



ANNOUNCEMENT
ON THE SUPPLEMENT OF THE AGENDA, SUBMISSIONS AND PROPOSALS FOR RESOLUTIONS

regarding the
EXTRAORDINARY GENERAL MEETING
of the OPUS GLOBAL Public Limited Company
to be held at 10:00 AM on the 04th October 2019

Board of Directors of **OPUS GLOBAL Public Limited Company** (registered seat: 59 Andrásy Road, Budapest, HU-1062; company registration number: 01-10-042533; court of registration: Company Registry Court of Budapest-Capital Regional Court; '**OPUS GLOBAL Plc**' or '**Company**') hereby informs the Esteemed Shareholders on the supplement of the agenda and the related submissions and proposals for resolutions regarding the extraordinary general meeting ('**General Meeting**') of OPUS GLOBAL Plc to be held on the 04th October 2019.

In accordance with the Section 3:259 of the Act V of 2013 on the Civil Code, on the 10th September 2019 KONZUM PE Magántőkealap (managed by: OPUS GLOBAL Investment Fund Management Private Company Limited /company registration number: 01-10-045654; registered seat: 59 Andrásy Road, Budapest, HU-1062; court of registration: Company Registry Court of Budapest-Capital Regional Court;/ '**Shareholder**') as the shareholder holding 23.18 % of the Company, submitted a motion ('**Motion**') to the Board of Directors for supplementing the agenda of the General Meeting. The Shareholder – by its Motion – proposed for the Board of Directors to put the following issue on the agenda, thus the supreme body of the Company could decide on the acceptance of the report on closing of the activity of KONZUM Investment and Asset Management Public Limited Company (company registration number: 01-10-049323; '**KONZUM Plc**'), furthermore on the acceptance of the final statements of assets and liabilities and final inventories of assets and liabilities of the Company and KONZUM Plc which are required by law for the reason of KONZUM Plc merged into the Company, provided that the shareholders have the possibility on the General Meeting to decide on the merits regarding these issues. Considering that the documents mentioned in the Motion have been prepared recently, the Board of Directors now has the opportunity to submit these issues to the General Meeting. The Board of Directors of the Company has examined the Motion with the included proposal for supplementing the agenda, and the submissions and proposals for resolutions, and for the reason of effectiveness and providing compliance with the law, it has decided – with the approval of the Supervisory Board as well – to accept the proposal and to supplement the agenda of the General Meeting by the present announcement.

The Company hereby supplements the agenda items, submissions and proposals for resolutions – contained by the Invitation to the General Meeting published by Budapest Stock Exchange at 16:00 PM

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on the 03rd September 2019, and the related announcement on submissions and proposals for resolutions published by Budapest Stock Exchange at 17:20 PM on 12th September 2019 and also supplemented by the announcement published by Budapest Stock Exchange at 19:30 PM on 12th September 2019 – with the following Agenda Item No. 5, Agenda Item No. 6 and Agenda Item No. 7 including with the related submissions and proposals for resolutions. For the reason of clarity, the exact words of the supplement regarding the agenda, and the submissions and proposals for resolutions are indicated in **bold**, *italic* form in the present announcement.

Agenda Item No. 5:

Decision on the acceptance of the report on closing of the activity of KONZUM Investment and Asset Management Public Limited Company (company registration number: 01-10-049323; ‘KONZUM Plc’)

Submission to Agenda Item No. 5:

As KONZUM Plc merged into the Company by absorption with the effect of the 30th June 2019, the report on closing of the activity of KONZUM Plc shall be prepared. ESSEL Audit Könyvvizsgáló Korlátolt Felelősségű Társaság (registered seat: 7 Fertály Street, Budapest, HU-1162; company registration number: 01-09-698566; ‘ESSEL Audit Kft’) as the auditor of KONZUM Plc in accordance with IFRS has prepared the report on closing of the activity of KONZUM Plc, which can be find attached to the present submissions and proposals for resolutions with the annexed audit report of ESSEL Audit Kft.

Based on the above Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 5:

Resolution of the General Meeting No. [■]/2019. (X.04.):

The General Meeting has decided to accept – in accordance with the submission – the report on closing of the activity of KONZUM Plc prepared by ESSEL Audit Kft with the annexed audit report of the auditor.

Agenda Item No. 6:

Decision on the acceptance of the final statement of assets and liabilities and final inventory of assets and liabilities of KONZUM Plc as the legal person merged into the Company by absorption with the effect of the 30th June 2019

Submission to Agenda Item No. 6:

The extraordinary General Meeting of KONZUM Plc decided definitively on the merger (by absorption) of KONZUM Plc into the Company on the 08th April 2019, which merger was completed on the 30th June 2019.

On the basis of Subsection (2) of Section 11 of Act CLXXVI of 2013 on transformation, merger and separation of legal persons (‘Act on Transformation, Merger and Separation’), final statement of assets

and liabilities for the date of the merger shall be prepared within ninety days following the day of the registration of the merger – or the effective date of the merger – regarding the legal person as predecessor as well.

