

PROPOSAL

**Agenda item No. 1
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Election of the General Meeting officers (vote counting committee and the authenticator of the minutes)

Pursuant to the Civil Code and Sections 8.19 and 8.20 of the Articles of Association, the General Meeting must elect a Vote Counting Committee and an authenticator of the minutes from among the shareholders present at the General Meeting. The shareholders attending the General Meeting make a proposal for the members of the Vote Counting Committee and the authenticator of the minutes in person. On the basis of the personal proposals, the General Meeting decides on the officers of the General Meeting to be elected according to the proposal.

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution, supplemented with the data of the persons recommended at the General Meeting and elected by the General Meeting.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting elects, and as the members of the Vote Counting Committee, and the shareholder/shareholder's authorised representative as the authenticator of the minutes.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 2
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Report of the Board of Directors on the business activities of the Company in 2021, and the financial position of the Company

Report of the Board of Directors on the business activities of the Company in 2021, and the financial position of the Company

In 2021, the AutoWallis Group enjoyed the best sales figures in its history, which are in line with the plans published prior to the public offering held last autumn. In addition to organic growth, the Group's performance is also driven by the acquisitions completed in 2020. The exceptional results were attained despite the fact that a part of last year had still suffered from the disadvantageous effects of the restrictions put in place to counter the pandemic, followed by the chip shortage affecting automotive industry manufacturing that grew increasingly worse in the second half of the year. The bond issue of AutoWallis NKP ended with oversubscription in July and the bonds with a total nominal value of HUF 6.6 billion were listed in October. In November, the Company completed a capital increase totalling HUF 10 billion.

Both separate IFRS financial statements and consolidated IFRS financial statements were prepared for the financial year 2021 which provide a true and fair view of the Company's assets and financial position.

According to the Company's separate IFRS financial statements, the pre-tax profit for 2021 was thHUF 248,146, while the total comprehensive income thHUF -287,604.

According to the consolidated IFRS financial statements, the pre-tax profit for 2021 was a profit of thHUF 4,165,291, and the total comprehensive income thHUF 3,223,893. EBITDA was thHUF 7,820,843.

The Company's equity according to the separate IFRS financial statements increased from th HUF 20,609,671 as at 31 December 2021 to thHUF 32,623,413. The amount of equity according to the consolidated IFRS financial statements changed from thHUF 8,731,074 to thHUF 24,271,670 as at 31 December 2021.

Zsolt Müllner, Chairman of the Board of Directors

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the report of the Board of Directors on the business activities of the Company in 2021 and the financial position of the Company in accordance with the proposal.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 3
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Supervisory Board report on the 2021 annual reports prepared in accordance with the IFRS and on the proposal for the appropriation of taxed profits

Report of the Company's Supervisory Board on the 2021 annual reports of the Company prepared in accordance with the IFRS and on the proposal for the appropriation of taxed profits:

The Supervisory Board evaluated its annual work in accordance with the BSE Principles of Corporate Governance. In doing so, it noted that during 2021, the Supervisory Board met four times, three times with 100% and once with 80% attendance rate, and each of its meetings had a quorum. Based on the findings of the Supervisory Board, the annual work of the body was effective, and legally and professionally appropriate.

It was not necessary to convene an extraordinary meeting of the Supervisory Board; the Supervisory Board did not observe any event giving rise to an extraordinary investigation.

The Chairman and members of the Supervisory Board attended the meetings of the Board of Directors several times as invitees. No shareholder announcements were made during 2021, and the Supervisory Board did not have to take a position on such issues.

The Supervisory Board listened to the auditor's briefing on the audit process, examined the reports attached to the general meeting proposals and discussed the Board of Directors' report on the Company's business activities in 2021 and the Company's financial position. In the opinion of the Supervisory Board, the business activities of the Company in 2021 took place within the framework of the laws and the resolutions adopted by the main body of the Company.

Based on the above, the Supervisory Board in accordance with the auditor's report proposes for approval by the general meeting

- the separate annual report for 2021 according to the IFRS with the balance sheet total of th HUF 43,199,488, equity of th HUF 32,623,413 and total comprehensive income of th HUF -287,604, HUF 0 dividend
- and the consolidated annual report in accordance with IFRS with a balance sheet total of th HUF 88,976,539, equity of th HUF 24,271,670 and a total comprehensive income of th HUF 3,223,893.

