

# SHOPPER PARK<sup>+</sup>

## Information

on the resolutions of the annual ordinary General Assembly of 29.04.2024.

Shopper Park Plus Plc. (registered office: 1015 Budapest, Batthyány utca 3. fszt. 1.; hereinafter referred to as the "Issuer") hereby gives notice of the following:

The General Assembly of the Company held on 29 April 2024 adopted the following resolutions:

### **Resolution no. 1/29.04.2024.**

*„The General Assembly of the Company elects dr. Zsófia Fanni Ládonyi attorney, as keeper of the minutes, Gábor Németh, member of the Board of Directors as counter of votes and Kristóf Péter Bárány and András Marton, representing the shareholder Penta CEE Holding Zrt. as the verifier of the minutes.”*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

### **Resolution no. 2/29.04.2024.**

*„The General Assembly of the Company agrees to hold the General Assembly with the following agenda items:*

*1. Decision to amend Articles 6.10.2, 15.2. and 9.5. of the Articles of Association of the Company as per the 1. and 2. draft resolution of the Shareholder*

*2. Granting a proxy of attorney for the company registry process*

*3. Closing the 2023 business year*

- Report of the Board of Directors on the 2023 business operation; presentation of the 2023 parent company financial statements and the consolidated financial statements prepared in compliance with International Financial Reporting Standards as adopted by the European Union (“IFRS”); proposal for the distribution of profit after taxation;*
- Auditor’s reports on the 2023 IFRS parent company and consolidated financial statements presented by the Board of Directors;*
- Report of the Supervisory Board on the 2023 financial statements and on the proposal for the distribution of profit after taxation, and its opinion on the Board of Directors’ proposals to be submitted to the ordinary annual general assembly;*
- Report of the Audit Committee on the 2023 financial statements and on the proposal for the distribution of profit after taxation, and its opinion on the Board of Directors’ proposals to be submitted to the ordinary annual general assembly;*
- Decision on the approval of the 2023 IFRS parent company and consolidated financial statements;*
- Decision on the distribution of profit after taxation and the amount of dividend;*
- Approval of the corporate governance report.*

*4. Decision to authorise the Board of Directors to increase the share capital and to amend the Articles of Association of the Company accordingly.*

*5. Granting of a discharge to the Board of Directors and its members - pursuant to paragraph 3:117§ (1) of the Civil Code.*

# SHOPPER PARK<sup>+</sup>

**6. Advisory vote on the remuneration report of the Company prepared under the provisions of Act LXVII of 2019 on Encouraging Long-Term Shareholder Engagement and amendments of further regulations for harmonization purposes.”**

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution no. 3/29.04.2024.**

**„The General Assembly of the Company decides to replace section 6.10.2. of the Articles of Association of the Company with the following text:**

**6.10.2. The Company shall pay the dividend in the form of monetary distribution.”**

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution no. 4/29.04.2024.**

**„The General Assembly of the Company decides to replace section 15.2. of the Articles of Association of the Company with the following text:**

**15.2. Shareholders shall be entitled to receive a share from the Company’s taxed profit that is available and has been ordered for distribution by the General Assembly in the percentage consistent with the nominal value of their shares, provided that he/she is entered in the share register on the basis of an ownership identification carried out on the record date as determined by the Board of Directors and announced in the dividend announcement. The exact date of payment of the dividend shall be determined by the Board of Directors and shall be announced to shareholders in accordance with the procedural rules of KELER. The shareholder is entitled to dividends only in proportion to the amount of his or her contribution already made.”**

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution no. 5/29.04.2024.**

**„The General Assembly of the Company decides to expand section 9.5. of the Articles of Association of the Company with the following section 9.5.16.:**

**9.5.16. decision in the matter regulated in section 15.2. herein.”**

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution no. 6/29.04.2024.**

**“The General Assembly authorizes Hümpfner Law Firm (1015 Budapest, Batthyány utca 3. Fsz. 1.) to act in accordance with section 51. § (3) of the Act V of 2006 on company registration, court proceedings and winding-up to prepare the consolidated Articles of Association of the Company and to act as the Company's representative with full authority in the proceedings of the modifications to the Company Register in accordance with Act LXXVIII of 2017 on the activity of lawyers.”**

