

## Bondholders' Meeting Invitation

By way of publication of this invitation (“**Invitation**”) on [www.cordiahomes.com](http://www.cordiahomes.com), the Issuer’s publications section of the Budapest Stock Exchange’s website ([https://www.bet.hu/kereso?category=NEWS\\_NOT\\_BET&issuer=CORDIA%20International%20Zrt.](https://www.bet.hu/kereso?category=NEWS_NOT_BET&issuer=CORDIA%20International%20Zrt.)), and the National Bank of Hungary’s website (<https://kozzetetelek.mnb.hu/>), **Cordia International Zrt.** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; company registration number: 01-10-048844; tax number: 25558098-2-42; “**Issuer**”) hereby convenes the Bondholders’ Meeting (“**Bondholders’ Meeting**”) regarding the CORDIA 2026/I HUF Kötvény (ticker: CORDIA2026; ISIN: HU0000359211; “**Issued Bond**” or “**Issued Bonds**”) as follows,

- I. Date:** June 23, 2020
- II. Time:** 13:00 p.m., Budapest time
- III. Place:** H-1082 Budapest, Futó utca 47-53. VII. em.
- IV. Chairman** Tibor Földi (mother’s maiden name: Emódi Ilona Erzsébet; birth date: 1975/08/20; tax number: 8396771448) – nominated in accordance with section 3(a) of the By-Laws
- V. Agenda:**

1. Decision on the Technical Amendments (as defined below) relating to the Tap Issuance (as defined below)

*Information relating to the 1<sup>st</sup> point of the Agenda:*

Reference is made to section 4 “*Terms and Conditions of the Bonds*” (“**Section 4**”) set out in the dematerialised securities document (in Hungarian “*okirat*”) (“**Document**”) containing the particulars of the Issued Bonds and the series of the Issued Bonds (“**Series**”) and deposited with KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (English name: KELER Ltd.; registered seat: 1074 Budapest, Rákóczi út 70-72.; company registration number: Cg.01-10-042346; tax number: 10873151-2-44).

The Issuer is contemplating to make a tap issuance (in Hungarian “*rábocsátás*”) (“**Tap Issuance**”) by issuing new bonds (“**New Bonds**”) of the same Series. The Tap Issuance would not violate the Issuer’s financial undertakings.

The Tap Issuance would result in technical amendments in Section 4, i.e the number of tranches will be two and the total number of bonds will increase by maximum 660 pieces and the total face value of the bonds shall increase by maximum HUF 33 billion (the “**Technical Amendments**”). Apart from the amendments related to the Tap Issuance, the conditions of the bonds would not change.

Further to the above, the Bondholders will decide on the following draft resolution:

**A CORDIA 2026/I HUF Kötvény (ISIN kód: HU0000359211) Kötvényeseinek határozata(i)**

**1/2020 ([2020. június [NAP].) sz. határozat**

Tekintettel arra, hogy a **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (székhely: 1082 Budapest, Futó utca 47-53. VII. em.; cégjegyzékszám: Cg. 01-10-048844; adószám: 25558098-2-42), mint a **CORDIA 2026/I HUF Kötvény** (név: CORDIA 2026/I HUF Kötvény; rövid név: CORDIA2026; ISIN kód: HU0000359211; a **“Sorozat”**) kibocsátója, új kötvények kibocsátását tervezi a Sorozaton belüli rábocsátás keretében, a Kötvényesek elhatározzák, hogy javasolják, elfogadják, és jóváhagyják a Sorozat KELER Központi Értéktár Zártkörűen Működő Részvénytársaságnál (angol elnevezés: KELER Ltd.; székhely: 1074 Budapest, Rákóczi út 70-72.; cégjegyzékszám: Cg.01-10-042346; adószám: 10873151-2-44) elhelyezett feltételeit tartalmazó okiratban foglaltak (a **”Feltételek”**) technikai módosítását és kiegészítését (**„Technikai Módosítások”**), a következők szerint:

**A Kötvényesek ezennel jóváhagyják a Technikai Módosításokat és ezennel felhatalmazzák a Kibocsátót hogy végrehajtsa a Feltételek Technikai Módosításait: a Sorozaton belüli sorozatrészek (ún. Tranche-ek) száma kettő, a Sorozaton belül kibocsátott kötvények száma maximum 660 darabbal emelkedik, és a Sorozaton belül kibocsátott kötvények össznévértéke maximum 33 milliárd Ft-al növekszik.**

