



INDEPENDENT AUDITOR'S REPORT

For the shareholders of OPUS GLOBAL Nyrt.

Report on the audit of the consolidated financial statement

Opinion

We have audited the financial statements for 2023 of OPUS GLOBAL Nyrt. (“the Company”) and its consolidated subsidiaries (“the Group”) included in the **Esef file name.zip**¹ digital file, which are composed of the following: the consolidated statement of financial position at the reporting date of 31 December 2023—in which the total of assets and liabilities is HUF 1,072,649,076 thousand, the total comprehensive profit of the financial year is HUF 44,125,647 thousand—, the statement of consolidated comprehensive income of the year ending on the same day, the statement of changes in consolidated equity, consolidated cash flows, and consolidated Additional Notes containing the summary of significant elements of the accounting policy.

In our opinion, the attached consolidated financial statements present a true and fair view of the consolidated financial position of the Group as at 31 December 2023, of the consolidated financial performance of the financial year ending on the same day, and of the consolidated cash flows, in accordance with International Financial Reporting Standards—as commonly accepted by the EU—(“EU IFRS”), and these consolidated financial statements in all material respects have been drawn up in line with the additional requirements of Act C of 2000 on Accounting (hereinafter referred to as the “Accounting Act”) concerning consolidated annual reports prepared according to EU IFRS.

Basis of the opinion

Our audit was carried out in accordance with the Hungarian National Audit Standards, and in compliance with relevant laws and regulations—in force in Hungary—concerning the audit. More detailed information about our responsibility provided in these standards are given in Section “Auditor’s responsibility for the audit of consolidated financial statements” of our report.

We are independent from the Group, according to the Hungarian legislation in force, and to the “Policy on Auditors’ behaviour (ethics) rules and on the rules of disciplinary procedures” of the Chamber of Hungarian Auditors, and—in respect of issues not regulated in the foregoing documents—according to the provisions of the manual “International Code of Ethics for Professional Accountants (including International Independence

¹ Digital identification of the above-mentioned digital file with SHA 256 HASH algorithm:
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Standards)” issued by the International Ethics Standards Board for Accountants (IESBA Code), and we comply with additional ethical rules specified in the same standards.

We believe that the audit evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Critical audit matters

Critical audit matters are those matters that—in our professional judgement—were the most significant during the audit of the current period’s consolidated financial statements. These matters were assessed in connection with the audit of consolidated financial statements and during the formulation of our opinion in that regard, and no separate opinion will be issued on these matters.

Critical audit matter	Auditor’s response to the critical audit matter
<p><i>Valuation of goodwill</i></p> <p>With reference to Point II.3.4 of Additional Notes of the consolidated financial statements.</p> <p>The balance sheet value of goodwill is a significant amount in the consolidated financial statements of the Group (HUF 88,636,529 thousand at 31 December 2023).</p> <p>The goodwill is not amortised, but according to the relevant provisions of the accounting policy, the management periodically performs an impairment test, in order to evaluate whether an impairment should be recognised for any cash-generating unit.</p> <p>During the impairment test, the Group applies the discounted cash flow method in order to determine the recoverable amounts.</p> <p>The impairment test is based on a number of assumptions, which include uncertainty, therefore the value of the cash-generating unit can vary according to the changes of influencing factors.</p>	<p>We performed the following audit procedures regarding the control of valuation of goodwill:</p> <p>The estimates for the impairment test of the management were reviewed:</p> <ul style="list-style-type: none"> - the market assumptions included in the models of the Group were confronted with external sources and the plans approved by the management of the Company; - during the assessment of the valuation method—where it was deemed necessary—, a professional valuer was involved, and they assisted us in the recalculation of the impairment tests and in the independent evaluation of the conformity of the assumptions and methods used, and also in the valuation policies applied; - we have examined the correspondence of recoverable amounts to carrying values of goodwill, and the recognition of impairment; - we have assessed the proper application of relevant financial reporting standards, the accounting records and disclosures. <p>Based on our procedures no misstatement was identified.</p>

Other information: The consolidated annual report

Other information are composed of the annual report for 2023 of **OPUS GLOBAL Nyrt.** and its consolidated subsidiaries. The management is responsible for the preparation of the consolidated annual report in accordance with the relevant provisions of the Accounting Act and other legislation. Our opinion on the consolidated financial statements described in Section “Opinion” of our independent auditor’s report shall not be applied to the consolidated annual report.

In relation to the audit of the consolidated financial statements performed by us, our responsibility was to read the consolidated annual report, and to evaluate if there was any inconsistency between the consolidated annual report and the consolidated financial statements or the information obtained during the audit, or whether it seems that the consolidated annual report contains any material misstatement. If the conclusion of our work is that the other information contain any material misstatement, it is our responsibility to report this fact and the nature of the misstatement.

