



4iG Public Limited Company (registered seat: 8 Montevideo Street, HU-1037 Budapest; registered in the Company Registry Court of Budapest-Capital Regional Court under 01-10-044993 company registration number, hereinafter: „**Company**”) hereby informs its Esteemed Shareholders and Investors, that the Board of Directors of the Company within the scope of competence of the general meeting, on the basis of the authorization of decree no. 102/2020. (IV.10.) on divergent provisions concerning the operation of personal and asset pooling organizations during the State of Emergency („**Decree**”) took the following decisions by written decision without holding a meeting on the 29th of April 2020:

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 1/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors decides to approve it with the content prepared and sent to the Members of the Board of Directors in advance - as an annex to the proposal.

- the submission of the Board of Directors regarding the annual accounts, balance sheet and income statement for 2019 , and on the division of profit for 2019;
- the Board of Directors’ report of the Company’s business activity for 2019;
- the Auditor’s report of examination of the annual accounts, and description of the verification clause;
- the Audit Committee’s report of the annual accounts for 2019;
- the Supervisory Board’s report of the annual accounts for 2019;
- the Board of Directors’ report on the Company’s Management, the Company’s financial position and business policy.

The main data of the Company's 2019 annual report according to IFRS (International Financial Reporting Standards):

- HUF 24.183.682 thousand assets/equity and resources altogether
- HUF 5.649.511 thousand own equity
- HUF 3.049.436 thousand profit after tax

The main data of the Company's consolidated annual report for 2019 in accordance with IFRS (International Financial Reporting Standards):

- HUF 24.109.338 thousand assets/equity and resources altogether
- HUF 5.492.713 thousand own equity
- HUF 2.826.944 thousand total comprehensive profit after tax

Based on the authorization given by the Decree the Board of Directors also decides – taking into account the content of the presented 2019 annual reports –, that the Company pay a dividend of 22 HUF per share, (twenty-two Hungarian forints) after the 2019 business year. According to the authorization granted by the Decree, the Board of Directors also decides to authorize the Board of Directors to

determine the date of dividend payment taking into account the current liquidity situation of the Company, provided that the dividend is paid by 31st of December 2020 at the latest.

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 2/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors decides to adopt the Corporate Governance Report for 2019 in line with the submission.

The Board of Directors unanimously (with 4 yes (100%), 0 no (0%), 0 abstentions (0%) - Gellért Jászai did not vote due to personal involvement):

Resolution of the Board of Directors No. 3/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors - taking into account the position of the Nomination and Remuneration Committee of the Company – has concluded that Gellért Jászai President-CEO performed his work in 2019 with the priority of the interests of the Company in mind, in view of this, the Board of Directors decides to issue discharge certifying for 2019 for Gellért Jászai President-CEO.

The Board of Directors unanimously (with 4 yes (100%), 0 no (0%), 0 abstentions (0%) - Aladin Ádám Linczényi did not vote due to personal involvement):

Resolution of the Board of Directors No. 4/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors - taking into account the position of the Nomination and Remuneration Committee of the Company – has concluded that Aladin Ádám Linczényi member of the Board of Directors performed his work in 2019 with the priority of the interests of the Company in mind, in view of this, the Board of Directors decides to issue discharge certifying for 2019 for Aladin Ádám Linczényi member of the Board of Directors.

The Board of Directors unanimously (with 4 yes (100%), 0 no (0%), 0 abstentions (0%) - Béla Zibriczki did not vote due to personal involvement):

Resolution of the Board of Directors No. 5/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors - taking into account the position of the Nomination and Remuneration Committee of the Company – has concluded that Béla Zibriczki

member of the Board of Directors performed his work in 2019 with the priority of the interests of the Company in mind, in view of this, the Board of Directors decides to issue discharge certifying for 2019 for Béla Zibriczki member of the Board of Directors.

The Board of Directors unanimously (with 4 yes (100%), 0 no (0%), 0 abstentions (0%) - Béla Zsolt Tóth did not vote due to personal involvement):

Resolution of the Board of Directors No. 6/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors - taking into account the position of the Nomination and Remuneration Committee of the Company – has concluded that Béla Zsolt Tóth member of the Board of Directors performed his work in 2019 with the priority of the interests of the Company in mind, in view of this, the Board of Directors decides to issue discharge certifying for 2019 for Béla Zsolt Tóth member of the Board of Directors.

The Board of Directors unanimously (with 4 yes (100%), 0 no (0%), 0 abstentions (0%) - Zoltán Simon did not vote due to personal involvement):

Resolution of the Board of Directors No. 7/2020. (IV. 29.)

Based on the authorization given by the Decree, the Board of Directors - taking into account the position of the Nomination and Remuneration Committee of the Company – has concluded that Zoltán Simon member of the Board of Directors performed his work in 2019 with the priority of the interests of the Company in mind, in view of this, the Board of Directors decides to issue discharge certifying for 2019 for Zoltán Simon member of the Board of Directors.

