



RESOLUTIONS OF THE GENERAL MEETING

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, that the General Meeting has adopted the following resolutions at the ordinary general meeting held on the 24th April 2024.

Resolution No. 1/2024 (IV.24.) of the General Meeting

The General Meeting has decided that the resolutions shall be adopted publicly by showing the voting ballots.

The General Meeting has elected Koppány Tibor Lélfa dr. to be its Chairman, Krisztián Németh dr. to be its keeper of the minutes, Pál József Vida as the authorized representative of the KONZUM PE Magántőkealap shareholder and András Hegyi as the representative of KPE Invest Korlátolt Felelősségű Társaság shareholder to witness the minutes, as well as Judit Torma and Dávid Hegyvári to be the vote counters.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.337.756 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.337.756 that is 72,7 % compared to the Share Capital.

Resolution No. 2/2024 (IV.24.) of the General Meeting

In light of the auditor’s report, the General Meeting of Shareholders has approved the Company's separate (non-consolidated) annual financial statements and annual report for 2023, prepared in accordance with IFRS, with a balance-sheet total of HUF 305,001,362,000, a profit after tax of HUF 11,715,184,000 and a total comprehensive income of HUF 11,715,184,000,



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including all of their annexes and with a view to the written report of the Supervisory Board and the Audit Committee.

The General Meeting shall hereby decide that a dividend of HUF 6,733,439,250 shall be paid out of the Company's profit after tax of HUF 11,715,184,000 for the year 2023 and the remaining amount shall be transferred to the profit reserve. The starting date of dividend payment is 17 June 2024.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 3/2024 (IV.24.) of the General Meeting

In light of the auditor's report, by this resolution the General Meeting of Shareholders has approved the Company's consolidated annual financial statements and annual report for 2023, prepared in accordance with IFRS, including all of their annexes, with a balance-sheet total of HUF 1,072,649,076,000, a profit after tax of HUF 44,889,595,000 and a total comprehensive income of HUF 44,125,647,000, and recommends their submission to the General Meeting, subject to the relevant written report of the auditors, the Supervisory Board and the Audit Committee.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 4/2024 (IV.24.) of the General Meeting

The General Meeting has adopted the 2023 Corporate Governance Report presenting the corporate governance practices of the Company.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 5/2024 (IV.24.) of the General Meeting

The General Meeting shall hereby approve the Company's Remuneration Report for the year 2023.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.337.756 pieces of yes votes, i.e. 99,98 %; 105.402 pieces of no votes, i.e. 0,02 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 6/2024 (IV.24.) of the General Meeting

The General Meeting shall hereby adopt, for the purpose of expressing its opinion, the amended Remuneration Policy of the Company pursuant to Act LXVII of 2019 on the Promotion of Long-term Shareholder Involvement and the Amendment of Certain Acts for the Purposes of Legal Harmonisation, as presented, and shall fully agree with all its elements and the matters contained therein.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.337.756 pieces of yes votes, i.e. 99,98 %; 105.402 pieces of no votes, i.e. 0,02 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 7/2024 (IV.24.) of the General Meeting

The General Meeting hereby specifies that, for the purpose of increasing the other elements of the Company's equity capital, the Company's share capital of HUF 17,541,151,250, i.e. seventeen billion five hundred and forty-one million one hundred and fifty-one thousand two hundred and fifty Hungarian forints, shall be increased by HUF 81,669,550, -, i.e. eighty-one million six hundred and sixty-nine thousand five hundred and fifty Hungarian forints (the "Share Capital Reduction Amount"), in total HUF 17,459,481,700, -, i.e. seventeen billion four hundred

and fifty-nine million four hundred and eighty-one thousand seven hundred Hungarian forints (the "Share Capital Reduction").

The General Meeting specifies that the Share Capital Reduction shall be effected only by means of the issue of the dematerialized ordinary shares of Series "A" with a nominal value of HUF 25, -, i.e. twenty-five Hungarian forints (the "Ordinary Shares"), and that the Share Capital Reduction shall be effected only by means of the cancellation of 3,266,782 Ordinary Shares held by the Company as treasury shares, and shall not affect the shareholdings of the Company's shareholders.

