



Shareholder's submission to RÁBA Járműipari Holding Nyrt's Extraordinary General Meeting to be held on May 19, 2016

RÁBA Járműipari Holding Nyrt. publishes the proposal received for announcement purposes on April 29, 2016 by the Company from MNV Zrt., the initiator of convocation of the extraordinary general meeting to be held on May 19, 2016 as follows and informs its shareholders that dr. Tibor Zoltán Hajdu resigns from his position as a member in the Board of Directors of the Company as of May 19, 2016:

1. Recall of Members of the Board of Directors, election of new Members and setting the remuneration

(Draft) resolution 1/2016.05.19. of the GM

The General Meeting resolves to recall Mr. Alan Frederick Spencer from the Board of Directors of the Company as of the day of the Extraordinary General Meeting.

(Draft) resolution 2/2016.05.19. of the GM

The General Meeting resolves to recall Mr. István György Filótás from the Board of Directors of the Company as of the day of the Extraordinary General Meeting.

(Draft) resolution 3/2016.05.19. of the GM

The General Meeting elects dr. Péter Hartmann as a member of the Board of Directors as of the day following the Extraordinary General Meeting until May 19, 2021 with the same remuneration as that of the other members of the Board of Directors.

(Draft) resolution 4/2016.05.19. of the GM

The General Meeting elects dr. Róbert Homolya as a member of the Board of Directors as of the day following the Extraordinary General Meeting until May 19, 2021 with the same remuneration as that of the other members of the Board of Directors.

(Draft) resolution 5/2016.05.19. of the GM

The General Meeting elects dr. Géza Fördős as a member of the Board of Directors as of the day following the Extraordinary General Meeting until May 19, 2021 with the same remuneration as that of the other members of the Board of Directors.

(Draft) resolution 6/2016.05.19. of the GM

The General Meeting elects dr. Norbert Szivek as a member of the Board of Directors as of the day following the Extraordinary General Meeting until May 19, 2021 with the same remuneration as that of the other members of the Board of Directors.



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2. Amendment of the Articles of Association of RÁBA Járműipari Holding Nyrt.

(Draft) resolution 7/2016.05.19. of the GM

The General Meeting amends the Company's Articles of Association as follows and requests the Company's CEO to arrange for the incorporation of the amendment into the consolidated form of the Articles of Association and arrange for the filing thereof to the Court of Registration. The General Meeting requests that the changes in the members of the Board of Directors be updated as well in the Articles of Association.

Articles of Association in Force	Amendment to Articles of Association
<p>18. The Chairman of the General Meeting of Shareholders</p> <p>18.1. The Chairman of the General Meeting of Shareholders is the Chairman of the Supervisory Board, in whose absence the shareholders elect the Chairman of the General Meeting of Shareholders from among themselves, or from the members of the Board of Directors, or the Supervisory Board through simple majority vote. The same procedure shall be applied to the election of the counters of the votes and of the authenticators of the minutes, so that the authenticator of the minutes of the General Meeting of Shareholders can only be a shareholder or a proxy holder.</p>	<p>18. The Chairman of the General Meeting of Shareholders</p> <p>18.1. The Chairman of the General Meeting of Shareholders is the Chairman of the Supervisory Board, in whose absence the shareholders elect the Chairman of the General Meeting of Shareholders from among themselves, or from the members of the Board of Directors, or the Supervisory Board through simple majority vote. The same procedure shall be applied to the election of the counters of the votes and of the authenticators of the minutes, so that the authenticator of the minutes of the General Meeting of Shareholders can only be a shareholder or a proxy holder.</p>

Győr, April 29, 2016

RÁBA Járműipari Holding Nyrt.