



Resolutions of Rába Plc's Annual General Meeting held on April 11, 2019

RÁBA Plc. informs its shareholders that the Annual General Meeting convoked for April 11, 2019 had quorum with the participation of 80.332% of the shareholders of voting shares. The Annual General Meeting took place according to the previously announced agenda. The AGM passed the following resolutions:

Resolution 1/2019.04.11 of the AGM

The General Meeting approves the report of the Board of Directors on the Company's business operations in the financial year 2018 as set forth in the proposal.

Total number of votes: 10,823,518, from which vote "yes" 10,682,835, vote "no" 97,694, "abstention" 42,989, "did not vote" 0, proportional number of votes: 98.700%; proportional number of votes compared to share capital: 79.288%

Resolution 2/2019.04.11 of the AGM

Based on the figures in the reports on normal and consolidated annual financial statements drawn up as per the International Financial Reporting Standards, on the review by the Supervisory Board and on the report of the auditor, the General Meeting approves the normal and consolidated statement of financial position of Rába Plc. for 2018 as set forth in the proposal and as follows:

A./ the report on normal annual financial statements drawn up as per the International Financial Reporting Standards, as at December 31, 2018, with a corresponding total of assets and liabilities of HUF 22,630,542 thousand and a total comprehensive profit for the year of HUF 382,466 thousand in the statement of financial position;

B./ the report on consolidated annual financial statements drawn up as per the International Financial Reporting Standards, as at December 31, 2018, with a corresponding total of assets and liabilities of HUF 42,079,253 thousand and a total comprehensive profit for the year of HUF 1,196,925 thousand in the statement of financial position.

Total number of votes: 10,823,518, from which vote "yes" 10,670,835, vote "no" 152,683, "abstention" 0, "did not vote" 0, proportional number of votes: 98.589%; proportional number of votes compared to share capital: 79.199%

Resolution 3/2019.04.11 of the AGM

Based on the proposal of the Board of Directors, considering the opinion of the Supervisory Board, the General Meeting resolves that the Company pays a dividend of HUF 17.80 per each share with face value of HUF 1,000 from the Company's untied retained earnings supplemented by the after-tax profit from the FY 2018.

Shareholders registered in the Company's Register of Shareholders to be drawn up for the purpose of dividend payment with the record date of May 21, 2019 will be entitled to dividend according to the Articles of Association.

The starting day of dividend payment: May 28, 2019

The General Meeting authorizes the Board of Directors to arrange for the technical execution of the dividend payment according to Articles 31-35 of the Articles of Association and to publish the necessary announcements. The dividend payment will be carried out by KELER Zrt. on assignment.

Total number of votes: 10,823,518, from which vote "yes" 10,713,564, vote "no" 39,889, "abstention" 70,065, "did not vote" 0, proportional number of votes: 98.984%; proportional number of votes compared to share capital: 79.516%



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Resolution 4/2019.04.11 of the AGM

With regard to the preliminary approval by the Supervisory Board, the General Meeting approves the Corporate Governance Report as per the proposal.

Total number of votes: 10,823,518, from which vote "yes" 10,597,668, vote "no" 170,861, "abstention" 54,989, "did not vote" 0, proportional number of votes: 97.913%; proportional number of votes compared to share capital: 78.656%

Resolution 5/2019.04.11 of the AGM

Pursuant to the Article 13 (y) of the Articles of Association of the Company, the General Meeting approves the planned acquisition according to the submission and authorizes the Company to achieve it.

Total number of votes: 10,823,518, from which vote "yes" 10,628,976, vote "no" 81,228, "abstention" 113,054, "did not vote" 260, proportional number of votes: 98.205%; proportional number of votes compared to share capital: 78.888%

Resolution 6/2019.04.11 of the AGM

The General Meeting resolves to recall dr. RÁTKY, Miklós from the Board of Directors of the Company as of the day of the annual general meeting.

Total number of votes: 10,799,585, from which vote "yes" 10,088,996, vote "no" 288,860, "abstention" 421,729, "did not vote" 0, proportional number of votes: 93.420%; proportional number of votes compared to share capital: 74.881%

Resolution 7/2019.04.11 of the AGM

The General Meeting resolves to recall dr. HARTMANN, Péter from the Board of Directors of the Company as of the day of the annual general meeting.

