

# Corporate Governance Report 2024

AKKO Invest Plc.

based on the Corporate Governance Recommendations of Budapest  
Stock Exchange Ltd.

09 April 2025

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## Introduction

AKKO Invest Plc. (hereinafter: Company) is a public limited company registered in Hungary by the Metropolitan Court as Company Court. The Company's shares are admitted to trading on the Budapest Stock Exchange, and therefore the Company observes both the corporate governance principles developed in Hungary and the related binding legal requirements. The Company has developed its Corporate Governance processes, including this Corporate Governance Report, on the basis of Section 3:289 of the Civil Code and the Corporate Governance Recommendations issued by the Budapest Stock Exchange.

## Brief overview of the operation of the Governing Board, presentation of the sharing of responsibilities and tasks between the Governing Board and the management

Pursuant to the mandate given by Act V of 2013 on the Civil Code and the provisions of the Articles of Association, instead of a Governing Board and a Supervisory Board, a Governing Board is in place, which is implementing a single governance system, whereby the Governing Board performs the statutory tasks of the Governing Board and of the Supervisory Board.

Members of the Governing Board may be re-elected and recalled.

The Governing Board decides its rules of procedure and adopts them with the vote "in favour" of more than half of the members of the Governing Board.

With the exception the Civil Code, the majority of the members of the Governing Board must be independent persons, but the Articles of Association may provide for a higher proportion. Any member of the Governing Board is considered independent if he/she has no other legal relationship with the public limited company than his/her membership in the Governing Board.

A member of the Governing Board is not considered independent, in particular if:

- (a) he/she is an employee or a former employee of the public limited company, for a period of five years from the date of termination of this legal relationship;
- (b) he/she performs activities for and on behalf of executive officers of the public limited company as an expert or under an other mandate for remuneration;
- (c) they are shareholders of the public limited company, directly or indirectly holding at least thirty per cent of the votes that can be cast, or he/she is a close relative or partner of such a person;
- (d) he/she is a close relative of a non-independent executive officer of the public limited company or an employee discharging managerial responsibilities within the public limited company;
- (e) in case of the profitable operation of the company, he/she is entitled to a property benefit on the basis of his/her membership in the Governing Board or receives any remuneration from the company or its affiliated enterprise other than the remuneration for his/her membership in the Governing Board;
- (f) has a legal relationship with a non-independent member of the public limited company in another company, on the basis of which the non-independent member has a right of control;
- (g) he/she is the independent auditor of the public limited company, or an employee or a partner of the auditor, for a period of three years from the date of termination of this legal relationship;

(h) he/she is an executive officer of a company or an employee discharging managerial responsibilities within a company in which an independent member of the Governing Board is also an executive officer of the public limited company.

The majority of the members of the Governing Board do not need to be independent persons if the public limited company is a controlled company belonging to a recognised company group.

The Governing Board presents to the Annual General Meeting the Corporate Governance Report, together with the financial statement specified in the Accounting Act. In the report, the Governing Board summarises the corporate governance practices followed by the Company in the previous business year and makes a statement on its derogations from the Corporate Governance Recommendations of the Budapest Stock Exchange. The report must be published on the website of the Company. The General Meeting decides specifically on the adoption of the report.

The Governing Board, as the executive body of the Company, represents the Company vis-à-vis third parties, before the courts and other public authorities (corporate representation).

The Governing Board is competent to take any decision or measure which, pursuant to the Civil Code and the Articles of Association, does not fall under the exclusive competence of the General Meeting or under the competence of any other body or person.

The General Meeting of the Company may withdraw the Governing Board's powers of management only if and to the extent that it is permitted by the Articles of Association or by law.

The Governing Board establishes and manages the work organisation of the Company, determines the financial management of the Company and ensures its sound financial management. The exercise of employer's rights vis-à-vis the employees of the Company is the responsibility of the Governing Board. The employer's rights are exercised by the chairman of the Governing Board. The Governing Board exercises employer's rights vis-à-vis the chairman of the Governing Board.

Members of the Governing Board attend the General Meeting of the Company in an advisory capacity.

The submission of the Company's financial statements specified in the Accounting Act and of the proposal regarding the use of the profit after tax is the responsibility of the Governing Board.

The Governing Board draws up a report to the General Meeting at least once a year on the executive management, the assets and the business policy of the Company.

The Governing Board ensures the regular management of the business books and share register of the Company.

The amendment of the Articles of Association, the rights, facts and details registered in the company register and any amendment thereof must be notified to the Company Court by the Governing Board.

