GEDEON RICHTER

The Annual General Meeting of the
CHEMICAL WORKS OF GEDEON RICHTER PLC.
(Reg. No.: Cg. 01-10-040944, headquarter at 1103 Budapest, Gyömrői út 19-21., Hungary)
(hereinafter the "Company")

passed the below resolutions on April 29, 2025

R E S O L U T I O N S

Resolution of the AGM No. 1/2025. 04. 29

The Annual General Meeting ("AGM") has approved the use of a computerised voting machine for the official counting of the votes during the AGM.

Voted in favour of the draft of the resolution:	97 392 201
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 2/2025. 04. 29

The AGM has approved that a sound recording shall be made of the proceedings of the AGM in order to assist in the preparation of the minutes of the AGM. The sound recording shall not be used for the purpose of the preparation of a verbatim version of the minutes.

Voted in favour of the draft of the resolution:	97 391 303
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 3/2025. 04. 29

The AGM has appointed Dr András Szecskay to chair the AGM held on 29 April 2025, Izabella Fruzsina Benczik to be the keeper of the minutes, András Radó, individual shareholder, to confirm the minutes, and Edina Éva Kollet to be the chair and Annamária Éder and Nóra Major to be the members of the vote counting committee.

Voted in favour of the draft of the resolution:	97 391 942
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 4/2025. 04. 29

The AGM, taking into account and accepting the audit report issued by the statutory auditor of the Company and the limited assurance report on the Sustainability Report submitted by Deloitte Auditing and Consulting Ltd., as well as the Report submitted by the Supervisory Board that also included the report of the Audit Board, has approved the Report of the Board of Directors of the Company regarding the business activities (the management, the financial situation, and the business policy) of the Company in the 2024 business year and the Sustainability Report for the year 2024.

Voted in favour of the draft of the resolution:	96 631 754
The proportion of the “yes” votes compared with all the valid votes cast:	99,22 %

Resolution of the AGM No. 5/2025. 04. 29

The AGM, taking into account and accepting the auditor's report submitted by Deloitte Auditing and Consulting Ltd. and the report of the Supervisory Board including the report of the Audit Board, has approved the consolidated Financial Statements of the Richter Group for the year 2024, prepared in accordance with International Financial Reporting Standards, with a balance sheet total of 1,602,991 million HUF and a total comprehensive after-tax profit of 259,614 million HUF.

Voted in favour of the draft of the resolution:	96 631 754
The proportion of the “yes” votes compared with all the valid votes cast:	99,22 %

Resolution of the AGM No. 6/2025. 04. 29

The AGM, taking into account and accepting the Report of the Supervisory Board including the report of the Audit Board, has approved the 2024 individual Financial Statements of the Company for the year 2024 with a balance sheet total of HUF 1,545,883 million and after-tax profit of HUF 243,242 million prepared in accordance with the International Financial Reporting Standards and audited by Deloitte Auditing and Consulting Ltd.

Voted in favour of the draft of the resolution:	96 636 831
The proportion of the “yes” votes compared with all the valid votes cast:	99,22 %

Resolution of the AGM No. 7/2025. 04. 29

The AGM, also taking into consideration the opinion of the Supervisory Board, has found that the members of the Company’s Board of Directors performed their executive activities appropriately in the previous business year, and has approved the discharge of liability of all members of the Board of Directors for the 2024 business year. By granting discharge of liability the AGM has acknowledged that the members of the Board of Directors conducted the management of the Company in the 2024 business year in accordance with the best interests of the Company.

Voted in favour of the draft of the resolution:	96 175 097
The proportion of the “yes” votes compared with all the valid votes cast:	98,75 %

Resolution of the AGM No. 8/2025. 04. 29

The AGM has approved the declaration and the payment of a total of HUF 93,000 million in dividends from the after-tax profit for the 2024 business year payable to holders of common shares of the parent company, constituting 38.61% of the consolidated after-tax profit of the 2024 business year after positive adjustments related to impairment loss and negative adjustments related to unrealised financial gains, and representing an effective payout rate of 38.83% of the consolidated after-tax profit.