Total number of votes: 10,799,585, from which vote "yes" 10,088,996, vote "no" 358,925, "abstention" 351,664, "did not vote" 0, proportional number of votes: 93.420%; proportional number of votes compared to share capital: 74.881%

Resolution 8/2019.04.11 of the AGM

The General Meeting resolves to recall Mr. CSÓKAY, Ákos from the Board of Directors of the Company as of the day of the annual general meeting.

Total number of votes: 10,799,585, from which vote "yes" 10,088,996, vote "no" 285,560, "abstention" 421,729, "did not vote" 3,300, proportional number of votes: 93.449%; proportional number of votes compared to share capital: 74.881%

Resolution 9/2019.04.11 of the AGM

The General Meeting resolves to recall dr. FÖRDŐS, Géza János from the Board of Directors of the Company as of the day of the annual general meeting.

Total number of votes: 10,799,585, from which vote "yes" 10,088,996, vote "no" 288,860, "abstention" 421,729, "did not vote" 0, proportional number of votes: 93.420%; proportional number of votes compared to share capital: 74.881%

Resolution 10/2019.04.11 of the AGM

The General Meeting resolves to recall Mr. TÓTH, Andor Nándor from the Board of Directors of the Company as of the day of the annual general meeting.

Total number of votes: 10,799,585, from which vote "yes" 10,088,996, vote "no" 288,860, "abstention" 421,729, "did not vote" 0, proportional number of votes: 93.420%; proportional number of votes compared to share capital: 74.881%

Resolution 11/2019.04.11 of the AGM

The General Meeting elects BÁNÓCZINÉ Dr. CSERNÁK, Ibolya Virág as a member of the Board of Directors for a definite period as of April 12, 2019 until May 19, 2021. The remuneration for this membership shall remain the same as set by the GM resolution 9/2012.06.19 of Rába Plc.

Total number of votes: 10,799,585, from which vote "yes" 10,092,557, vote "no" 162,153, "abstention" 544,875, "did not vote" 0, proportional number of votes: 93.453%; proportional number of votes compared to share capital: 74.907%



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Resolution 12/2019.04.11 of the AGM

The General Meeting elects Mr. MAJOR, János as a member of the Board of Directors for a definite period as of April 12, 2019 until May 19, 2021. The remuneration for this membership shall remain the same as set by the GM resolution 9/2012.06.19 of Rába Plc.

Total number of votes: 10,799,585, from which vote "yes" 10,149,650, vote "no" 162,674, "abstention" 487,261, "did not vote" 0, proportional number of votes: 93.982%; proportional number of votes compared to share capital: 75.331%

Resolution 13/2019.04.11 of the AGM

The General Meeting elects dr. PÁLVÖLGYI, Ákos Mátyás as a member of the Board of Directors for a definite period as of April 12, 2019 until May 19, 2021. The remuneration for this membership shall remain the same as set by the GM resolution 9/2012.06.19 of Rába Plc.

Total number of votes: 10,799,585, from which vote "yes" 10,223,078, vote "no" 162,153, "abstention" 414,354, "did not vote" 0, proportional number of votes: 94.662%; proportional number of votes compared to share capital: 75.876%

Resolution 14/2019.04.11 of the AGM

The General Meeting elects Mr. SEBŐK, Roland as a member of the Board of Directors for a definite period as of April 12, 2019 until May 19, 2021. The remuneration for this membership shall remain the same as set by the GM resolution 9/2012.06.19 of Rába Plc.

Total number of votes: 10,799,585, from which vote "yes" 10,092,557, vote "no" 162,153, "abstention" 544,875, "did not vote" 0, proportional number of votes: 93.453%; proportional number of votes compared to share capital: 74.907%

Resolution 15/2019.04.11 of the AGM

The General Meeting elects dr. TÓTH, Tamás as a member of the Board of Directors for a definite period as of April 12, 2019 until May 19, 2021. The remuneration for this membership shall remain the same as set by the GM resolution 9/2012.06.19 of Rába Plc.

Total number of votes: 10,799,585, from which vote "yes" 10,092,036, vote "no" 162,674, "abstention" 544,875, "did not vote" 0, proportional number of votes: 93.448%; proportional number of votes compared to share capital: 74.903%

Győr, April 11, 2019

Board of Directors of RÁBA Plc.