The essential figures of the financial statement laid down in the Accounting Act and of the Governing Board's report, as well as the summaries of the proposals related to matters included in the agenda of the General Meeting and the draft resolutions are published by the Governing Board, by public notice at least 21 days before the General Meeting.

Unless otherwise provided for by the Civil Code, the executive officers are obliged to provide information on the Company's affairs upon request from the shareholders; however, they are not obliged to provide access to the Company's books and documents. If the request for information is not executed, at the request of an interested shareholder, the company court may, within a legality review procedure, oblige the Company to provide information or to provide such access. The exercise of such rights by the shareholders must take place in a correct manner, and should not prejudice the fair business interests or business secrets of the Company.

The Governing Board is required to convene a general meeting within eight days for taking the necessary measures, if it becomes aware of the fact that:

- (a) as a result of losses, the Company's equity has decreased to two thirds of the share capital, or
- (b) the Company's equity has decreased below the minimum share capital established for public limited companies in the Civil Code, or
- (c) the Company is facing insolvency or suspended payments, or its assets do not cover its debts.

In the above cases the shareholders must decide on the provision of share capital and on the way it is provided, in particular on requiring payment by shareholders or share capital decrease, or on the transformation of the Company into another company, and in the absence of these alternatives, on the dissolution of the Company.

If a circumstance giving rise to the convocation of the General Meeting and set out in Section 10.20 of the Articles of Association invariably persists within three consecutive months of the General Meeting, the share capital decrease is mandatory pursuant to the Civil Code.

The Governing Board is responsible for making statutory notifications and reporting to public authorities and for complying with the information obligation to public authorities.

The Governing Board is entitled to adopt an accounting statement in relation to the acquisition of treasury shares, the payment of interim dividends and the discretionary increase of the share capital by charging the assets in excess of the share capital.

The Governing Board may acquire the treasury shares of the Company without the prior authorisation of the General Meeting if the shares are acquired in order to avoid a serious damage representing a direct threat to the Company or in the context of court proceedings conducted to settle a claim to which the Company is entitled.

The Company is responsible for any damage caused by the Governing Board to third persons in exercising its powers.

Members of the Governing Board are obliged to exercise their executive management duties with the care normally expected of persons holding such positions, and in the best interests of the Company, unless an exception is made by the Civil Code. Members of the Governing Board assume liability under the general rules of civil law for the damages caused to the Company by their negligent breach of the legislation, the Articles of Association, the Resolutions of the General Meeting and their management duties. After the occurrence of a situation of imminent insolvency of the Company the Governing Board is obliged to perform its executive management duties on the basis of the primacy of the interests of the Company's creditors. If the Company becomes insolvent, in the event of a negligent breach of this obligation, a specific law may provide for the Governing Board's liability towards the creditors.

The liability for damages to be assumed by the members of the Governing Board towards the Company is a joint and several liability in accordance with the rules on joint damage set forth in the Civil Code. If the damage is caused by a resolution of the Governing Board of the Company, members of the Governing Board who did not take part in the decision-making or voted against the resolution will be exempt from liability.

After the dissolution of the Company without succession, claims for compensation against members of the Governing Board may be brought by those shareholders who were shareholders of the Company at the date of the cancellation of the Company by the company court, notably within a limitation period of one year from the date of the final cancellation by the company court. If a shareholder's liability for the obligations of the Company was limited under the existence of the Company, the shareholder may bring the claim for compensation in proportion to his/her share of the assets distributed upon the dissolution of the Company.

Members of the Governing Board are obliged to keep their knowledge of the Company's affairs as trade secrets.

The Articles of Association allow the members of the Governing Board to hold executive positions on other companies or associations having the same core business activity as the Company.

The Articles of Association allow for the members of the Governing Board and their close relatives or partners to enter into transactions which belong to the core business activity of the Company, on their behalf or for their own benefit.

Any Member of the Governing Board may acquire stakes in any other business entity that has the same core business activity as the Company.