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 8/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors establishes by this resolution – regarding to the audit (engagement) contract concluded between the Company and INTERAUDITOR Neuner, Henzl, Honti Consulting Limited Liability Company (registered seat: Bulding A, 16-18., gf. 1/F. Vörösmarty street, Budapest, HU-1074; company registration number: 01-09-063211; tax number: 10272172-2-42; the person bearing responsibility for the audit: Zsuzsanna Freiszberger / mother's maiden name: Rózsa Mária Böczkös; address: 7 Rózsa street, Százhalombatta HU-2440; membership number issued by the chamber of auditors: 007229) on the 18th July 2018., – for the 2020 business year is also performed by INTERAUDITOR Kft.

Based on the authorization given by the Decree the Board of Directors decides – on the basis of prior negotiations with the Auditor – that to set the remuneration of the Auditor for the year 2020 in respect of the separate annual report of the Company in accordance with IAS-IFRS is HUF 7.900.000, - + VAT,

i.e. seven million nine hundred thousand Hungarian forints + VAT (gross HUF 10.033.000 Hungarian forints), while in respect of the consolidated annual accounts of the Company HUF 2.500.000, - + VAT, i.e. two million five hundred thousand Hungarian forints + VAT, (gross HUF 3.175.000 Hungarian forints).

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 9/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors decides to adopt the launch of the Employee Stock Ownership Program (“ESOP”) at the Company and the establishment of its organization (the “ESOP Organization”) called the 4iG Employee Stock Ownership Program Organization, abbreviated 4iG ESOP Organization and approves its Articles of Association (hereinafter referred to as the “Articles of Association”) and Remuneration Policy (hereinafter referred to as the: “Remuneration Policy”), furthermore ensure that the Articles of Association and the Remuneration Policy are countersigned by an attorney-at-law. The Articles of Association of the ESOP Organization is attached (Annex 1) to this Resolution and the ESOP Remuneration Policy is attached (Annex 2) to this Resolution.

Based on the authorization given by the Decree the Board of Directors decides to entrust the Kertész and Partners Law Firm (registered seat: 59 Andrásy Road Budapest, HU-1062) for a definite period of seven (7) years to act as a proxy of the supreme body of the ESOP Organization.

Based on the authorization given by the Decree the Board of Directors decides with this present resolution that Olga Katalin Salánki (date of birth: 14.05.1977; address: 31. 5th floor. 41. Fehérvári Road, Budapest HU-1117, mother’s maiden name: Katalin Bacsa, tax number: 8403103646) will be entitled to represent the ESOP Organization for an indefinite period of time.

Based on the authorization given by the Decree the Board of Directors decides that the ESOP Organization may use the name 4iG in its name and abbreviated name.

Based on the authorization given by the Decree the Board of Directors decides that for the purposes of the planned ESOP Remuneration Policy implementation, the Company, as the founder, will provide a call option entitling to acquire 2,500,000 (two million five hundred thousand) 4iG Plc. ordinary shares with a nominal value of 20 HUF, ISIN Identifier Code: HU0000167788 as an in-kind contribution for ESOP Organization. A total of 2,500,000 call options entitling to acquire the ordinary shares of 4iG Plc. will be transferred to the ESOP Organization by the 30th of April 2020 at the latest.

Based on the authorization given by the Decree, the Board of the Directors decides that, in accordance with the general principles set out in the ESOP Remuneration Policy, to make all other decisions and declarations necessary for the establishment, maintenance and operation of the ESOP Organization on behalf of 4iG Plc. The authorization shall cover, in particular, but not be limited to the launch of the Programs on which the ESOP Organization is based, the definition of its beneficiaries and the number of shares that may be acquired under the Programs and the conditions for their acquisition.

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 10/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors decides by this resolution that the supreme body of the Company or the decision-making body acting on behalf of the supreme body based on legal authorization will decide on the adoption of the Company's Remuneration Policy at a later date in 2020.

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 11/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors decides to adopt -attached to this present proposal for resolution- the consolidated text of the Rules of Procedure of the Supervisory Board with amendments.

The Board of Directors unanimously (5 yes (100%), 0 no (0%), 0 abstentions (0%) adopted the following resolution:

Resolution of the Board of Directors No. 12/2020. (IV. 29.)

Based on the authorization given by the Decree the Board of Directors decides to amend the provisions of the Articles of Association that are necessarily affected by the decisions made during the negotiation of the individual agenda items.

Based on the authorization given by the Decree the Board of Directors decides that the amendments to the Articles of Association are marked as follows: the text being ~~erossed~~ is deleted, while the text in bold, *italic* and underlined is inserted into the text of the Articles of Association.

Based on the authorization given by the Decree the Board of Directors decides to amend certain provisions of the Articles of Association as follows:

„1. INTRODUCTORY PROVISIONS

...