According to the Accounting Act, our responsibility is to assess whether the consolidated annual report is in accordance with the relevant provisions of the Accounting Act and other laws and regulations, including the fact if the consolidated annual report is consistent with the requirements provided in Section 95/B(2)(e) and (f) of the Accounting Act, and to deliver opinion on the consistency of the consolidated annual report with the consolidated financial statements. Pursuant to the Accounting Act, our responsibility is to declare if in the consolidated annual report the information specified in Section 95/B(2)(a)–(d), (g) and (h) were made available.

During the performance of these duties, at the preparation of our opinion on the annual report, we considered Commission Delegated Regulation (EU) 2018/815 of 17 December 2018 supplementing Directive 2004/109/EC of the European Parliament and of the Council with regard to regulatory technical standards on the specification of a single electronic reporting format (“ESEF-regulation”) as other legislation providing additional requirements for the consolidated annual report.

In our opinion, the annual report for 2023 of **OPUS GLOBAL Nyrt.** and its consolidated subsidiaries in all material respects is consistent with the consolidated financial statements for 2023 of **OPUS GLOBAL Nyrt.** and its consolidated subsidiaries, and with the relevant provisions of the Accounting Act and other above-mentioned legislation. In the consolidated annual report the information specified in Section 95/B(2)(a)–(d), (g) and (h) of the Accounting Act were made available. Since there is no other legislation which provides content requirements for the consolidated annual report of the Company, we do not declare an opinion in this regard.

We have not detected any other material inconsistency or material misstatement in the consolidated annual report, so we have nothing to report in this regard.

The responsibility of the management and the persons charged with governance for the consolidated financial statements

The management is responsible for the preparation and fair presentation of the consolidated financial statements in respect of EU IFRS, and for its preparation in compliance with the additional requirements of the Accounting Act, regarding annual reports drawn up according to EU IFRS, and for internal controls, that are deemed to be necessary by the management, in order to permit the preparation of the consolidated financial statements free from material misstatements due to error or fraud.

During the preparation of the consolidated financial statements, it is the responsibility of the management to assess the Group's ability to continue as a going concern, and to disclose the information on going concern, and the management is also responsible for the application of accountancy based on going concern in the consolidated financial statements, except where the management intends to terminate the Group or the business activity, or otherwise there is no other reasonable possibility.

The persons charged with governance are responsible for the supervision of Group's financial reporting process.

Auditor's responsibility for the audit of the consolidated financial statements

The purpose of the audit is to obtain reasonable assurance that the consolidated financial statements as a whole do not contain any material misstatement due to error or fraud, and on that basis, to issue an independent auditor's report reflecting our opinion. Reasonable assurance means a high degree of certainty, but it does not guarantee that the audit performed in accordance with Hungarian National Audit Standards always identifies the material misstatements otherwise existing. The misstatements may arise from fraud or error, and these are considered material, if it is reasonably expectable that these either separately or collectively can influence the users' economical decisions made on the basis of the consolidated financial statements.

We apply professional judgement and maintain professional scepticism during the audit performed under Hungarian National Audit Standards.

Furthermore:

- We identify and assess the risk of the material misstatements in the consolidated financial statements due to error or fraud, we develop and perform the audit procedures in order to manage these risks, and we obtain sufficient and appropriate assurance in support of our opinion. The risk that any material misstatement due to fraud remains unrevealed is higher than that of the misstatement due to error, since the fraud could include collusion, counterfeiting, deliberate omissions, incorrect statements or the overwriting of internal control.
- We learn the internal control relevant to the audit in order to develop audit procedures, appropriate in the given circumstances, but not to declare an opinion on the efficiency of Group's internal control.
- We evaluate the suitability of the applied accounting policy, and the rationality of the accounting estimates of the management and related disclosures.
- We drew conclusions regarding the decision of the management on the preparation of the consolidated financial statements based on going concern, and on the basis of the audit evidence obtained, we assess whether there is any material uncertainty related to events and conditions, which may cast significant doubt on the Group's ability to continue as a going concern. In case it is concluded that there is any material uncertainty, our responsibility is to draw attention in the independent auditor's report to the related disclosures included in the consolidated financial statements, or if the disclosures are not adequate in this regard, we have to provide qualified opinion. Our conclusions are based on the audit evidence obtained until the date of our independent auditor's report. However future events or conditions can lead to the inability of the Group to continue as a going concern.
- We evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures in the Additional Notes, and we assess whether the consolidated financial statements fairly present the underlying transactions and events.
- We obtain sufficient and appropriate audit evidence regarding the financial information of business units and business activities of the Group, in order to deliver our opinion on the consolidated financial statements. We are responsible for the management, supervision and performance of the Group's audit. We still have exclusive responsibility for our audit opinion.

