

## INVITATION

This is to announce that the Board of Directors of **WABERER'S INTERNATIONAL Nyilvánosan Működő Részvénytársaság** (registered seat: H-1239 Budapest, Nagykőrösi út 351.; hereinafter WABERER'S INTERNATIONAL Nyrt. or the Company) convenes its Annual General Meeting for **10 a.m. on 18 April 2023.**

**Method and Venue of the General Meeting:** with the presence of the shareholders (either through a representative) at Library and Information Centre of the Hungarian Academy of Sciences Conference Room at 1051 Budapest, Arany János str. 1., second floor.

**Registration:** at the venue of the General Meeting, from 9 a.m. on 18 April 2023.

### Items on the Agenda of the Annual General Meeting:

1. Adoption of the amendment of Chapter 4 and Chapter 9 of the Company's Articles of Association and adoption of the consolidated Articles of Association of the Company with amendments
2. Report of the Board of Directors on the management of WABERER'S INTERNATIONAL Nyrt., on the business operation, on the business policy and on the financial situation of the Company and WABERER'S Group in 2022
3. Approval of the 2022 Consolidated Financial Statements of the Company prepared in accordance with International Financial Reporting Standards (IFRS); presentation of the relevant report of the Supervisory Board and the Auditor
4. Approval of the 2022 Standalone Financial Statements of the Company prepared in accordance with International Financial Reporting Standards (IFRS) and decision on the proposal for the allocation of the result after tax and on the dividend received (due) from subsidiaries; presentation of the relevant report of the Supervisory Board and the Auditor
5. Approval of the Corporate Governance Report
6. Granting waiver from liability to the members of the Board of Directors
7. Presentation of the Board of Directors on the treasury shares acquired following the Annual General Meeting held on 8 April 2022; authorisation of the Board of Directors to acquire WABERER'S ordinary shares, issue options or other share related transactions
8. Election and decision on the remuneration of members of the Board of Directors
9. Election and decision on the remuneration of Supervisory Board members
10. Election and decision on the remuneration of Audit Committee members
11. Advisory vote on the WABERER'S Group's revised, consolidated Remuneration Policy
12. Advisory vote on the WABERER'S Group Remuneration Report
13. Other items

Shareholders controlling at least 1% of voting rights in the Company shall have the right to notify the Board of Directors about a proposal regarding additions to the agenda - in accordance with the provisions on setting items on the agenda - or a draft resolution

concerning any item already on the agenda or an item that shall be put on the agenda, within eight (8) days from the publication of the notice on convening of the General Meeting. The Board of Directors shall publish a communication on the supplemented agenda and the draft resolutions submitted by the shareholders upon being notified of the proposal. The issues indicated in the notice shall be deemed to have been put on the agenda.

**On the General Meeting each share with a face value of EUR 0.35 grants the right for 1 (one) vote.**

In order to participate and vote on the General Meeting the shareholder or the shareholder nominee shall be registered in the Register of Shareholders by no later than on the second business day preceding the date of commencement of the General Meeting. For establishing the Register of Shareholders of the General Meeting the Company shall request the owner identification of ordinary shares without blocking from KELER Központi Értéktár Zártkörűen Működő Részvénytársaság (hereinafter KELER Zrt.), with respect to shares issued by the Company. Based on the shareholders' instructions registration of shareholders in the Register of Shareholders shall be ensured by the shareholders' securities account managers who shall forward the shareholders' data to KELER Zrt. the keeper of the Register of Shareholders. The Company shall not be responsible for the consequences of any failure on behalf of securities account manager.

The record date of the owner identification is 11 April 2023. Where the identification procedure is requested by the Company, the keeper of the Register of Shareholders shall delete all data contained in the Register of Shareholders at the time of the identification procedure, and shall simultaneously enter the data obtained upon the identification procedure into the Register of Shareholders. The names of shareholders and nominees shall be registered in the Register of Shareholders by the keeper of the Register (KELER Zrt.) based on the result of the owner identification and closes the Register of Shareholders on 14 April 2023 at 12:00 p.m.