The General Meeting shall also specify the following:

- Following the registration of the share capital decrease by the competent commercial court, the Company's share capital of HUF 17,459,481,700, i.e. HUF seventeen billion four hundred and fifty-nine million four hundred and eighty-one thousand seven hundred Hungarian forints, will consist of a total of 698,379,268 Ordinary Shares;
- with regard to the purpose and the manner of implementation of the Share Capital Reduction, no capital withdrawal will take place during the implementation of the Share Capital Reduction and therefore no payment will be made to shareholders as a result of the Share Capital Reduction;
- considering that the Company has issued only ordinary shares of dematerialised Series "A" with a nominal value of HUF 25, -, i.e. twenty-five Hungarian forints, in the absence of shares of any other share type, share class or share series, the share capital reduction may only affect these Ordinary Shares, only shareholders holding these Ordinary Shares are entitled to vote on the share capital reduction, therefore (or in the absence of a relevant provision in the Articles of Association) the approval specified in 3:309 (5) of the Act on the Civil Code of 2013 shall be deemed to have been given.

Finally, the General Meeting shall authorise the Board of Directors and the Chief Executive Officer of the Company with regard to the following

- perform the tasks related to the implementation of this Resolution (the Share Capital Reduction and the withdrawal of equity shares), in particular the tasks specified in Act V of 2013 on the Civil Code and other relevant legislation, to make legal declarations, to sign documents; and
- for the case, when a deficiency procedure should take place in the course of the company proceedings for the registration of the capital injection, to comply with the

deficiency procedure by making the necessary amendments to the relevant documents, without affecting the amount, purpose and manner of implementation of the capital injection as set out in this Decision.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 8/2024 (IV.24.) of the General Meeting

The General Meeting shall hereby decide on the adequacy of the management activities performed by the following members of the Board of Directors in 2023 and on the granting of a discharge of adequacy, given that the members of the Board of Directors performed their activities in 2023 with the best interests of the Company as their primary consideration:

Name	Period
József Vida	1 January 2023 - 31 December 2023
Dr. Tibor Lélfai Koppány	1 January 2023 - 31 December 2023
Szabolcs Makai	1 January 2023 - 31 December 2023
László Görbedi	1 January 2023 - 31 December 2023
Zoltán Péter Németh	1 January 2023 - 31 December 2023
Ádám Détári-Szabó	1 January 2023 - 31 December 2023
Balázs Torda	1 January 2023 - 31 December 2023

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 9/2024 (IV.24.) of the General Meeting

The General Meeting, based on the proposal of the Board of Directors and the Audit Committee, shall hereby decide to appoint the Company's permanent auditor, Quercus Audit Könyvvizsgáló és Gazdasági Tanácsadó Kft. (registered office: 8200 Veszprém, Radnóti tér 2. building C.; company registration number: 19-09-512226; court of registration: Court of Registration of the

Veszprém General Court; Chamber of Auditors registration number: 002651; "Quercus Audit Kft." Tölgyes András József (mother's name: dr. Katalin Zsilkó; residential address: 8200 Veszprém, Szajkó utca 14/B; Chamber of Auditors registration number: 005572) is entitled to a maximum fee of HUF 32,000,000 + VAT, i.e. thirty-two million Hungarian forints plus VAT for the audit of the Company's individual and consolidated financial statements prepared in accordance with IFRS for the financial year 2024.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

Resolution No. 10/2024 (IV.24.) of the General Meeting

The General Meeting - considering the provisions of Resolution a 7/2024. (IV.24.) of the General Meeting – shall amend the text of the Articles of Association of the Company, as in force today, with effect from the date of the fulfilment of the conditions for the share capital reduction (i.e. the date of the registration of the share capital reduction by the competent commercial court) as follows, with the text marked with ~~striketrough~~–being deleted and the ***bold, italic and underlined*** text being inserted in the Articles of Association.

Point 4.1 of the Articles of Association shall be amended as follows:

"The share capital (subscribed capital) of the Company is HUF ~~17,541,151,250,-~~, i.e. ~~seventeen billion five hundred and forty one million one hundred and fifty one thousand two hundred and fifty~~ ***17,459,481,700,-, i.e. seventeen billion four hundred and fifty-nine million four hundred and eighty-one thousand seven hundred*** Hungarian forints.

Of the share capital (subscribed capital) of the Company, HUF 182,994,025, i.e. one hundred and eighty-two million nine hundred and ninety-four thousand twenty-five Hungarian forints, was made available as a non-cash contribution in accordance with the Resolution No. 21/2017 (10.24.) of the Board of Directors.

Of the share capital (subscribed capital) of the Company, an amount of HUF 51,692,900, i.e. HUF fifty-one million six hundred and ninety-two thousand nine hundred Hungarian forints was made available as a non-cash contribution in accordance with Resolution No. 29/2017 (12.12.) of the Board of Directors.

The amount of HUF 1,507,330,200, i.e. one billion five hundred and seven million three hundred and thirty thousand two hundred Hungarian forints, out of the share capital (subscribed capital) of the Company was made available as a non-cash contribution in accordance with the provisions of Resolution No. 32/2018. (07.31.) of the Board of Directors.

