

MASTERPLAST Nyrt. (seat: 8143 Sárszentmihály, Árpád utca 1/A., hereinafter referred to as "the Company", "MASTERPLAST Nyrt.") hereby informs its honourable Shareholders of the proposals of the Company regarding to the future resolutions of the Company on the grounds of the agenda of the Annual General Meeting announced for the date 29 April 2026 at 11:00 a.m.:

1. Item of the agenda

Decision on the approval of the financial statement of 2025 on the grounds of proposal of the Board of Directors, on the opinion of the Audit Committee and the report of the Auditor, decision on the distribution of profit after taxation

Resolution proposal

The General Meeting of the Company approves the financial statement of 2025 in accordance with the International Financial Reporting Standards, with a balance sheet total of HUF 40,915,848 k with HUF 1,630,112 k profit after tax and decides to take the profit after tax in the profit and loss reserve.

The IFRS audited balance sheet of the Company and profit and loss account for 2025, compared to the audited figures of the base year, are as follows:

Statement of Financial Position		
(k HUF)	2025	2024
Non-current assets	35 223 608	32 079 353
Current assets	5 692 240	1 654 765
Total assets	40 915 848	33 734 118
Share capital	1 925 063	1 685 063
Reserves	16 176 716	13 171 962
Redeemed treasury shares	-885 168	-868 279
Profit/(loss) for the year	1 630 112	-2 829 163
Equity	18 846 723	11 159 583
Provisions	24 978	21 148
Long-term liabilities	10 804 821	16 740 214
Current liabilities	11 239 326	5 813 173
Total liabilities	40 915 848	33 734 118
Profit or loss statement		
(k HUF)	2025	2024
Sales revenues	2 517 015	1 356 969
Operating profit	7 869 671	632 785
Profit/(loss) before tax	1 652 679	-2 745 402
Profit/(loss) for the year	1 630 112	-2 829 163

2. Item of the agenda

Decision on the approval of the consolidated financial statement of 2025 on the grounds of proposal of the Board of Directors, on the opinion of the Audit Committee and the report of the Auditor

Resolution proposal

The General Meeting of the Company approves the consolidated financial statement of 2025 in accordance with the International Financial Reporting Standards, with a balance sheet total 196,324,378 EUR with -14,858,087 EUR profit after tax.

The consolidated, IFRS audited balance sheet of the Company and profit and loss account for 2025, compared to the audited figures of the base year, are as follows:

Statement of Financial Position		
(EUR)	2025	2024
Non-current assets	112 342 241	132 629 092
Current assets	83 982 137	65 468 722
Total assets	196 324 378	198 097 814
Share capital	6 651 971	6 049 289
Reserves	71 950 430	60 671 671
Redeemed treasury shares	-2 296 754	-2 117 289
Profit/(loss) for the year	-14 289 470	-4 120 239
Equity	62 016 177	60 483 432
Provisions	1 040 873	775 489
Long-term liabilities	70 802 259	83 337 080
Current liabilities	62 465 069	53 501 813
Total liabilities	196 324 378	198 097 814
Profit or loss statement		
(EUR)	2025	2024
Sales revenues	171 150 926	136 137 445
Operating profit	1 567 656	-5 318 499
Profit/(loss) before tax	-13 487 005	-5 357 816
Profit/(loss) for the year	-14 858 087	-4 640 688

3. Item of the agenda

Approval of the Corporate Governance Report of 2025 on the grounds of the proposal of the Board of Directors

Resolution proposal

The General Meeting of the Company approves the Corporate Governance Report of 2025 in alignment with the content of the proposal.

The draft Corporate Governance Report is attached to present document as Annex 1.

4. Item of the agenda

Voting opinion on the Company's remuneration report of 2025

Resolution proposal

The General Meeting of the Company approves the Remuneration Report of 2025 in alignment with the content of the proposal.

The Remuneration Report is attached to present document as Annex 2.

5. Item of the agenda

Decision on the evaluation of the work of the Board of Directors in 2025 and hold-harmless warrant to be granted to the members of the Board of Directors.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2025, the General Meeting hereby declares that Balázs Ács, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Balázs Ács the hold-harmless warrant for 2025.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2025, the General Meeting hereby declares that Dávid Tibor, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Dávid Tibor the hold-harmless warrant for 2025.

Resolution proposal

In the assessment of her work as the member of the Board of Directors in 2025, the General Meeting hereby declares that Margaret Elizabeth Dezse, as the member of the Board of Directors, performed her work with due diligence, she took into account the interests of the Company, consequently the General Meeting gives Margaret Elizabeth Dezse the hold-harmless warrant for 2025.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2025, the General Meeting hereby declares that Dirk Theuns, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Dirk Theuns the hold-harmless warrant for 2025.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2025, the General Meeting hereby declares that Bálint Fazekas, as the former member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives Bálint Fazekas the hold-harmless warrant for 2025.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2025, the General Meeting hereby declares that József Tóth, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives József Tóth the hold-harmless warrant for 2025.

