



SUBMISSIONS AND PROPOSALS FOR RESOLUTION

OPUS GLOBAL Public Limited Company

ANNUAL ORDINARY GENERAL MEETING

held on the 30th April 2021 at 10:00 am

OPUS GLOBAL Public Limited Company (seat of business: 1062 Budapest, Andrásy út 59.; company registration number: 01-10-042533; court of registration: Fővárosi Törvényszék Cégbírósága (in English: Company Registry Court of Budapest-Capital Regional Court) "**Company**") hereby respectfully informs the Esteemed Shareholders on the submissions and proposals for resolution in respect of the agenda items of the annual general meeting (hereinafter referred to as **General Meeting**) held on 30th April 2020.

Firstly, the Board of Directors of the Company shall hereby state and confirm the preamble included in the Invitation Letter of the General Meeting, namely, in view of the exceptional situation in Hungary due to the human pandemic causing mass illness endangering the safety of life and property (Covid-19) and taking into account the provisions of the relevant existing legislation - in particular the exact rules of the Act I of 2021 on the prevention of the coronavirus pandemic extended the validity of Government Decree no. 502/2020 (XI. 16.) on the re-introduction of various provisions on the operation of personal and property pooling organizations in the event of a State of Danger ("**Government Decree**") until 22 May 2021 - **the Company does not see any possibility to hold the Annual Ordinary General Meeting** scheduled for 30th April 2021, according to the published Company Event Calendar in accordance with the requirements included in the Articles of Association of the Company with **personal presence** pursuant to Section 9 of the Government Decree.

At the same time, our Company does everything to comply with all the applicable legal requirements in force upon acting fully, and, hence, to inform its Esteemed Investors precisely on the evolved situation and its operation, and, accordingly on every substantial information related to the convocation and holding of the General Meeting.

The Board of Directors of the Company, under the authority of Section 9 of the Government Decree, plans to adopt resolutions on the issues included in the published agenda on 30th April 2021 in accordance with the following submissions and proposals for resolutions.



OPUS GLOBAL Plc
59 Andrásy str.
Budapest 1062, Hungary
CRN: 01-10-042533

phone: +36 1 433 0700
e-mail: info@opusglobal.hu
www.opusglobal.hu

We wish to emphasize to the extent that the case of emergency is ceased by the scheduled date of the General Meeting, then the General Meeting will be held in line with the provisions included in this Invitation Letter upon full and simultaneous disclosure of information for its Esteemed Shareholders.

Agenda item No. 1

Decision on the approval of the annual financial report of the Company for 2020 compiled in line with IFRS on the basis of the submissions of the Board of Directors, and on the opinion of the Audit Committee and the Supervisory Board, and on the statement of the Auditor.

Submission to Agenda item No. 1:

Regarding the hereof agenda item, the Board of Directors shall hereby inform the Esteemed Shareholders on the preparation the Company's individual non-consolidated annual report for 2020 compiled in line with IFRS as part of the Company's individual annual report for 2020 and on the measures done to make the hereof report and the Supervisory Board and Audit Committee report and the audit report made by the Company's Auditor available for its Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank upon disclosure – and, thus, it is downloadable without restrictions.

The Board of Directors proposes the approval of the Company's individual non-consolidated annual report for 2020 compiled in line with IFRS with a balance sheet total of 228,526,083 HUF in thousands, with a profit after tax of 6,966,240 HUF in thousands, total comprehensive income of 6,966,240 HUF in thousands, and all its annexes with the hereinunder main data by the General Meeting as follows:

Invested assets:	180,168,387 HUF in thousands
Current assets:	48,357,696 HUF in thousands
Assets in total:	228,526,083 HUF in thousands
Own Equity:	197,846,973 HUF in thousands
out of which issued share capital:	17,541,151 HUF in thousands
Liabilities:	30,679,110 HUF in thousands
Resources in total:	228.526.083 HUF in thousands

In line with the hereinabove, the Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows

Proposal for resolution to Agenda item No. 1:

General Meeting Resolution [•]/2021 (IV.30):

Upon this General Meeting Resolution the General Meeting shall hereby adopt the Company's individual non-consolidated annual report for 2020 compiled in line with IFRS with its annexes upon the Balance sheet total in the amount of 228,526,083,-HUF in thousands, and upon the profit after tax in the amount of 6,966,240,-HUF in thousands total comprehensive income of 6,966,240 HUF in thousands and with the following main data:

Invested assets:	180,168,387 HUF in thousands
Current assets:	48,357,696 HUF in thousands
Assets in total:	228,526,083 HUF in thousands
Own Equity:	197,846,973 HUF in thousands
out of which issued share capital:	17,541,151 HUF in thousands
Liabilities:	30,679,110 HUF in thousands
Resources in total:	228.526.083 HUF in thousands

Furthermore, upon this resolution the General Meeting shall hereby record its knowledge and state the acknowledgment of the relevant audit report and the written report of the Supervisory Board and the Audit Committee.

Agenda item No. 2:

Decision on the approval of the annual consolidated financial report of the Company for 2020 compiled in line with IFRS on the basis of the submission of the Board of Directors, the opinion of the Audit Committee and the Supervisory Board, and on the statement of the Auditor.

Submission to Agenda item No. 2:

Regarding the hereof agenda item, the Board of Directors shall hereby inform the Esteemed Shareholders on the preparation the Company's consolidated annual report for 2020 compiled in line with IFRS as part of the Company's individual annual report for 2020 and on the measures done to make the hereof report and the Supervisory Board and Audit Committee report and the audit report made by the Company's Auditor available for its Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank upon disclosure – and, thus, it is downloadable without restrictions.

The Board of Directors proposes the approval of the Company's consolidated annual report for 2020 compiled in line with IFRS with a balance sheet total of 560,083,276 HUF in thousands, with a profit after tax of - 6,234,161 HUF in thousands, total comprehensive income of - 5,583,118 HUF in thousands, and all its annexes with the hereinunder main data by the General Meeting as follows:

Over-the-year assets:	355.012.085 HUF in thousands
Current assets:	205.071.191 HUF in thousands
Assets in total:	560.083.276 HUF in thousands

Own Equity:	227,618,628 HUF in thousands
Liabilities:	332.464.648 HUF in thousands
Total resources:	560.083.276 HUF in thousands

In line with the hereinabove, the Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 2:

General Meeting Resolution [•]/2021 (IV.30):

Upon this General Meeting Resolution the General Meeting shall hereby adopt the Company's consolidated annual report for 2020 compiled in line with IFRS with its annexes upon the Balance sheet total in the amount of 560,083,276,-HUF in thousands, and upon the profit after tax in the amount of - 6,234,161,-HUF in thousands total comprehensive income of - 5,583,118 HUF in thousands and with the following main data:

Over-the-year assets:	355.012.085 HUF in thousands
Current assets:	205.071.191 HUF in thousands
Assets in total:	560.083.276 HUF in thousands
Own Equity:	227,618,628 HUF in thousands
Liabilities:	332.464.648 HUF in thousands
Total resources:	560.083.276 HUF in thousands

The General Meeting shall also record its knowledge and acknowledgement of the relevant audit report, the written report of the Supervisory Board and the Audit Committee.

Agenda item No. 3:

Decision on the approval of the Annual Report of the Company for 2020.

Submission to Agenda item No. 3:

The Board of Directors shall hereby inform the Esteemed Shareholders on the preparation of the hereinabove approved the Company's 2020 individual annual report and its consolidated annual report for 2020, together with all its elements and annexes, in particular the management report on the presentation of the Company's business performance, improvement and the consolidated management report and took measures to make the hereof reports available its Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank upon disclosure – and, thus, it is downloadable without restrictions.

The Board of Directors proposes the approval of the Company's 2020 individual annual report and its consolidated annual report for 2020, together with all its elements and annexes, in particular on the presentation of the Company's business performance, improvement and the consolidated management report.

In line with the hereinabove, the Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 3:

General Meeting Resolution [•]/2021 (IV.30):

Upon this resolution the General Meeting shall hereby adopt the Company's individual annual report for 2020, and the consolidated annual report for 2020 together with all its elements and annexes, in particular on the presentation of the Company's business performance, improvement and the consolidated management report.

The General Meeting shall also record its knowledge and acknowledgement of the relevant audit report, the written report of the Supervisory Board and the Audit Committee.

Agenda item No. 4

Decision on the approval of the use of the after-tax profit for 2020.

