

Resolution Proposals

of

ENEFI Asset Management Plc.

for the

General Meeting¹

¹The present resolution proposals are the translation of the "Az ENEFI Vagyonkezelő Nyrt. Közgyűlési Előterjesztései" drafted in Hungarian language. In case of any discrepancies between the Hungarian and English language versions the Hungarian version shall prevail.

Date of General Meeting: 09. 07. 2021, 10 a.m.
Place of General Meeting: Intersport Siaréna Eplény (hrsz. 0233, 8413 Eplény, külterület Malomvölgyi utca 1.)
Date of repeated General Meeting: 20. 07. 2021, 10 a.m.

ENEFI Asset Management Plc. hereby announces for informing its reputable shareholders the proposals for its upcoming **extraordinary general meeting**, resolution proposals and current information on the number of shares and voting rights at the time of convocation of the general meeting as set out below.

I. Summary

The Board of Directors of the Company made a decision on reorganising the marketing-based activities of Sáréna Kft. and the ENEFI Group on the basis of the previously published strategy.

The most important element of the strategy of Sáréna Kft. is to extend its currently very successful winter profitmaking capacity to the whole year since the continuous operation of the Sáréna has a lot of development potential and is capable of providing long-term development for the group.

In order to implement the above objectives, the Company elected Dr. Piroska Paksi to the post of managing director of Sáréna Kft. and also nominated her to be member of the Board of Directors of the Company whose responsibility includes preparing Sáréna Kft. for four-season operations, increasing the operational efficiency of the Sáréna, developing an operational and business plan and setting out and implementing an investment strategy.

In addition to the foregoing, the Company centralised marketing and PR activities.

The Board of Directors believe that the professional experiences and customer-centred approach of Dr. Piroska Paksi may become the driving force of implementing the tourism-related objectives of ENEFI both in ENEFI itself and its subsidiaries.

Dr. Piroska Paksi was nominated to be member of the Board of Directors on the basis of the following professional reasons:

PERSONAL DETAILS

Name: Dr. Piroska Paksi

PROFESSIONAL EXPERIENCE

2017-	Fővárosi Vízművek Zrt Customer Service Director
2012-2017	Fővárosi Vízművek Zrt. Relations and Coordination Head of Department / Director
2010-2014	FŐGÁZ Zrt. Board of Directors, Member
2010-2012	EnviroDuna Kft. Supervisory Board, Chairperson
2009-2010	Co-author of book titled <i>FeltűNŐ siker</i> and presenter of training courses organised from the book
2008-2010	National Civil Fund – Supporting College of Nationwide NGO-s, Chairperson of College
2006-2008	National Civil Fund – Supporting College of Nationwide NGO-s, Member of College

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Budapest Civil Defence Directorate – Head of Coordination and
Legal Department

EDUCATION

2018	Sawyer Miller Group – Ready to Run manager training
2017	Trainer – Art of Progress (Effective management of meetings, Negotiation techniques, Motivation research for training courses)
2013	University of Pécs, Certificate of Energetics Expert
2006	Law Enforcement Examination*
2005	University of Pécs, Faculty of Law and Administration, Lawyer Specialised in European Law
2005	Ministry of Interior, Training, Education and Scientific Organisation Directorate, Manager Trainer
2004	OKTÁV - Internal Quality Control Auditor (National List of Trainings)
2003	Ministry of Interior, Disaster Management Training Centre, Disaster Management Basic Training Course.
2002	University of Pécs, Faculty of Law and Administration, Lawyer

Civil Activities

Wein János Foundation – Board of Trustees, Chairperson
Csodakapu Foundation – Board of Trustees, Member
Női Gênioz Foundation – Founder
Tehetségmúhely Foundation – Founder
Polgári Védelemért Foundation - Volunteer

II. Agenda items

1. Decision on election of Board Members
2. Decision on the amendment of the Company's statute and decision on the adoption of the consolidated statute
3. Advisory vote on the acceptance of the Company's modified remuneration policy

III. Resolution proposals

Agenda item 1.:

Decision on election of Board Members

Proponent: Board of Directors

Resolution Proposal:

The General Meeting shall elect Dr. Piroska Paksi as member of the Board of Directors for an indefinite period.

Dr. Piroska Paksi shall fulfil her position under an agency agreement against the remuneration previously set out by the general meeting for the members of the Board of Directors.

The representation and procuration rights of Dr. Piroska Paksi shall be joint together with Csaba Soós, member of the Board of Directors.