## Presentation of the members of the Governing Board and of the organisation of the committees

### Governing Board

- Name: Zoltán Prutkay
- Mother's name at birth: Judit Herczeg
- Place and date of birth: Tata, 19 October 1983
- Address: 1101 Budapest, Albertirsai út 6. B. ép. fszt. 3.
- Starting date of election mandate: 23 January 2019
  
- Name: Imre Attila Horváth
- Mother's name at birth: Brigitta Szécsényi
- Place and date of birth: Szarvas, 29 October 1972
- Address: 5540 Szarvas, Jókai Mór utca 41.
- Starting date of election mandate: 20 February 2020
  
- Name: Gábor Székely
- Mother's name at birth: Katalin Szalai
- Place and date of birth: Nagykőrös, 09 June 1970
- Address: 2750 Nagykőrös, Filó Lajos utca 20.
- Starting date of election mandate: 03 September 2020
  
- Name: István Matskási
- Mother's name at birth: Emőke Eszter Balogh
- Place and date of birth: Budapest, 15 October 1970
- Address: 1039 Budapest, Királyok útja 297. E. épület 3/534.
- Starting date of election mandate: 01 February 2021
  
- Name: Péter Márk Bosánszky
- Mother's name at birth: Éva Bánhidi
- Place and date of birth: Budapest, 25 August 1980
- Address: 1101 Budapest, Pongrácz köz 3. fszt. 1.
- Starting date of election mandate: 03 March 2021

The Governing Board decides its rules of procedure and adopts them with the vote “in favour” of more than half of the members of the Governing Board.

With the exception provided for in Act V of 2013 on the Civil Code, the majority of the members of the Governing Board must be independent persons, but the Articles of Association may provide for a higher proportion. Any member of the Governing Board is considered independent if he/she has no other legal relationship with the public limited company than his/her membership in the Governing Board.

A member of the Governing Board is not considered independent, in particular if: (a) he/she is an employee or a former employee of the public limited company, for a period of five years from the date of termination of this legal relationship; (b) he/she performs activities for and on behalf of executive officers of the public limited company as an expert or under an other mandate for remuneration; (c) they are shareholders of the public limited company, directly or indirectly holding at least thirty per cent of the votes that can be cast, or he/she is a close relative or partner of such a person; (d) he/she is a close relative of a non-independent executive officer of the public limited company or an employee discharging managerial responsibilities within the public limited company; (e) in case of the profitable operation of the company, he/she is entitled to a property benefit on the basis of his/her membership in the Governing Board or receives any remuneration from the company or its affiliated enterprise other than the remuneration for his/her membership in the Governing Board; (f) has a legal relationship with a non-independent member of the public limited company in another company, on the basis of which the non-independent member has a right of control; (g) he/she is the independent auditor of the public limited company, or an employee or a partner of the auditor, for a period of three years from the date of termination of this legal relationship; (h) he/she is an executive officer of a company or an employee discharging managerial responsibilities within a company in which an independent member of the Governing Board is also an executive officer of the public limited company.

The majority of the members of the Governing Board do not need to be independent persons if the public limited company is a controlled company belonging to a recognised company group.

If the shares of the Company are admitted to trading on the Budapest Stock Exchange, at the Annual General Meeting, the Governing Board presents to the general meeting the Corporate Governance Report, together with the financial statement as specified in the Accounting Act.

In the report, the Governing Board summarises the corporate governance practices followed by the public limited company in the previous business year and makes a statement on its derogations from the Corporate Governance Recommendations of the Budapest Stock Exchange. The report must be published on the website of the public limited company.

The General Meeting decides specifically on the adoption of the report.

Simultaneously with the convocation of the Annual General Meeting, the public limited company admitted to trading on a regulated market publishes on its website the names of the Governing Board Members, as well as all monetary and non-monetary benefits paid to the members in this capacity, broken down by members and by benefit title. The public limited company ensures the continuous availability of the data on the website.

The Governing Board, as the executive body of the Company, represents the Company vis-à-vis third parties, before the courts and other public authorities (corporate representation).

The Governing Board is competent to take any decision or measure which, pursuant to any of the provisions of Act V of 2013 on the Civil Code and the Articles of Association, does not fall under the exclusive competence of the General Meeting or under the competence of any other body or person.

The General Meeting of the Company may withdraw the Governing Board's powers of management only if and to the extent that it is permitted by the Articles of Association or by law.

The Governing Board establishes and manages the work organisation of the Company, determines the financial management of the Company and ensures its sound financial management. The exercise of employer's rights vis-à-vis the employees of the Company is the responsibility of the Governing Board. Pursuant to the mandate given by the Articles of Association, employer's rights are exercised by executive officers, more specifically by the chairman of the Governing Board. The Governing Board exercises employer's rights vis-à-vis the chairman of the Governing Board.

Members of the Governing Board attend the General Meeting of the public limited company in an advisory capacity.

The submission of the public limited company's financial statements specified in the Accounting Act and of the proposal regarding the use of the profit after tax is the responsibility of the Governing Board.