Submission to Agenda item No. 4:

The Board of Directors recommends that the Company's after-tax profit for 2020 total in the amount of 6,966,240 HUF in thousands will be accounted for the accumulated profit reserve and no dividends will be paid to ensure, – inter alia – adequate financing of the OPUS Group and to fulfil the company's commitments in respect of the issue of bonds to be carried out by the Company in accordance with the resolution of the Board of Directors taken within the competence of the General Meeting on 21 December 2020.

In line with the hereinabove, the Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 4:

General Meeting Resolution [•]/2021 (IV.30):

Upon this resolution the General Meeting shall hereby state that the Company's after-tax profit for 2020 total in the amount of 6,966,240 HUF in thousands will be accounted for the accumulated profit reserve and no dividends will be paid.

Agenda item No. 5

Decision on the approval of the Corporate Governance Report (hereinafter referred to as CGR) of the Company for 2020.

Submission to Agenda item No. 5:

The Board of Directors shall hereby inform the Esteemed Shareholders on the preparation of the Corporate Governance Report for 2020 of the Company presenting the practice of the corporate governance and the Board of Directors took measures on making the hereof report available for its Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank upon disclosure – and, thus, it is downloadable without restrictions.

The Board of Directors shall hereby propose for the General Meeting to acknowledge the Corporate Governance Report for 2020 of the Company presenting the practice of the corporate governance.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 5:

General Meeting Resolution [•]/2021 (IV.30):

Upon this resolution the General Meeting shall hereby adopt the Corporate Governance Report for 2020 of the Company presenting the practice of the corporate governance.

Agenda item No. 6

Decision on the evaluation of the work performed by the Board of Directors and on issuing the discharges for its members.

Submission to Agenda item No. 6:

The Board of Directors shall hereby propose for the General Meeting to make decision on the compliance of the management activities of the members of the Board of Directors performed in the year of 2020 and the thereto discharge on compliance with regard to the fact that the members of the Board of Directors performed their activities upon keeping the primary interest of the Company in mind.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 6:

General Meeting Resolution [•]/2021 (IV.30):

Upon this resolution the General Meeting shall hereby state that the members of the Board of Directors performed their activities upon keeping the primary interest of the Company in mind in 2020, and, consequently, the discharge on the compliance of the management activities of the members is to be issued for the members of the Board of Directors for 2020.

Agenda item No. 7

Decision on the election of the statutory auditor of the Company and on the determination of the hereof remuneration

Submission to Agenda item No. 7:

The Board of Directors informs the Esteemed Shareholders that the Board of Directors of the Company, in agreement with the Company's Audit Committee, has decided not to propose a permanent statutory auditor's election in the General Meeting scheduled for the 30 April 2021, however, in this respect ,the Company will conduct a preliminary selection procedure in accordance with the legal requirements by the 30 June 2021 , after this procedure an extraordinary general meeting will be convened in order to elect a new permanent statutory auditor of the Company, and the proposal to be presented and submitted to this extraordinary general meeting will include the recommendation and election proposal of the Company Audit Committee on the basis of the results of the selection procedure for the new permanent statutory auditor.

Nevertheless, the Board of Directors informs the Esteemed Shareholders that, according to Article 9 (9) of Government Decree no. 502/2020 (XI. 16.) on the re-introduction of various provisions on the operation of personal and property pooling organizations in the event of a State of Danger, the Company's current permanent statutory auditor, BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság (seat of business: 1103 Budapest, Kőér utca 2/A C. intact. ; company registration number: 01-09-867785) mandate will not expire on the date of the adoption of the Company 's 2020 annual report, it will remain in force until the next general meeting after the end of the emergency , i.e. the mandate will remain in force until the date of the election of a new permanent statutory auditor.

The Board of Directors hereby shall not make proposal for adoption of General Meeting Resolution.

Agenda item No. 8

Decision on the election of the members of the Board of Directors and on the determination of the hereof remuneration.