Attila Chikán Jr, Chairman of the Supervisory Board

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the report of the Supervisory Board on the Company's 2021 annual reports in accordance with IFRS, as well as the proposal for the appropriation of taxed profits.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 4
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Audit Committee report on the 2021 annual reports prepared in accordance with the IFRS and on its proposal for the appropriation of taxed profits

Report of the Company's Audit Committee on the 2021 annual report of the Company prepared in accordance with the IFRS and on the proposal for the appropriation of taxed profits:

The Audit Committee evaluated its annual work in accordance with the BSE Principles of Corporate Governance. The Audit Committee performed its regular tasks as set out in the Civil Code. It was not necessary to convene an extraordinary meeting of the Audit Committee; the Audit Committee did not observe any event giving rise to an extraordinary investigation.

While doing so, it noted that during 2021, the Audit Committee met four times, three times with 100% and once with 80% attendance rate, and each occasion had a quorum. Based on the findings of the Audit Committee, the annual work of the body was effective, and legally and professionally appropriate.

The Audit Committee listened to the auditor's briefing on the audit process, reviewed the Company's financial statements and found that the financial statements give a true fair view of the Company's assets and financial position as at 31 December 2021.

The Audit Committee's opinion, in accordance with the auditor's report, that the Board of Directors may submit to the General Meeting for adoption

- the separate annual report for 2021 according to the IFRS with the balance sheet total of th HUF 43,199,488, equity of th HUF 32,623,413 and total comprehensive income of th HUF -287,604, HUF 0 dividend
- and the consolidated annual report in accordance with IFRS with a balance sheet total of th HUF 88,976,539, equity of th HUF 24,271,670 and a total comprehensive income of th HUF 3,223,893.

Attila Chikán Jr, Chairman of the Audit Committee

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the report of the Audit Committee on the Company's 2021 annual reports in accordance with IFRS, as well as the proposal for the appropriation of taxed profits.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 5
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Auditor's report on the results of the audit of the 2021 annual reports prepared in accordance with the IFRS and on the proposal of the Board of Directors for the appropriation of taxed profits

The Company's auditor, PricewaterhouseCoopers Könyvvizsgáló Korlátolt Felelősségű Társaság (registered office: 1055 Budapest, Bajcsy-Zsilinszky út 78., company registration number: 01-09-063022) has prepared its report on the results of its 2021 IFRS annual reports audit and on the proposal of the Board of Directors for the appropriation of taxed profits. The report constitutes an annex to this Proposal and is available in its entirety on the Company's website (www.autowallis.hu), on the website of Budapesti Értéktőzsde Zrt. (www.bet.hu) and on the information storage system operated by the MNB (www.kozzetetelek.hu).

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the auditor's report on the results of the audit of the 2021 annual reports in accordance with IFRS and the proposal of the Board of Directors for the appropriation of taxed profits in accordance with the annex to the proposal.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 6
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Approval of the 2021 annual reports prepared in accordance with the IFRS

The Company has prepared its separate and consolidated annual reports for 2021 in accordance with the IFRS, which constitute an annex to this Proposal and are available in their entirety on the Company's website (www.autowallis.hu), the website of Budapesti Értéktőzsde Zrt. (www.bet.hu), and on the information storage system operated by the MNB (www.kozzetetelek.hu). The Board of Directors of the Company informs the General Meeting that, simultaneously with the consolidated financial statements prepared in accordance with the IFRS, it has prepared - for information purposes - the accounting document containing the accounting parent company members of the reverse acquisition taking place at the Company. This statement is for information purposes only and has not been audited.

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the separate annual report of the Company for 2021 according to the IFRS with the balance sheet total of th HUF 43,199,488, equity of th HUF 32,623,413 and total comprehensive income of th HUF -287,604 in accordance with the annex to the proposal.

The General Meeting approves the consolidated annual report of the Company for 2021 in accordance with IFRS with a balance sheet total of th HUF 88,976,539, equity of th HUF 24,271,670 and a total comprehensive income of th HUF 3,223,893 in accordance with the annex to the proposal.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

Agenda item No. 7

for the Annual General Meeting of

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Decision on the appropriation of taxed profits and the approval of dividends

Based on the profit reserve according to the reports to be approved under agenda item 6 the dividend available for dividend payment (considering the retained earnings and the purchase of treasury shares) is HUF 468 million. The dividend to be paid to the Company by the subsidiaries is HUF 1,582 million.

