

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### **Agenda item 1**

**Subject:** Election of the officials of the General Meeting (keeper of the minutes, vote teller and verifier of the minutes)

The Civil Code and Articles 8.25 and 8.26 of the Articles of Association provide that the General Meeting must elect a keeper of the minutes and a vote teller, as well as a minutes verifier from among the shareholders present at the General Meeting.

The keeper of the minutes, the vote teller and the person verifying the minutes may be proposed by the shareholders attending the General Meeting. Based on the proposals, the General Meeting decides on the officers of the General Meeting to be elected according to the proposal.

Based on the above, we ask the Honoured General Meeting to approve the attached proposed resolution, to be supplemented with the data of the persons proposed at and elected by the General Meeting.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 1/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting elects ..... keeper of the minutes, ..... vote teller and ....., representing the shareholder / proxy of the shareholder ..... verifier of the minutes.

Budapest, 25 April 2023

.....  
NAME  
Acting chairman

.....  
NAME  
Keeper of the minutes

.....  
NAME  
Verifier of the minutes

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### **Agenda item 2**

**Subject:** Report of the Management Board on the business activity of the Company in the 2022 financial year and the assets position of the Company

## Report of the Governing Board on the Company's business activity in 2022

In 2022, the Governing Board held 5 meetings. Out of the 5 meetings 3 meeting had an attendance rate of 100%, 2 meeting had an attendance rate of 83%, and each of them reached the quorum. The Company decided at the Governing Board meetings on the adoption of the specific and consolidated annual IFRS statements.

The Company intends to implement its plans by further acquisitions in the future, thereby it will generate more value for the shareholders.

The Governing Board examined the specific IFRS and consolidated IFRS statements of the Company, and considered them as well-founded and correct, therefore in its opinion they could be presented to the General Meeting.

According to the specific IFRS financial statement of the Company, the profit before tax was HUF 14,000 million in 2022.

According to the consolidated IFRS financial statement, in 2022 the total comprehensive income from continued operations was HUF 999,000 million.

Based on the consolidated IFRS financial statement, the 2022 revenue of the Group increased to HUF 28,332 million thanks to the further dynamic growth of Neo Property Zrt.

In the specific IFRS financial statement of the Company, the equity amounting to HUF 5,593 million recorded on 31.12.2021 passed to HUF 5,606 million on 31.12.2022.

In the consolidated IFRS financial statement, the equity amounting to HUF 5,910 million recorded on 31.12.2021 increased to HUF 6,902 million on 31.12.2022. The profit before tax amounting to HUF 885 million recorded on 31.12.2021 increased to HUF 1,326 million the EBITDA recorded on 31.12.2021 HUF 1,853 million passed to HUF 2.602 million on 31.12.2022.

The Governing Board does not recommend to pay dividends for 2022, given that it intends to use this amount partly for the reduction of existing debt and partly for further acquisitions, therefore it proposes to the General Meeting to transfer the total amount of the profit after tax to the retained earnings.

The Governing Board fully supports the reports to be submitted to the Annual General Meeting scheduled for 25 April 2023 and it fully supports the proposals and draft resolutions prepared by the Company's Governing Board, intended to be submitted to the General Meeting.

Budapest, 4 April 2023



Zoltán Prutkay

chairman of the Governing Board

AKKO Invest Plc.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 2/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the report of the Management Board on the business activities of the Company in 2022 and the assets position of the Company in accordance with the proposal.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## PROPOSAL

for the Ordinary Annual General Meeting of

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### Agenda item 3

**Subject:** Report of the Audit Committee on the 2022 individual and consolidated IFRS accounts and the proposal of the Management Board for the use of the after-tax profit



## Opinion of the Company's Audit Committee

### on the Company's financial management between 1 January 2022 and 31 December 2022

The Audit Committee performed its regular tasks provided for in the Civil Code. There was no need to convene its extraordinary meeting, the Audit Committee did not experience any event that would give rise to a priority audit.

The Audit Committee carried out the assessment of its work done over the year in accordance with the Corporate Governance Principles issued by the Budapest Stock Exchange. It went on to conclude that in 2022, the Audit Committee held 3 meetings, 2 of which were attended by 100% and 1 by 66.66% and therefore each meeting reached the quorum. The Audit Committee concluded that its work done over the year was effective and appropriate both in legal and professional terms.

