

Resolution Proposals

of

ENEFI Asset Management Plc.

for the

General Meeting¹

¹The present resolution proposals are the translation of the "Az ENEFI Vagyonkezelő Nyrt. Közgyűlési Előterjesztései" drafted in Hungarian language. In case of any discrepancies between the Hungarian and English language versions the Hungarian version shall prevail.

Date of General Meeting: 2022. 04. 29. 12.00 pm
Place of General Meeting: 1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
Date of repeated General Meeting: 2022. 05. 10. 10.00a.m.

ENEFI Asset Management Plc. hereby announces for informing its reputable shareholders the proposals for its upcoming **ordinary annual general meeting**, resolution proposals and current information on the number of shares and voting rights at the time of convocation of the general meeting as set out below.

I. Summary

The annual general meeting had been convoked by the Company pursuant to the applicable legal provisions.

The main theme of the upcoming annual general meeting is the closing of the Company's business year 2021.

The Company has put on the agenda the review and assessment of the performance of board members contemplated in previous business year and decision on the discharge of liability and also to decide on, pursuant to the applicable law, the acceptance of the Board of Directors' report on corporate governance to be submitted to the Budapest Stock Exchange and the remuneration report.

The Company has put on the agenda the decision on authorizing the Board of Directors to purchase own shares of the Company, decision on revoking and on election of Auditor and the remuneration, and amendment of Section 3.2. Part VIII of the Articles of Association and accepting the new uniform Articles of Association.

Date of General Meeting:	2022. 04. 29. 12.00 pm
Place of General Meeting:	1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
Date of repeated General Meeting:	2022. 05. 10. 10.00a.m.

II. Agenda items

1. Closing business year 2021 of the Company
 - 1.1. Report of the Board of Directors on the management, net-worth position and business policy of the Company and on the Company's annual and consolidated annual report for business year 2021
 - 1.2. Report of the Supervisory Board on the Company's annual and consolidated annual report for business year 2021
 - 1.3. Report of the Auditor on the Company's annual and consolidated annual report for business year 2021
 - 1.4. Decision on the acceptance of the individual annual financial statements of the company
 - 1.5. Decision on the utilization of the profit after tax
 - 1.6. Decision on the acceptance of the consolidated annual financial statements of the company.
2. Advisory vote on the remuneration report of the Company.
3. Review and assessment of the performance of board members contemplated in previous business year and decision on the discharge of liability
4. Decision on the acceptance of the Board of Directors' report on corporate governance to be submitted to the Budapest Stock Exchange.
5. Decision on authorizing the Board of Directors to purchase own shares of the Company
6. Decision on revoking and on election of Auditor and the remuneration
7. Amendment of Section 3.2. Part VIII of the Articles of Association and accepting the new uniform Articles of Association

III. Resolution proposals

Agenda item 1.:

Closing business year 2021 of the Company

- 1.1. Report of the Board of Directors on the management, net-worth position and business policy of the Company and on the Company's annual and consolidated annual report for business year 2021.

Proponent: Board of Directors

Resolution Proposal: No proposal had been submitted

Reasoning: The Board of Directors reports on the management, net-worth position and business policy of the Company in line with its obligation under the law.

- 1.2. Report of the Supervisory Board on the Company's annual and consolidated annual report for business year 2021.

Proponent: Board of Directors

Resolution Proposal: No proposal had been submitted

Reasoning: The Supervisory Board reports on the Report of the Supervisory Board in respect of the Company's annual and consolidated annual report for business year 2021. The chairman of the Supervisory Board and the Audit Committee had been invited to the general meeting.

- 1.3. Report of the Auditor on the Company's annual and consolidated annual report for business year 2021.

Proponent: Board of Directors

Resolution Proposal: No proposal had been submitted

Reasoning: The Auditor reports on the Report of the Auditor in respect of the Company's annual and consolidated annual report for business year 2021. The Auditor had been invited to the general meeting.

- 1.4. Decision on the acceptance of the individual annual financial statements of the Company .

Proponent: Board of Directors

Resolution Proposal: The Shareholders' Meeting shall accept the individual annual financial statements of ENEFI Asset Management Plc. for business year 2021.

the amount of 8 135 104 HUF thousand	total assets for the reference year,
the amount of HUF (-707 804) thousand	total general profit (loss).

Reasoning: The Board of Directors submits to the general meeting the annual statement prepared of ENEFI Asset Management Plc. for business year 2021 in line with its obligation under the law.

