



SUBMISSIONS AND PROPOSALS FOR RESOLUTION

EXTRAORDINARY GENERAL MEETING of OPUS GLOBAL Public Limited Company held on the 11th of March 2022 at 10:00 am

The Board of Directors of **OPUS GLOBAL Public Limited Company** (seat of business: 1062 Budapest, Andrásy út 59.; 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 Esteemed Shareholders on the submissions and proposals for resolution in respect of the agenda items of the extraordinary general meeting (hereinafter referred to as "**General Meeting**") held on 11th of March 2022.

Agenda item No. 1

Decision to accept the resignation of a member of the Board of Directors of the Company and to grant him/her a discharge.

Submission to Agenda item No. 1:

The Board of Directors hereby informs the Esteemed Shareholders that Dr. Beatrix Mészáros as the member and chairwoman of the Board of Directors has resigned her mandate as of the date of the following general meeting, that is 11th March 2022. Therefore, the Board of Directors hereby proposes for the General Meeting to acknowledge Dr. Beatrix Mészáros's resignation, as well as to issue discharge for Dr. Beatrix Mészáros certifying the compliance of her management activity performed until the end of her mandate, considering that Dr. Beatrix Mészáros performed her activity upon keeping the primary interest of the Company in mind.

In line with the hereinabove, the Board of Directors hereby proposes the adoption of the General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 1:

General Meeting Resolution No. [•]/2022 (III.11.):



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Upon this resolution, the General Meeting shall hereby acknowledge Dr. Beatrix Mészáros's resignation as member and chairwoman of the Board of Directors as of the date of the present general meeting, that is 11th March 2022.

Furthermore, the General Meeting shall hereby state that Dr. Beatrix Mészáros as member and chairwoman of the Board of Directors performed her activity upon keeping the primary interest of the Company in mind, and therefore hereby issue discharge for Dr. Beatrix Mészáros certifying the compliance of her management activity performed until the end of her mandate.

Agenda item No. 2:

Decision on the election and remuneration of the member or members of the Board of Directors of the Company.

Submission to Agenda item No. 2:

The Board of Directors – considering that according to the Articles of Association the Board of Directors shall be comprised of a minimum of 3 (three), and a maximum of 7 (seven) members, who are natural persons, – hereby proposes for the General Meeting to elect

- Szabolcs Makai (mother's maiden name: Margit Szabics; date of birth: 02.04.1978.; address: 14 Balta street, Nagykovácsi 2094);
- Dr. Koppány Tibor Lélfa (mother's maiden name: Éda Magdolna Selmeczi; date of birth: 02.06.1976.; address: 1, 4th floor, 21 Baross street, Budapest 1082);
- Attila Zsolt Dzubák (mother's maiden name: Gizella Kovács; date of birth: 03.07.1972.; address: 1, 1st floor, Building A, 58 Domoszló road, Budapest 1037)

as the new members of the Board of Directors for definite period of time starting from the date of adoption of the respective general meeting resolution until the end of mandate of the current members of the Board of Directors, that is 2nd May 2022, and with the terms indicated in the proposals for resolutions hereunder.

Szabolcs Makai's curriculum vitae, Dr. Koppány Tibor Lélfa's curriculum vitae and Attila Zsolt Dzubák's curriculum vitae have been made available for the Esteemed Shareholders on the website of the Company, on the website of Budapest Stock Exchange and on the official publication surface of the Hungarian National Bank at the same time with the disclosure of this submission, thus, those are downloadable without restrictions.

In line with the hereinabove, the Board of Directors hereby proposes the adoption of the General Meeting Resolutions as follow.

Proposal for resolution No. 1 to Agenda item No. 2:

General Meeting Resolution No. [•]/2022 (III.11.):

Upon this resolution, the General Meeting shall hereby elect Szabolcs Makai (mother's maiden name: Margit Szabics; date of birth: 02.04.1978.; address: 14 Balta street, Nagykovácsi 2094) as the new member of the Board of Directors for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Board of Directors, that is 2nd May 2022, and with joint signatory authority as determined in the Articles of Association, as well as with monthly remuneration of HUF 200,000. -, namely two hundred thousand Hungarian forints.