6. Item of the agenda

Decision on the definition of guidelines for the remuneration of the management and the employees through Employee Part-ownership Program which is a system for motivation the share proprietorship.

Resolution proposal

The General Meeting resolves to approve the guidelines of the Company's scheme for share-based incentive for members of the management and employees through the Employee Stock Ownership Program (hereinafter referred to as: MRP), according to the proposal with the following data:

Period of MRP: 2026-2027

The basis for calculating the benefit criterion: the performance of the company's planned 2027 group result.

Persons participating in the program are the executives of the Company and its wholly owned Hungarian subsidiaries, altogether at the beginning of the program: 32 people.

Maximum benefits regarding to the MRP at the beginning of the program in total: HUF 430 000 000

Deadline for settlement: 31. 07. 2028

7. Item of the agenda

Information by the Board of Directors of the Company's Purchase of Own Shares in 2025 and authorizing the Board of Directors to purchase or acquire the Company's own shares.

Resolution proposal

The General Meeting take cognizance with approval of the information provided by the Board of Directors on the Company's purchases of own shares in 2025.

Resolution proposal

The General Meeting hereby authorises the Board of Directors to decide on the acquisition of a maximum of 3.000.000 ordinary shares of Series "A" with a nominal value of 100.- HUF, at a purchase price of at least HUF 100.00 per share and at most HUF 20,000.00 per share, during a period of 12 months from the date of the Annual General Meeting of 2026, 29 April 2026.

The authorization granted to the Board of Directors by General Meeting Resolution No. 13/2025 (04.24.) to acquire treasury shares shall cease to be effective upon the adoption of this resolution.

8. Item of the agenda

Decision on the election of the members of the Board of Directors, and on their remuneration.

Resolution proposal

Due to the termination of the mandate of Mr. Balázs Ács (mother's maiden name: Elvira Kovács, address: 8000 Székesfehérvár, Újlaki utca 2.) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 1 July 2026 to 30 April 2027 as a non-independent member.

Resolution proposal

Due to the termination of the mandate of Mr. Dávid Tibor (mother's maiden name: Erika Seres, address: 8000 Székesfehérvár, Pöstyéni utca 12.) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 1 July 2026 to 30 April 2027 as a non-independent member.

Resolution proposal

Due to the termination of the mandate of Ms. Margaret Elizabeth Dezse (mother's maiden name: Ilona Farkas, address: 1093 Budapest, Csarnok tér 3-4. 4. em. 2.a.) the Annual General Meeting of the Company elects her as member of the Board of Directors of the Company from 1 July 2026 to 30 April 2027 as an independent member.

Resolution proposal

Due to the termination of the mandate of Mr. Dirk Theuns (mother's maiden name: Lea Heestermans, address: Kleine Horendonk 9, 2910 Essen, Belgium) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 1 July 2026 to 30 April 2027 as an independent member.

Resolution proposal

Due to the termination of the mandate of Mr. József Tóth (mother's maiden name: Erzsébet Papik, address: 1138 Budapest, Népfürdő utca 13. 3. em. 4. a.) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 1 July 2026 to 30 April 2027 as an independent member.

Resolution proposal

The remuneration of the members of the Board of Directors is determined by the General Meeting in a unified form in the amount of gross 300 000 HUF monthly.

9. Item of the agenda

Decision on the election of the members of the Audit Committee and on their remuneration

Resolution proposal

Due to the termination of the mandate of Ms. Margaret Elizabeth Dezse (mother's maiden name: Ilona Farkas, address: 1093 Budapest, Csarnok tér 3-4. 4. em. 2.a.) the Annual General Meeting of the Company elects her as member of the Audit Committee of the Company from 1 July 2026 to 30 April 2027.

Resolution proposal

Due to the termination of the mandate of Mr. Dirk Theuns (mother's maiden name: Lea Heestermans, address: Kleine Horendonk 9, 2910 Essen, Belgium) the Annual General Meeting of the Company elects him as member of the Audit Committee of the Company from 1 July 2026 to 30 April 2027.

Resolution proposal

Due to the termination of the mandate of Mr. József Tóth (mother's maiden name: Erzsébet Papik, address: 1138 Budapest, Népfürdő utca 13. 3. em. 4. a.) the Annual General Meeting of the Company elects him as member of the Audit Committee of the Company from 1 July 2026 to 30 April 2027.

