



## Supplement to the Announcement for the General Meeting of RÁBA Automotive Holding Plc.

RÁBA Automotive Holding Plc. hereby informs its shareholders that in accordance with § 3:259 of Act V of 2013 (Ptk–Civil Code) and with the provisions of section 16.5 of the Articles of Associations of RÁBA Plc., a **shareholder, T-Invest 91' Kft., holding more than 1 per cent of the votes in the Company** has submitted a shareholder's motion **proposing to the Board of Directors to supplement the agenda of the extraordinary general meeting of shareholders of the Company to be held on December 3 2020. The shareholder also submitted draft resolutions to be announced, as follow:**

“Proposal for Agenda Item 1: **“Authorisation of the Board of Directors to acquire treasury shares”**”

Draft resolution: “The General Meeting authorises the Board of Directors to acquire 397,960 pieces of treasury shares, within stock exchange transactions from the Company's retained earnings in consideration of the provisions of 3:222 and 3:223 § of Act V of 2013 on the Civil Code, such shares being registered dematerialised common shares with a nominal value of HUF 1,000 each, for the purpose of share price maintenance and/or in order to provide the number of shares necessary to implement the Company's strategic objectives. Treasury shares can be acquired within 18 months of the date when the resolution is adopted. The minimum purchase price payable for the treasury shares is the average stock-exchange price weighted with the turnover of the five trading days preceding the date of the acquisition –10%, whereas the maximum purchase price payable for the shares is the average stock-exchange price weighted with the turnover of the five trading days preceding the date of the acquisition +10%.”

Explanation: Resolution No. 6/2015.04.16. of the General Meeting on treasury shares acquisition has expired, so its extension is required.

The shares of the Company are undervalued, therefore the purchase of treasury shares creates substantial value for Rába Plc. and for the shareholders. The authorisation at the same time is a means for the Board of Directors of the Company to maintain share prices. Maintaining share prices and increasing liquidity exert a positive effect on how the Company is perceived in general.

In addition to the above, it could provide an opportunity for the sale of the shares of the minority shareholders who are dissatisfied with Rába Plc.'s results and with the share price and at the same time also facing difficulties due to the negative economic impact of the coronavirus.

According to the reasons mentioned above, the treasury share acquisition is the common interest of the participants and it also has benefits for both the company and the shareholders.

Proposal for Agenda Item 2: **“The Company's dividend policy”**

Proposed draft resolution: “The General Meeting requests the Board of Directors of the Company to make a proposal in consideration of the current dividend policy, for the distribution among the shareholders, as dividend of the proceeds from the sale of the real estate complex Városerét to be sold.”

Explanation: According to the current dividend policy: “In the event of substantial proceeds resulting from the real assets that can be sold, case-by-case decisions are needed.”

In view of the sale transactions in progress, we recommend that these assets be distributed in part or in total among the shareholders in the form of dividend.”

Based on the shareholder's motion to supplement the agenda, the Board of Directors of RÁBA Plc. herewith **supplements its announcement** for the invitation to the Company's **General Meeting to be held on December 3, 2020**, published on October 27, 2020 (Announcement) **with the following agenda items:**

- 4. Authorisation of the Board of Directors to acquire treasury shares**
- 5. The Company's dividend policy**

Győr, November 9, 2020

Board of Directors of RÁBA Plc.