The amount of HUF 1,091,819,700, i.e. one billion ninety-one million eight hundred nineteen thousand seven hundred Hungarian forints, out of the share capital (subscribed capital) of the Company was made available as a non-cash contribution in accordance with the provisions of Resolution No. 2/2018 (IX.14.) of the Board of Directors.

The amount of HUF 2,678,016,050, i.e. two billion six hundred and seventy-eight million sixteen thousand and fifty Hungarian forints, out of the share capital (subscribed capital) of the Company was made available as a non-cash contribution in accordance with the provisions of Resolution No. 60/2018. (XI.15.) of the Board of Directors.

Of the share capital (subscribed capital) of the Company, the amount of HUF 826,307,850, i.e. eight hundred twenty-six million three hundred and seven thousand eight hundred and fifty Hungarian forints was made available simultaneously with the merger of KONZUM Befektetési és Vagyonkezelő Nyilvánosan Működő Részvénytársaság.

HUF 3,305,231,480, i.e. three billion three hundred and five million two hundred and thirty-one thousand four hundred and eighty Hungarian forints, was made available from the Company's capital reserve, with regard to the calculation of the exchange ratio determined in the course of the merger of KONZUM Befektetési és Vagyonkezelő Nyilvánosan Működő Részvénytársaság and the fulfilment of its obligations arising therefrom.

The Company's share capital (subscribed capital) was reduced by HUF 81,669,550, i.e. eighty-one million six hundred and sixty-nine thousand five hundred and fifty Hungarian forints, based on Resolution No. [•]/2024. (IV.26.) of the General Meeting.

Section 4.2 of the Articles of Association, quoted below, shall be amended as follows:

"The share capital of the Company shall consist of ~~701,646,050 shares, i.e. seven hundred and sixty-six million six hundred and forty-six thousand and fifty-eight~~ ordinary shares of **698,379,268 shares, i.e. six hundred and ninety-eight million three hundred and seventy-nine thousand two hundred and sixty-eight** shares of common stock (Series 'A'), each with a par value of 25,-Ft, i.e. twenty-five forints, each, carrying the same rights."

Article 19.5 of the Articles of Association, quoted below, shall be amended as follows:

"The content of these consolidated Articles of Association is the consolidated text of the Articles of Association adopted by the General Meeting of the Company held on the 23rd day of the 12th month of the year 1996, as amended

(...)

by the Resolution of the General Meeting of the Company held on the 10th day of the 11th month of the year 2022

the Resolution of the General Meeting of the Company held on the 24th day of the 4th month of the year 2024."

Article 19.6 of the Articles of Association shall be amended as follows:

"The deviation of the Articles of Association, consolidated by the present amendments, from the latest content in force was provided for in the resolution No. ~~2/2022 (10.XI.)~~ **[•]/2024 (24.IV.)** of the General Meeting of the Company. The changes affect the provisions of Articles ~~10.4, 10.12, 11.1, 11.3, 19.5 and 19.6,~~ **4.1, 4.2, 19.5 and 19.6** of the Articles of Association."

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.337.756 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.337.756 that is 72,7 % compared to the Share Capital.

Resolution No. 11/2024 (IV.24.) of the General Meeting

The General Meeting shall hereby authorize the Board of Directors to acquire as treasury shares, for a period of twelve (12) months, a maximum number of ordinary shares issued by the Company, with a nominal value of HUF 25, -, i.e. twenty-five Hungarian forints (HUF 25.00) each, corresponding to twenty percent (20%) of the Company's share capital at any time (the treasury shares may not exceed twenty percent of the Company's issued shares in the course of the transactions). The acquisition of treasury shares may be effected for consideration or free of consideration, in stock exchange trading, by means of a public offer or over-the-counter trading, including through the exercise of a right secured by a financial instrument entitling to the acquisition of treasury shares (e.g. a purchase right, an exchange right, etc.). In the case of acquisition in return for payment, the maximum amount of the consideration may be the amount of the closing price of the share on the day preceding the day of the conclusion of the agreement as recorded by the Budapest Stock Exchange, plus twenty (20) percent. The authorisation shall also include the power to take decisions on all related matters and resolutions otherwise within the competence of the General Meeting.

The General Meeting has adopted the resolution.

In accordance with the point e) of subsection 1 of section 3:278 of the Civil Code, the resolution has been adopted by the present with 471.443.158 pieces of yes votes, i.e. 100 %; 0 pieces of no votes, i.e. 0 %; 0 pieces of abstain votes, i.e. is 0 %.

The number of shares representing valid votes: 471.443.158 that is 72,71 % compared to the Share Capital.

24th April 2024, Budapest

OPUS GLOBAL
Public Limited Company