A jelen határozat magyar és angol nyelveken került elkészítésre és bármilyen a magyar és az angol nyelvű szövegezek közötti eltérés

**Resolution(s) of the Bondholders of CORDIA 2026/I HUF Kötvény (ISIN Code: HU0000359211)**

**Resolution No. 1/2020 (June [DAY], 2020)**

Having regard that **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; court registration number: Cg. 01-10-048844; tax number: 25558098-2-42), as the issuer of **CORDIA 2026/I HUF Kötvény** (name: CORDIA 2026/I HUF Kötvény; short name: CORDIA2026; ISIN Code: HU0000359211; the **“Series”**), is contemplating to make a tap issuance (in Hungarian **“rábocsátás”**) and to issue new bonds within the Series, the Bondholders hereby resolve to propose, consent to, and approve the technical modifications and amendments (**“Technical Amendments”**) of the information as set out in the dematerialised securities document (in Hungarian **“okirat”**) containing the particulars of the Series (**“Conditions”**) and deposited with KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (English name: KELER Ltd.; registered seat: 1074 Budapest, Rákóczi út 70-72.; company registration number: Cg.01-10-042346; tax number: 10873151-2-44), as follows:

**The Bondholders’ Meeting hereby approves the Technical Amendments and authorises the Issuer to execute the Technical Amendments of the Conditions: the number of tranches will be two, the number of bonds shall increase by maximum 660 pieces and the total face value of the bonds shall increase by maximum HUF 33 billion.**

This resolution has been drawn up in English and in Hungarian languages and in case any difference between the

esetén magyar nyelvű szövegezés az English and the Hungarian wording, the  
irányadó. Hungarian wording shall prevail.

#### **VI. Participation:**

1. The right to participate in the Bondholders' Meeting (including any adjourned Bondholders' Meeting) shall vest with the Bondholder who, at the drawing up of the attendance list of the Bondholders' Meeting (as set forth in point VI.2 below), has submitted an Ownership Certificate with a record date no earlier than two (2) Business Days prior to the date of the Bondholders' Meeting.
2. Upon the opening of the Bondholders' Meeting and the election of the Chairman (if applicable), an attendance list will be drawn up, immediately. The attendance list will include the: (i) identification details of the Bondholders, (ii) the number of Issued Bonds held by the Bondholders, (iii) the aggregate Face Value of the Issued Bonds held by the Bondholders being present, (iv) the number of votes to which the Bondholders are entitled to, and (v) type of participation (personal or by way of representative), respectively.

#### **VII. Participation via proxy**

1. A Bondholder can be represented at the Bondholders' Meeting by a proxy. In case a Bondholder would like to be represented by a proxy, the respective Bondholder is asked to fill, duly sign, and send back to the Issuer, the power of attorney - in which the respective Bondholder authorizes Raiffeisen Bank Zrt. (registered seat: 1054 Budapest, Akadémia utca 6.; company registration number: 01-10-041042) – as attached to this invitation as Annex 1, in a document with full probative force (“teljes bizonyító erejű”), or provide a power of attorney to a proxy of the respective Bondholder's choice, in accordance with the By-Laws.
2. In case a Bondholder is represented by a representative or a proxy at the Bondholders' Meeting, such representative shall evidence its right of representation at the Bondholders' Meeting, by providing the underlying documents in form qualifying at least private deed with full probative force (“teljes bizonyító erejű magánokirat”) in original or certified copy.
3. Please note that a member of the Issuer's corporate bodies or an employee of the Issuer cannot act as a proxy for a Bondholder.

