



Resolutions of RÁBA Plc's Annual General Meeting held on April 21, 2023

RÁBA Plc. informs its shareholders that the General Meeting convoked for April 21, 2023 had quorum with the participation of 83.98 per cent of the shareholders of voting shares. The General Meeting took place according to the previously announced agenda. The General Meeting passed the following resolutions:

Resolution 1/2023.04.21 of the GM

The General Meeting elects dr. Nóra Csüllög as the Chairman of the General Meeting.

Total number of votes: 11,213,368, from which vote "yes" 11,211,273, vote "no" 2,095, "abstention" 0, "did not vote" 0, proportional number of votes: 99.98%; proportional number of votes compared to share capital: 83.96%

Resolution 2/2023.04.21 of the GM

The General Meeting elects Éva Lang-Péli, Péter Lajos Horváth and Dr. Péter Ádám Csernus as member of the vote counting commission.

Total number of votes: 11,213,368, from which vote "yes" 11,213,368, vote "no" 0, "abstention" 0, "did not vote" 0, proportional number of votes: 100.00%; proportional number of votes compared to share capital: 83.98%

Resolution 3/2023.04.21 of the GM

The General Meeting elects Orsolya Gedai, the authorized representative of shareholder, N7 Holding Zrt. as the authenticator of the protocol of the General Meeting.

Total number of votes: 11,213,368, from which vote "yes" 11,205,568, vote "no" 7,800, "abstention" 0, "did not vote" 0, proportional number of votes: 99.93%; proportional number of votes compared to share capital: 83.92%

Resolution 4/2023.04.21 of the GM

The General Meeting approves the report of the Board of Directors on the Company's business operations in the financial year 2022 as set forth in the proposal.

Total number of votes: 11,213,368, from which vote "yes" 11,115,059, vote "no" 98,309, "abstention" 0, "did not vote" 0, proportional number of votes: 99.12%; proportional number of votes compared to share capital: 83.24%

Resolution 5/2023.04.21 of the GM

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 2022 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, 2022, with a corresponding total of assets and liabilities of HUF 26,944,727 thousand and a total comprehensive profit for the year of HUF 1,124,119 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, 2022, with a corresponding total of assets and liabilities of HUF 63,087,227 thousand and a total comprehensive profit for the year of HUF 1.632,170 thousand in the statement of financial position.

Total number of votes: 11,213,368, from which vote "yes" 11,107,259, vote "no" 106,109, "abstention" 0, "did not vote" 0, proportional number of votes: 99.05%; proportional number of votes compared to share capital: 83.18%



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Resolution 6/2023.04.21 of the GM

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.

Total number of votes: 11,213,368, from which vote "yes" 11,061,832, vote "no" 106,109, "abstention" 45,427, "did not vote" 0, proportional number of votes: 98.65%; proportional number of votes compared to share capital: 82.84%

Resolution 7/2023.04.21 of the GM

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: 11,213,368, from which vote "yes" 11,061,832, vote "no" 106,109, "abstention" 45,427, "did not vote" 0, proportional number of votes: 98.65%; proportional number of votes compared to share capital: 82.84%

Resolution 8/2023.04.21 of the GM

The General Meeting approves the Remuneration report as per the proposal.

Total number of votes: 11,213,368, from which vote "yes" 11,061,832, vote "no" 106,109, "abstention" 45,427, "did not vote" 0, proportional number of votes: 98.65%; proportional number of votes compared to share capital: 82.84%

Resolution 9/2023.04.21 of the GM

The General Meeting appoints KPMG Hungária Könyvvizsgáló, Adó és Közgazdasági Tanácsadó Kft. (registered number: 000202) as auditor for the audit of the company's individual financial statements and consolidated financial statements according to International Financial Reporting Standards (IFRS), for the period ending with the annual general meeting closing the financial year 2023, until April 30, 2024, the latest. Mr. Attila Sándor Juhász (registered number: 006065) is the auditor in charge, Mr. Zoltán Varga (registered number: 007320) is the deputy auditor on behalf of the appointed company. The General Meeting authorises the Chairman-CEO of the company to execute a contract with the appointed auditor for the audit of the company's individual financial statements and consolidated financial statements according to International Financial Reporting Standards at an auditor fee of HUF 38 million + VAT / each year for the period of the appointment.

Total number of votes: 11,213,368, from which vote "yes" 11,158,046, vote "no" 9,895, "abstention" 45,427, "did not vote" 0, proportional number of votes: 99.51%; proportional number of votes compared to share capital: 83.56%

Resolution 10/2023.04.21 of the GM

The General Meeting recalls Mr. László Jakab, the Member of the Board of Directors, from the Board of Directors as of the day of the General Meeting.

Total number of votes: 11,213,368, from which vote "yes" 11,107,259, vote "no" 0, "abstention" 106,109, "did not vote" 0, proportional number of votes: 99.05%; proportional number of votes compared to share capital: 83.18%

Resolution 11/2023.04.21 of the GM

The General Meeting elects Mr. Attila János Simon as a member of the Board of Directors for the definite period as of the following day of the general meeting until May 19, 2026. The remuneration for this membership will be set according to the GM resolution 1/2021.09.30 of Rába Plc.

Total number of votes: 11,211,273, from which vote "yes" 11,061,832, vote "no" 7,800, "abstention" 141,641, "did not vote" 2,095, proportional number of votes: 98.65%; proportional number of votes compared to share capital: 82.84%

Resolution 12/2023.04.21 of the GM

The General Meeting authorises the Board of Directors to acquire 500,000 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.



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nance 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%.

Total number of votes: 11,213,368, from which vote "yes" 11,213,368, vote "no" 0, "abstention" 0, "did not vote" 0, proportional number of votes: 100.00%; proportional number of votes compared to share capital: 83.98%

Resolution 13/2023.04.21 of the GM

The General Meeting resolves not to accept the draft resolution of the shareholder motion: „The General Meeting requests the Board of Directors of the Company to make a proposal (by the time the upcoming general meeting 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 and other higher value real estates to be sold.”

Total number of votes: 11,213,368, from which vote "yes" 1,197,539, vote "no" 10,015,829, "abstention" 0, "did not vote" 0, proportional number of vote "no": 89.32%; proportional number of vote "no" compared to share capital: 75.01%

Resolution 14/2023.04.21 of the GM

The General Meeting resolves not to accept the draft resolution of the shareholder motion: „ The General Meeting requests the Board of Directors of the Company to work out the programme for growth of Rába Plc.”

Total number of votes: 11,213,368, from which vote "yes" 1,197,539, vote "no" 10,015,829, "abstention" 0, "did not vote" 0, proportional number of vote "no": 89.32%; proportional number of vote "no" compared to share capital: 75.01%

Győr, April 21, 2023

Board of Directors of RÁBA Plc.