

EXCERPT

of the

Resolutions of the Board of Directors of OPUS GLOBAL Public Limited Company

(registered seat: 59 Andrásy Road, HU-1062 Budapest, company registration number: 01-10-042533;

registry authority: Court of Registration of Budapest-Capital Regional Court; “Company”)

of

14th September, 2018

Resolution of the Board of Directors No. 37/2018 (IX.14.)

The Board of Directors recognizes that **Talentis Group Beruházás-szervező Zártkörűen Működő Részvénytársaság** (registered seat: 16 Zsámbéki Road, HU-2053 Herceghalom; company registration number: 13-10-041257; tax ID.: 23029132-2-13; statistical code: 23029132-4110-114-13; registry authority: Court of Registration of Budapest Environs Regional Court; „*TALENTIS*”) as provider and the Company have agreed that the 51-percent-participation (“*Participation*”) of TALENTIS in **VIRE SOL Keményítő-és Alapanyaggyártó és Forgalmazó Korlátolt Felelősségű Társaság** (registered seat: 0158/5, HU-3271 Visonta; company registration number: 10-09-036117; tax ID.: 25328671-2-10; registry authority: Court of Registration of Eger Regional Court; „*VIRE SOL Kft.*”) shall be provided not later than the 15th October, 2018 as an in-kind contribution to the Company. The Board of Directors hereby approves of the agreement on the provision of in-kind contribution.

The Board of Directors records that the professional valuation by **EQUILOR Corporate Advisory Zártkörűen Működő Részvénytársaság** (registered seat: C 2, Montevideo Street, HU-1037 Budapest,; company registration number: 01-10-049336; tax ID: 25967795-2-41; registry authority: Court of Registration of Budapest-Capital Regional Court) dated the 14th September, 2018 regarding the Viresol Kft-participation (“*Professional Valuation*”) is at its disposal, and the Board of Directors hereby orders the Professional Valuation to be published in accordance with 3:296. § (5) of the Hungarian Civil Code.

The Board of Directors accepts that the value of the Participation is HUF 26.684.073.945,- namely Twenty-Six Billion, Six Hundred Eighty-Four Million, Seventy-Three Thousand, Nine Hundred Forty-Five Hungarian Forint in accordance with the value established by the Professional Valuation.

The Board of Directors recognizes that based on 3:294. § (1) of the Hungarian Civil Code, 10.4. b) of the Articles of Association of the Company, and Resolution of the General Meeting No.: 19/2016 (IV.29.) of the 29th April, 2016, the Board is entitled to resolve on the increase of the Share Capital of the Company, and based on 3:294 (2) of the Hungarian Civil Code, is entitled to act during the Share Capital increase with the same authorization the General Meeting would have otherwise.

The Board of Directors resolves on the increase of the Share Capital by the provision of the HUF 26.684.073.945,- namely Twenty-Six-Billion-Six-Hundred-Eighty-Four-Million,-Seventy-Three Thousand-Nine-Hundred-Forty-Five-Hungarian-Forint-amount-in-kind-capital-contribution (“*In-kind Capital Contribution*”) by TALENTIS. The Board of Directors records that all the preconditions of the Share Capital increase under 3:295 of the Hungarian Civil Code have been met.

Based on the In-kind Capital Contribution, the Board of Directors resolves that 43.672.788 namely Forty-Three Million, Six Hundred Seventy-Two Thousand, Seven Hundred Eighty-Eight pieces of ‘A’ series equity shares are to be issued with the face value of HUF 611,- namely Six Hundred Eleven Hungarian Forint attaching the same rights as the shares previously issued (“*Shares*”).

The total face value of the Shares is 1.091.819.700,- namely One Billion, Ninety-One Million, Eight Hundred Nineteen Thousand, Seven Hundred Hungarian Forint.

The total issue value of the Shares is Twenty-Six Billion, Six Hundred Eighty-Four Million, Seventy-Three Thousand, Four Hundred Sixty-Eight Hungarian Forint.

The rights attached to the Shares are equal to the rights set by the Articles of Association, attached to the “A” series ordinary shares with the face value of HUF 25,-, namely Twenty-five Hungarian Forints previously issued by the Company.