Reasoning:

The Company proposes that Dr. Piroska Paksi shall be elected to be member of the Board of Directors based on the reasons described in the summary.

Agenda item 2.:

Decision on the amendment of the Company's statute and decision on the adoption of the consolidated statute

Proponent: Board of Directors

Resolution Proposal 1.:

The General Meeting shall amend Section X of the Articles of Association of the Company as follows:

X. Representation of the Company, mode of procuration

The members of the Board of Directors shall have joint rights of representation and procuration as follows:

Soós Csaba: together with any other board member, any other board member: together with Soós Csaba.

Procuration (signing) on behalf of the Company shall take place in such manner that a member of the Board of Directors shall write his name under or above the typed, handwritten, pre-printed or printed business name of the Company together with another member of the Board of Directors specified in the articles of association, in accordance with their company-signature declaration.

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Resolution Proposal 2.:

The general meeting shall decide to accept the uniform Articles of Association with the amendments.

Agenda item 3.:

Advisory vote on the acceptance of the Company's modified remuneration policy

Proponent: Board of Directors

Resolution Proposal:

The general meeting shall decide to accept the Company's modified remuneration policy.

Reasoning:

Fulfilling its obligation set out by law, the management of the Company shall propose the Remuneration Policy of ENEFI Asset Management Llc. for the General Meeting.

The Remuneration Policy shall be completed with the following Section 3.6:

3.6. Persons under the effect of the Remuneration Policy shall be eligible to receive remuneration as a consideration of their activity performed in companies in the corporate group of the Company.

Explanation: The Remuneration Policy has not excluded the persons under the effect thereof from receiving remuneration from affiliates, however this has not taken place until now. The members of the Board of Directors shall personally contribute to fulfilling the increased tasks in Sáréna Kft. so the remuneration thereof shall be indicated in the Remuneration Policy in terms of transparent operations.

If the proposed Remuneration Policy is rejected by the General Meeting then the revised Remuneration Policy shall be submitted to the next General Meeting for another vote to express opinions. Following the vote to express opinions of the General Meeting regarding the Remuneration Policy or in case of rejection, following the repeated vote, the Remuneration Policy shall be publicised by the Company at its announcement places.

I. Number of shares and voting rights

The Company hereby publishes the number of voting rights attached to its shares and size the of its share capital as of the time of convocation of the general meeting.

Composition of share capital of the Company:

Share series	ISIN	Nominal value (HUF/share)	Issued number	Total Nominal value (HUF)
Ordinary shares listed on the stock exchange	HU0000089198	10	7.500.000	75.000.000,-
Ordinary shares unlisted on the stock exchange	HU0000173729	10	3.650.000	36.500.000,-
Dividend-preference convertible shares	HU0000173737	10	5.456.109	54.561.090,-
Share capital	-	-	16.606.109	166.061.090,-

Number of voting rights attached to the shares:

Share series	Issued number	Shares with voting rights	Voting right per share	Total voting rights	Number of own shares*
Ordinary shares listed on the stock exchange	7.500.000	7.500.000	1	7.500.000	531 041
Ordinary shares unlisted on the stock exchange	3.650.000	3.650.000	1	3.650.000	1.613.000
Dividend-preference convertible shares unlisted on the stock exchange	5.456.109	0	0	0	0
Total:	16.606.109	11.150.000	1	11.150.000	2 144 041

* Number of own shares (1.613.000) and the Company's connected entities shares (531.041).

The Company calls the attention of its reputable investors to their reporting obligations towards MNB and the Company in connection with the above changes – if any – with special regard to the provisions of the Capital Market act and the Company's Articles of Associations.

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AUTHORISATION TEMPLATE

I, the undersigned _____ (mother's name: _____, place and date of birth: _____, ID card number: _____) residing under _____

or

The undersigned _____ (company registration number: _____, tax number: _____, registered seat: _____, represented by: _____)

as the shareholder of **ENEFI Asset Management Plc.** (company registration number: Cg. 01-10-045428, registered seat: 1134 Budapest, Klapka utca 11. "**Company**") today, hereby

authorise

_____ (mother's name: _____, place and date of birth: _____, ID card number: _____) residing under _____

to represent me at the shareholders' meeting of the Company to be held on the

. __.th __. 20__(__),
under _____ at, __ o'clock

with full power of representation or under the following instructions (in case of bound mandate).

Dated: . __.th __.20 __

Assignor

Assignee

Witnessed in the presence of:

Readable Name:

Readable Name:

Readable Home address:

Readable Home address:

Signature:

Signature:

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