- 1.3. The Articles of Association replacing the former Articles of Incorporation was approved by the Company on the general meeting as of 25 April 2004, and it has been amended several times

by the general meeting. This consolidated and amended version of the Articles of Association was drafted on the basis of the ~~General Meeting~~ no. 12/2020. (IV.29.) resolution of the Board of Directors adopted on the 29th of April 2020 - within the scope of competence of the General Meeting- in accordance with the rules of decree no. 102/2020. (IV.10.) on divergent provisions concerning the operation of personal and asset pooling organizations during the State of Emergency and in accordance with the regulations of the Act V of 2013 on the Civil Code (hereinafter referred to as Act on the Civil Code).

„10. THE GENERAL MEETING

...

10.1. The scope of authority of the general meeting

Matters within the exclusive scope of the authority and the competence of the General Meeting:

- a) the decision on the establishment and amendment of the Articles of Association, unless provided otherwise by the Act on the Civil Code or the articles of association;
- b) the decision on the change of the form of operation of the Company;
- c) the decision on the transformation or termination of the Company without a legal successor;
- d) the election and removal of the members of the Board of Directors, the members of the Supervisory Board, the Auditor and the manager, as well as the establishment of their remuneration;
- e) acceptance of the annual financial statements;
- f) the decision on the distribution of dividends and interim dividends;
- g) modification of the rights attached to a certain series of shares and the transformation of categories or classes of shares;
- h) the decision on the issue of convertible bonds or bonds with subscription rights;
- i) decision – unless otherwise provided by the General Meeting – on share capital increase;
- j) the decision on the share capital decrease;
- k) the decision on exclusion of exercising subscription priority right, on the authorization of the Board of Directors to restrict or prohibit the exercise of subscription priority right;
- l) the decision on the acceptance of a public takeover bid made on the Company's own share;
- m) the decision on taking measures that would disturb the public takeover bidding procedure;
- n) ~~advisory voting of the Remuneration Policy of the Company the decision on the frameworks and guidelines of the long-term remuneration and incentive scheme applicable to the executive officers, supervisory board members and member of the senior management;~~
- o) election of the members of the Audit Committee;
- p) the decision on the initiation of listing on and delisting from the stock exchange of the Company's securities;
- q) Deleted;

- r) the approval of the rules of procedure of the Supervisory Board;
- s) the decision on all further subjects which are assigned to the exclusive scope of competence of the general meeting by the Act on the Civil Code or this Articles of Association.”

11. THE BOARD OF DIRECTORS

...

11.10. The decisions within the scope of the competences of the Board of Directors

...

11.10.4. The Board of Directors is entitled to make all other decisions and declarations necessary for the establishment, maintenance and operation of the Organization (“ESOP Organization”) within the framework of the Employee Stock Ownership Program (“ESOP”). The authorization shall cover, in particular, but not be limited to the launch of the Programs on which the ESOP Organization is based, the definition of its beneficiaries and the number of shares that may be acquired under the Programs and the extend and number of rights attached to the ordinary shares, and the conditions for their acquisition.

11.10.45. The Board of Directors is entitled to resolve upon questions not vested to the exclusive scope of the competence of the general meeting by either the Act on the Civil Code or by the present Articles of Association.”

„ 14. SUPERVISORY BOARD, AUDIT COMMITTEE

...

14.12. The Supervisory Board shall have a quorum if, in the case of a Supervisory Board consisting of three (3) members, all members, or, in the case of a Supervisory Board consisting more than three (3) members, minimum two-third of the members, but at least ~~four (4)~~ three (3) members are present. The Supervisory Board shall adopt its resolutions with the simple majority of the votes.”

In accordance with the Decree, the resolutions adopted in the above-mentioned competence of the General Meeting are published in accordance with the provisions of paragraph 3:279 of the Civil Code on the websites of the Company (www.4ig.hu), the Budapest Stock Exchange (www.bet.hu) and the Magyar Nemzeti Bank (kozvettelek.mnb.hu).

The Company informs the Esteemed Investors and Shareholders that according to Section 9 (7) of the Decree, shareholders with at least 1% of the votes may request the convening of the General Meeting by the Board of Directors within 30 (thirty) days after the end of the emergency for the subsequent approval of a resolution of the general meeting taken during an emergency - excluding the decision approving the use of the accounts and the after-tax profits. According to Section 9 (6) of the Decree, the request to hold a general meeting for the subsequent approval of the annual report and the use of after-tax profits must be initiated by shareholders with at least 1% of the votes by 31th of May 2020.

If the period between the termination of the emergency and 1st of April of the following calendar year is less than 180 days, it is not possible to convene the General Meeting as above, however, the approval of the General Meeting's resolutions during the emergency may be on the agenda.

29th of April 2020, Budapest

4iG Plc.
Board of Directors