The Governing Board draws up a report to the General Meeting at least once a year on the executive management, the assets and the business policy of the Company.

The Governing Board ensures the regular management of the business books and share register of the public limited company.

The establishment of the Company, the amendment of the Articles of Association, the rights, facts and details registered in the company register and any amendment thereof must be notified to the Company Court by the executive officers.

The essential figures of the financial statement laid down in the Accounting Act and of the Governing Board's report, as well as the summaries of the proposals related to matters included in the agenda of the General Meeting and the draft resolutions are published by the Governing Board, by public notice at least 15 days before the General Meeting.

Unless otherwise provided for by Act V of 2013 on the Civil Code, the executive officers are obliged to provide information on company affairs upon request from the shareholders; however, they are not obliged to provide access to the company's books and documents. If the request for information is not met, at the request of an interested shareholder, the company court may, within a legality review procedure, oblige the company to provide information or to provide such access. The exercise of such rights by the shareholders must take place in a correct manner, and may not prejudice the fair business interests or business secrets of the company.

For the purpose of taking the necessary measures, the Governing Board is required to convene the General Meeting within eight days if it becomes aware of the fact that (a) the equity of the public limited company has decreased to two-thirds of the share capital as a result of the loss, or (b) its equity has decreased below the amount set as the minimum share capital of the public limited company in Act V of 2013 on the Civil Code, or (c) the public limited company is at risk of becoming insolvent or it has ceased its payments and its assets do not cover its debts.

In the above cases the shareholders must decide on the provision of share capital and on the way it is provided, in particular on requiring payment by shareholders or share capital decrease, as well as on the transformation of the Company into another company, and in the absence of these alternatives, on the dissolution of the Company.

If a circumstance giving rise to the convocation of the General Meeting and set out in Section 10.23 of the Articles of Association invariably persists within three consecutive months of the General Meeting, the share capital decrease is mandatory pursuant to Act V of 2013 on the Civil Code.

The Governing Board is responsible for making statutory notifications and reporting to public authorities and for complying with the information obligation to public authorities.

The Governing Board is entitled to adopt an accounting statement in relation to the acquisition of treasury shares, the payment of interim dividends and the discretionary increase of the share capital by charging the assets in excess of the share capital.

The Governing Board may acquire the treasury shares of the Company without the prior authorisation of the General Meeting if the shares are acquired in order to avoid a serious damage representing a direct threat to the Company or in the context of court proceedings conducted to settle a claim to which the Company is entitled.

The Company is responsible for any damage caused by the Governing Board to third persons in exercising its powers.

Members of the Governing Board are obliged to exercise their executive management duties with the care normally expected of persons holding such positions, and in the best interests of the Company, unless an exception is made by Act V of 2013 on the Civil Code. Members of the Governing Board assume liability under the general rules of civil law for the damages caused to the Company by their negligent breach of the legislation, the Articles of Association, the Resolutions of the General Meeting and their management duties. After the occurrence of a situation of imminent insolvency of the Company, the Governing Board is obliged to perform its executive management duties on the basis of the primacy of the interests of the Company's creditors. If the Company becomes insolvent, in the event of a negligent breach of this obligation, a specific law may provide for the Governing Board's liability towards the creditors.

The liability for damages to be assumed by the members of the Governing Board towards the Company is a joint and several liability in accordance with the rules on joint damage of Act V of 2013 on the Civil Code. If the damage is caused by a resolution of the Governing Board of the Company, members of the Governing



Board who did not take part in the decision-making or voted against the resolution will be exempt from liability.

After the dissolution of the Company without succession, claims for compensation against members of the Governing Board may be brought by those shareholders who were shareholders of the Company at the date of the cancellation of the Company by the company court, notably within a limitation period of one year from the date of the final cancellation by the company court. If a shareholder's liability for the obligations of the Company was limited under the existence of the Company, the shareholder may bring the claim for compensation in proportion to his/her share of the assets distributed upon the dissolution of the Company.

Members of the Governing Board are obliged to keep their knowledge of the Company's affairs as trade secrets.

The Articles of Association allow for the members of the Governing Board to be persons holding executive positions on other companies or associations carrying out a core business activity which is identical to that of the Company.

The Articles of Association allow for the members of the Governing Board and their close relatives or partners to enter into transactions which belong to the core business activity of the Company, on their behalf or for their own benefit.

Any Member of the Governing Board may acquire stakes in any other business entity that has the same core business activity as the Company.