Resolution of the Board of Directors No. 38/2018 (IX.14.)

The Board of Directors hereby orders to increase the Share Capital of the Company with the total amount of HUF 1.091.819.700. -, (namely One Billion, Ninety-One Million, Eight Hundred Nineteen Thousand, Seven Hundred Hungarian Forints) through in-private issue of new shares (“*Amount of the Increase of Share Capital*”).

The Board of Directors decides that the difference between the face value and the issue value of Shares shall constitute the part of the capital reserve of the Company.

The New Shares shall be issued in dematerialized form according to subsection (2) of section 3:214 of the Hungarian Civil Code.

The exclusive right to receive and subscribe to the Shares entitles TALENTIS providing the In-Kind Contribution. TALENTIS has been previously committed itself in written to receive the Shares. According to subsection (2) of section 3:297 of Hungarian Civil Code the preferential subscription rights entitling other Shareholders of the Company cannot be practiced in the event of the present increase of Share Capital. The Board of Directors records that the in-private issue of the Shares is considered to be lawfully performed in accordance with point b-c.) of subsection (1) of section 14 of Act CXX of 2001 on the Capital Market (“*Tpt.*”).

According to the subsection (1) of section 17 of Tpt., the fact of the in-private issue of new shares based on the present resolution, shall be announced to the Hungarian National Bank acting as supervisory authority within 15 namely fifteen days after the closing of the issue procedure. Such announcement will be made by the Board of Directors.

Within 15, namely fifteen days from the registration of the performed increase of the Share Capital in the Company Register, Board of Directors – in accordance with the section 3:307 of the Hungarian Civil Code – shall notify the central securities depository and the securities intermediary of the concerning shareholder about the change occurred to the structure of shareholding as a result of the increase of the Share Capital.

The Board of Directors records that regarding the Participation, it will take the necessary actions in order to the registration of the ownership of the Company into the register of companies, in front of the competent Company Registry Court within the statutory deadline after the present resolution is made.

Resolution of the Board of Directors No. 39/2018 (IX.14.)

The Board of Directors decides to amend the text of the Articles of Association of the Company with the content below. The Articles of Association of the Company in unified text with amendments is included by the annex of the present Resolution of the Board of Directors. The amendments concerning the exact points and text of the Articles of Association is edited as follows, the newly pasted text is edited in **bold, italic and underlined** form:

First section of point 4.1. of the Articles of Association of the Company will be amended as follows:

“The Share Capital of the Company amounts to HUF 9,639,776,150.-, ~~10.731.595.850,-~~ namely ~~Nine Billion Six Hundred Thirty-nine Million Seven Hundred Seventy-six Thousand One Hundred Fifty~~ *Ten Billion, Seven Hundred Thirty-One Million, Five Hundred Ninety-Five Thousand, Eight Hundred Fifty Hungarian Forint.*”

Point 4.1. of the Articles of Association of the Company will be supplemented with the following section:

“According to the Resolution of the Board of Directors No. 38/2018. (IX.14.) HUF 1.091.819.700. -, namely ~~One Billion, Ninety-One Million, Eight Hundred Nineteen Thousand, Seven Hundred Hungarian Forints~~ have been provided to the Company as in-kind contribution serving as parts of the Share Capital.”

Point 4.2. of the Articles of Association of the Company will be amended as follows:

“The Share Capital of the Company consists of 385,591,046 ~~429 263 834~~ namely ~~Three Hundred Eighty-five Million, Five Hundred Ninety-one Thousand Forty-six~~ *Four Hundred Twenty-Nine Million, Two Hundred Sixty-Three Thousand, Eight Hundred Thirty-Four* pieces of (‘A’ series) dematerialized ordinary Shares with the same and equal rights attached to them and with the face value of HUF 25,- that is, Twenty Five Hungarian Forints.”

Point 19.5. of the Articles of Association of the Company will be supplemented as follows:

“as well as the amendments determined by the resolutions of the Board of Directors adopted on ~~14th September 2018.~~”

OPUS GLOBAL
Public Limited Company
Board of Directors