#### **VIII. State of emergency notice:**

1. In the event the Bondholders' Meeting is not permitted to be held at the date and time as specified in this Invitation by any applicable law (especially, but not limited to any Covid-19 related legislation), the Issuer, prior to the commencement of the Bondholders' Meeting, will notify the Bondholders thereof, without any delay but not later than 10:00 a.m., Budapest time at the date of the Bondholders' Meeting. In the above event, the Bondholders' Meeting will not be held.
2. In such case the Bondholders will decide on the matter(s) set out in the agenda of this Invitation by voting in writing, without holding the Bondholders' Meeting as set forth in the ballot paper included in Annex 2 of this Invitation, and in accordance with the government decree on the rules of operation of organizations during the state of emergency No. 102/2020 (IV. 10.), or any other applicable law. In this case, each Bondholder or its proxy (as the case may be) is asked to fill, sign and send the ballot paper included in Annex 2 of this Invitation

back to the Issuer's e-mail address ([Tibor.Foldi@cordiahomes.com](mailto:Tibor.Foldi@cordiahomes.com)) or registered seat until June 23, 2020.

3. A Bondholder can be represented in respect of the voting in writing, without holding the Bondholders' Meeting as set forth in this section VIII. by a proxy.

**IX. Date of publication of this invitation:** May 22, 2020

**X. Miscellaneous information**

All capitalized terms used in this Invitation shall have the meaning as defined in the information document prepared in connection with the Issued Bonds and dated January 23, 2020.

Place and date: Budapest, May 22, 2020

By: \_\_\_\_\_

Name: Tibor Földi

Position: President of the Board of Directors

**CORDIA International Zrt.**

## Annex 1

### Power of Attorney

[We/I], the undersigned [NAME] and [NAME] as authorised signatories of [ORGANIZATION NAME] (registered seat: [ADDRESS], tax number: [NUMBER]; “Bondholder”), hereby

Authorize

**Raiffeisen Bank Zrt.** (registered seat: 1054 Budapest, Akadémia utca 6.; company registration number: 01-10-041042; “Proxy”),<sup>1</sup>

to vote on behalf of the Bondholder by (please select your vote by putting an “X” mark in the box next to your vote (yes/no/abstain).

yes [ ]

no [ ]

abstain [ ]

on the adoption of the following resolution (“Vote”) of the meeting of the bondholders convened by **Cordia International Zrt.** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; company registration number: 01-10-048844; tax number: 25558098-2-42; “Issuer”) regarding the **CORDIA 2026/I HUF Kötvény** (ticker: CORDIA2026; ISIN: HU0000359211; “Issued Bond” or “Issued Bonds”) to H-1082 Budapest, Futó utca 47-53. VII. em. on June 23, 2020, 13:00 p.m., Budapest time (“Bondholders’ Meeting”):

**A CORDIA 2026/I HUF Kötvény (ISIN kód: HU0000359211) Kötvényeseinek határozata(i)**

1/2020 ([2020. június [NAP].) sz. határozat

Tekintettel arra, hogy a **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (székhely: 1082 Budapest, Futó utca 47-53. VII. em.; cégjegyzékszám: Cg. 01-10-048844; adószám: 25558098-2-42), mint a **CORDIA 2026/I HUF Kötvény** (név: CORDIA 2026/I HUF Kötvény; rövid név: CORDIA2026; ISIN kód: HU0000359211; a “Sorozat”) kibocsátója, új kötvények kibocsátását tervezi a Sorozaton belüli rábocsátás keretében, a Kötvényesek elhatározzák,

**Resolution(s) of the Bondholders of CORDIA 2026/I HUF Kötvény (ISIN Code: HU0000359211)**

Resolution No. 1/2020 (June [DAY], 2020)

Having regard that **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; court registration number: Cg. 01-10-048844; tax number: 25558098-2-42), as the issuer of **CORDIA 2026/I HUF Kötvény** (name: CORDIA 2026/I HUF Kötvény; short name: CORDIA2026; ISIN Code: HU0000359211; the “Series”), is contemplating to make a tap issuance (in Hungarian “rábocsátás”) and to issue new bonds within the Series,

<sup>1</sup> If you wish to select another proxy, please change the information of the Proxy.

hogy javasolják, elfogadják, és jóváhagyják a Sorozat KELER Központi Értéktár Zártkörűen Működő Részvénytársaságnál (angol elnevezés: KELER Ltd.; székhely: 1074 Budapest, Rákóczi út 70-72.; cégjegyzékszám: Cg.01-10-042346; adószám: 10873151-2-44) elhelyezett feltételeit tartalmazó okiratban foglaltak (a "Feltételek") technikai módosítását és kiegészítését („Technikai Módosítások”), a következők szerint:

**A Kötvényesek ezennel jóváhagyják a Technikai Módosításokat és ezennel felhatalmazzák a Kibocsátót hogy végrehajtsa a Feltételek Technikai Módosításait: a Sorozaton belüli sorozatrészletek (ún. Tranche-ek) száma kettő, a Sorozaton belül kibocsátott kötvények száma maximum 660 darabbal emelkedik, és a Sorozaton belül kibocsátott kötvények össznévértéke maximum 33 milliárd Ft-al növekszik.**

A jelen határozat magyar és angol nyelveken került elkészítésre és bármilyen a magyar és az angol nyelvű szövegezek közötti eltérés esetén magyar nyelvű szövegezés az irányadó.

In case the Bondholders' Meeting is not permitted to be held at the date and time as specified above by any applicable law (especially, but not limited to any Covid-19 related legislation) and as set out in section VIII of the invitation for the Bondholders' Meeting ("Invitation"), the Proxy is entitled to vote on behalf of the Bondholder according to the Vote indicated above at the voting in writing, without holding the Bondholders' Meeting as set forth in the ballot paper included in Annex 2 of the Invitation.

(i)

This power of attorney is effective until its withdrawal.

Signed in \_\_\_\_\_, on \_\_\_\_\_, 2020

the Bondholders hereby resolve to propose, consent, and approve the technical modifications and amendments ("Technical Amendments") of the information as set out in the dematerialised securities document (in Hungarian "okirat") containing the particulars of the Series ("Conditions") and deposited with KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (English name: KELER Ltd.; registered seat: 1074 Budapest, Rákóczi út 70-72.; company registration number: Cg.01-10-042346; tax number: 10873151-2-44), as follows:

**The Bondholders' Meeting hereby approves the Technical Amendments and authorises the Issuer to execute the Technical Amendments of the Conditions: the number of tranches will be two, the number of bonds shall increase by maximum 660 pieces and the total face value of the bonds shall increase by maximum HUF 33 billion.**

This resolution has been drawn up in English and in Hungarian languages and in case any difference between the English and the Hungarian wording, the Hungarian wording shall prevail.

By: \_\_\_\_\_  
Name: [NAME]  
Position: [POSITION]  
[ORGANIZATION NAME]

By: \_\_\_\_\_  
Name: [NAME]  
Position: [POSITION]  
[ORGANIZATION NAME]

I hereby accept the above authorization:

By: \_\_\_\_\_  
Name:  
Position:  
**Raiffeisen Bank Zrt.**

By: \_\_\_\_\_  
Name:  
Position:  
**Raiffeisen Bank Zrt.**

## Annex 2

### Ballot Paper

in relation to **CORDIA 2026/I HUF Kötvény** (name: CORDIA 2026/I HUF Kötvény; short name: CORDIA2026; ISIN Code: HU0000359211) **issued by CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; court registration number: Cg. 01-10-048844; tax number: 25558098-2-42; “**Issuer**”)

### For adopting resolution(s) in writing, without convening the Bondholders’ Meeting

Please fill, sign and send this ballot paper back to the Issuer’s e-mail address ([Tibor.Foldi@cordiahomes.com](mailto:Tibor.Foldi@cordiahomes.com)) or registered seat until June 23, 2020.

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*Rules, agenda and draft resolution(s) for the extraordinary voting on adoption of resolution(s) in accordance with the government decree on the rules of operation of organizations during the state of emergency No. 102/2020 (IV. 10.) (“**Decree**”).*

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### **RULES OF THIS EXTRAORDINARY VOTING on adoption of resolution(s) in accordance with the Decree.**

