

## SUBMISSIONS AND PROPOSALS FOR RESOLUTION

OPUS GLOBAL Public Limited Company

### ANNUAL ORDINARY GENERAL MEETING

held on the 29<sup>th</sup> April 2022 at 10:00 am

**OPUS GLOBAL Public Limited Company** (seat of business: 1062 Budapest, Andrássy 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 29<sup>th</sup> April 2022.

#### Agenda item No. 1

**Decision on the approval of the annual financial report of the Company for 2021 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 2021 compiled in line with IFRS as part of the Company’s individual annual report for 2021, the draft of which the Company submits to the General Meeting together with the relevant audit report made by the Company’s Auditor and the relevant written report (opinion) of the Supervisory Board and the Audit Committee.

The Board of Directors proposes the approval of the Company’s individual non-consolidated annual report for 2021 compiled in line with IFRS with a balance sheet total of HUF 275,144,069 in thousands, with a profit after tax of HUF 7,313,345 in thousands, total comprehensive income of HUF 7,313,345 in thousands, and all its annexes, the audit report made by the Company’s Auditor and the relevant written report (opinion) of the Supervisory Board and the Audit Committee:

Invested assets:	227,932,691 HUF in thousands
Current assets:	47,211,378 HUF in thousands
Assets in total:	275,144,069 HUF in thousands
Own Equity:	205,160,318 HUF in thousands
Out of which issued share capital:	17,541,151 HUF in thousands
Liabilities:	69,983,751 HUF in thousands
Resources in total:	275,144,069 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 [•]/2022 (IV.29):**

Upon this General Meeting Resolution the General Meeting shall hereby adopt the Company's individual non-consolidated annual report for 2021 compiled in line with IFRS with its annexes upon the Balance sheet total in the amount of HUF 275,144,069 in thousands, and upon the profit after tax in the amount of HUF 7,313,345 in thousands total comprehensive income of HUF 7,313,345 in thousands and with the following main data:

Invested assets:	227,932,691 HUF in thousands
Current assets:	47,211,378 HUF in thousands
Assets in total:	275,144,069 HUF in thousands
Own Equity:	205,160,318 HUF in thousands
Out of which issued share capital:	17,541,151 HUF in thousands
Liabilities:	69,983,751 HUF in thousands
Resources in total:	275,144,069 HUF in thousands

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**Agenda item No. 2:**

**Decision on the approval of the annual consolidated financial report of the Company for 2021 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 2021 compiled in line with IFRS as part of the Company's individual annual report for 2021, the draft of which the Company submits to the General Meeting together with the relevant audit report made by the Company's Auditor and the relevant written report (opinion) of the Supervisory Board and the Audit Committee.

The Board of Directors proposes the approval of the Company's consolidated annual report for 2021 compiled in line with IFRS with a balance sheet total of HUF 889,515,666 in thousands, with a profit after tax of HUF 41,664,779 in thousands, total comprehensive income of HUF 31,749,547 in thousands per parent company, together with the relevant audit report made by

the Company's Auditor and the relevant written report (opinion) of the Supervisory Board and the Audit Committee:

Over-the-year assets:	627,777,710 HUF in thousands
Current assets:	261,737,956 HUF in thousands
Assets in total:	889,515,666 HUF in thousands
Own Equity:	314,464,019 HUF in thousands
Liabilities:	575,051,647 HUF in thousands
Total resources:	889,515,666 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 [•]/2022 (IV.29):**

Upon this General Meeting Resolution the General Meeting shall hereby adopt the Company's consolidated annual report for 2021 compiled in line with IFRS with its annexes upon the Balance sheet total in the amount of HUF 889,515,666 in thousands, and upon the profit after tax in the amount of HUF 41,664,779 in thousands, total comprehensive income of HUF 31,749,547 in thousands per parent company together with the relevant audit report made by the Company's Auditor and the relevant written report (opinion) of the Supervisory Board and the Audit Committee:

Over-the-year assets:	627,777,710 HUF in thousands
Current assets:	261,737,956 HUF in thousands
Assets in total:	889,515,666 HUF in thousands
Own Equity:	314,464,019 HUF in thousands
Liabilities:	575,051,647 HUF in thousands
Total resources:	889,515,666 HUF in thousands

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**Agenda item No. 3:**

**Decision on the approval of the Annual Report of the Company for 2021.**

Submission to Agenda item No. 3:

The Board of Directors shall hereby inform the Esteemed Shareholders on the preparation of the Company's 2021 individual annual report and its consolidated annual report for 2021 – discussed during the agenda items No. 1. and 2. – the draft of which the Company submits to the General Meeting 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 the relevant written report (opinion) of the Supervisory Board and the Audit Committee.

