



## RESOLUTIONS OF THE BOARD OF DIRECTORS ACTING IN THE COMPETENCE OF GENERAL MEETING

**OPUS GLOBAL Public Limited Company** (seat of business: 59 Andrásy Avenue, Budapest, H-1062; company registration number: 01-10-042533; court of registration: Fővárosi Törvényszék Cégbírósága /in English: Company Registry Court of Budapest-Capital Regional Court/) (hereinafter referred to as **Company**) hereby respectfully informs the investors, that the Company's **Board of Directors (BoD)** - based on Subsection (1) of Section 5 and Section 9 of the decree no. 102/2020 (IV.10.) of the Government of Hungary on the deviating regulations related to the operation of partnerships and capital-concentrating organisations during the state of emergency - acting in the competence of the **Annual General Meeting<sup>1</sup> (AGM)**, passed the below resolutions on 30 April 2020.

The Board of Directors of the Company informs the Shareholders – in particular, on account of the special situation caused by the human pandemic of Covid 19 – that the Board of Directors and the Supervisory Board shall not hereby hold their meeting personally but instead of the hereof, the vote shall be held in written form without holding a meeting on the agenda items related to the submissions included in the Invitation Letter of the Annual General Meeting, and in respect to the agenda items related to the submissions are to be disclosed to the Shareholders by the Company on the website of the Company ([www.opusglobal.hu](http://www.opusglobal.hu)), and on the website of Budapest Stock Exchange ([www.bet.hu](http://www.bet.hu)) and on the official publication site operated by the Hungarian National Bank ([www.kozzetetelek.mnb.hu](http://www.kozzetetelek.mnb.hu)).

Based on the proposals of the Annual General Meeting published on the 9 April 2020<sup>2</sup>, the Board of Directors of the Company adopted the following resolutions within the competence of the Annual General Meeting:

<sup>1</sup> [https://bet.hu/newkibdata/128384871/OPUS\\_2020\\_OPUS\\_KGY\\_Megh%C3%ADv%C3%B3\\_20200430\\_eng\\_korr.pdf](https://bet.hu/newkibdata/128384871/OPUS_2020_OPUS_KGY_Megh%C3%ADv%C3%B3_20200430_eng_korr.pdf)

<sup>2</sup> [https://bet.hu/newkibdata/128396523/OPUS\\_KGY\\_eloterj\\_ENG\\_20200409\\_FINAL.pdf](https://bet.hu/newkibdata/128396523/OPUS_KGY_eloterj_ENG_20200409_FINAL.pdf)



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**Agenda item No. 1:**

**Decision on the approval of the Company's individual annual report for 2019 compiled in line with IFRS on the basis of the submission of the Board of Directors, of the opinion of the Audit Committee and of the Supervisory Board and of the declaration of the Auditor**

**Resolution No. 1/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this BoD Resolution, the Board of Directors shall hereby adopt the Company's individual non-consolidated annual report for 2019 compiled in line with IFRS with its annexes upon the balance sheet total in the amount of 227,926,758,- in thousand HUF, and upon the profit after tax in the amount of 7,921,362,- in thousand HUF – with that, the total amount of the profit after tax of the parent company with the thereof main figures is accounted for the accumulated profit reserve:

<b>Invested assets:</b>	186,638,205,-	in
	thousand HUF	
<b>Current assets:</b>	41,288,553,-	in
	thousand HUF	
<b>Total Assets:</b>	227,926,758,-	in
	thousand HUF	
<b>Equity:</b>	191,336,808,-	in
	thousand HUF	
<b>out of which issued share capital:</b>	17,541,151,-	in
	thousand HUF	
<b>Liabilities:</b>	36,589,952,-	in
	thousand HUF	
<b>Provisions:</b>	8,592,-	in thousand HUF
<b>Total Liabilities:</b>	227,926,758,-	in
	thousand HUF	

Furthermore, upon this resolution the BoD shall hereby state the acknowledgment of the management report on the presentation of the Company's business performance, improvement and introduction of the management compiled by the Board of Directors; the Supervisory Board and Audit Committee Report for 2019 prepared by the Supervisory Board and the Audit Committee; and, moreover, the report compiled by the Auditor attached to the Company's individual annual report for 2019.