Besides ESSEL Audit Kft the auditor of KONZUM Plc, in accordance with the provisions of the Act on Transformation, Merger and Separation, INTERAUDITOR Neuner, Henzl, Honti Tanácsadó Korlátolt Felelősségű Társaság (registered seat: 1/F ground floor, Building A, 16-18 Vörösmarty Street, Budapest, HU-1074; company registration number: 01-09-063211; 'INTERAUDITOR Kft') as the independent auditor contributing in the merger, in accordance with IFRS has prepared the final statement of assets and liabilities and the final inventory of assets and liabilities of KONZUM Plc – as merging company – for the date of the merger, thus for the 30th June 2019, which can be find attached to the present submissions and proposals for resolutions.

Board of Directors proposes the final statement of assets and liabilities and the final inventory of assets and liabilities of KONZUM Plc – as merging company – for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger, to be accepted by the General Meeting in accordance with the present submission.

The principal data of the final statement of assets and liabilities and the final inventory of assets and liabilities of KONZUM Plc for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger, are as it follows:

- Assets with the total of HUF 51,981,607 thousand*
- Own equity with the total of HUF 38,537,217 thousand*

Based on the above Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 6:

Resolution of the General Meeting No. [■]/2019. (X.04.):

The General Meeting has decided to accept – in accordance with the submission – the final statement of assets and liabilities and the final inventory of assets and liabilities of KONZUM Plc – as merging company – for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger – in accordance with the provisions of the Act on Transformation, Merger and Separation – besides ESSEL Audit Kft.

The principal data of the final statement of assets and liabilities and the final inventory of assets and liabilities of KONZUM Plc for the date of the merger, thus for the 30th June 2019 prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger, are as it follows:

- Assets with the total of HUF 51,981,607 thousand*
- Own equity with the total of HUF 38,537,217 thousand*

Agenda Item No. 7:

Decision on the acceptance of the final statements of assets and liabilities and final inventories of assets and liabilities of the Company – on one hand as investee company, on the other hand as legal successor company – prepared in accordance with IFRS

Submission to Agenda Item No. 7:

The extraordinary General Meeting of the Company decided definitively on the merger (by absorption) of KONZUM Plc into the Company on the 08th April 2019, which merger was completed on the 30th June 2019.

On the basis of Subsection (2) of Section 11 of Act CLXXVI of 2013 on transformation, merger and separation of legal persons ('Act on Transformation, Merger and Separation'), final statement of assets and liabilities for the date of the merger shall be prepared within ninety days following the day of the registration of the merger – or the effective date of the merger – regarding the legal person as legal successor as well.

Besides the BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság (registered seat: Building C, 2/A Kőér Street, Budapest, HU-1103; company registration number: 01-09-867785) the auditor of the Company, in accordance with the provisions of the Act on Transformation, Merger and Separation, INTERAUDITOR Neuner, Henzl, Honti Tanácsadó Korlátolt Felelősségű Társaság (registered seat: 1/F ground floor, Building A, 16-18 Vörösmarty Street, Budapest, HU-1074; company registration number: 01-09-063211; 'INTERAUDITOR Kft') as the independent auditor contributing in the merger, in accordance with IFRS has prepared the final statements of assets and liabilities and the final inventories of assets and liabilities of the Company – on one hand as investee company, on the other hand as legal successor company – for the date of the merger, thus for the 30th June 2019, which can be find attached to the present submissions and proposals for resolutions.

Board of Directors proposes the final statements of assets and liabilities and the final inventories of assets and liabilities of the Company – on one hand as investee company, on the other hand as legal successor company – for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger, to be accepted by the General Meeting in accordance with the present submission.

The principal data of the final statements of assets and liabilities and the final inventories of assets and liabilities for the date of the merger, thus for the 30th June 2019, prepared by INTERAUDITOR Kft as the independent auditor contributing in the merger, are as it follows:

- (i) Regarding the Company as investee company during the process of the merger:
 - Assets with the total of HUF 163,678,123 thousand
 - Own equity with the total of HUF 161,434,369 thousand*

- (ii) Regarding the Company as legal successor company during the process of the merger:
 - Assets with the total of HUF 215,659,730 thousand
 - Own equity with the total of HUF 199,971,586 thousand*

Based on the above Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 7:

Resolution of the General Meeting No. [■]/2019. (X.04.):

The General Meeting has decided to accept – in accordance with the submission – the final statements of assets and liabilities and the final inventories of assets and liabilities of the Company – on one hand as investee company, on the other hand as legal successor company – for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger – in accordance with the provisions of the Act on Transformation, Merger and Separation – besides the auditor of the Company.

The principal data of the final statements of assets and liabilities and the final inventories of assets and liabilities for the date of the merger, thus for the 30th June 2019, prepared in accordance with IFRS by INTERAUDITOR Kft as the independent auditor contributing in the merger, are as it follows:

- (i) Regarding the Company as investee company during the process of the merger:
 - Assets with the total of HUF 163,678,123 thousand
 - Own equity with the total of HUF 161,434,369 thousand*

- (ii) Regarding the Company as legal successor company during the process of the merger:
 - Assets with the total of HUF 215,659,730 thousand
 - Own equity with the total of HUF 199,971,586 thousand*

Dated as of 26th September 2019 in Budapest

OPUS GLOBAL
Public Limited Company
Board of Directors