The Board of Directors proposes that the General Meeting decide that the Company will not pay dividends for 2021 to build up reserves against the economic uncertainty and to implement the Group's growth strategy. Profit not paid as dividends is reclassified to retained earnings.

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approved the recommendation for the appropriation of taxed profits and the dividend according to the proposal.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 8
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Approval of the 2021 Corporate Governance Report

The Board of Directors of the Company prepared the Corporate Governance Report for 2021, which constitutes an annex to this Proposal and is available in its entirety on the Company's website (www.autowallis.hu), on the website of Budapesti Értéktőzsde Zrt. (www.bet.hu) and on the information storage system operated by the MNB (www.kozzetetelek.hu). The Supervisory Board approved the 2021 Corporate Governance Report in advance.

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting approves the Corporate Governance Report of the Company for 2021 in accordance with the annex to the proposal.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

Agenda item No. 9

for the Annual General Meeting of

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Evaluation of the activities of the Board of Directors in the 2021 financial year;
decision on the granting of the hold-harmless warrant

Pursuant to Section 9.1 (3) of the Company's Articles of Association, the General Meeting of the Company is obliged to put on the agenda of the Annual Ordinary General Meeting the evaluation of the work of the Board of Directors in the previous financial year and the decision for granting them a hold-harmless warrant. Simultaneously with the granting of the hold-harmless warrant, the General Meeting confirms that the Board of Directors performed its work during the evaluated period with the priority of the interests of the Company in mind.

Based on the above, we ask the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting considers the activities and management activities of the Board of Directors of the Company in the financial year 2021 to be adequate and grants a hold-harmless warrant pursuant to Section 3:117 (1) of Act V of 2013 on the Civil Code (hereinafter: 'Civil Code').

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

Agenda item No. 10
for the Annual General Meeting of

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Tárgy: Approval of the amendment of the Supervisory Board's Bylaws

The Supervisory Board of the Company has decided to amend its Bylaws, adding the following points:

1.2.8 The Supervisory Board is responsible for the professional management of the Company's internal audit system. It approves the annual internal audit work plan and the annual report, with that the preparation of the internal annual audit work plan and the annual report being the responsibility of the Chief Executive Officer.

1.2.9 The Supervisory Board discusses the annual report prepared by the compliance department.

1.2.10 The Supervisory Board supervises the Company's risk management system related to internal audit, approves the risk management policy, the preparation of which is the responsibility of the Chief Executive Officer, and discusses the annual report on risk management.

Pursuant to Article 14.5 of the Articles of Association, the General Meeting of the Company shall approve the Bylaws of the Supervisory Board, in view of which we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság

held on 29 April 2022

The General Meeting approves the Bylaws of the Supervisory Board in accordance with Article 14.5 of the Articles of Association.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 11
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Authorisation of the Board of Directors to acquire own shares

The Board of Directors proposes that the General Meeting authorises the Board of Directors to acquire own shares pursuant to Section 3:223 (1) of the Civil Code and Article 8.26 of the Articles of Association as follows:

Types of shares that may be acquired: ordinary shares

Number of shares that may be acquired: the total number of the shares issued in the particular series, not exceeding 25% of the share capital

Nominal value of the shares that may be acquired: HUF 12.5

In the case of a purchase with recourse the lowest amount of consideration is the price which is 20% lower than the closing price of the stock exchange on the day which precedes the day of the transaction

In the case of a purchase with recourse the highest amount of consideration is: the price which is 25% higher than the closing price of the stock exchange on the day preceding the day of the transaction

The Board of Directors proposes that this authorisation should also cover the acquisition of a convertible/convertible bond securing the acquisition of own shares.

The Board of Directors proposes that the above authorisation is for multiple occasions, but for a maximum period of 18 months from the day following the date of adoption of the attached proposal for a resolution by the General Meeting.