- 1.5. Decision on the utilization of the profit after tax.

Proponent: Board of Directors

Resolution Proposal: The Shareholders' Meeting shall decide in connection with the utilization of the after tax profit/loss the ENEFI Asset Management Plc. shall not disburse dividend to its shareholders.

Date of General Meeting: 2022. 04. 29. 12.00 pm
 Place of General Meeting: 1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
 Date of repeated General Meeting: 2022. 05. 10. 10.00a.m.

Reasoning: The Board of Directors submits to the general meeting its resolution proposal regarding distribution of dividend in respect of business year 2021 in line with its obligation under the law.

1.6. Decision on the acceptance of the consolidated annual financial statements of the Company.

Proponent: Board of Directors

Resolution Proposal: The Shareholders' Meeting shall accept the consolidated annual financial statements of ENEFI Asset Management Plc. for business year 2021.

the amount of HUF 4 479 337 thousand	total assets for the reference year,
the amount of HUF (-530 877) thousand	profit (loss) for the reference year.

Reasoning: The Board of Directors submits to the general meeting the consolidated annual statement of ENEFI Asset Management Plc. for business year 2021 in line with its obligation under the law.

Agenda item 2.:

Advisory vote on the remuneration report of the Company.

Proponent: Board of Directors

Resolution Proposal: The Shareholders' Meeting shall decide to accept the remuneration report.

Reasoning: The Board of Directors submits to the general meeting the remuneration report.

Agenda item 3.:

Review and assessment of the performance of board members contemplated in previous business year and decision on the discharge of liability.

Proponent: Board of Directors

Resolution Proposal:

2.1. The Shareholders' Meeting shall decide on accepting that Csaba Soós, member of the Board of Directors exercised his duties during the previous business year in favour of the Company's interests and discharge him of his liability in connection therewith.

2.2. The Shareholders' Meeting shall decide on accepting that László Bálint, member of the Board of Directors exercised his duties during the previous business year in favour of the Company's interests and discharge him of his liability in connection therewith.

2.3. The Shareholders' Meeting shall decide on accepting that Virág Ferenc, member of the Board of Directors exercised his duties from his appointment in favour of the Company's interests and discharge him of his liability in connection therewith.

Reasoning: The Board of Directors submits to the general meeting the agenda point on review and assessment of the performance of board members of ENEFI Asset Management Plc. contemplated in previous business year and on deciding on the discharge of liability in line with its obligation under the articles of associations.

Agenda item 4.:

Decision on the acceptance of the Board of Directors' report on corporate governance to be

Date of General Meeting: 2022. 04. 29. 12.00 pm
 Place of General Meeting: 1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
 Date of repeated General Meeting: 2022. 05. 10. 10.00a.m.

submitted to the Budapest Stock Exchange.

Proponent: Board of Directors

Resolution Proposal: The Shareholders' Meeting shall decide to accept the corporate governance report of the Board of Directors that is to be submitted to the Budapest Stock Exchange.

Reasoning: The Board of Directors submits to the general meeting the corporate governance report of the Board of Directors that is to be submitted to the Budapest Stock Exchange in line with its obligation under the law.

Agenda item 5.:

Decision on authorizing the Board of Directors to purchase own shares of the Company

Proponent: Board of Directors

Resolution Proposal: Shareholders' Meeting to authorize the Board of Directors to acquire own shares. The authorization shall be for the onerous acquisition of maximum 10,000,000 pieces ordinary shares and Dividend-preference convertible shares within 18 months for consideration at the stock exchange or outside the stock exchange. The minimum amount of the consideration (for all series) shall be HUF 1 while the maximum amount (for all series) shall be: previous day's stock market closing price of the listed ordinary shares + 20%

(to indicate the number of items and maximum and minimum amount of the consideration is an obligation set out by the law, the indicated amounts cannot be interpreted as forecasts they are not based on economic calculations, thus they are not eligible to influence decisions of investors.)

Reasoning:

Shareholders' Meeting to authorize the Board of Directors to acquire own shares.

Agenda item 6.:

Decision on revoking and on election of Auditor and the remuneration

Proponent: Shareholder

Resolution Proposals:

1. The Shareholders' Meeting shall decide to withdraw his position the Auditor of the Company.
2. The Shareholders' Meeting shall decide to elect the following auditor to audit the Company's 2022, 2023, 2024 financial statements for 2.000.000 HUF + VAT/year audit fee and 2022, 2023, 2024 consolidated statements for 3.000.000 HUF + VAT/year audit fee until 30.09.2025 fixed term.

