

## ABRIDGMENT

of the Resolutions set by the Board of Directors of **OPUS GLOBAL Nyrt.** (registered seat: 10 Révay Street, HU-1065 Budapest, Company Registration Number: 01-10-042533, hereinafter: „**Company**”) at the Board Meeting held at the registered seat of the Company

### **Board Resolution No. 21/2017 (10.24.)**

(number of votes in favour: 5, against: 0, abstention: 0)

According to Section 3:99 Paragraph 1 of the Hungarian Civil Code, the Board of Directors expressly recognize that the Company has a debt to **STATUS MPE Magántőkealap** (registered seat: 17-21 Arany János Street, HU-7100 Szekszárd, registration number: 6122-49, tax identification number: 18909351-1-17, managed by: STATUS Capital Kockázati Tőkealap-kezelő Zártkörűen Működő Részvénytársaság; registered seat: 17-21 Arany János Street, HU-7100 Szekszárd, company registration number: 17-10-001266, tax identification number: 22633127-2-17) (hereinafter “**STATUS MPE Magántőkealap**”) amounting to EUR 7 350 000 namely Seven Million And Three Hundred Fifty Thousand Euros plus the refinancing rate defined by the European Central Bank and 2.5 %, namely Two And Five Tenth percent (hereinafter: **Loan Debt**).

The Board of Directors concludes that the amount of the Loan Debt – in Hungarian Currency – is HUF 2 269 126 157,36,- namely Two Billion, Two Hundred Sixty-Nine Million, One Hundred Twenty-Six Thousand, One Hundred Fifty-Seven and Thirty-Six Hundredths Hungarian Forints. Furthermore the Board of Directors concludes that the Resolution of the Auditor regarding the valuation of the Loan Debt – verifying the amount defined herein – is at the Board of Directors’ disposal and is to be published according to Section 3:296 Paragraph 5 of the Hungarian Civil Code.

The Board of Directors concludes that according to Section 3:294 Paragraph 1 of the Hungarian Civil Code and the provisions of Resolution No. 19/2016 (IV.29.) of the General Meeting of the Company, the Board of Directors has competence to decide on the increase of the Share Capital and is entitled to act with full power instead of the General Meeting regarding the increase of the Share Capital in accordance with Section 294 Paragraph 2 of the Hungarian Civil Code.

The Board of Directors hereby decide to increase the Share Capital of the Company; the amount of the increase is HUF 2 269 125 910 namely Two Billion, Two Hundred Sixty-Nine Million, One Hundred Twenty-Five Thousand, Nine Hundred Ten Hungarian Forints that is part of the Loan Debt – which is considered as a claim acknowledged by the Company and is considered to be an in kind contribution to be performed by STATUS MPE Magántőkealap hereafter – amounting to HUF 182 994 025 namely One Hundred Eighty-Two Million, Nine Hundred Ninety-Four Thousand, Twenty-Five Hungarian Forints (hereinafter: “**Amount of the Increase of Share Capital**”). The increase of the Share Capital is to be performed today, through issue of new shares in private. The Board of Directors hereby records that following the increase of the Share Capital, the amount remaining from the Loan Debt entitling STATUS MPE Magántőkealap is HUF 247,363 namely Two Hundred Forty-Seven and Three Hundred Sixty-Three Thousandths Hungarian Forints.

The Board of Directors hereby records that by today STATUS MPE Magántőkealap has duly and completely provided the In Kind Contribution that equals to the Amount of the Increase of Share Capital therefore the date of provision of the In Kind Contribution is 24 October, 2017.

The Board or Directors record that the precondition for the increase of the Share Capital according to Section 3:295 of the Hungarian Civil Code has been completely fulfilled.

Having considered the Amount of the Increase of the Share Capital, the Board of Directors hereby decide on the in-private issue of 7 319 761, namely Seven Million, Three Hundred Nineteen Thousand, Seven Hundred Sixty-One pieces of ‘A’ series equity shares with the nominal value of HUF 25 and issue value of HUF 310,- per each with the same and equal rights attached to them (hereinafter: ‘**New Shares**’).

The rights attached to the New Shares are equal to the rights set out by the Articles of Association, attached to the 'A' series equity shares with the nominal value of HUF 25 namely Twenty Five Hungarian Forints previously issued by the Company.

The complete nominal value of the New Shares is HUF 182 994 025, namely One Hundred Eighty-Two Million, Nine Hundred Ninety-Four Thousand, Twenty-Five Hungarian Forint;  
The complete issue value of the New Shares is HUF 2 269 125 910, namely Two Billion, Two Hundred Sixty-Nine Million, One Hundred Twenty-Five Thousand, Nine Hundred Ten Hungarian Forint

The Board of Directors hereby decides that the difference between the nominal value and the issue value of the shares is to be deposited in the Company's capital reserve fund.