Submission No. 1 to Agenda item No. 8:

The Board of Directors shall hereby inform the Esteemed Shareholders that Tamás Halmi as the member of the Board of Directors has resigned his mandate as of the effective date of 15th March 2021, and Zsigmond Járai as the member of the Board of Directors has resigned his mandate as of the effective date of 30th April 2021, therefore the Board of Directors shall hereby propose for the General Meeting to acknowledge Tamás Halmi's resignation and Zsigmond Járai's resignation, as well as to issue discharge for Tamás Halmi and Zsigmond Járai certifying the compliance of their management activities performed until the end of their mandate, considering that Tamás Halmi and Zsigmond Járai performed their activities upon keeping the primary interest of the Company in mind.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution No. 1 to Agenda item No. 8:

General Meeting Resolution No. [•]/2021. (IV.30.)

Upon this resolution the General Meeting shall hereby acknowledge Tamás Halmi's resignation as member of the Board of Directors as of the effective date of 15th March 2021, Zsigmond Járai's resignation as member of the Board of Directors as of the effective date of 30th April 2021.

Furthermore, the General Meeting shall hereby state that Tamás Halmi and Zsigmond Járai performed their activities upon keeping the primary interest of the Company in mind, and therefore hereby issue discharge for Tamás Halmi and Zsigmond Járai certifying the compliance of their management activities performed until the end of their mandate.

Submission No. 2 to Agenda item No. 8:

The Board of Directors shall hereby inform the Esteemed Shareholders that the Board of Directors has decided not to propose election of new member of the Board of Directors for the General Meeting convened for the 30th April 2021, considering that, according to the Articles of Association the Board of Directors shall be made up of 3 (three) natural persons at least, and currently the Board of Directors can perform its tasks, obligations in all respect, thus election of new member of the Board of Directors is not needed at this time.

The Board of Directors hereby shall not make proposal for adoption of General Meeting Resolution.

Agenda item No. 9

Decision on the election of the members of the Supervisory board and the Audit Committee and on the determination of the hereof remuneration.

Submission No. 1 to Agenda item No. 9:

The Board of Directors shall hereby inform the Esteemed Shareholders that Dr. Orsolya Dr. Egyedné Páricsi as the member of the Supervisory Board and the Audit Committee has resigned her mandate as of the effective date of 30th April 2021, therefore the Board of Directors shall hereby propose for the General Meeting to acknowledge Dr. Orsolya Dr. Egyedné Páricsi's resignation.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution No. 1 to Agenda item No. 9:

General Meeting Resolution No. [•]/2021. (IV.30.)

Upon this resolution the General Meeting shall hereby acknowledge Dr. Orsolya Dr. Egyedné Páricsi's resignation as member of the Supervisory Board and the Audit Committee as of the effective date of 30th April 2021.

Submission No. 2 to Agenda item No. 9:

Furthermore, the Board of Directors shall hereby propose for the General Meeting to elect

- Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900)

as the new member of the Supervisory Board for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Supervisory Board, that is 02nd May 2022, and with monthly remuneration of HUF 100,000. -, namely one hundred thousand Hungarian forints.

Tünde Konczné Kondás' curriculum vitae has been made available for the Esteemed Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank at the same time of disclosure of this submission, thus, it is downloadable without restrictions.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution No. 2 to Agenda item No. 9:

General Meeting Resolution No. [•]/2021. (IV.30.)

Upon this resolution the General Meeting shall hereby elect

- Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900)

as the new member of the Supervisory Board for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Supervisory Board, that is 02nd May 2022, and with monthly remuneration of HUF 100,000. -, namely one hundred thousand Hungarian forints.

Submission No. 3 to Agenda item No. 9:

The Board of Directors shall hereby propose for the General Meeting to elect

- Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900)

as the new member of the Audit Committee as well, for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Audit Committee, that is 02nd May 2022, and with monthly remuneration of HUF 100,000. -, namely one hundred thousand Hungarian forints.

The Board of Directors shall hereby make proposal for the adoption of the hereinunder General Meeting Resolution as follows.

Proposal for resolution No. 3 to Agenda item No. 9:

General Meeting Resolution No. [•]/2021. (IV.30.)

Upon this resolution the General Meeting shall hereby elect

- Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900)

as the new member of the Audit Committee as well, for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Audit Committee, that is 02nd May 2022, and with monthly remuneration of HUF 100,000. -, namely one hundred thousand Hungarian forints.

21st April 2021, Budapest

OPUS GLOBAL
Public Limited Company
Board of Directors