The AGM instructed the Board of Directors to arrange for the payment of the dividends proportionally with the number of shares to the common shareholders entered in the Share Register on 4 June 2025. The payment of the dividends shall commence on 12 June 2025. Dividends with respect to treasury shares shall be paid to shareholders entitled to such payment in proportion to the nominal value of their shares, pursuant to Section 7.11.1 of the Statutes. The detailed rules of the dividend payments shall be set out and published by the Board of Directors by 23 May 2025.

Voted in favour of the draft of the resolution:	97 390 551
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 9/2025. 04. 29

The AGM has approved the 2024 Corporate Governance Report of the Company.

Voted in favour of the draft of the resolution:	97 382 705
The proportion of the "yes" votes compared with all the valid votes cast:	99,99 %

Resolution of the AGM No. 10/2025. 04. 29

The AGM, in its advisory competence, approved the Remuneration Report of the Company for the 2024 financial year prepared by the Board of Directors pursuant to the provisions of the Act on the encouragement of long-term shareholder engagement.

Voted in favour of the draft of the resolution:	59 037 517
The proportion of the "yes" votes compared with all the valid votes cast:	60,62 %

Resolution of the AGM No. 11/2025. 04. 29

The AGM has adopted the amendment to the Statutes of the Company as proposed to the AGM, concerning the following articles:

- Articles 5 and 12.1 (s) (update of the TEÁOR classification of economic activities),
- Article 12.1 (d) (the powers of the General Meeting concerning the auditor providing assurance in respect of the Sustainability Report),
- 13.4 (shareholder proxy rules),
- 16.14 (alignment of Audit Board powers with legislation),
- 25.1 (the use of electronic means of communication in the operation of bodies)

and the restated Statutes consolidated with these amendments.

Voted in favour of the draft of the resolution:	97 390 661
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 12/2025. 04. 29

The AGM took note of the information provided by the Board of Directors of the Company on the treasury shares acquired by the Company pursuant to the authorisation granted by AGM Resolution No. 19/2024. 04. 25. The Annual General Meeting, while simultaneously repealing AGM Resolution No. 19/2024. 04. 25., has authorised the Board of Directors of the Company to purchase its own common shares (shares issued by Gedeon Richter Plc.) having a nominal value of HUF 100, during an 18 month period starting from the date of the AGM in 2025, either

on the stock exchange or in the context of off-exchange transactions, up to an aggregated nominal value not exceeding 10% of the current registered capital of the Company (that is maximum 18,637,486 registered common shares) and at a purchase price that may differ by a maximum of +10% above, or -10% below, the stock exchange trading price. The purchase of treasury shares shall serve the following purposes:

- to facilitate the achievement of Richter's strategic objectives, in particular by using treasury shares as means of payment in acquisitions,
- to ensure the shares required for Richter's employee and executive share-based incentive systems.

Voted in favour of the draft of the resolution:	80 077 698
The proportion of the "yes" votes compared with all the valid votes cast:	82,22 %

Resolution of the AGM No. 13/2025. 04. 29

The AGM has approved the election of László András Kovács as Member of the Board of Directors for a period of three (3) years expiring at the AGM in 2028.

Voted in favour of the draft of the resolution:	96 973 838
The proportion of the "yes" votes compared with all the valid votes cast:	99,57 %

Resolution of the AGM No. 14/2025. 04. 29

The AGM has approved the election of Dr Gábor Csepregi as Member of the Supervisory Board for a period of three (3) years expiring at the AGM in 2028.