## Audit Committee

Committee members elected by the General Meeting of the Company from among the independent members of the Governing Board:

Name: Gábor Székely

Mother's name at birth: Katalin Szalai

Place and date of birth: Nagykőrös, 09 June 1970

Address: 2750 Nagykőrös, Filó Lajos utca 20.

Starting date of election mandate: 03 September 2020

Name: István Matskási

Mother's name at birth: Emőke Eszter Balogh

Place and date of birth: Budapest, 15 October 1970

Address: 1039 Budapest, Királyok útja 297. E. épület 3/534.

Starting date of election mandate: 01 February 2021

Name: Péter Márk Bosánszky

Mother's name at birth: Éva Bánhidi

Place and date of birth: Budapest, 25 August 1980

Address: 1101 Budapest, Pongrácz köz 3. fszt. 1.

Starting date of election mandate: 03 March 2021

## Other committees

The Company has no Nominating Committee and no Remuneration Committee. The relevant functions are performed by the members of the Governing Board. The Company has not established a specific work organisation and internal control activity.

## Presentation of the number of meetings of the Governing Board and of the Committees held in the period considered

The Governing Board held 8 meetings in 2024. Out of the 8 meetings, two had an attendance rate of 80% and 6 had an attendance rate of 100%, the quorum was therefore reached.

In 2024, the Audit Committee held 4 meetings, of which 2 had an attendance rate of 66% and 2 had an attendance rate of 100%, the quorum was therefore reached at each meeting. The Audit Committee concluded that its work done over the year was effective and appropriate both in legal and professional terms.

Presentation of the work of the Governing Board, the Audit Committee, the management, as well as the aspects considered during the assessment of each member Reference to the fact that the assessment made during the period considered has led to a change.

The Governing Board and the Audit Committee of the Company performed the tasks provided for in their rules of procedures and in the Articles of Association of the Company, in accordance with the legislation. The Company does not assess the work of individual members.

## Presentation of the functioning of the Audit Committee

The Audit Committee is competent for:

- (a) delivering an opinion on the reports as specified in the Accounting Act;
- (b) making a proposal for the person and the remuneration of the auditor;
- (c) preparing the contract to be concluded with the auditor and signing it on behalf of the Company;
- (d) monitoring the application of the professional requirements and incompatibility provisions regarding the auditor, performing the tasks related to the cooperation with the auditor, as well as making proposals regarding the measures to be taken by the Governing Board, where necessary;
- (e) assessing the operation of the financial reporting system and making proposals regarding the measures to be taken; and
- (f) assisting the work of the Governing Board in order to appropriately control the financial reporting system.

In the period considered, the Audit Committee did not take any contrary decision vis-à-vis the Governing Board.

## Presentation of the internal control system, assessment of the activity in the period considered. Description of the efficiency and effectiveness of risk management procedures

Internal control tasks are performed by the Governing Board, whose activity is controlled by the Audit Committee.

In the period considered, the administration of the Company did not justify the setting-up of an autonomous internal control system, therefore no result descriptions were produced.

## Information regarding the auditor's activities not related to audit

Pursuant to Act C of 2000 on Accounting, the financial statements of the Company are subject to mandatory audit by an independent auditor. In 2023, audit activities were carried out by UNIKONTO Számvitelkutatási Kft. (1092 Budapest, Fővám tér 8. III/317.3.; tax number: 10491252-2-43; Chamber registration number: 001724).

On behalf of UNIKONTO Számvitelkutatási Kft., it is Mr. Dr. László Péter Lakatos (auditor's card number: 007102) who is responsible for performing the auditor's tasks.

Pursuant to the Accounting Act, the annual auditing fee is HUF 2.120.000 + VAT for the audit of consolidated financial statements drawn up according to the International Financial Reporting Standards (IFRS).

The auditor did not perform any other activity for the Company.

## Overview of the Company's disclosure policy and policy on trading by insiders

The Company complies with its disclosure obligations in accordance with the provisions of Decree 24/2008 (of 15 August) of the Ministry of Finance on the Detailed Rules of Disclosure Obligations related to Publicly Traded Securities and in accordance with the provisions of the General Business Policy of the BSE.

The Company applies the disclosure obligations laid down in its disclosure policy, the legislation, the BSE Policies and the Company's Articles of Association.

The Company makes its disclosures at the following sites:

- website of the Budapest Stock Exchange ([www.bet.hu](http://www.bet.hu)),
- website operated by the National Bank of Hungary ([www.kozzetetelek.hu](http://www.kozzetetelek.hu)),
- website of the Company ([www.akkoinvest.hu](http://www.akkoinvest.hu)).

