for the teleconference are used the ZOOM Meeting services of the company Zoom Video Communications Inc.

In order to access the internet platform, a personal computer, a smartphone or a tablet is required, a browser installed, and internet access.

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In order for a shareholder or his/her proxy to create an account on the internet platform above, a valid electronic mail (email) account and a mobile telephone number are required by the shareholder or his/her proxy.

If, on accessing the electronic platform the above information entered by the shareholder does not match the information registered in the Dematerialized Securities System or the identification information that has been provided to the Company by Euronext Securities Athens or through intermediaries, as part of its services to facilitate shareholder identification for remote general meetings which are provided to listed companies in accordance of Decision No 8 of Euronext Securities Athens, "Technical terms and procedures for the provision of the Registry, Corporate and Other Related Actions Service", as well as the document "Terms and Conditions for the remote Annual General Meeting of Shareholders", shareholders must provide or update the information above, in order to create the account.

For this purpose, and in order to avoid dysfunctions, shareholders are requested to contact without delay the Participant of the Securities Account in the DSS or other intermediary acting as custodian through which their shares are kept, in order to notify them or to update their valid email address and mobile telephone number for identification.

Further instructions to participate at the Annual General Meeting by teleconference will be posted on the website of the Company and will be sent by the Company via email to shareholders that have completed the above procedure and are eligible to participate at the Annual General Meeting or the Repeat AGM.

For any questions and for instructions, shareholders may contact the Company's Investors Information Services Division by email at register@phoenixvegamezz.com.cy or by calling +357 22 022 724 (daily between 10:00 – 16:30).

Furthermore, starting with the publication of the present and until the end of the Annual General Meeting, a **help desk** will operate that will provide information and support to shareholders and their representatives, on matters related to the conduct of the Annual General Meeting through the AXIA e-SM platform (e.g. connection, voting, etc.) at +30 210 336 6426 or by email at AXIAeShareholdersMeeting@athexgroup.gr.

During the date of the Annual General Meeting, the Shareholders in order to participate to its business, shall connect promptly via the Internet Platform, fifteen minutes (15') prior to the commencement of the Annual General Meeting as announced in the Notice, and declare the number of voting rights with which they shall participate at the Annual General Meeting and shall vote and, if they so wish to amend the same (to lower). Shareholders that participate at the Annual General Meeting by teleconference in real-time are taken into consideration for the formation of the quorum and majority and will be able to exercise their rights effectively during the Annual General Meeting.

Shareholders that have successfully connected to the internet platform will be able to participate in the Annual General Meeting by teleconference in real-time via a link that will be sent to them by email.

By activating the teleconference application (Zoom) through the link at the start of the Annual General Meeting, shareholders will be able to:

a) follow the proceedings of the Annual General Meeting with electronic or audiovisual means,
b) take the floor and address the Annual General Meeting orally during the Annual General Meeting,

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while at the same time through the internet platform at https://axia.athexgroup.gr, they will be able to:

c) vote in real-time during the Annual General Meeting on the matters of the agenda, and
d) receive information on the recording of their vote.

C. PARTICIPATION PROCESS AND VOTE BY PROXY

I. Shareholders may participate in the Annual General Meeting and vote either in person or by proxy. Each shareholder may appoint one (1) proxy. In cases where a shareholder owns shares of the Company that are held in more than one investor securities account, the above limitation does not prevent the shareholder from appointing separate proxies for the shares appearing in each account. A proxy holding proxies from several shareholders may cast votes differently for each shareholder.

Shareholders may appoint a proxy for one or more General Meetings and for a specific period of time. The proxy votes in accordance with the shareholder's instructions, if there are any. Non-compliance by the proxy with the instructions received does not affect the validity of the decisions of the Annual General Meeting, even if the proxy's vote was decisive in achieving the majority. The shareholder's proxy shall file the voting instructions for at least one (1) year from the date of the Annual General Meeting or the Repeat AGM.

Before the Annual General Meeting commences, the proxy holder must disclose to the Company any particular facts that may be of relevance for shareholders in assessing the risk that the proxy holder may pursue interests other than those of the shareholder. Within the meaning intended in this paragraph, a conflict of interest may arise in particular when the proxy holder:

(i) is a controlling shareholder of the Company or is another entity controlled by such shareholder;
(ii) is a member of the Board of Directors or in general the management of the Company, or of a controlling shareholder or an entity controlled by such shareholder;
(iii) is an employee or an auditor of the Company, or of a controlling shareholder or an entity controlled by such shareholder;
(iv) is a spouse or close relative (first degree) of a natural person referred to in (i) to (iii) hereinabove.

The appointment and revocation or replacement of a proxy holder shall be made in writing or by electronic means that are submitted to the Company at least forty-eight (48) hours prior to the date of the Annual General Meeting. Notification of the appointment and revocation or replacement of the proxy by electronic means is by electronic mail at the email address on the Invitation to the Annual General Meeting or, in the event of shareholders who are identified via intermediaries, by declarations or notices under articles 5 and 6 of Regulation (EU) 2018/1212 provided by intermediaries.

II. Specifically for shareholder participation by proxy at the Annual General Meeting on 22 June 2026 or the Repeat AGM, remotely in real-time by teleconference, or for shareholder participation by proxy in the vote on the items of the Annual General Meeting that will take place before the Annual General Meeting, shareholders or Participants in the Securities Accounts in the DSS or other intermediaries acting as custodians of the shareholders through which the share are kept, can appoint up to one (1) proxy, whose appointment must be made at least forty-eight (48) hours before the date of the Annual General Meeting (i.e., by 2:00 p.m. on 20 June 2026 at the latest for the Annual General Meeting and the latest by 10:00 a.m. on 29 June 2026 for the Repeat AGM).

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Upon receipt of the information above by the Company, and based on the email address and mobile telephone of the proxy, as declared in the proxy document, an account is created for the proxy on the internet platform; the proxy is informed by email in order to activate the account in order to exercise the rights of the shareholder in accordance with what is referred to in B. above.

The Company has made available the authorization of the Proxy as regards the participation in the Annual General Meeting of Shareholders on 22 June 2026, remotely in real-time by teleconference, in hard copy through the Investors Information Services Division (31 Panepistimiou St., Athens, tel. +30 210 3739301 and +30 210 3335039) and in electronic form on the Company's website https://www.phoenixvegamezz.com.cy.

The authorization (Proxy) must be filled-in, signed, and submitted to the Company either in electronic form to the e-mail address register@phoenixvegamezz.com.cy or in hardcopy form at the Investors Information Services Division (31 Panepistimiou St., Athens, tel. +30 210 3739301 and +30 210 3335039), at least forty-eight (48) hours prior to the date of the Annual General Meeting.

AVAILABLE DOCUMENTS AND INFORMATION

The Financial Statements for the year ending 31 December 2025, the invitation to the Annual General Meeting, the participation-proxy appointment forms and the draft resolution on the items of the agenda shall be made available in electronic form on the website of the Company (http://www.phoenixvegamezz.com.cy) and in hardcopy form at the Investors Information Services Division (31 Panepistimiou St., Athens, tel. +30 210 3739301 and +30 210 3335039), where shareholders can obtain copies.

28/05/2026

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