In 2022, its twelfth business year, the Company's operation was appropriate. The Audit Committee examined the financial statements, as well as the legal compliance related to the operation of the Company, which is meant to ensure the prudent operation of the Company. The annual financial statements of the Company were reviewed by independent auditors who concluded that the specific and consolidated annual IFRS statements presented a true and fair view of the asset and financial status of the Company as of 31 December 2022, as well as of its revenue situation in the business year ending on that date.

The Audit Committee also reviewed the special report prepared by the auditor, to which it had no comments, and duly informed the Committee.

The Audit Committee audited the separate IFRS and consolidated IFRS statements of the Company, and considered them as well-founded and correct, therefore in its opinion they could be presented to the General Meeting.

Based on the separate IFRS financial statement, the Company recommends their adoption with HUF 23,244,000 representing the balance sheet total, HUF 5,606,000 representing the equity, HUF 14,000,000 representing the profit before tax, and based on the consolidated IFRS financial statement, with HUF 34,611,000 representing the balance sheet total, HUF 6,902,000 representing the equity and HUF 999,000,000 representing the profit from continued operations. The Company's consolidated EBITDA value increased from HUF 1,853,000 on 31.12.2021 to HUF 2,602,000 on 31.12.2022.

The Audit Committee recommends to the General Meeting not to pay dividend for business year 2022 and to transfer the total amount of the profit after tax to the retained earnings.

The Audit Committee recommends to the General Meeting to adopt the presented content of the Corporate Governance Report and Report on Remunerations for 2022 drawn up on the basis of the Corporate Governance Recommendations made by the Budapest Stock Exchange Ltd.

The Audit Committee supports and recommends to the General Meeting to adopt the reports to be submitted to the Annual General Meeting scheduled for 25 April 2023 and it fully supports and

recommends the approval of the proposals and draft resolutions prepared by the Company's Governing Board, intended to be submitted to the General Meeting.

The Audit Committee has reviewed and certified the independence of the Company's auditors in accordance with the relevant legislation. Based on this, it declares that the independence of UNIKONTO Számvitelkutatói Kft. (Chamber registration number: 001724), and the responsible auditor, Mr. Dr. László Péter Lakatos (Chamber membership number: 007102) can be concluded, having regard to the fact that neither the Audit Company, nor the personally responsible auditor was employed by the Company and that they do not have any other business relationship with the Company besides their present audit mandate.

Budapest, 4 April 2023

Gábor Székely

Chairman of the Audit Committee

AKKO Invest Plc.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 3/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the report of the Audit Committee on the 2022 individual and consolidated financial statements of the Company in accordance with IFRS and the proposal for the use of the after-tax profit in accordance with the proposal.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## PROPOSAL

for the Ordinary Annual General Meeting of

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### Agenda item 4

**Subject:** Report of the auditor on the findings of the audit of the 2022 individual and consolidated IFRS accounts and the proposal of the Management Board for the use of the after-tax profit

The Company's auditor, UNIKONTO Számvitelkutatási Korlátolt Felelősségű Társaság (registered office: HU-1095 Budapest, Fővám tér 8. III. emelet 317/3., company registration number: 01-09-073167) has prepared its report on the results of its audit of the 2022 IFRS accounts and on the proposal of the Management Board for the use of the after-tax profit. The report constitutes an annex to this Proposal and is available in its entirety on the Company's website ([www.akkoinvest.hu](http://www.akkoinvest.hu)), on the website of Budapesti Értéktőzsde Zrt. ([www.bet.hu](http://www.bet.hu)) and on the information storage system operated by the MNB ([www.kozzetetelek.mnb.hu](http://www.kozzetetelek.mnb.hu)).

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 4/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the auditor's report on the results of the audit of the 2022 annual accounts prepared in accordance with IFRS and the proposal of the Management Board for the use of the after-tax profit in accordance with the annex to the proposal.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### **Agenda item 5**

**Subject:** Approval of the 2022 annual individual and consolidated IFRS accounts of the Company

The Company has prepared its separate and consolidated annual accounts for 2022 in accordance with IFRS, which constitute an annex to this Proposal and are available in their entirety on the Company's website ([www.akkoinvest.hu](http://www.akkoinvest.hu)), the website of Budapesti Értéktőzsde Zrt. ([www.bet.hu](http://www.bet.hu)), and on the information storage system operated by the MNB ([www.kozzetetelek.mnb.hu](http://www.kozzetetelek.mnb.hu)).