1. The Issuer has convened a Bondholders’ Meeting with the agenda as set out herein to H-1082 Budapest, Futó utca 47-53. VII. em. on June 23, 2020, 13:00 p.m., Budapest time (“**Formal Bondholders’ Meeting**”).
2. In case the Formal Bondholders’ Meeting is not permitted to be held at the date and time as specified above by any applicable law (especially, but not limited to any Covid-19 related legislation), the Issuer announced this extraordinary voting (as Annex 2 to the invitation relating to the Formal Bondholders’ Meeting) on adoption of resolution(s) in writing, without holding the Bondholders’ Meeting.
3. If, pursuant to section 2 of this ballot paper, this extraordinary voting on adoption of resolution(s) in writing, without holding the Bondholders’ Meeting applies, the Bondholders adopt their decision in relation to the below agenda as set forth herein.
4. The chairman of the Bondholders’ Meeting appointed by the Issuer is Tibor Földi (mother’s maiden name: Emődi Ilona Erzsébet; birth date: 1975/08/20; tax number: 8396771448; “**Chairman**”).
5. The decision (adoption or rejection) on the below draft resolution(s) shall be deemed to be made if the Chairman receives the number of votes which would have been required for the quorum of the Formal Bondholder’s Meeting.
6. A vote is valid in case it unequivocally specifies the name, address/registered seat, name of representative of the Bondholder, the draft resolution(s) the Bondholders vote on, the number of the draft resolution(s), and the vote on the draft resolution(s).
7. The Bondholders may send their votes,
  - a. in writing via post or courier; or



- b. via e-mail and signed by the use of qualified electronic signature (“*minősített elektronikus aláírás*”) or advanced electronic signature (“*minősített tanúsítványon alapuló fokozott biztonságú elektronikus aláírás*”).

The Bondholders are not required to attach an Ownership Certificate to the ballot paper as it will be obtained by the Issuer.

8. The Bondholders can be represented by a proxy in respect of this extraordinary voting on adoption of resolution(s) in writing, without holding the Bondholders' Meeting.
9. In case a Bondholder is represented by a proxy, such proxy shall evidence its right of representation by attaching the filled and duly signed power of attorney as included in Annex 1 of the invitation for the Formal Bondholders' Meeting to the ballot paper included in Annex 2 of the invitation for the Formal Bondholders' Meeting, in form qualifying at least private deed with full probative force (“*teljes bizonyító erejű magánokirat*”) in original or certified copy.
10. The Chairman declares and announces the results of the voting within three (3) days following the date to which the Formal Bondholders' Meeting was scheduled.
11. In case the Bondholders adopt the below draft resolution(s), the Issuer will publish a related declaration on its website within three (3) Business Days following the date to which the Formal Bondholders' Meeting was scheduled.
12. The date of the Bondholders' resolution(s) will be the date to which the Formal Bondholders' Meeting was scheduled.
13. Pursuant to the Decree, in case if this voting in writing takes place, the Bondholders are not entitled to propose to convene the Bondholders' Meeting physically or to hold the Bondholders' Meeting via electronic communication device.
14. If not stated otherwise herein, the rules set forth in the By-Laws shall apply in a manner and to the extent those can reasonably be applied in accordance with the rules laid down herein and during this extraordinary voting on adoption of resolution(s) in writing, without convening the Bondholders' Meeting.
15. All capitalized terms used in herein shall have the meaning as defined in the information document for the CORDIA 2026/I HUF Kötvény (name: CORDIA 2026/I HUF Kötvény; short name: CORDIA2026; ISIN Code: HU0000359211) dated as January 23, 2020.

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## AGENDA

Reference is made to section 4 “*Terms and Conditions of the Bonds*” (the “**Section 4**”) set out in the dematerialised securities document (in Hungarian “*okirat*”) (the “**Document**”) containing the particulars of CORDIA 2026 bonds (name: **CORDIA 2026/I HUF Kötvény**; short name: CORDIA2026; ISIN Code: HU0000359211) (the “**Issued Bonds**”) and the series of the Issued Bonds “**Series**”) and deposited with KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (English name: KELER Ltd.; registered seat: 1074 Budapest, Rákóczi út 70-72.; company registration number: Cg.01-10-042346; tax number: 10873151-2-44).

**CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; court registration number: Cg. 01-10-048844; tax number: 25558098-2-42), the issuer of the Issued Bonds (the "**Issuer**") is contemplating to make a tap issuance (in Hungarian "*rábocsátás*") (the "**Tap Issuance**") by issuing new bonds (the "**New Bonds**") of the same Series. The Tap Issuance would not violate the Issuer's financial undertakings.

The Tap Issuance would result in technical amendments in Section 4, i.e. the number of tranches will be two and the total number of bonds will increase by maximum 660 pieces and the total face value of the bonds shall increase by maximum HUF 33 billion (the "**Technical Amendments**"). Apart from this, the conditions of the bonds would not change.