The Shareholders whose names are registered in the Register of Shareholders may exercise shareholder's rights either in person or through a duly authorized representative or by a shareholder nominee. Shareholders and their authorised representatives obliged to identify themselves during the registration of the General Meeting with their identity card or passport whereas their shareholder status is certified through being registered in the Register of Shareholders. Share owners who certify their share ownership prior to the General Meeting, during registration by way of a securities account statement issued to the name of the person, but are not registered in the Register of Shareholders, may participate at the General Meeting, but may not exercise shareholders' rights.

Should the shareholder be represented by a shareholder nominee, the authorization for representation shall be prepared in the form a notarial deed or in a private deed with full evidentiary force taking into account any international agreement or reciprocity between Hungary (the Hungarian State) and the country of issuing the relevant document. The authorization for representation shall be submitted to the Secretariat of the Board of WABERER'S INTERNATIONAL Nyrt. (Budapest, Distr. XXIII., Nagykőrösi út 351., 2nd floor) until 17 April 2023 or on the day and at the venue of the General Meeting. A sample power of attorney prepared in accordance with the effective regulations and accepted by the Company is published on the website ([www.waberers.com](http://www.waberers.com)) of the Company.

If the power of attorney is prepared in any language other than Hungarian or English a certified Hungarian translation thereof shall be attached. In case of shareholders other than natural persons, the power of representation of the persons signing the power of attorney or representing the shareholder at the General Meeting shall be certified by appropriate original documents issued by a public authority or office (e.g. certificate of incorporation which may not be older than 30 days) or by a public notary. The notary deed shall undoubtedly verify

the existence of the Principal and the authorization of the signatories of the power of attorney.

Securities account managers, registered in the Register of Shareholders and acting as nominees may act on behalf of the shareholder pursuant to Act CXX of 2001 (Act on Capital Markets). Where a shareholder is represented by more than one representatives, and if these representatives are contradicted in their votes or statements, all such votes and statements shall be considered null and void.

Registration will take place from 9 a.m. on the day of the General Meeting.

We draw the attention of our revered Shareholders to arrive for the registration in a timely manner. In order to ensure a successful registration, we also ask the shareholders to bring all the documents which are required to verify their identity and their right to represent a shareholder, as well as their power of attorney. During the registration, the Company will check the personal identity of the shareholders by comparing it with the data contained in the Register of Shareholders.

The General Meeting shall have a quorum if it was convened in accordance with the relevant rules and regulations, and if the shareholders representing more than 40% of the votes are present. Should the General Meeting have no quorum, the date of the reconvened General Meeting shall be at 10 a.m. on 26 April 2023, at Library and Information Centre of the Hungarian Academy of Sciences Conference Room (1051 Budapest, Arany János str. 1. second floor). The reconvened General Meeting shall have a quorum for the issues of the original agenda irrespective of the voting rights represented by those present. The General Meeting adopts its resolutions by a simple majority of the votes considered upon the establishment of a quorum, except for the matters indicated by the law and specified in Paragraphs (a)-(d) of Section 5.9.1. of the Articles of Association, in respect of which the General Meeting adopts its resolutions by at least three-quarters majority of the votes.

**The Board of Directors shall publish on the website ([www.waberers.com](http://www.waberers.com)) of the Company at least twenty-one days prior to the General Meeting the original and full content of the proposals relating to the items on the agenda and the related reports of the Supervisory Board and the draft resolutions. To any Shareholder who specifically requests it, the Board of Directors shall send the aforesaid publicly available materials by way of electronic means as well**

The Board of Directors draws the attention of the Shareholders to the opportunity to indicate their intention to participate at the General Meeting in advance at the e-mail address [investor.relations@waberers.com](mailto:investor.relations@waberers.com). Please take the opportunity and indicate your intent to participate before the General Meeting takes place.

This announcement is published in Hungarian and English. The Hungarian version shall prevail in case of any discrepancy between the two versions.

Budapest, 17 March 2023

the Board of Directors of WABERER'S INTERNATIONAL Nyrt.