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board



**Resolution No. 5/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the Company's individual annual accounts for 2022 in accordance IFRS with a balance sheet total of MHUF 23,244, equity of MHUF 5,606 and a net income of MHUF 13, in accordance with the appendix to the proposal.

The General Meeting approves the consolidated financial statements of the Company for 2022 in accordance with the appendix to the proposal with a balance sheet total of MHUF 34,611, equity of MHUF 6,902 and total comprehensive income of MHUF 999.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

### **Agenda item 6**

**Subject:** Decision on the use of the after-tax profit and determination of dividends

The Management Board informs the esteemed shareholders that, based on the consolidated income statement of the Company for the year 2022, the total comprehensive income of the Company is MHUF 999 (profit). The Management Board proposes that the Company does not pay dividends for the year 2022, considering that it intends to use this amount partly to reduce the existing debt and partly for further acquisitions and, therefore, the Company's result should be transferred in its entirety to the retained earnings.

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 6/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the proposal for the use of after-tax profit and dividend as submitted.

The General Meeting records that the Company will not pay dividends for the year 2022 but the after-tax profit will be transferred to the capital reserve.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## PROPOSAL

for the Ordinary Annual General Meeting of

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

**Agenda item 7**

**Subject:** Approval of the 2022 Corporate Governance Report

The Management Board of the Company prepared the Corporate Governance Report for 2022, which constitutes an annex to this Proposal and is available in its entirety on the Company's website ([www.akkoinvest.hu](http://www.akkoinvest.hu)), on the website of Budapesti Értéktőzsde Zrt. ([www.bet.hu](http://www.bet.hu)) and on the information storage system operated by the MNB ([www.kozzetetelek.mnb.hu](http://www.kozzetetelek.mnb.hu)). The Audit Committee has approved the 2022 Corporate Governance Report.

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 7/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the Corporate Governance Report of the Company for 2022 in accordance with the annex to the proposal.

Budapest, 25 April 2023

.....  
NAME  
Acting chairman

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NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

**Agenda item 8**

**Subject:** Approval of the 2022 Remuneration Report



The Board of Directors of the Company has prepared the Remuneration Report for 2022, which is an appendix to this proposal and is available in its entirety on the Company's website ([www.akkoinvest.hu](http://www.akkoinvest.hu)), the website of the Budapest Stock Exchange ([www.bet.hu](http://www.bet.hu)) and the MNB. information storage system ([www.kozzetetelek.mnb.hu](http://www.kozzetetelek.mnb.hu)).

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 8/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting approves the Remuneration Report of the Company for 2022 in accordance with the appendix to the proposal.

Budapest, 25 April 2023

.....  
NAME  
Acting chairman

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NAME  
Keeper of the minutes

.....  
NAME  
Verifier of the minutes

## PROPOSAL

for the Ordinary Annual General Meeting of

AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023

### Agenda item 9

**Subject:** Evaluation of the work of the Management Board in the 2022 financial year and decision on granting discharge of liability

Pursuant to Article 8.6 of the Company's Articles of Association, the General Meeting of the Company is obliged to put on the agenda of the Annual General Meeting an evaluation of the work of the Board of Directors in the previous business year and to decide on granting discharge of liability. By granting the discharge of liability, the General Meeting confirms that the Management Board performed its work during the evaluated period giving priority to the interests of the Company.

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 9/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting evaluates the activities and management activities of the Management Board of the Company in the 2022 business year as adequate and the grants the members of the Management Board discharge of liability in accordance with Section 3:117 (1) of Act V of 2013 on the Civil Code.

Budapest, 25 April 2023

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NAME  
Acting chairman

.....

NAME  
Keeper of the minutes

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NAME  
Verifier of the minutes

## PROPOSAL

for the Ordinary Annual General Meeting of

AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023

### Agenda item 10

**Subject:** Decision on the person, mandate and remuneration of the Auditor

Given that the mandate of UNIKONTO Számvitelkutatási Kft. (Registered office: 1092 Budapest, Fővám tér 8. 3. em. 317/3., registered by the Court of Registration of the Metropolitan Court, company registration number: 01-09-073167, tax number: 10491252-2-43, personally responsible auditor: Dr. László Péter Lakatos (mother's name: Mária Terézia Gubi; address: 1022 Budapest, Szpáhi utca 31.)), engaged with the audit function, expires on 31 May 2023, the Management Board of the Company proposes that the General Meeting re-elect UNIKONTO Számvitelkutatási Kft. 3. em. 317/3., registered by the Court of Registration of the Metropolitan Court, company registration number: 01-09-073167, tax number: 10491252-2-43, chamber registration number: 001724) for a definite period until 31 May 2024.

