



Remuneration report for the financial year 2022

The Company has prepared this Remuneration Report for the financial year 2022 (the "Report") in accordance with the provisions of Act LXVII of 2019 on the promotion of long-term shareholder involvement and the amendment of certain Acts for the purposes of legal harmonisation and the remuneration policy approved by the General Meeting of Shareholders of the Company with a view to expressing an opinion.

The Company has a one-tier governance system, the members of the Audit Committee shall be elected from among the members of the Board of Directors.

The remuneration report covers the remuneration of the members of the Board of Directors and the Audit Committee, the dividends received on employee shares allocated under the Management Share Option Plan and the directors' remuneration.

Remuneration of members of the Board of Directors and Audit Committee in 2022

Gábor Bojár

In 2022, the Chairman of the Board of Directors received a gross monthly remuneration of EUR 2,000, and a gross annual remuneration of EUR 24,000.00. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020 his remuneration was HUF 600.000,- per gross per month as of 26.04.2018.

János Kocsány

The remuneration of the member of the Board of Directors was EUR 1.000,- gross per month in 2022, and EUR 12.000,- gross annually. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020, the remuneration was HUF 300.000,- gross per month as of 26.04.2018. János Kocsány, as CEO of the company, also received remuneration and dividends on his employee shares.

András Szigeti

The remuneration of the member of the Board of Directors was EUR 1.000,- gross per month in 2022, and EUR 12.000,- gross annually. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020 his remuneration was HUF 300.000,- per gross per month as of 26.04.2018.

Péter Hornung

The remuneration of the member of the Board of Directors and the member of the Audit Committee was EUR 1.000,- gross per month in 2022, and EUR 12.000,- gross annually. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020 his remuneration was HUF 300.000,- per gross per month as of 26.04.2018.

Dr. János Kálmán

The remuneration of the member of the Board of Directors and the Chairman of the Audit Committee was EUR 1.500,- gross per month in 2022, and EUR 18.000,- gross annually. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020 his remuneration was HUF 300.000,- per gross per month as of 26.04.2018.

Dr György Martin-Hajdu

The remuneration of the member of the Board of Directors and the member of the Audit Committee was

EUR 1.000,- gross per month in 2022, and EUR 12.000,- gross annually. He had no other remuneration, benefits or compensation. There were no changes compared to the previous year, the remuneration remained unchanged from 1 May 2020. Before 1 May 2020 his remuneration was HUF 300.000,- per gross per month as of 26.04.2018.

Dividends on employee shares

CEO János Kocsány was entitled to receive dividends on employee shares under the Management Share Option Plan approved by the General Meeting of Shareholders. In 2022, the amount of his performance-based dividend under the Management Share Option Plan: HUF 73,395,407.00.

Date and number of employee shares issued: 1.384.819 shares (518.443 shares - 30.09.2020, 866.376 shares - 11.03.2022)

The issue was decided by the Board of Directors on the basis of the Management Share Option Plan. The entitlements and clawback options for employee shares are set out in the Management Share Option Plan.

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.	2018.
	73.395.407	61.694.717	59.010.304	52.532.676	38.774.118

Sándor Bihari, CFO, was entitled to receive dividends on employee shares under the Management Share Option Plan approved by the General Meeting of Shareholders. In 2022, the amount of his performance-based dividend under the Management Share Option Plan: HUF 26,041,444.00

Date and number of employee shares issued: 491.348 shares (99.262 shares - 20.05.2021, 392.086 shares - 11.03.2022)

Date and number of employee shares redeemed: 491.348 shares - 30.06.2022

The issue and the redemption were decided by the Board of Directors on the basis of the Management Share Option Plan.

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.	2018.
	26.041.444	11.812.178	0	N/A	N/A

Annual basic salaries and other allowances

Annual basic salary of **János Kocsány, CEO** in 2022: HUF 14.400.000,-; fringe benefits: HUF 680.000,-

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.	2018.
	15.080.000	15.080.000	15.080.000	15.080.000	15.080.000

Basic salary of **Sándor Bihari, CFO**, from 1 January 2022 to 30 June 2022: HUF 9.600.000,-; Fringe benefits: HUF 340.000,-; Severance pay: HUF 7.600.000,-.

Annual average benefit (amount for comparison, not actual payment): HUF 19.880.000,-

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.	2018.
	17.540.000	19.880.000	9.940.000	N/A	N/A

Ildikó Farkas, CFO, basic salary from 1 July 2022 to 31 December 2022: HUF 6.600.000,-; fringe benefits: HUF 340.000,-; bonus: HUF 1.879.000,-.

Annual average benefit (amount for comparison, not actual payment): HUF 17.638.000,-

She was not previously a CFO.

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.	2018.
	8.819.000	N/A	N/A	N/A	N/A

Zsuzsanna Pálfalvi, Director of Operations, annual basic salary in 2022: 18.060.000,- HUF; fringe benefit: 680.000,- HUF; bonus: 3.933.000,- HUF.

Annual changes in remuneration (HUF)	2022.	2021.	2020.	2019.*	2018.
	22.673.000	18.480.000	16.815.682	9.027.500	19.580.000

*: was on partial leave in 2019

Summary

Fixed and variable remuneration components were found for both János Kocsány, CEO, and Sándor Bihari, CFO. Their ratio:

Name / Remuneration in 2022 (HUF)	Fixed remuneration	Variable remuneration	Total remuneration	Fixed remuneration rates	Variable remuneration rates
János Kocsány CEO	19.775.960	73.395.407	93.171.367	21%	79%
Sándor Bihari CFO - actual time spent	17.540.000	26.041.444	43.581.444	40%	60%
Sándor Bihari CFO - annual pro rata (not actual payment)	19.880.000	26.041.444	45.921.444	43%	57%

The Company has not applied performance criteria other than the Management Share Option Plan.

The Company has had no non-executive employees in the last five financial years.

Changes compared to the previous financial year: the remuneration of the members of the Board of Directors has not changed in the financial year 2022. The members of the Board of Directors and the Audit Committee do not receive any cash or non-cash benefits other than honoraria in respect of their office.

In implementing the remuneration policy, there were no deviations from the approved remuneration policy, and the Company acted in accordance with the policy adopted by the opinion vote and the Management Share Option Plan. The Company has awarded variable remuneration based on pro forma results.

The beneficiaries of the Management Share Option Plan are not the same as the "directors" defined in the Act LXVII of 2019 on the promotion of long-term shareholder involvement and the amendment of certain Acts for the purposes of legal harmonisation, but the Company will present the remuneration of all the beneficiaries for the purpose of the entitlement to employee shares.

Budapest, 27 March 2023.

Graphisoft Park SE
Board of Directors