Based on its own opinion, the management of the Company decides whether specific information has a direct or indirect effect on the value or the yield of the shares or the perception of the Company and whether that effect must be made public.

The Company prohibits the share transactions of insiders or persons closely associated with them for the prohibition period and the period during which insider information is possessed, otherwise, it does not apply any other limitation on those transactions. Transactions conducted by persons discharging managerial responsibilities are published without delay, using the forms provided for in the MAR Regulation.

The Company's insiders fall under the scope of the Rules on Insiders, the MAD/MAR European Regulations and the provisions of the Capital Market Act.

## Overview of the manner in which shareholders' rights are exercised

In this capacity, the shareholder is entitled to the membership and property rights conferred by the share, as specified in the law. In the context of the exercise of shareholders' rights, any form of discrimination between shareholders holding shares of the same series is prohibited.

Shares are freely transferable, subject to the compliance with the provisions of these Articles of Association. The transfer of dematerialised shares takes place by debiting or crediting the securities account.

Voting rights associated with dematerialised registered shares of the Company are set forth in Section 5 of the Articles of Association.

For the nominal value of their shares, shareholders are entitled to a pro rata share (dividend) of the Company's profit distributable in accordance with the applicable legislation and to be distributed according

to a resolution of the General Meeting adopted simultaneously with the adoption of the financial statement as specified in the Accounting Act. If the General Meeting decides to pay dividends or interim dividends, or the Governing Board decides to pay interim dividends, the starting date of the payment of dividends or interim dividends is determined by the Governing Board in such a way that at least 10 working days must elapse between the publication of the corresponding notice and the starting date of the payment of the dividends or interim dividends.

Shareholders entitled to dividends or interim dividends are shareholders who are identified in the share register on the basis of the identification of owners carried out on the record date specified by the Governing Board and announced in the notice on payment of dividends or interim dividends.

The final rate of the dividend must be disclosed two Stock Market Days before the Ex-coupon Day set forth in the Rules of the Budapest Stock Exchange Budapest Stock Exchange Public Limited Company on Admission to Trading and Continuous Listing. The earliest possible Ex-coupon Day is the third Stock Market Day following the General Meeting or Governing Board Meeting at which the rate of the coupon is set.

The Governing Board of the Company (or its delegate) keeps a share register of the shareholders holding registered shares and of nominee shareholders, broken down by share types; the share register contains the name (company name), address (registered office) of the shareholders and nominee shareholders, the series, the number, the nominal value of the shares held by the shareholders, the percentage of ownership of the shareholders and the date of registration. If the shareholder is a member of a shareholders' group (see Section 8.20 for the definition), the share register contains the name (company name), address (registered office) of the shareholders' group, the series, the number, the nominal value of all the shares held by the shareholders' group, the entire percentage of ownership of the shareholders' group and the date of registration of the shareholders' group.

Any person who has so disposed cannot be entered in the share register, neither any person who has acquired his/her shares in breach of the rules on the transfer of shares provided for in the law or the Articles of Association.

The transfer of registered shares is effective vis-à-vis the Company and the shareholder may exercise his/her shareholder's rights only if the person, who has acquired the shares, is entered in the share register. The Governing Board is obliged to delete (make arrangements for deleting) the shareholder who has so disposed or who has acquired the shares in a manner contrary to the Articles of Association. Any deleted data must remain ascertainable. Shareholders are entitled to consult the share register and may request a copy of the relevant part thereof from the Governing Board (or its delegate), which must be fulfilled by the person keeping the share register within five days. Third persons are entitled to consult the share register.

Shareholders are entitled to attend the General Meeting, to request information in accordance with the Civil Code and these Articles of Association, to make comments, to submit proposals and to vote in possession of voting shares.

Regarding any agenda item of the General Meeting, at the written request of any shareholder submitted at least eight days before the General Meeting, the Governing Board is obliged to give the necessary information three days before the date of the General Meeting. The Governing Board may only refuse to give information if it considers that it would affect the business secret of the public limited company. In that case, the provision of information is mandatory if the resolution made by the General Meeting obliges the Governing Board to do so. The provision of information not containing any business secret cannot be limited. However, shareholders are not entitled to consult the business books and other business documents of the Company.

