



NOTICE OF THE EXTRAORDINARY GENERAL MEETING

December 09, 2024

To the Shareholders of METTMANN PUBLIC COMPANY LIMITED (the “**Company**”)

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of the Company’s Shareholders will be held at the registered office of the Company, located at Spyrou Araouzou 67, Ulysses House, 2nd floor, office 202, 3036, Limassol, Cyprus and via electronic means on the **23th of December 2024 at 10 a.m.**

The Meeting will be held to consider and, if thought fit, to pass the appropriate resolution in respect of the following:

BACKGROUND

- A. On December 22, 2023 the Company as a lender and Promotora Inmobiliaria Doñana S.A, a company registered and incorporated under the laws of Spain, with N.I.F. No. A11085248 as a borrower entered into the Loan Agreement No. LA/MT-3r/23-23.
- B. On February 16, 2022 the Company as a lender and LA MERIDIANA DE RIO VERDE, S.L., a company registered and incorporated under the laws of Spain, with N.I.F. No. B05311915 as a borrower entered into the Loan Agreement No. ES MER2022/16-02 (as subsequently amended).
- C. On September 08, 2023 the Company as a lender and NASH BEACH CLUB, S.L., a company registered and incorporated under the laws of Spain, with N.I.F. No. B72655327, as a borrower entered into the Loan Agreement No. LA/MT-NBC/08-23.
- D. On February 02, 2024 the Company as a lender and NASH BEACH CLUB, S.L., a company registered and incorporated under the laws of Spain, with N.I.F. No. B72655327, as a borrower entered into the Loan Agreement No. LA/MT-3r/26-24

AGENDA

To examine and, if considered appropriate, adopt the following resolutions and any other additional matters as proposed by the Shareholders:

Matter 1	Authorization for the Directors of the Company to arrange conclusion of the Additional Agreement No. 1 to the Loan Agreement No. LA/MT-3r/23-23 in order to amend paragraph 2.8 and paragraph 6.4 to extend maturity date from December 31, 2024 to December 31, 2026 and to amend paragraph 6.1. in order to extend loan granting date up to August 31, 2026;
Matter 2	Authorization for the Directors of the Company to arrange conclusion of the Additional Agreement No. 3 to the Loan Agreement No. ES MER2022/16-02 dated on February 16, 2022 in order to amend paragraph 2.7 and paragraph 6.4 to extend maturity date from March 31, 2025 to December 31, 2027;
Matter 3	Authorization for the Directors of the Company to arrange conclusion of the Additional Agreement No. 1 to the Loan Agreement No. LA/MT-NBC/08-23 in order to amend paragraph 2.8 and paragraph 6.3 to prolong loan period and extend maturity date from July 31, 2028 to December 31, 2034;
Matter 4	To approve and ratify the concluded Additional Agreement No. 2 dated October 30, 2024 to the Loan Agreement No. LA/MT-3r/26-24 dated February 02, 2024 amending the principal amount of loan to EUR 6 000 000,00 (six million euro), the maturity date to December 31, 2034 and loan granting date up to March 31, 2025 (inclusive).

All materials, documents and information for this Extraordinary General Meeting of the Shareholders will be distributed to the Shareholders in advance.

By order of the Board of Directors