The General Meeting shall hereby state that Szabolcs Makai shall perform his tasks as member of the Board of Directors under an agency contract.

Proposal for resolution No. 2 to Agenda item No. 2:

General Meeting Resolution No. [●]/2022 (III.11.):

Upon this resolution, the General Meeting shall hereby elect Dr. Koppány Tibor Lélfa (mother's maiden name: Éda Magdolna Selmeczi; date of birth: 02.06.1976.; address: 1, 4th floor, 21 Baross street, Budapest 1082) as the new member of the Board of Directors for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Board of Directors, that is 2nd May 2022, and with joint signatory authority as determined in the Articles of Association, as well as with monthly remuneration of HUF 200,000. -, namely two hundred thousand Hungarian forints.

The General Meeting shall hereby state that Dr. Koppány Tibor Lélfa shall perform his tasks as member of the Board of Directors under an agency contract.

Proposal for resolution No. 3 to Agenda item No. 2:

General Meeting Resolution No. [●]/2022 (III.11.):

Upon this resolution, the General Meeting shall hereby elect Attila Zsolt Dzubák (mother's maiden name: Gizella Kovács; date of birth: 03.07.1972.; address: 1, 1st floor, Building A, 58 Domszló road, Budapest 1037) as the new member of the Board of Directors for definite period of time starting from the date of adoption of the present resolution until the end of mandate of the current members of the Board of Directors, that is 2nd May 2022, and with individual signatory authority as determined in the Articles of Association (considering his position as chief executive officer of the Company), as well as with monthly remuneration of HUF 200,000. -, namely two hundred thousand Hungarian forints.

The General Meeting shall hereby state that Attila Zsolt Dzubák shall perform his tasks as member of the Board of Directors under an agency contract.

Agenda item No. 3:

Decision amending the Articles of Association of the Company.

Submission to Agenda item No. 3:

The Board of Directors – considering the signatory rights of the new members of the Board of Directors to be elected by the extraordinary general meeting to be held on 11th March 2022, as well as the inaccuracy regarding the minimum number of members of the Board of Directors contained in the section 9.3. of the Articles of Association, and other clarification – hereby proposes for the General Meeting to amend certain provisions of the section 9.3., section 10.1. and section 16.2. of the Articles of Association as indicated in the proposal for resolution hereunder to duly ensure consistency.

Furthermore, the Board of Directors hereby proposes to delete the following other economic activities as those are not intended to pursue by the Company: sawmilling and planning of wood (1610 '08); manufacture of veneer sheets and wood-based panels (1621 '08); treatment and coating of metals (2561 '08); manufacture of steel drums and similar containers (2591 '08); manufacture of light metal packaging (2592 '08); manufacture of kitchen furniture (3102 '08); agents involved in the sale of furniture, household goods, hardware and ironmonger (4615 '08); wholesale of hardware, plumbing and heating equipment and supplies (4674 '08).

In line with the hereinabove, the Board of Directors hereby proposes the adoption of the General Meeting Resolution as follows.

Proposal for resolution to Agenda item No. 3:

General Meeting Resolution No. [•]/2022 (III.11.):

Upon this resolution, the General Meeting shall amend the text of the Articles of Association of the Company effective today, with that, the text being ~~crossed~~ shall be deleted while the text in ***bold, italic and underlined*** shall be inserted into the text of the Articles of Association.

The text of section 3. of the Articles of Association quoted hereunder shall be amended as it follows, with that the economic activities indicated as deleted hereunder shall be deleted from the company register as well:

“Other activities:

1610 '08	Sawmilling and planning of wood
1621 '08	Manufacture of veneer sheets and wood-based panels
2561 '08	Treatment and coating of metals
2591 '08	Manufacture of steel drums and similar containers
2592 '08	Manufacture of light metal packaging
3102 '08	Manufacture of kitchen furniture