Further to the above, the Bondholders are voting on the following resolution:

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## DRAFT RESOLUTION(S)

**A CORDIA 2026/I HUF Kötvény (ISIN kód: HU0000359211) Kötvényeseinek írásban hozott határozata(i)**

**1/2020 ([2020. június [NAP].) sz. határozat**

Tekintettel arra, hogy a **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (székhely: 1082 Budapest, Futó utca 47-53. VII. em.; cégjegyzékszám: Cg. 01-10-048844; adószám: 25558098-2-42), mint a **CORDIA 2026/I HUF Kötvény** (név: CORDIA 2026/I HUF Kötvény; rövid név: CORDIA2026; ISIN kód: HU0000359211; a **“Sorozat”**) kibocsátója, új kötvények kibocsátását tervezi a Sorozaton belüli rábocsátás keretében, a Kötvényesek elhatározzák, hogy javasolják, elfogadják, és jóváhagyják a Sorozat KELER Központi Értéktár Zártkörűen Működő Részvénytársaságnál (angol elnevezés: KELER Ltd.; székhely: 1074 Budapest, Rákóczi út 70-72.; cégjegyzékszám: Cg.01-10-042346; adószám: 10873151-2-44) elhelyezett feltételeit tartalmazó okiratban foglaltak (a **”Feltételek”**) technikai módosítását és kiegészítését (**„Technikai Módosítások”**), a következők szerint:

**A Kötvényesek ezennel jóváhagyják a Technikai Módosításokat és ezennel felhatalmazzák a Kibocsátót hogy végrehajtsa a Feltételek Technikai Módosításait: a Sorozaton belüli sorozatrészek (ún. Tranche-ek) száma kettő, a Sorozaton belül kibocsátott kötvények száma maximum 660 darabbal emelkedik, és a Sorozaton belül kibocsátott kötvények össznévértéke maximum 33 milliárd Ft-al növekszik.**

**Resolution(s) of the Bondholders of CORDIA 2026/I HUF Kötvény (ISIN Code: HU0000359211) in writing**

**Resolution No. 1/2020 (June [DAY], 2020)**

Having regard that **CORDIA International Ingatlanfejlesztő Zártkörűen Működő Részvénytársaság** (registered seat: 1082 Budapest, Futó utca 47-53. VII. em.; court registration number: Cg. 01-10-048844; tax number: 25558098-2-42), as the issuer of **CORDIA 2026/I HUF Kötvény** (name: CORDIA 2026/I HUF Kötvény; short name: CORDIA2026; ISIN Code: HU0000359211; the **“Series”**), is contemplating to make a tap issuance (in Hungarian **“rábocsátás”**) and to issue new bonds within the Series, the Bondholders hereby resolve to propose, consent, and approve the technical modifications and amendments (**“Technical Amendments”**) of the information as set out in the dematerialised securities document (in Hungarian **“okirat”**) containing the particulars of the Series (**“Conditions”**) and deposited with KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (English name: KELER Ltd.; registered seat: 1074 Budapest, Rákóczi út 70-72.; company registration number: Cg.01-10-042346; tax number: 10873151-2-44), as follows:

**The Bondholders’ Meeting hereby approves the Technical Amendments and authorises the Issuer to execute the Technical Amendments of the Conditions: the number of tranches will be two, the number of bonds shall increase by maximum 660 pieces and the total face value of the bonds shall increase by maximum HUF 33 billion.**

A jelen határozat magyar és angol nyelveken került elkészítésre és bármilyen a magyar és az angol nyelvű szövegezők közötti eltérés esetén magyar nyelvű szövegezés az irányadó.

This resolution has been drawn up in English and in Hungarian languages and in case any difference between the English and the Hungarian wording, the Hungarian wording shall prevail.

**Please mark your vote (put an “X” mark in the box next to your vote):**

Yes [ ]  
No [ ]  
Abstain [ ]

\*\*\*\*

Place and date: \_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

\_\_\_\_\_  
Name of representative: \_\_\_\_\_

Position of representative: \_\_\_\_\_

Bondholder's name: \_\_\_\_\_

Bondholder's address/registered seat: \_\_\_\_\_