Based on the above, we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting authorises the Board of Directors to repurchase its own shares pursuant to Section 3: 223 (1) and Article 8.26 of the Articles of Association:

- Types of shares that may be acquired: ordinary shares
- Number of shares that may be acquired: the total number of the shares issued in the particular series, not exceeding 25% of the share capital
- Nominal value of the shares that may be acquired: HUF 12.5
- In the case of a purchase with recourse the lowest amount of consideration is the price which is 20% lower than the closing price of the stock exchange on the day which precedes the day of the transaction
- In the case of a purchase with recourse the highest amount of consideration is: the price which is 25% higher than the closing price of the stock exchange on the day preceding the day of the transaction

This authorization also covers the acquisition of a convertible/ transforming bond securing the acquisition of own shares.

The above authorisation is for multiple occasions, but for a maximum period of 18 months, starting on the day following the date of adoption of this resolution by the General Meeting.

In any case, the acquisition of own shares must also comply with the relevant EU legislation.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 12
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Authorisation of the Board of Directors to increase the share capital

The Board of Directors proposes that the Honourable General Meeting authorises the Board of Directors to increase the share capital pursuant to Section 3:294 (1) of the Civil Code and Article 10.1 of the Articles of Association as follows:

The highest amount to which the Board of Directors may increase the share capital of the Company is HUF 10,000,000,000, i.e., ten billion Forints.

The share capital of the Company may be increased by issuing new ordinary shares and/or any type of priority shares and/or convertible bonds and/or exchangeable bonds, or any combination thereof.

The General Meeting also authorises the Board of Directors to limit or exclude a pre-emptive subscription right under the Civil Code or the Articles of Association.

The Board of Directors is obliged to list on the stock exchange the new ordinary shares to be issued during the share capital increase.

Period available for the capital increase: 5 (five) years from the date of the Annual Ordinary General Meeting of the Company of 29 April 2022.

This authorisation to increase the share capital is renewable and applies to all cases and methods of share capital increase and any combination thereof and may be exercised several times during the above period.

On the basis of the authorisation to increase the share capital, the Board of Directors shall also decide on matters relating to the increase of the share capital which otherwise fall within the competence of the General Meeting under the Civil Code or the Articles of Association.

Based on the above, we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting authorises the Board of Directors to increase the share capital of the Company pursuant to Section 3:294 (1) and Article 10.1 of the Articles of Association:

The highest amount to which the Board of Directors may increase the share capital of the Company is HUF 10,000,000,000, i.e., ten billion Forints.

The share capital of the Company may be increased by issuing new ordinary shares and/or any type of priority shares and/or convertible bonds and/or exchangeable bonds, or any combination thereof.

The General Meeting also authorises the Board of Directors to limit or exclude a pre-emptive subscription right under the Articles of Association.

The Board of Directors is obliged to list on the stock exchange the new ordinary shares to be issued during the share capital increase.

Period available for the capital increase: 5 (five) years from the date of the Annual Ordinary General Meeting of the Company of 29 April 2022.

This authorisation to increase the share capital is renewable and applies to all cases and methods of share capital increase and any combination thereof, and may be exercised several times during the above period.

On the basis of the authorisation to increase the share capital, the Board of Directors shall also decide on matters relating to the increase of the share capital which otherwise fall within the competence of the General Meeting under the Civil Code or the Articles of Association.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

Agenda item No. 13
for the Annual General Meeting of

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Decision on the remuneration of the members of the Board of Director, Audit Committee and Supervisory Board

The Board of Directors proposes to the General Meeting to state the remuneration of the members of the Board of Directors in an amount of gross 200.000 HUF per month, and the remuneration of the Chairman of the Board of Directors in an amount of gross 250.000 HUF per month.

The Board of Directors proposes to the General Meeting to state the remuneration of the members of the Supervisory Board in an amount of gross 200.000 HUF per month, and the remuneration of the Chairman of the Supervisory Board in an amount of gross 250.000 HUF per month.

The Board of Directors proposes to the General Meeting that the members of the Audit Committee to receive no remuneration for their work.

Based on the above, we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság

held on 29 April 2022

General Meeting states the remuneration of the members of the Board of Directors in an amount of gross 200.000 HUF per month, and the remuneration of the Chairman of the Board of Directors in an amount of gross 250.000 HUF per month.

The General Meeting states the remuneration of the members of the Supervisory Board in an amount of gross 200.000 HUF per month, and the remuneration of the Chairman of the Supervisory Board in an amount of gross 250.000 HUF per month.