The Board of Directors also informs the Esteemed Shareholders that the annual report includes, inter alia, the quarterly report No. IV. of 2021 on the management, financial position and business policy of the Company.

The Board of Directors proposes the approval of the Company's 2021 individual annual report and its consolidated annual report for 2021, together with all its elements and annexes, in particular on the presentation of the Company's business performance, improvement and the consolidated management report, and the relevant written report (opinion) of the Supervisory Board and the Audit Committee.

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 [•]/2022 (IV.29):**

Upon this resolution the General Meeting shall hereby adopt the Company's individual annual report for 2021, and the consolidated annual report for 2021 together with all its elements and annexes, in particular on the presentation of the Company's business performance, improvement and the consolidated management report, and the relevant written report (opinion) of the Supervisory Board and the Audit Committee.

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**Agenda item No. 4**

**Decision on the approval of the use of the after-tax profit for 2021.**

Submission to Agenda item No. 4:

The Board of Directors recommends that the Company's after-tax profit for 2021 total in the amount of HUF 7,313,345 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 also in the light of adverse economic events and to fulfil the company's commitments in respect of the obligations assumed in the bond issue implemented by the Company, and avoidance of possible additional tasks.

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 [•]/2022 (IV.29):**

Upon this resolution the General Meeting shall hereby state that the Company's after-tax profit for 2021 total in the amount of HUF 7,313,345 in thousands will be accounted for the accumulated profit reserve and no dividends will be paid.

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**Agenda item No. 5**

**Decision on the approval of the Corporate Governance Report (hereinafter referred to as CGR) of the Company for 2021.**

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 2021 of the Company presenting the practice of the corporate governance, the full draft of which the Board of Directors submits to the General Meeting.

The Board of Directors shall hereby propose for the General Meeting to acknowledge the Corporate Governance Report for 2021 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 [•]/2022 (IV.29):**

Upon this resolution the General Meeting shall hereby adopt the Corporate Governance Report for 2021 of the Company presenting the practice of the corporate governance.

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**Agenda Item No. 6**

**Advisory vote on the Company's Remuneration Report prepared under the provisions of Act LXVII of 2019.**

Proposal for Agenda item No. 6

The Board of Directors shall hereby inform the Esteemed Shareholders that, for the first time this year, in compliance with the provisions of Act LXVII of 2019 on the encouragement of long-term shareholder engagement and the amendment of certain acts for the purpose of legal harmonization and the provisions of the Company's current Remuneration Policy, the

Remuneration Committee has prepared the Company's Remuneration Report for the year 2021. The draft of the Remuneration Report has been reviewed in advance by the Company's Auditor, who has declared the accuracy of the information contained therein.

The Board of Directors then submits the Company's Remuneration Report for 2021 to the General Meeting.

The Board of Directors proposes the approval of the Company's Remuneration Report for 2021.

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 No. [•]/2022. (IV.29.)**

Upon this resolution the General Meeting shall hereby adopt the Company's Remuneration Report for 2021.

**Agenda item No. 7**

**Decision on the evaluation of the work performed by the Board of Directors in the last business year and on issuing the discharges for its members.**

Submission to Agenda item No. 7:

The Board of Directors shall hereby propose for the General Meeting to make decision on the adoption of the proposal regarding the compliance of the management activities of the members of the Board of Directors performed in the year of 2021 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. 7:

**General Meeting Resolution [•]/2022 (IV.29):**

Upon this resolution the General Meeting decides on the adequacy of the management performed by the members of the Board of Directors in 2021 and on the granting of the issuance the discharges on the compliance of the management activities of the members, considering that the members of the Board of Directors performed their activities in 2021 with the priority of the interests of the Company in mind.

