

SMG Hospitality SE*Société européenne*

Registered office: 9, rue de Bitbourg, L-1273 Luxembourg, Grand Duchy of Luxembourg

R.C.S. Luxembourg B 255839

(the "Company")

VOTING RESULTS**OF THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY****HELD ON 28 JUNE 2024 AT 10:00 A.M. CEST**

ISIN LU2380749676

Votes: 2,875,000 of the voting rights

Agenda item	Votes validly cast	Votes validly cast / share capital) in %	Votes validly cast / total voting rights (excluding suspended voting rights) in %	Yes votes	Yes votes in %	No votes	No votes in %	Abstention
1.(i) Approval of the extension of the acquisition period to consummate a business combination until 31 December 2029, (ii) amendment of article 33.3 of the articles of association of the Company and (iii) for the avoidance of doubt, approval of consequent amendments of the escrow agreement, if any.	2,875,000	20.00%	100.00%	2,875,000	100.00 %	0	0.00%	0
2.Change of the governance structure of the Company from a two-tier management structure to a one-tier	2,875,000	20.00%	100.00%	2,875,000	100.00 %	0	0.00%	0

Agenda item	Votes validly cast	Votes validly cast / share capital) in %	Votes validly cast / total voting rights (excluding suspended voting rights) in %	Yes votes	Yes votes in %	No votes	No votes in %	Abstention
management structure and subsequent amendment and full restatement of the articles of association of the Company, conditional upon the approval of item 1 of the agenda of this extraordinary general meeting of shareholders of the Company and with effect as of the date of this extraordinary general meeting of shareholders of the Company.								
3.Acknowledgment of (i) the resignation of Mr. George Aase, Mr. Anand Tejani and Mr. Benoît De Belder as members of the supervisory board of the Company and granting them discharge (<i>quitus</i>) for the exercise of their mandates as members of the supervisory board of the Company and (ii) the resignation of Dr. Stefan Petrikovics, Mr. Liam Doyle, Mr. René Geppert and Mr. Werner Weynand as members of the management board of the Company and granting them discharge (<i>quitus</i>) for the exercise of their	2,875,000	20.00%	100.00%	2,875,000	100.00 %	0	0.00%	0

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<p>mandates as members of the management board of the Company, it being understood that all resignations are conditional upon the approval of item 2 of the agenda of this extraordinary general meeting of shareholders of the Company and with effect as of the date of this extraordinary general meeting of shareholders of the Company.</p>								
<p>4.Appointment of Dr. Stefan Petrikovics, Mr. Werner Weynand (each of them former member of the management board of the Company) and Mr. George Aase (former member of the supervisory board of the Company) as members of the board of directors of the Company, conditional upon the approval of item 2 of the agenda of this extraordinary general meeting of shareholders of the Company and with effect as of the date of this extraordinary general meeting of shareholders of the Company and for a period ending at the general meeting of</p>	2,875,000	20.00%	100.00%	2,875,000	100.00 %	0	0.00%	0

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shareholders of the Company approving the annual accounts relating to the financial year ending on 31 December 2024 to be held in 2025.								