Name:	UNIKONTO Számvitelkutatási Kft.
Registered seat:	1092 Budapest, Fővám tér 8. 3. em. 317/3.
Registration number:	Cg.01-09-073167
Chamber number:	001724

Auditor personally liable for the audit:

Name:	Dr. LAKATOS LÁSZLÓ PÉTER
-------	--------------------------

Date of General Meeting:	2022. 04. 29. 12.00 pm
Place of General Meeting:	1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
Date of repeated General Meeting:	2022. 05. 10. 10.00a.m.

Address: 1022 Budapest, Szpáhi utca 31.
Mother's maiden name: Gubi Mária Terézia
Chamber number: 007102

Reasoning:

UNIKONTO Számvitelkutató Kft's mandate was until 30 September 2022 according to the company statement.

Agenda item 7.:

Amendment of Section 3.2. Part VIII of the Articles of Association and accepting the new uniform Articles of Association

Proponent: Shareholder

Proposed decision No: 1 related to the third proposed point on the agenda: The general meeting shall amend 3.2. Part VIII of the Articles of Association with the following text:

3.2. If the general meeting fails to have quorum, the reconvened general meeting shall have a quorum on the issues of the original agenda irrespective of the number of those present. Such re-convened general meeting may be reconvened for the same day as the general meeting having no quorum, however, the period between the two general meeting cannot be longer than 21 days.

Proposed decision No: 2 related to the third proposed point on the agenda: The general meeting shall decide to accept the uniform Articles of Association with the amendments.

Explanation:

The Company intends to use the opportunity provided by law to allow the repeated general meeting to be convened on the same starting date as the non-quorum general meeting.

Date of General Meeting: 2022. 04. 29. 12.00 pm
Place of General Meeting: 1039 Budapest, Pünkösdfürdő u. 52. 4./ 413.
Date of repeated General Meeting: 2022. 05. 10. 10.00a.m.

I. Number of shares and voting rights

The Company hereby publishes the number of voting rights attached to its shares and size the of its share capital as of the time of convocation of the general meeting.

Composition of share capital of the Company:

Share series listed on the Budapest Stock Exchange	ISIN	Nominal value (HUF/share)	Issued number	Total Nominal value (HUF)
Ordinary shares	HU0000089198	10	11.150.000	111.500.000,-
Dividend-preference convertible shares	HU0000173737	10	5.456.109	54.561.090,-
Share capital	-	-	16.606.109	166.061.090,-

Number of voting rights attached to the shares:

Share series listed on the Budapest Stock Exchange	Issued number	Shares with voting rights	Voting right per share	Total voting rights	Number of own and connected entities shares
Ordinary shares	11.150.000	11.150.000	1	11.150.000	Own shares 1.613.000 Company's connected entities shares: 1 031 041 Total: 2 644 041
Dividend-preference convertible shares	5.456.109	0	0	0	Company's connected entities shares: 1 795 000
Total:	16.606.109	11.150.000	1	11.150.000	4 439 041

The Company calls the attention of its reputable investors to their reporting obligations towards MNB and the Company in connection with the above changes – if any – with special regard to the provisions of the Capital Market act and the Company's Articles of Associations.

AUTHORISATION TEMPLATE

I, the undersigned _____ (mother's name: _____, place and date of birth: _____, ID card number: _____) residing under _____

or

The undersigned _____ (company registration number: _____, tax number: _____, registered seat: _____, represented by: _____)

as the shareholder of **ENEFI Asset Management Plc.** (company registration number: Cg. 01-10-045428, registered seat: 1134 Budapest, Klapka utca 11. "**Company**") today, hereby

authorise

_____ (mother's name: _____, place and date of birth: _____, ID card number: _____) residing under _____

to represent me at the shareholders' meeting of the Company to be held on the

. __.th __. 20__(__),
under _____ at, __ o'clock

with full power of representation or under the following instructions (in case of bound mandate).

Dated: . __.th __.20 __

Assignor

Assignee

Witnessed in the presence of:

Readable Name:

Readable Name:

Readable Home address:

Readable Home address:

Signature:

Signature:

Date of General Meeting:	2022. 04. 29. 12.00 pm
Place of General Meeting:	1039 Budapest, Püskösdfüüdő u. 52. 4./ 413.
Date of repeated General Meeting:	2022. 05. 10. 10.00a.m.