Resolution proposal

The remuneration of the Chairperson of the Audit Committee is determined by the General Meeting in the amount of gross 200 000 HUF monthly.

Resolution proposal

The General Meeting decides that the members of the Audit Committee not holding the office of Chairperson will perform their activities without any special remuneration.

10. Item of the agenda

Decision on the election of the Auditor, and on its remuneration, and the election of the Auditor providing assurance on the sustainability reports

Resolution proposal

The General Meeting elects as the auditor of the Company - from 1 June 2026 until 31 May 2027 - the Forvis Mazars Korlátolt Felelősségű Társaság (seat: H-1139 Budapest, Fiastyúk utca 4-8. 2. em., company registry number: Cg 01-09-078412, Chamber Registry Number: 000220), and the auditor responsible in person: Andrea Kinga Molnár (mother's name: Dr. Kovács Mária Ibolya, address: 2096 Üröm, Kormorán u. 16/b., Chamber Registration number: 007145). The General Meeting empowers the Board of Directors to set up the terms of the contract with the auditor and to accept the remuneration of the auditor in accordance with the contractual amount and payment terms.

Resolution proposal

The General Meeting elects to provide assurance on the Company's sustainability reporting for the financial year of 2026 of the Company - from 1 June 2026 until 31 May 2027 - the Forvis Mazars Korlátolt Felelősségű Társaság (seat: H-1139 Budapest, Fiastyúk utca 4-8. 2. em., company registry number: Cg 01-09-078412, Chamber Registry Number: 000220), and the auditor responsible in person: Andrea Kinga Molnár (mother's name: Dr. Kovács Mária Ibolya, address: 2096 Üröm, Kormorán u. 16/b., Chamber Registration number: 007145). The General Meeting empowers the Board of Directors to set up the terms of the contract with the auditor and to accept the remuneration of the auditor in accordance with the contractual amount and payment terms.

11. Item of the agenda

Modification of the Articles of Association regarding to the Section VIII. (The Board of Directors) point 8.4., Section X. (The Audit Committee) point 10.3., Section XI. (The Auditor) point 11.3. according to decisions taken under agenda items 8 to 10, adoption of the consolidated Articles of Association

Resolution proposal

The General Assembly decides to amend Chapter VIII (The Board of Directors), Section 8.4, Chapter X (The Audit Committee), Section 10.3 and Chapter XI (The Permanent Auditor), Section 11.3, of the Articles of Association, in a consolidated resolution.

Resolution proposal

The General Meeting shall amend Chapter VIII (The Board of Directors), Section 8.4, Chapter X (The Audit Committee), Section 10.3 and Chapter XI (The Permanent Auditor), Section 11.3 of the Articles of Association in accordance with the resolutions adopted under the preceding agenda items 8-10, by indicating the members of the Board of Directors and the Audit Committee and the term of office of the Permanent Auditor.

12. Item of the agenda

Decision on preparations for the abolition of the Company's unified management system and the simultaneous establishment of the Board of Directors and a separate, independent Supervisory and Audit Committee as distinct bodies

A resolution proposal submitted by a shareholder holding more than one percent of the voting rights attached to the Company's shares

- I) The General Meeting decides that the Company intends to discontinue its current unified management system and, following its final decision, intends to transition to a management and oversight structure comprising a separate board of directors and a separate, independent supervisory board.

- II) The General Meeting instructs the Company's Board of Directors to take all necessary preparatory measures to reorganize the Company's organizational and operational structure, including in particular:
 - a. the detailed elaboration of the framework for the new organizational and operational structure,
 - b. the preparation of a proposal to amend the Articles of Association,
 - c. the detailed definition and preparation of the necessary corporate law, company law, and capital market compliance measures,
 - d. the preparation of the related disclosure, internal regulatory, and corporate governance documents.
- III) The General Meeting instructs the Company's Board of Directors to take the necessary preparatory measures and to convene an extraordinary general meeting of the Company no later than 90 days from the date of adoption of this resolution, so that enable the shareholders to make the final decisions necessary for the implementation of the organizational restructuring, in particular
 - a. regarding the amendment of the Articles of Association,
 - b. regarding the election of members of the new bodies,and to adopt separate resolutions on all other necessary implementation matters.

13. Item of the agenda

Other topics

The Board of Directors does not make a proposal on this item.

The Audit Committee's Report is attached as Annex 3 to this announcement.

We hereby inform our honourable Shareholders that at the time of the General Meeting the Company's share capital contains 19,250,631 ordinary shares with unified shareholding rights ('A') with a nominal value of 100 HUF per shares. Each share with a nominal value of 100 HUF entitles the shareholder for one (1) vote consequently the number of the total votes corresponds to the total shares issued by the Company.

MASTERPLAST Nyrt.