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution No. 7/29.04.2024.**

**„The General Assembly approves the 2023 parent company financial statement of the Company prepared based on Section 9/A of the Hungarian Accounting Act, in accordance with the International Financial Reporting Standards as adopted by the European Union (IFRS) and the**

*related independent auditors' report with total assets of EUR 280 048 358 and profit for the period of EUR 14 117 149.*

*The General Assembly furthermore approves the 2023 consolidated financial statement of the Company prepared based on Section 10 of the Hungarian Accounting Act, in accordance with the IFRS and the related independent auditors' report with total assets of EUR 338 048 516 and profit for the period of EUR 11 490 052."*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

#### **Resolution No. 8/29.04.2024.**

*"The General Assembly decides that a dividend of EUR 9 968 847 shall be paid in 2024 for the financial year 2023. The Board of Directors is entitled to determine the record date for the payment of the dividend."*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

#### **Resolution No. 9/29.04.2024.**

*"The General Assembly accepts the Corporate Governance Report of the Company for year 2023."*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

#### **Resolution no. 10/29.04.2024.**

*"The General Assembly authorises the Board of Directors of the Company to – deciding the frequency in its own discretion - increase the share capital of the Company by issuing up to 2 315 523 (two million three hundred and fifteen thousand five hundred and twenty-three) shares with a nominal value of 0.1 EUR each, by private placement of new ordinary shares that grant the same rights as the ordinary shares already issued, up to an amount of 231 552,3 EUR at nominal value (i.e. in such a way that it qualifies as a private placement of capital without a prospectus pursuant to Section 14 of Act CXX of 2001 on Capital Markets and Regulation (EU) 2017/1129 of 14 June 2017 on the prospectus to be published when securities are offered or admitted to trading on a regulated market and repealing Directive 2003/71/EC (the "Prospectus Regulation")). The Board of Directors is entitled to determine the issue value at its own discretion.*

*The authorisation shall be valid for a period of 1 (one) year from the date of adoption of this Resolution.*

*The General Assembly authorises the Board of Directors to take all decisions otherwise within the competence of the General Assembly, including in particular, but not limited to:*

- *limitation or exclusion of the exercise of the preferential subscription right, as decided by the Board of Directors,*
- *the amendment of the Company's Articles of Association with regard to the capital increase and the related procedure before the court,*
- *taking the decisions and signing the documents necessary for the admission of the new shares to trading on the regulated market operated by the Budapest Stock Exchange Plc."*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

Total votes cast of the Ordinary Shares: 7 632 000, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

#### **Resolution no. 11/29.04.2024.**

# SHOPPER PARK<sup>+</sup>

*„The General Assembly – acknowledges the work of the Board of Directors performed during the 2023 business year and grants discharge to the Board of Directors and its members - pursuant to paragraph 3:117. § (1) of the Civil Code. The members of the Board of Directors for the business year 2023: Kristóf Péter Bárány, Gábor Németh, András Marton, András Molnár, Balázs Sándor Deim and Gergely Mihály Erdős.*

*As Balázs Sándor Deim and Gergely Mihály Erdős were already granted with discharge by the General Assembly at the termination of their relationship, the General Assembly grants the discharge to Kristóf Péter Bárány, Gábor Németh, András Marton, András Molnár, Members of the Board of Directors.”*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

## **Resolution no. 12/29.04.2024.**

*“The General Assembly on the basis of Section 3:268 (3) of Act V of 2013 on the Civil Code, approves the remuneration report prepared under the provisions of Act LXVII of 2019 on Encouraging Long-Term Shareholder Engagement and amendments of further regulations for harmonization purposes.”*

Total votes cast: 9 138 500, Yes: 100,0%, No: 0,0%, Abstention: 0,0%

Budapest, 30 April 2024

**Shopper Park Plus Plc.**