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## **Agenda item No. 8**

### **Decision on the election and the remuneration of the members of the Board of Directors**

#### Submission to Agenda item No. 8:

The Board of Directors shall hereby inform the Esteemed Shareholders that the members of the Board of Directors have been elected for a fixed term of 5 years, which expires on 5<sup>th</sup> May 2022. In this respect, the General Meeting also functions as a renewal general meeting. The Company's portfolio has grown significantly over the past 5 years and now includes a number of companies operating in a variety of industries, from the food industry to energy and construction. These groups of companies are grouped into divisions. It is appropriate that this diversity be reflected in the composition and number of members of the Board of Directors, which is why the Board of Directors has proposed, based on the proposal of the Remuneration Committee, seven new members with extensive professional experience in their field. Taking into account that in accordance with the Articles of Association of the Company the Board of Directors consists of at least 3 (three) and at most 7 (seven) natural persons, the Board of Directors submits to the General Meeting for approval the proposal to elect as new members of the Board of Directors:

- József Vida (mother's maiden name: Irén Kis-Pisti; date of birth: 7<sup>th</sup> October 1973, address: 3 Magyar Sándor street, Bicske 2060) with joint subscription right, with a monthly fee of HUF 200.000, -, ie two hundred thousand Hungarian Forint;
  - Ádám Détári-Szabó (mother's maiden name: Tünde Csilla Uri-Kovács; date of birth: 24<sup>th</sup> September 1988, address: 5 Remete street, Szolnok 5000) with joint subscription right, with a monthly fee of HUF 200,000, -, ie two hundred thousand Hungarian Forint;
  - Balázs Torda (mother's maiden name: Gabriella Veszteg; date of birth: 4<sup>th</sup> January 1961, address: 4 Vértés László street, Vértesszőlős 2837) with joint subscription right, with a monthly fee of HUF 200,000, -, ie two hundred thousand Hungarian Forint;
  - Zoltán Németh (mother's maiden name: Irma Kosina; date of birth: 10<sup>th</sup> February 1969, address: 35 Sármány street, Jászberény 5100) with joint subscription right, with a monthly fee of HUF 200.000, -, ie two hundred thousand Hungarian Forint;
  - László Görbedi (mother's maiden name: Margit Fülöp; date of birth: 10<sup>th</sup> February 1970, address: 14 Fatörzs street, Budapest 1112) with joint subscription right, with a monthly fee of HUF 200.000, -, ie two hundred thousand Hungarian Forint;
  - Szabolcs Makai (mother's maiden name: Margit Szabics; date of birth: 2<sup>nd</sup> April 1978, address: 14 Balta street, Nagykovácsi 2094) with joint subscription right, with a monthly fee of HUF 200.000, -, ie two hundred thousand Hungarian Forint;
  - Koppány Dr. Lélfa (mother's maiden name: Éda Magdolna Selmeczi; date of birth: 2<sup>nd</sup> June 1976, address: 4th floor 1st door, 21 Baross street, Budapest 1082) with joint subscription right, with a monthly fee of HUF 200,000, -, ie two hundred thousand Hungarian Forint
- for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

The Board of Directors submits the curriculum vitae of the persons proposed to the members of the Board of Directors to the General Meeting.

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. [•]/2022. (IV.29.)

The General Meeting shall hereby elect József Vida (mother's maiden name: Irén Kis-Pisti; date of birth: 7<sup>th</sup> October 1973, address: 3 Magyar Sándor street, Bicske 2060) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No. 2 to Agenda item No. 8:

General Meeting Resolution No. [•]/2022. (IV.29.)

The General Meeting shall hereby elect Ádám Détári-Szabó (mother's maiden name: Tünde Csilla Uri-Kovács; date of birth: 24<sup>th</sup> September 1988, address: 5 Remete street, Szolnok 5000) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No. 3 to Agenda item No. 8:

General Meeting Resolution No. [•]/2022. (IV.29.)

The General Meeting shall hereby elect Balázs Torda (mother's maiden name: Gabriella Veszteg; date of birth: 4th January 1961, address: 4 Vértess László street, Vértesszőlős 2837) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No. 4 to Agenda item No. 8:

General Meeting Resolution No. [•]/2022. (IV.29.)

The General Meeting shall hereby elect Zoltán Németh (mother's maiden name: Irma Kosina; date of birth: 10<sup>th</sup> February 1969, address: 35 Sármány street, Jászberény 5100) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No. 5 to Agenda item No. 8:

General Meeting Resolution No. [•]/2022. (IV.29.)