4612 '08	Agents involved in the sale of fuels, ores, metals and industrial chemicals
4613 '08	Agents involved in the sale of timber and building materials
4615 '08	Agents involved in the sale of furniture, household goods, hardware and ironmonger
4618 '08	Agents specialised in the sale of other particular products
4619 '08	Agents involved in the sale of a variety of goods
4646 '08	Wholesale of pharmaceutical goods
4673 '08	Wholesale of wood, construction materials and sanitary equipment
4674 '08	Wholesale of hardware, plumbing and heating equipment and supplies
4676 '08	Wholesale of other intermediate products"
4690 '08	Non-specialised wholesale trade
4799 '08	Other retail sale not in stores, stalls or markets
5210 '08	Warehousing and storage
5229 '08	Other transportation support activities
5911 '08	Motion picture, video and television programme production activities
5912 '08	Motion picture, video and television programme post-production activities
6209 '08	Other information technology and computer service activities
6311 '08	Data processing, hosting and related activities
6399 '08	Other information service activities n.e.c.
6619 '08	Other activities auxiliary to financial services, except insurance and pension funding
6810 '08	Buying and selling of own real estate
6820 '08	Renting and operating of own or leased real estate
6831 '08	Real estate agencies
6832 '08	Management of real estate on a fee or contract basis
6920 '08	Accounting, bookkeeping and auditing activities; tax consultancy
7010 '08	Activities of head offices
7022 '08	Business and other management consultancy activities
7219 '08	Other research and experimental development on natural sciences and engineering
7320 '08	Market research and public opinion polling
7490 '08	Other professional, scientific and technical activities n.e.c.
8110 '08	Combined facilities support activities
8230 '08	Organization of conventions and trade shows
8299 '08	Other business support service activities n.e.c."

The text of section 9.3. of the Articles of Association quoted hereunder shall be amended as it follows:

“Extraordinary General Meeting must be convoked, if:

- due to the previous General Meeting’s Resolution,
- due to the proposal of the Auditor,
- if Shareholders having at least 1 (one) percent of Shares carrying voting rights – indicating the reason and the purpose – request so in writing from the Board of Directors,
- a Resolution made by the court of registry obliges the Company to convene a General Meeting,
- the Board of Directors has less than ~~5 (five)~~ **3 (three)** members, respectively or any reason which leads to that the majority of independent members of the Supervisory Board is not granted,
- a new appointment of auditor is necessary,
- the Company is threatened by insolvency, or halted payment or the assets of the Company does not cover its debts,
- the Company’s own equity capital is dropped to two thirds of the Share Capital or under HUF 20 (twenty) million due to losses.”

The text of section 10.1. of the Articles of Association quoted hereunder shall be amended as it follows:

“The Board of Directors acts as a body in accordance ~~with~~ line with the rules of the Board of Directors.”

Section 16.2. of the Articles of Association shall be amended as it follows:

“Rules of authority to sign on behalf of the Company:

- ~~— the Chairman of the Board of Directors individually;~~
- ~~— the Chief Executing Officer individually,~~
- ~~— any two members — other than the Chairman — of the Board of Directors jointly;~~
- ~~— any two employees of the Company, authorized by the Board of Directors, jointly.~~
- any member of the Board of Directors jointly with any other person authorized to sign on behalf of the Company (excluding if a member of the Board of Directors holds the position of Chief Executive Officer as well),
- the Chief Executive Officer individually (including if a member of the Board of Directors holds the position of Chief Executive Officer as well),
- any other employee, authorized by the Board of Directors, jointly with any other person authorized to sign on behalf of the Company.”

The text of section 19.5. of the Articles of Association quoted hereunder shall be amended as it follows:

“the General Meeting held on 08th April 2019,
the General Meeting held on 11th March 2022.”

Section 19.6. of the Articles of Association shall be amended as it follows:

“The latest amendments of the Articles of Association are enacted by the following Resolution of the General Meeting: Resolution No. ~~7/2019. (IV.08.)~~ **[•]/2022. (III.11.)**. These amendments affect the following sections of the Articles of Association: ~~preamble, 2., 3., 4.1., 4.2., 5.6., 9.5., 10.2., 10.4. g)~~ **9.3., 10.1., 16.2.,** 19.5. and 19.6.”

17th of February 2022, Budapest

OPUS GLOBAL
Public Limited Company
Board of Directors