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Rába Automotive Holding Plc.

Notice of Annual General Meeting of RÁBA Plc.

The Board of Directors of RÁBA Automotive Holding Plc. ("RÁBA Plc. or "Company", Seat of the Company: 9027 Győr, Martin u. 1., registration number: 08-110-001532) herewith informs the Company's shareholders that the Company holds its annual general meeting ("General Meeting") on April 13, 2022.

Date of the General Meeting: April 13, 2022, at 10 a.m.
Venue of the General Meeting: ETO Park Hotel, H-9027 Győr, Nagysándor József u. 31.
Method of holding of the General Meeting: personal attendance
COAF identifier of the General Meeting: HU20220311003401

AGENDA OF THE GENERAL MEETING

1. **Assessment of the Company's operation in 2021**
 - 1.a) **Report of the Board of Directors on the Company's business operations in the business year 2021;**
 - 1.b) **Report on the Company's normal and consolidated annual financial statements of 2021 drawn up as per the International Financial Reporting Standards (IFRS), proposal of the Board of Directors for the approval of the normal and consolidated annual financial statements as well as proposal for the allocation of the total profit for the reporting year and the submission of Corporate Governance Report;**
 - 1.c) **Report of the Auditor on the annual financial statements of 2021;**
 - 1.d) **Report of the Supervisory Board on the annual financial statements of 2021, on the allocation of the total profit for the reporting year and on the submissions to the General Meeting;**
 - 1.e) **Discussion and acceptance of the reports on normal annual financial statements and consolidated annual financial statements drawn up as per the International Financial Reporting Standards (IFRS), approval of the statement of financial position and resolution on the allocation of the total profit for the reporting year; and resolution on the acceptance of the Corporate Governance Report;**
2. **The remuneration report of the Company on the business year 2021;**
3. **Election of the members and the Chairman of the Supervisory Board and Audit Committee and setting the remuneration**
4. **Miscellaneous**

METHOD OF HOLDING OF THE GENERAL MEETING

The General Meeting shall be held by way of physical presence of the shareholders.

RÁBA Plc. considers that the health protection both of the shareholders and the employees are very important, as well as the prevention of the spread of coronavirus infection. At the same time, it is considered as much important to ensure the shareholders' rights, including the shareholders' right to vote in the General Meeting. Therefore, only the shareholders, their corporate or authorized representatives or proxies, the Company's executives, employees and the organizers of the General Meeting may participate in the General Meeting as a non-public event. Shareholders are kindly requested to arrive unaccompanied.



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SUBMISSIONS AND DRAFT RESOLUTIONS TO THE GENERAL MEETING

The submissions and draft resolutions relating to the Items on the Agenda of the General Meeting, the reports of the Supervisory Board (Audit Committee) and that of the Auditor will be published in separate notice by the Board of Directors until March 23, 2022 on the website of BSE (www.bet.hu), on the website of Hungarian National Bank (www.mnb.hu), and on the website of the Company (www.raba.hu).

Subject to presentation of a certificate of their voting rights and indication of the reason for their request, the shareholders representing at least one per cent of the votes, may request the Board of Directors, in writing and in accordance with the statutory requirements to detail the agenda items, to put any item on agenda of the General Meeting, and such shareholders may also submit draft resolutions regarding the items on agenda, within 8 days following the publication of this Notice of General Meeting.

EXERCISING THE SHAREHOLDER'S RIGHTS

Pursuant to the Articles of Association those shareholders or shareholder's proxies are entitled to exercise the shareholder's rights regarding the General Meeting whose names are entered at the closing date in the Register of Shareholders, prepared on the basis of the identification of shareholders initiated by the Company.

The record date of identification of shareholders is: **April 6, 2022**

The closing date of Register of Shareholder is: **April 11, 2022 at 6 p.m.**

The financial institutions keeping the securities account shall arrange for the entering of the shareholders into the Company's Register of Shareholders kept by KELER Zrt, on the basis of the shareholder's instructions. RÁBA Plc. can not assume liability for the shareholders' registration.

The shareholders are requested to check, until the second working day before the closing date of the Register of Shareholders, the latest, at the financial institution keeping their securities account that the arrangements are made in favour of their registration into the Register of Shareholders.

Shareholders may participate in the General Meeting in person, or through their corporate or authorized representatives or proxies.

The shareholders should prove their personal identity by presenting their certificates for identification. The shareholders' organizational or corporate identity and their right of representation should be verified by an authentic document, which certifies the registration and the data in force of the organization or the corporation and their representatives (e.g. certificate of incorporation). In case of a foreign shareholder, the provisions regarding the requirements of documents of foreign origin shall be applied, with regard to the relevant provisions of the international convention being in effect between Hungary and the country of the place of issue of such foreign documents, or the international reciprocity as well. If the documents are not issued in the Hungarian or English language, the shareholders should attach the Hungarian or the English translation.

For the purpose of registration, the shareholders are requested to arrive at the place of the General Meeting from 8.30 a.m, together with their documents necessary for the verification of their personal identity and/or corporate identity and their rights of representation.

Convocation of the Repeated General Meeting due to lack of quorum of General Meeting:

In the event that the General Meeting to be held on April 13, 2022 fails to have a quorum even 30 minutes after its scheduled time, the General Meeting repeated for lack of quorum shall be held at the same place and with the same agenda **on April 26, 2022 at 10.00 a.m.** In the case that repeated General Meeting is to be held, a separate notice will be published thereof by the Company on the date of the original General Meeting.



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The Register of Shareholders prepared on the basis of the identification of shareholders at the record date of April 6, 2022 and closed on April 11, 2022 at 6 p.m. shall be valid for the General Meeting repeated for lack of quorum.

In the event the General Meeting having quorum is suspended, the date of the continued General Meeting will be established parallel to the time of suspension and it will be officially published by RÁBA Plc. in a notice on the next working day after the suspended General Meeting at the latest.

INFORMATION FOR ANY CHANGE IN THE STATE OF EMERGENCY

The Company draws the attention of its honoured shareholders to that the legislation to be enacted in association with the state of emergency or the instructions to be issued by the competent epidemic or public health authorities or institutions may affect the circumstances of the conduct of the General Meeting as set down by this notice.

Should any change occur, the Board of Directors of RÁBA Plc. will issue extraordinary notice for the shareholders about all relevant changes and information.

Győr, March 11, 2022

Board of Directors of RÁBA Plc.