



## Resolutions of RÁBA Plc's Annual General Meeting on April 8, 2021

RÁBA Plc. informs its honoured shareholders that according to the authorization of the Government Decree No. 502/2020.(XI.16.), the Board of Directors passed, in its competence of General Meeting, the following resolution related to the agenda items of the Annual General Meeting convened for April 8, 2021:

### **Resolution 1/2021.04.08 adopted in competence of General Meeting**

The General Meeting approves the report of the Board of Directors on the Company's business operations in the financial year 2020 as set forth in the proposal.

### **Resolution 2/2021.04.08 adopted in competence of General Meeting**

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 2020 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, 2020, with a corresponding total of assets and liabilities of HUF 22,006,311 thousand and a total comprehensive profit for the year of HUF 69,481 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, 2020, with a corresponding total of assets and liabilities of HUF 42,205,493 thousand and a total comprehensive profit for the year of HUF – 1,030,404 thousand in the statement of financial position.

### **Resolution 3/2021.04.08 adopted in competence of General Meeting**

Based on the proposal of the Board of Directors, considering the opinion of the Supervisory Board, the General Meeting resolves that the Company does not pay dividend, and places the profit after taxation into profit reserves.

### **Resolution 4/2021.04.08 adopted in competence of General Meeting**

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

### **Resolution 5/2021.04.08 adopted in competence of General Meeting**

In accordance with the Article 13 (m) of the Articles of Association of the Company, the General Meeting authorizes the Company to sell the property described in the submission and under the conditions as defined in the submission, at a price of at least net HUF 1,146,000,000, through an auction conducted via the Electronic Auction System operated by MNV Zrt. and to sign a contract of sale with the bidder offering the highest purchase price. It further authorises the Company to enter into a contract with MNV Zrt. for services required to perform the auction, in accordance with the provisions of the Rules of Use of the Electronic Auction System.

### **Resolution 6/2021.04.08 adopted in competence of General Meeting**

Corresponding to the shareholder's submission published on March 29, 2021, in its competence of General Meeting, the Board of Directors elects Mr. Béla Hetzmann as the Chairman and member of the Board of Directors for the definite period as of May 20, 2021 until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 9/2020.09.10 of Rába Plc.



*We engineer, you drive*

#### **Resolution 7/2021.04.08 adopted in competence of General Meeting**

Corresponding to the shareholder's submission published on March 29, 2021, in its competence of General Meeting, the Board of Directors elects Ms. dr. Nóra Csüllög as a member of the Board of Directors for the definite period as of May 19, 2021 until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 9/2020.09.10 of Rába Plc.

#### **Resolution 8/2021.04.08 adopted in competence of General Meeting**

Corresponding to the shareholder's submission published on March 29, 2021, in its competence of General Meeting, the Board of Directors elects Ms. Éva Lang-Péli as a member of the Board of Directors for the definite period as of May 19, 2021 until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 9/2020.09.10 of Rába Plc.

#### **Resolution 9/2021.04.08 adopted in competence of General Meeting**

Corresponding to the shareholder's submission published on March 29, 2021, in its competence of General Meeting, the Board of Directors elects Mr. Csaba Majoros as a member of the Board of Directors for the definite period as of May 19, 2021 until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 9/2020.09.10 of Rába Plc.

#### **Resolution 10/2021.04.08 adopted in competence of General Meeting**

Corresponding to the shareholder's submission published on March 29, 2021, in its competence of General Meeting, the Board of Directors elects Mr. Dániel Emánuel Mráz as a member of the Board of Directors for the definite period as of May 19, 2021 until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 9/2020.09.10 of Rába Plc.

#### **Resolution 11/2021.04.08 adopted in competence of General Meeting**

In its competence of General Meeting, the Board of Directors does not make any decision on the following shareholder's submission published on April 1, 2021: "The General Meeting authorises the Board of Directors to acquire 283,522 pieces of treasury shares, which are registered ordinary shares with a face value of HUF 1,000 each, within stock exchange transactions from the Company's assets above the registered capital in accordance with the provisions of 3:222 and 3:223 § of Act V of 2013 on the Civil Code, 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 this 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%."

#### **Resolution 12/2021.04.08 adopted in competence of General Meeting**

In its competence of General Meeting, the Board of Directors does not make any decision on the following shareholder's submission published on April 1, 2021: "The General Meeting requests the Board of Directors of the Company to make a proposal (by the time the upcoming sales target is set, the latest) in accordance with the current dividend policy, for the distribution among the shareholders, as dividend, of the proceeds resulting from the sale of the real estate lot Városrét to be sold."

Győr, April 8, 2021

Board of Directors of RÁBA Plc.