	yes	no	abstention
5	0	0	0

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**Agenda item No. 2:**

**Decision on the approval of the Company's consolidated annual report for 2019 compiled in line with IFRS on the basis of the submission of the Board of Directors, the opinion of the Audit Committee and the Supervisory Board and the declaration of the Auditor**

**Resolution No. 2/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this resolution, the Board of Directors has approved the Company's consolidated annual report for 2019 compiled in line with IFRS upon the Balance sheet total in the amount of 646,210,235,- in thousand HUF and the profit after tax in the amount of -34,222,696,- in thousand HUF upon the hereinunder main figures as follows:

<b>Over-the-year assets:</b>	370,341,275,-	in
	thousand HUF	
<b>Current assets:</b>	275,868,960,-	in
	thousand HUF	
<b>Total Assets:</b>	646,210,235,-	in
	thousand HUF	
<b>Equity:</b>	287,555,167,-	in
	thousand HUF	
<b>Liabilities:</b>	358,655,068,-	in
	thousand HUF	
<b>Total Liabilities:</b>	646,210,235,-	in
	thousand HUF	

Furthermore, upon this resolution the BoD hereby also approves the management report , which is included in the consolidated annual report of the Company for 2019, and which presents the business performance, development and position of the Company; the Supervisory Board and Audit Committee Report for 2019 prepared by the Supervisory Board and the Audit Committee; and, moreover, the report compiled by the Auditor attached to the Company's consolidated annual report for 2019.

yes	no	abstention
5	0	0

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**Agenda item No. 3:**

**Decision on the approval of the Company's Annual Report for 2019**

**Resolution No. 3/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this resolution, the Board of Directors shall hereby adopt the Company's individual annual report for 2019, (OPUS GLOBAL Nyrt. Individual Annual Report for 2019) and the consolidated annual report for 2019 (OPUS GLOBAL Nyrt. Consolidated Annual Report for 2019) with all its elements.

yes	no	abstention
5	0	0

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**Agenda item No. 4:**

**Decision on the approval of the Company's Corporate Governance Report (CGR) for 2019**

**Resolution No. 4/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this resolution the Board of Directors shall hereby adopt the Corporate Governance Report of the Company presenting the practice of the corporate governance.

yes	no	abstention
5	0	0

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**Agenda item No. 5:**

**Decision on the performance of the Board of Directors and the issue of the discharge for its members**

**Resolution No. 5/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this resolution, the Board of Directors shall hereby state that the members of the Board of Directors performed their activities upon keeping the primary interest of the Company in mind, and, consequently, the discharge on the compliance of the management activities of the members is to be issued for the members of the Board of Directors.

yes	no	abstention
5	0	0

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**Agenda item No. 6:**

**Decision on the Company's permanent statutory auditor election and the determination of the remuneration of the hereof**

**Resolution No. 6/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

Upon this resolution the Board of Directors shall hereby elect the new permanent statutory auditor of the Company, namely BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság (in English: BDO Hungary Audit Private Limited Liability Company) (seat of business: 1103 Budapest, Kőér utca 2/A C. ép.; company registration number: 01-09-867785; auditor chamber membership number: 002387; 'BDO Hungary Auditor Private Limited Liability Company') for the period starting 31 May 2020 until the approval of the annual report of the business year ending 31 December 2021, but not later than 31 May 2021.

Upon this resolution the BoD shall hereby acknowledge the appointment of Kékesi Péter (mother's maiden name: Gelics Piroska; address: 1158 Budapest, Neptun utca 90.; auditor chamber registration number: 007128), as a registered auditor being responsible for the hereof auditing tasks in person on behalf of the BDO Magyarország Könyvvizsgáló Kft.

Moreover, upon this resolution the BoD shall hereby define the remuneration of the new permanent statutory auditor of the Company as of the amount of 19,950,000,-HUF + VAT, namely nineteen-million-nine-hundred-and-fifty-thousand Hungarian Forints and value added tax.

yes	no	abstention
5	0	0

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**Agenda item No. 7:**

**Opinion voting on the Company's Remuneration Policy**

**Resolution No. 7/2020. (IV.30.) of the Board of Directors acting in the competence of the AGM**

The Board of Directors shall hereby adopt and agree with the rules included in 'OPUS GLOBAL Nyrt. Remuneration Policy' presenting the remuneration policy of the Company, and the formal and content elements of the hereof are to be respectively approved.

yes	no	abstention
5	0	0

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