Shareholders who possess at least one percent of the votes may request from the Governing Board in writing to include an item in the agenda of the General Meeting. Shareholders may exercise this right within eight days from the publication of the announcement on the convocation of the General Meeting. Within eight days from the publication of the announcement on the convocation of the General Meeting,

shareholders who possess at least one percent of the votes, may also submit draft resolutions in relation to the agenda items.

## Brief overview of the rules relating to the conduct of the General Meeting

The General Meeting is the main body of the Company, which consists of all shareholders.

The convocation of the General Meeting falls within the competence of the Governing Board. The General Meeting is convened by the Governing Board, as necessary, but at least once a year (Annual General Meeting). The Annual General Meeting of the Company must be convened at an appropriate date so that the annual financial statements of the Company can be adopted within the legal deadline.

The Governing Board has the obligation to invite the representative of the Budapest Stock Exchange Budapest Stock Exchange Public Limited Company to the General Meeting.

Simultaneously with the convocation of the Annual General Meeting, the Company publishes on its website the names of the Governing Board Members, as well as all monetary and non-monetary benefits paid to the members in this capacity, broken down by members and by benefit title. The Company ensures the continuous availability of the data on its website.

The Governing Board has exclusive competence for:

- (a) deciding on the establishment and amendment of the Articles of Association (with the exceptions set forth in the Articles of Association);
- (b) deciding on changing the operational form of the Company;
- (c) deciding on the transformation of the Company and of its dissolution without legal succession;
- (d) electing, recalling the members of the Governing Board and the auditor and establishing their remuneration;
- (e) approving the financial statements specified in the Accounting Act, including the decision on the use of the profit after tax;
- (f) deciding on the payment of interim dividends (with the exceptions set forth in the Articles of Association);
- (g) deciding on the conversion of printed shares into dematerialised shares and vice versa;
- (h) changing the rights associated with the different series of shares and conversion of the different share types and classes (if several series, types and/or classes of shares are issued);
- (i) unless otherwise provided by the Civil code, deciding on the issue of convertible or warrant-linked bonds;
- (j) deciding on increasing the share capital (with the exceptions set forth in the Articles of Association);
- (k) unless otherwise provided for by the Civil Code, deciding on decreasing the share capital, on the limitation or exclusion of priority listing rights (with the exceptions set forth in the Articles of Association);
- (l) expression of opinion on the policies and framework related to the long-term remuneration and the incentive scheme of executive officers and employees discharging managerial responsibilities;
- (m) electing the members of the Audit Committee;
- (n) adopting the Corporate Governance Report at the Annual General Meeting;

(o) deciding in all matters falling within the exclusive competence of the General Meeting according to the current legislation or the Articles of Association.

The General Meeting takes its resolutions by a simple majority, including its resolutions on the election and recall of Governing Board Members and Audit Committee Members, except in the case of matters in which a binding provision of the Civil Code, the Capital Market Act or the General Business Policy of the Budapest Stock Exchange Public Limited Company requires a higher majority proportion. In the event of a tied vote a proposal must be considered as rejected.

The Shareholders expressly agree to exclude the following with respect to the Company:

- (a) the application of Section 3:19 (2) of the Civil Code. Under this provision, persons listed in Section 3:19 (2) of the Civil Code may also cast their votes when the resolutions of the General Meeting are taken;
- (b) the application of Section 3:277 (1) of the Civil Code. Under this provision, a resolution of the General Meeting which adversely amends the rights attached to a series of shares does not require the separate consent of the shareholders of the series concerned;
- (c) the application of Section 3:293 (2) of the Civil Code. Under this provision, a valid resolution on share capital increase by the General Meeting or an authorised Directorate does not require the separate consent of the shareholders of the series concerned.

Under a mandate given by the General Meeting and based on negotiations with the auditor, the Governing Board is entitled to specify the detailed terms and conditions of the contract to be concluded with the auditor following the election of the auditor by the General Meeting.

In accordance with Section 3:117 of the Civil Code, the Annual Meeting of the Company shall be obliged to include in the agenda of the Annual General Meeting the assessment of the work done by the members of the Governing Board in the previous business year and to make a decision on the discharge that can be granted to them. By granting the discharge, the General Meeting justifies that during the period under assessment the members of the Governing Board performed their work by acting in the best interests of the Company.

At the General Meeting, shareholders may exercise their voting rights in person or through their authorised representative. Members of the Governing Board, the manager, the auditor and employees discharging managerial responsibilities are not entitled to act as authorised representatives, unless those persons (with the exception of the auditor) have an explicit written instruction for voting for each draft resolution, provided by the shareholder who has given the power of attorney. The power of attorney must be recorded in an authentic instrument or a private document with full probative value.

