



**SUBMISSIONS AND PROPOSALS FOR RESOLUTIONS**  
**Appenninn Vagyonkezelő Holding Nyilvánosan Működő Részvénytársaság**  
**EXTRAORDINARY GENERAL MEETING**  
**held on 17 October 2024 at 14:00 o'clock**

**Appenninn Vagyonkezelő Holding Nyilvánosan Működő Részvénytársaság** (seat of business: 1022 Budapest, Bég utca 3-5.; company registration number: 01-10-046538, court of registration: Fővárosi Törvényszék Cégbírósága (in English: Company Registry Court of Budapest-Capital Regional Court); hereinafter referred to as: **Company**) shall hereby respectfully inform its Esteemed Shareholders on submissions and proposals for resolutions regarding the related matters of the agenda items of the extraordinary general meeting (hereinafter referred to as: **General Meeting**) held as at 17 October 2024.

The Company shall hereby inform its Esteemed Shareholders that, following the disclosure of the invitation letter of the general meeting, no shareholder proposal was submitted to the Board of Directors of the Company in relation to the general meeting agenda items completion, as it is set forth in Subsection 2 of Section 3:259 of the Act V of 2013 on the Hungarian Civil Code (hereinafter referred to as: **“Hungarian Act on the Civil Code”**), within the prescribed deadline.

Having regard to the aforesaid, the Board of Directors of the Company shall submit the hereinafter proposals and resolutions for the General Meeting as follows:

**Agenda Item No. 1: Decision on the designation of the auditor**

1.1. Submission to the General Meeting Agenda Item No. 1:

The assignment of the Company’s auditor, Ernst & Young Auditor Private Limited Liability Company (hereinafter in the submission referred to as: **Ernst & Young**) terminated on 31 May 2024.

On the annual general meeting held on 26 April 2024, the issue of the auditor’s assignment renewal and the thereof remuneration could not have been raised as at that time – with the inclusion of the Audit Committee – there were negotiations with Ernst & Young on the scope of the work covering the subsidiary companies included in the consolidation. Since then, the negotiations with Ernst & Young have been closed successfully.

The Audit Committee, on 6 September 2024, made decision on the support of the designation of Ernst & Young and the negotiated remuneration by formal resolution, and Ernst & Young confirmed that it is ready for the audit of the Company for the business year 2024.

Following the hereinabove antecedents, the Board of Directors suggests to the General Meeting to assign Ernst & Young as the auditor of the Company for the business year 2024.

The Board of Directors shall propose the approval of the General Meeting Resolution as follows.

1.2. Proposal for Resolution to the Agenda Item No. 1:

**General Meeting Resolution No. [■]/2024 (10.17.)**

By this resolution, the General Meeting shall designate Ernst & Young Auditor Private Limited Liability Company (seat of business: 1132 Budapest, Váci út 20.; company registration number: 01-09-267553; chamber membership number: 001165; personally responsible auditor: Varga János / residential address: 1221 Budapest, Tanító utca 15. 2. a.; mother's maiden name: Bucsuházi Éva Julianna; chamber membership number: MKVK 007319/), as the auditor of the Company for the business year 2024, whose assignment applies until the adoption of the individual and consolidated annual report for the year 2024 but not later than 31 May 2025.

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**Agenda Item No. 2: Decision on the remuneration fee of the auditor**

2.1. Submission to the General Meeting Agenda Item No. 2:

The Board of Directors shall hereby inform the Esteemed Shareholders that, as a result of the price negotiations including the Audit Committee, Earnst & Young undertakes the audit of the Company for the business year 2024 for the remuneration fee of HUF 24.250.000 + VAT.

The Board of Directors proposes the General Meeting to approve the amount of HUF 24.250.000 + VAT as auditing remuneration fee of Company for the year 2024.

The Board of Directors shall propose the approval of the General Meeting Resolution as follows.

2.2. Proposal for Resolution to the Agenda Item No. 2:

**General Meeting Resolution No. [■]/2024 (10.17.)**

The General Meeting acknowledges that the remuneration fee of Ernst & Young Auditor Private Limited Liability Company, the assigned auditor of the Company regarding its tasks for 2024 is HUF 24.250.000 + VAT.

Dated as of 26 September 2024

**Appeninn Vagyonkezelő Holding  
Nyilvánosan Működő Részvénytársaság  
Board of Directors**