Voted in favour of the draft of the resolution:	79 606 841
The proportion of the "yes" votes compared with all the valid votes cast:	81,74 %

Resolution of the AGM No. 15/2025. 04. 29

The AGM has approved granting an unchanged number of shares (1,500 shares per person) as share remuneration of the members of the Board of Directors, dependent on the Company's annual business performance, in accordance with the already accepted 2025-2028 Remuneration Policy.
The AGM has also approved the increase of the gross monthly remuneration and meeting fees of the Company's members of the boards by applying a 7.6% increase in the average salary of the employees, in line with the average salary increase set out in the 2025-2028 Remuneration Policy, as follows:

Chair of the Board of Directors	HUF 2,690,000 per month
Lifetime Honorary Chairman	HUF 2,690,000 per month
Vice Chair of the BoD	HUF 2,152,000 per month
Members of the BoD	HUF 1,076,000 per member per month
Chair of the Supervisory Board	HUF 1,076,000 per month
Member of the Supervisory Board	HUF 753,200 per month
Meeting fee of BoD committees	HUF 161,400 per committee meeting
Meeting fee of Audit Board member	HUF 161,400 per Audit Board meeting
Chair of the Supervisory Board fee for attending BoD meetings	HUF 322,800 per meeting

Voted in favour of the draft of the resolution:	93 366 091
The proportion of the "yes" votes compared with all the valid votes cast:	95,87 %

Resolution of the AGM No. 16/2025. 04. 29

The AGM has approved the election of Deloitte Auditing and Consulting Ltd. (H-1068 Budapest, Dózsa György út 84/C., Hungarian Chamber of Auditors registration No.: 000083, individual auditor in charge of the audit: Tamás Horváth, Hungarian Chamber of Auditors registration No.: 003449) as the Company's statutory auditor for the period expiring on 30 April 2026, but not later than the approval of the 2025 consolidated financial statements of the Company.

Voted in favour of the draft of the resolution:	97 386 267
The proportion of the "yes" votes compared with all the valid votes cast:	99,99 %

Resolution of the AGM No. 17/2025. 04. 29

The AGM has approved the honoraria amounting to HUF 115.000.000 + VAT for Deloitte Auditing and Consulting Ltd. for 2025. The honoraria include the fee for the auditing of the 2025 consolidated financial statements prepared in accordance with IFRS, the assessment of the consistency of the 2025 consolidated financial statements with the consolidated business report, the fee for the auditing of the 2025 non-consolidated financial statements, the fee for examining the consonance between the non-consolidated financial statements and business report for 2025, the auditing of the Company's remuneration report on 2025, and the fee of auditing the Company's non-consolidated interim financial statements of 31 March 2025, 30 June 2025, 30 September 2025. The statutory auditor will receive an additional fee of EUR 15,360 + VAT for the ESEF tagging duties in respect of the 2025 consolidated financial statements.

Voted in favour of the draft of the resolution:	97 385 592
The proportion of the "yes" votes compared with all the valid votes cast:	99,99 %

Resolution of the AGM No. 18/2025. 04. 29

The AGM has approved the election of Deloitte Auditing and Consulting Ltd. (H-1068 Budapest, Dózsa György út 84/C., Hungarian Chamber of Auditors registration No.: 000083, individual auditor in charge of the assurance engagement in respect of the Sustainability report: Tamás Horváth, Hungarian Chamber of Auditors registration No.: 003449) to conduct the limited assurance services relating to the sustainability report of the Company for the period expiring on 30 April 2026, but not later than the approval of the 2025 sustainability report of the Company.

Voted in favour of the draft of the resolution:	97 389 665
The proportion of the "yes" votes compared with all the valid votes cast:	100 %

Resolution of the AGM No. 19/2025. 04. 29

The AGM approved the remuneration of Deloitte Auditing and Consulting Ltd. for the provision of assurance opinion regarding the Sustainability Report for the year 2025 in the amount of HUF 52,900,000 + VAT, which includes the engagement related to the audit of the

Company's Sustainability Report for 2025 including the limited assurance opinion. The auditor is entitled to an additional fee of EUR 8,500 + VAT for the ESEF tagging auditing duties in respect of the 2025 Sustainability Report.

Voted in favour of the draft of the resolution:	97 382 371
The proportion of the “yes” votes compared with all the valid votes cast:	99,99 %

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Chemical Works of Gedeon Richter Plc.