The members of the Audit Committee will not receive remuneration for their work.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

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NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 14
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Advisory vote on the Remuneration Report related to the 2021 fiscal year

The Board of Directors has prepared the remuneration report related to the 2021 fiscal year, which must be submitted to the General Meeting for an advisory vote.

The Board of Directors request the Honourable General Meeting to approve the remuneration policy attached to this proposal.

Based on the above, we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság

held on 29 April 2022

The General Meeting approves the Company's remuneration report related to the 2021 fiscal year as attached to this resolution.

Budapest, 29 April 2022

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NAME
Chairman of the General Meeting

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NAME
Keeper of the minutes

PROPOSAL

**Agenda item No. 15
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Approval of the amended and restated status of the Company

The Board of Directors proposes to the Honourable General Meeting to amend the Articles of Association of the Company in order to incorporate the duties of the Supervisory Board in the Articles of Association.

The proposed amendment is included in the proposed draft resolution. The proposed amendment appears in the attached Articles of Association with the new text in ***bold italics***. The Board of Directors proposes to the Honourable General Meeting to adopt the amended and consolidated Articles of Association of the Company.

Based on the above, we request the Honourable General Meeting to adopt the attached draft resolution.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors

General Meeting Resolution .../2022 (29 April)
of the Annual General Meeting of
AutoWallis Nyilvánosan Működő Részvénytársaság
held on 29 April 2022

The General Meeting amends the Articles of Association of the Company as follows:

- The following new point 14.12 shall be added to point 14 of the Articles of Association:

„14.12 Tasks of the Supervisory Board:

- a) the Supervisory Board shall monitor the compliance of the activities of the Board of Directors with the applicable law, these Articles of Association and the resolutions and decisions of the General Meeting, and if it finds that the activities of the Board of Directors do not comply with these, it shall be entitled to convene a General Meeting – including setting an agenda – to discuss these matters and to take the necessary decisions;
- b) the Supervisory Board shall monitor the business administration of the Company, its efficiency and that the management, in the performance of its duties, complies with the requirements of the applicable laws, these Articles of Association, the resolutions of the General Meeting and the interests of the Company in general;
- c) the Supervisory Board shall examine in detail all items on the agenda of the General Meeting, in particular the relevant business policy report and any proposal concerning a matter falling within the exclusive competence of the General Meeting of the Company;
- d) the Supervisory Board prepares a written report to the General Meeting on the annual report according to the Accounting Act and on the utilisation of the after-tax profit;
- e) the Supervisory Board discusses the Responsible Company Management Report prepared by the Board of Directors;
- f) at least 22 (twenty-two) days prior to the date of the General Meeting, the Supervisory Board shall prepare a written report to the General Meeting on its findings on matters within its tasks;
- g) in case the proposal of the Board of Directors complies with the applicable law and the provisions of these Articles of Association, the Supervisory Board shall approve in advance the proposal of the Board of Directors to approve the interim balance sheet and to pay an interim dividend in any period between the acceptance of two subsequent reports according to the Accounting Act;
- h) the Supervisory Board is responsible for the professional management of the Company's internal audit system, including the approval of the annual internal audit work plan and the annual report, with that the preparation of the annual internal audit work plan and the annual report being the responsibility of the Chief Executive Officer;

- i) the Supervisory Board discusses the annual report prepared by the compliance department;
- j) the Supervisory Board supervises the Company's risk management system related to internal audit, approves the risk management policy, the preparation of which is the responsibility of the Chief Executive Officer, and discusses the annual report on risk management.”

The General Meeting adopts the amended Articles of Association of the Company in a consolidated structure.

Budapest, 29 April 2022

.....
NAME
Chairman of the General Meeting

.....
NAME
Keeper of the minutes

.....
NAME
Authenticator of the minutes

PROPOSAL

**Agenda item No. 16
for the Annual General Meeting of**

AutoWallis Nyilvánosan Működő Részvénytársaság

to be held on 29 April 2022

Subject: Miscellaneous

The Board of Directors proposes that the General Meeting discuss other issues, remarks and recommendations raised by the shareholders participating in the General Meeting under the agenda item 'Miscellaneous'.

No resolution is adopted following the discussion of the agenda item.

Budapest, 4 April 2022

AutoWallis
Nyilvánosan Működő Részvénytársaság
Board of Directors