The New Shares are to be issued dematerialized according to Section 3:214 Paragraph 2.

The exclusive right of subscription and takeover regarding the New Shares entitles STATUS MPE Magántőkealap having provided the In Kind Contribution and committed itself to receive the New Shares in written.

According to Section 3:297 Paragraph 2 the preferential subscription rights entitling other Shareholders of the Company cannot be practiced in the event of this Increase of Share Capital.

The Board of Directors records that the in-private issue of the New Shares is considered to be lawfully performed in accordance with Section 14 Paragraph 1 Subparagraphs a-c.) of Act CXX on the Capital Market (hereinafter: 'Tpt.').

The fact of the in-private issue of new shares based on this Resolution of the Board of Directors of the Company shall be announced to the Hungarian National Bank acting as supervisory authority within 15 namely fifteen days after the closing of the issue procedure. Such announcement shall be made by the Board of Directors.

Within 15, namely fifteen days from the registration of the performed increase of the Share Capital in the Company Register, Board of Directors shall notify the central securities depository and the securities intermediary of the concerning shareholder about the change occurred to the structure of shareholding as a result of the increase of the Share Capital.

The New Shares will be introduced into the regulated market in accordance with Section 5.4.1. of Book Two - Regulations on Listing and Continued Trading (hereinafter: '**Book Two**') of Budapest Stock Exchange Private Limited Company (hereinafter: '**BÉT**'). With respect of Section 21 Paragraph 1 and Section 22 Paragraph 4 Subparagraph a.) of Tpt., neither any information nor any announcement will be published regarding the introduction into the regulated market. The Board of Directors shall immediately amend the Product List in order to fulfil the terms set out by Sections 15.6.1.c.), 16.1.1.b.) and 16.1.2.a.) of Book Two in time.

**Board Resolution No. 22/2017 (10.24.)**

(number of votes in favour: 5, against: 0, abstension: 0)

The Board of Directors decides to amend the text of the Articles of Association decided by the Resolution of the General Meeting held on 3 August, 2017 as follows. The Articles of Association in unified text with amendments is annexed to this Resolution of the Board of Directors. The amended provisions and their content are indicated as follows: the provisions ~~crossed-out~~ are to be deleted, and the *cursive*, underlined provisions are to be incorporated in the Articles of Association.

“4.1. ‘The Share (Subscribed) Capital of the Company is HUF ~~7.897.759.025~~ 8.080.753.050,- namely ~~Seven Billion, Eight Hundred Ninety Seven Million, Seven Hundred Fifty Nine Thousand, Twenty-Five~~ *Eight Billion, Eighty Million, Seven Hundred Fifty-Three Thousand, Fifty* Hungarian Forints.

*The Share (Subscribed) Capital of the Company consists of in kind contribution amounting to HUF 182.994.025,-, namely One Hundred Eighty-Two Million, Nine Hundred Ninety-Four Thousand, Twenty-Five Hungarian Forints that has duly provided in accordance with the provisions of Resolution of the Board of Directors of the Company (Resolution No. 21/2017 (10.24.)).*

4.2. The Share Capital of the Company consists of ~~315.910.361~~ 323.230.122 namely ~~Three Hundred Fifteen Million, Nine Hundred Ten Thousand, Three Hundred Sixty One~~ *Three Hundred Twenty-Three Million, Two Hundred Thirty Thousand, One Hundred Twenty-Two* pieces of ‘A’ series equity shares with the nominal value of HUF 25 per each with the same and equal rights attached to them.

The provisions regulating the rights and obligations attached to the shares are to be applied regarding the shares with the nominal value of HUF 25, namely Twenty-five Hungarian Forints – without the distinctive indication ‘registered’.

The unamended provisions of the Articles of Association shall remain in effect.”

**Board Resolution No. 23/2017 (10.24.)**

(number of votes in favour: 5, against: 0, abstention: 0)

The Board of Directors accepts the amended provisions of its Rules of Procedure regarding the amendments concerning the name and abbreviated name of the Company.

The Board of Directors accepts the content of the agreement to be concluded with BB-ESSEL Adótanácsadó és Könyvvizsgáló Korlátolt Felelősségű Társaság (registered seat: 5-7 Fertály Street, HU-1162 Budapest; company registration number.: 01-09-686632, Auditors Chamber Licence No.: MKVK002357, auditor: László dr. Sasvári; hereinafter: ‘**Auditor**’) that is necessary for the valuation to be performed by the Auditor in order the Resolution of the Board of Directors (Resolution No. 21/2017 (10.24.)) to be set. The Board of Directors hereby gives its approval to the execution of the above-mentioned agreement.