



## **Budapest Stock Exchange Plc.**

(seat: 6<sup>th</sup> Floor, Krisztina krt. 55., H-1013, Budapest, company registration number Cg. 01–10–044764, registered by the Court of Registration of Budapest; hereinafter: „BSE”)

convenes its Extraordinary General Meeting

**at 2:30 p.m. on September 18, 2023**

### **Place of the General Meeting:**

**1013 Budapest, Krisztina krt. 55. office building**

### **Way of organizing the general meeting:**

#### **Participation in person**

##### Agenda of the General Meeting:

1. Introduction of the Employee Share Ownership Program on BSE
2. Amendment of the Articles of Association of BSE regarding the authority to amend the Statutes and the Remuneration Framework of the Employee Share Ownership Program Organization
3. Amendment of the Remuneration policy of BSE
4. Authorization of the Board of Directors of BSE to acquire own shares
5. Approval of the own share transfer transaction to be concluded with the Magyar Nemzeti Bank as a shareholder

##### Date of rescheduled general meeting in case of lack of quorum:

In case there is no quorum at the General Meeting, the Board calls for a rescheduled General Meeting to be held with the same agenda and at the same place **at 2.30 p.m. on 28 September 2023**. The rescheduled General Meeting shall be regarded as having a quorum for all issues included in the original agenda, regardless of the number of shareholders attending.

##### Availability of the proposals and the draft resolutions related to the agenda:

The proposals and the draft resolutions related to the agenda are published on the BSE's website (<https://bse.hu/investor-relations>) at least 21 days before the start of the general meeting.

##### The right to request additional items for the agenda of the general meeting:

The right to request additional items for the agenda of the general meeting may be exercised by such shareholders controlling at least one per cent of the votes within eight days following the publication of the announcement on convening the general meeting. In accordance with the provisions of the Civil Code, where a group of shareholders together controlling at least one per cent of the votes propose certain additions to the agenda in accordance with the provisions on setting the items of the agenda, or table draft resolutions for items included or to be included on the agenda, the matter proposed shall be construed to have been placed on the agenda if such proposal is delivered to the Board of Directors within eight days following the time of publication of present announcement for the convocation of the general meeting, and the Board of Directors publishes an announcement on the amended agenda, and on the draft resolutions tabled by shareholders upon receipt of the proposal.

Conditions for participation and exercising voting rights at the general meeting:

**The record date of the shareholders' identification shall be 11 September 2023.** Based on the data resulting from the shareholder's identification the name of shareholders and shareholders' proxies intending to participate in the general meeting shall be registered by the manager of the Share Register (KELER Zrt.) on **14 September 2023**, and upon instruction of the Board of Directors, KELER Zrt. **shall close the Share Register on 14 September 2023**, and no application for registration shall be accepted until the day following the closing of the general meeting.

**In line with the relevant provisions of law, only those persons may exercise shareholder's rights at the general meeting (participation in the general meeting, requesting information within the limits specified in the relevant laws, making remarks and proposals and voting) whose name is registered in the Share Register at 06.00 p.m. on 14 September 2023.**

The securities account managers shall be responsible for registering the shareholders in the Share Register upon instruction of such shareholders. The securities account managers shall provide information to the shareholders on the deadlines for giving instructions to the securities account managers.

Shareholders may inspect and obtain information in respect of their registration in person (1074 Budapest, Rákóczi út 70-72., R-70 Office Building) - at the time as agreed previously via e-mail [kelertesem@keler.hu](mailto:kelertesem@keler.hu) - after identification. Closing the Share Register does not restrict the right of the persons registered in the Share Register to transfer their shares following the closing date. Transferring shares prior to the general meeting does not deprive the persons registered in the Share Register of their rights to participate in the general meeting and exercise their rights they are entitled to as shareholders.

We call the shareholders attention to that in accordance with Art. 355, Paragraphs (3)-(4) of Law CXX of the year 2001, on Capital Markets (CMA), the identifying data on indirect holdings in the BSE of shareholders with at least five per cent of the shares shall be also recorded, as an annex to the shareholders' register of the BSE. Shareholders having or acquiring a five per cent or higher ownership stake in the BSE are obligated to report this, (with the simultaneous disclosure of their identifying data), to the registrar of the shareholders' register. The shareholder who fails to comply with this reporting obligation shall not be allowed to use his/her voting rights until the fulfilment of this obligation.

In case the share has several holders and the joint representative has been registered in the shareholder's register, the joint representative exercises the shareholder's rights at the general meeting.

The general meeting shall have a quorum if the holders of shares representing more than half of the voting rights are present. One share with a nominal value of HUF 100 (i.e. One Hundred Hungarian forints) entitles the shareholders to one vote.

Participation in person, through or through a proxy issued or by nominee:

Shareholders shall be entitled to participate in the general meeting either in person or through a proxy issued or by nominee in accordance with the provisions of the Civil Code and the CMA.

The shareholder can also give a power of attorney on a form, the form can be found on the BSE's website (<https://bse.hu/investor-relations>).

The power of attorney for the nominee shall be prepared in the form of a public document or a private document with full probative force taking into account any international agreement or reciprocity between Hungary and the country where the document was issued. If the power of attorney is prepared in any language other than Hungarian a certified Hungarian translation thereof shall be attached. In case of shareholders other than natural persons, powers of representations of the persons signing the power of attorney or representing the shareholder at the general meeting shall be certified by appropriate original documents issued by a public authority or office (e.g. certificate of incorporation) or by a public notary. If the certification of the power of representation is in any language other than Hungarian a certified Hungarian translation thereof shall be attached.

Procedural rules for registration at the General Meeting:

Registration at the General Meeting takes place from 1.30 p.m., which will continue during the General Meeting.

Rules of voting:

Voting will be machine voting at the General Meeting.

If you have any questions, contact Dániel Körmöczi, BSE's Investor Contact, at the following contact details:

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dr. Mihály Patai  
Chairman of the Board