And the personally responsible auditor should be Dr. László Péter Lakatos (chamber registration number: 007102, mother's name: Mária Terézia Gubi, home address: 1022 Budapest, Szpáhi utca 31., tax identification number: 8401773237).

We recommend, observing Decision No. 5/2023. (III. 24.) of the Audit Committee, that the remuneration of the auditor be set at HUF 2,000,000 + VAT / year.

The mandate contract with the auditor must be concluded within 90 days of the re-election.

In the light of the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 10/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

The General Meeting re-elects UNIKONTO Számvitelkutatási Kft. (registered office: 1092 Budapest, Fővám tér 8. 3. em., registered by the Court of Registration of the Metropolitan Court, company registration number: 01-09-073167, tax number: 10491252-2-43; chamber registration number: 001724) auditor of the Company for the definite period until 31 May 2024.

The personally responsible auditor will be Dr. László Péter Lakatos (chamber registration number: 007102, mother's name: Mária Terézia Gubi, home address: 1022 Budapest, Szpáhi utca 31., tax identification number: 8401773237).

The General Meeting determines the remuneration of the auditor in the amount of HUF 2,000,000 + VAT / year.

The mandate contract with the auditor must be concluded within 90 days of the re-election.

Budapest, 25 April 2023

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NAME  
Acting chairman

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NAME  
Keeper of the minutes

.....  
NAME  
Verifier of the minutes



## PROPOSAL

for the Ordinary Annual General Meeting of

AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023

### Agenda item 11

**Subject:** Amendment of the Articles of Association and approval of the amended and restated Articles of Association

The Management Board recommends to the Honourable General Meeting that, in view of the amendments decided on the previous agenda items, the Honourable General Meeting amend the Articles of Association of the Company with effect of the date of the General Meeting as follows:

- “9.2. The auditor of the Company until the closing of the business year ~~2022~~ **2023** (31 May ~~2023~~ **2024**) *is* UNIKONTO Számvitelkutatói Kft. (registered office: 1092 Budapest, Fővám tér 8. III / 317/3.; company registration number: 01-09-073167; tax number 10491252-2-43; chamber registration number: 001724)
- 9.3. Personally responsible auditor: **Dr. László Péter Lakatos** (address: **1022 Budapest, Szpáhi utca 31.**, chamber registration number: **007102**, mother's birth name: **Mária Terézia Gubi**.)”

Based on the above, we ask the Honourable General Meeting to adopt the attached proposed resolution.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board

**Resolution No. 11/2023. (IV. 25.) of the General Meeting of AKKO Invest Nyilvánosan Működő Részvénytársaság**

With regard to the amendments decided today, the General Meeting resolves to amend the Company's Articles of Association as follows:

- “9.2. The auditor of the Company until the closing of the business year ~~2022~~ **2023** (31 May ~~2023~~ **2024**) **is** UNIKONTO Számvitelkutatási Kft. (registered office: 1092 Budapest, Fővám tér 8. III/317/3.; company registration number: 01-09-073167; tax number 10491252-2-43; chamber registration number: 001724).
- 9.3. Personally responsible auditor: **Dr. László Péter Lakatos** (address: **1022 Budapest, Szpáhi utca 31.**, chamber registration number: **007102**, mother's birth name: **Mária Terézia Gubi**.)”

The General Meeting approves the amended and restated Articles of Association of the Company in accordance with the attached draft.

Budapest, 25 April 2023

.....  
NAME  
Acting chairman

.....  
NAME  
Keeper of the minutes

.....  
NAME  
Verifier of the minutes

## **PROPOSAL**

**for the Ordinary Annual General Meeting of**

**AKKO Invest Nyilvánosan Működő Részvénytársaság to be held on 25 April 2023**

**Agenda item 12**

**Subject:** Miscellaneous

The Management Board proposes that the General Meeting discuss other issues, remarks and proposals raised by the shareholders participating in the General Meeting under the item “Miscellaneous” on the agenda.

No decision will be taken after the discussion of the agenda item.

Budapest, 4 April 2023

**AKKO Invest**  
**Nyilvánosan Működő Részvénytársaság**  
Management Board