We inform the persons charged with governance—among other issues—on the planned scope and schedule of the audit, on the significant findings of the audit, including the significant deficiencies of the internal control applied by the Group, identified during our audit, if any.

We issue a statement for the persons charged with governance which confirms that we comply with the relevant ethical requirements on independence, and we communicate them all relations and other issues, for which it can be reasonably assumed that these influence our independence, and the related guaranties, if applicable.

From the questions communicated to the persons charged with governance we determined those which are most significant during the audit of the consolidated financial statements of the current period, and therefore these were crucial audit matters. In our auditor's report we present these matters, unless a law or regulation excludes the public disclosure of that matter, or—in extremely rare circumstances—we find that a given matter cannot be disclosed in the auditor's report, because based on reasonable expectations its negative consequences would be more serious than the benefits of public interests.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with Article 10(2) of Regulation (EU) No 537/2014 of the European Parliament and of the Council, in addition to the reporting obligations specified in the Hungarian National Audit Standards, we make the following statements in our independent auditor's report:

Appointment of auditors and duration of the engagement

We were appointed as auditors at the General Meeting held on 27 April 2023 of OPUS Global Nyrt., and our engagement expires on 30 April 2025.

The consistency of the auditor's report and the additional report addressed to the Audit Committee

We confirm that our auditor's opinion related to the consolidated financial statements included in the auditor's report, is consistent with the additional report addressed to the Audit Committee of OPUS Global Nyrt., which was issued on 2 April 2024, in accordance with Article 11 of Regulation (EU) No 537/2014 of the European Parliament and of the Council.

Supply of non-audit services

We declare that we have not provided any non-audit and illegal service specified in Article 5(1) of Regulation (EU) No 537/2014 of the European Parliament and of the Council for the Company. Furthermore, it is hereby declared that we have not performed other, non-audit services for OPUS Global Nyrt. and its controlled undertakings, which are not included in the consolidated financial statements and the consolidated annual report.

The partners responsible for the audit engagement followed by this independent auditor's report, are the signatories of the report.

Report on the compliance of the presentation of the consolidated financial statements with the requirements of the regulation on single electronic reporting format

We performed a service engagement in order to provide reasonable assurance regarding the compliance of the Group's consolidated financial statements stored in the **Esef file name .zip**¹ digital file ("Consolidated financial statements in ESEF format") with the requirements specified in the ESEF regulation.

The responsibilities of the management and the persons charged with governance for the consolidated financial statements in ESEF format

The management is responsible for the presentation of the consolidated financial statements in ESEF format in accordance with the ESEF regulation. This responsibility includes the following:

- the preparation of the consolidated financial statements in the applicable XHTML format;
- selection and application of suitable iXBRL labels according to the requirements of the ESEF regulation, applying discretion if necessary, including the full application of relevant labels, and the proper creation and linking of extensions; and
- the development, introduction and maintenance of an internal control relevant to the application of the ESEF regulation.

The persons charged with governance are responsible for the supervision of Group's financial reporting process, including the compliance with the ESEF regulation.

Our responsibility and summary of the work carried out

Our responsibility is to deliver an opinion, based on the evidence obtained, on the compliance of the presentation of the consolidated financial statements in ESEF format with the requirements of the ESEF regulation in all material aspects. We performed our engagement for the supply of services providing reasonable assurance in accordance with Hungarian National Standard No. 3000 (ISAE 3000) regarding the engagements for services providing reasonable assurance entitled "Assurance Engagements Other than Audits or Reviews of Historical Financial Information" (revised).

The engagement for the supply of services providing reasonable assurance provided in ISAE 3000 includes the implementation of procedures in order to obtain assurance regarding compliance with the ESEF regulation. The nature, schedule and scope of the procedures, including the assessment of the risk of significant differences from the requirements specified in the ESEF regulation, due to fraud or error, depends on the auditor's judgement. Our engagement for the supply of services providing reasonable assurance included the understanding of labelling, of the internal controls of the Group relevant for the application of the requirements of the ESEF regulation, and controlling whether the XHTML format was properly applied, the evaluation of the completeness of labelling by using XBRL language performed by the Group for the consolidated financial statements, the use of iXBRL elements selected by the Group from the ESEF Taxonomy, and where no proper elements were identified in the ESEF Taxonomy, the conformity check of the creation of extensions, and the evaluation of the use of linking in relation to the extensions.

We believe that the evidence obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the presentation of the Group's consolidated financial statements as at 31 December 2023, stored in the **Esef file name .zip**¹ digital file, is in conformity with the requirements specified in the ESEF regulation in all material aspects.

Veszprém, 2 April 2024

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*TÖLGYES András
qualified auditor
Registration number: 005572*

This is the translation of the original Hungarian statutory report. In case of any discrepancies, the original Hungarian version prevails

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