The General Meeting shall hereby elect László Görbedi (mother's maiden name: Margit Fülöp; date of birth: 10th February 1970, address: 14 Fatörzs street, Budapest 1112) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No. 6 to Agenda item No. 8:

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect Szabolcs Makai (mother's maiden name: Margit Szabics; date of birth: 2nd April 1978, address: 14 Balta street, Nagykovácsi 2094) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No.7 to Agenda item No. 8:

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect Koppány Dr. Lélfai (mother's maiden name: Éda Magdolna Selmeczi; date of birth: 2nd June 1976, address: 4th floor 1st door, 21 Baross street, Budapest 1082) as the new member of the Board of Directors with joint subscription right, with a monthly fee of HUF 200,000. -, namely two hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

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**Agenda Item No. 9**

**Decision on the election and the remuneration of the members of the Supervisory Board**

Submission to Agenda item No. 9:

The Board of Directors shall hereby inform the Esteemed Shareholders that the members of the Supervisory Board and the Audit Committee have been elected for a fixed term of 5 years in line with the members of the Board of Directors, which expires on 5<sup>th</sup> May 2022. In this respect, the General Meeting also functions as a renewal general meeting for the members of the Supervisory Board and the Audit Committee. The Board of Directors then submits that, based on the unanimous opinion of the Company's Remuneration Committee, the Supervisory Board in its current composition is performing its work effectively and in the best interests of the Company, and in view of this, the Board of Directors proposes the re-election of the members of the Supervisory Board. The Board of Directors therefore submits to the General Meeting for approval the proposal to elect as new members of the Supervisory Board:

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

- János Tima (mother's maiden name: Zsuzsanna Tóth; address: 9 Szabadság street, 8087 Alcsútdoboz)
- Dr. Éva Szilvia Gödör (mother's maiden name: Ilona Anna Szakál; address: 2/18 5. Bencúr street, 1068 Budapest)

with a monthly fee of HUF 100,000, -, ie one hundred thousand Hungarian Forint for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

The Board of Directors submits the curriculum vitae of the persons proposed to the members of the Supervisory Board to the General Meeting.

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. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect:

Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900) as the member of the Supervisory Board, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

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

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect:

János Tima (mother's maiden name: Zsuzsanna Tóth; address: 9 Szabadság street, 8087 Alcsútdoboz) as the member of the Supervisory Board, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

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

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect:

Dr. Éva Szilvia Gödör (mother's maiden name: Ilona Anna Szakál; address: 2/18 5. Bencúr street, 1068 Budapest) as the member of the Supervisory Board, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

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The Board of Directors then submits to the General Meeting for approval the proposal that the General Meeting also elect the members of the Audit Committee:

- Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900)
- János Tima (mother's maiden name: Zsuzsanna Tóth; address: 9 Szabadság street, 8087 Alcsútdoboz)
- Dr. Éva Szilvia Gödör (mother's maiden name: Ilona Anna Szakál; address: 2/18 5. Bencúr street, 1068 Budapest)

with a monthly fee of HUF 100,000, -, ie one hundred thousand Hungarian Forint for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

The Board of Directors submits the curriculum vitae of the person proposed to the members of the Audit Committee to the General Meeting.

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

Proposal for resolution No.4 to Agenda item No. 9:

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect Tünde Konczné Kondás (mother's maiden name: Mária Hován; address: 3 Erdei Ferenc street, Szerencs 3900) as the member of the Audit Committee too, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No.5 to Agenda item No. 9:

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect János Tima (mother's maiden name: Zsuzsanna Tóth; address: 9 Szabadság street, 8087 Alcsútdoboz) as the member of the Audit Committee too, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

Proposal for resolution No.6 to Agenda item No. 9:

**General Meeting Resolution No. [•]/2022. (IV.29.)**

The General Meeting shall hereby elect Dr. Éva Szilvia Gödör (mother's maiden name: Ilona Anna Szakál; address: 2/18 5. Bencúr street, 1068 Budapest) as the member of the Audit Committee too, with a monthly fee of HUF 100,000. -, namely one hundred thousand Hungarian Forint, for definite period of 5 years from the 3<sup>rd</sup> May 2022, until the 3<sup>rd</sup> May 2027.

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07<sup>st</sup> April 2022, Budapest

**OPUS GLOBAL**  
**Public Limited Company**  
 Board of Directors