Pursuant to the decision of the Governing Board, the General Meeting may be convened either to the registered office of the Company or to a different location.

The General Meeting must be convened at least thirty days before its starting date (unless otherwise provided for in the legislation), by public notice published on the website of the Company or on the disclosure sites set forth in Section 13.1 (hereinafter: 'disclosure sites'). In addition to making disclosures at disclosure sites, shareholders wishing to receive notifications by electronic means must also be notified electronically. If there is a difference between the announcement and the notification sent to the shareholders electronically, the information included in the announcement prevails.

If, by reason of a shareholder's opinion regarding the public bid for the shares of the Company or following the successful public bid procedure, an extraordinary general meeting is convened at the initiative of the influencer, the General Meeting must be convened at least fifteen days before its starting date, in the manner set out in the above paragraph. In that case, the deadline for the disclosure of the summaries of proposals related to the agenda items and of the draft resolutions is fifteen days.

The notice on the convocation of the General Meeting must include:

- (a) the company name and the registered office of the Company;
- (b) the date and place of the General Meeting;
- (c) the way the General Meeting would be held;
- (d) the agenda of the General Meeting;
- (e) the conditions set forth in the Articles of Association regarding the exercise of voting rights;
- (f) if the quorum is not met at the General Meeting, the date and place of the repeated General Meeting;
- (g) the date set forth in Section 8.13 and any relevant information;
- (h) the conditions laid down in the Articles of Association for exercising the right to request information (Sections 3:257 and 3:258 of the Civil Code) and to supplement the agenda of the General Meeting (Section 3:259 of the Civil Code);
- (i) information on the date, site and method of accessing the submissions related to the agenda items of the General Meeting and the draft resolutions;
- (j) information on the deadline provided for the shareholders for signalling their intention to give a power of attorney to the General Meeting on a form.

The Company discloses, at least twenty-one days before the General Meeting, the essential figures of the draft report drawn up in accordance with the Accounting Act and the essential figures of the report of the Governing Board, the summary statements on the number of shares and voting rights existing at the date of the convocation (including the summary statements on each class of shares), as well as the summaries of proposals related to the agenda items and the draft resolutions according to the provisions of the Articles of Association regarding the publication of the announcements of the Company. If the shareholders exercise their rights provided for in Section 3:259 of the Civil Code, and this entails the amendment of the agenda of the General Meeting, this provision shall apply mutatis mutandis to the publication mode of the supplemented agenda and of the draft resolutions proposed by the shareholders.

At the General Meeting, shareholders' rights may be exercised by persons whose name is included in the share register at the date of its closure. The closure of the share register does not restrict the rights of the person entered in the share register in terms of the transfer of that person's shares after the closure of the share register. The transfer of a share before the starting date of the General Meeting does not exclude the right of a person entered in the share register to attend the General Meeting and exercise the rights he/she is entitled to as a shareholder. As the exercisability of shareholders' rights is established through the identification of owners, no owner's certificate is needed for the exercise of shareholders' rights. The date of the identification of owners (unless otherwise provided for in the legislation) is 5 working days before the date of the General Meeting.

The shareholders are not entitled to adopt resolutions without a General Meeting being held.

The quorum for the General Meeting is constituted by the presence of shareholders representing 25% of the votes represented by the voting shares. The second General Meeting convened because of the lack of quorum is valid as regards the original agenda items, irrespective of the number of attendees present.

If the General Meeting is to be repeated because of the lack of quorum, it must be convened for the date indicated in the original invitation to the General Meeting, under the conditions set out therein. The repeated General Meeting must be considered as duly convened if the invitation to the General Meeting includes the content elements laid down in the Articles of Association.

The repeated General Meeting may be held on the same day as the original General Meeting.

If the General Meeting is not duly convened, resolutions may only be adopted in the presence of all the shareholders entitled to vote, provided that the shareholders have not objected to holding the General

Meeting. The shareholders may recognise as valid any resolution adopted at a General Meeting that has not been duly convened or held, by taking a unanimous decision at least within thirty days from the date of the General Meeting.

If the validity of a resolution of the General Meeting also requires a specific consent from the shareholders of each share type or share class, the granting of consent is decided by a simple majority of the votes represented by the share types or the share classes of the shareholders present, for each share type and share class separately, before the adoption of the resolution of the General Meeting.

A shareholders' group consists of a shareholder and any of the following persons jointly:

- (a) any person or persons directly or indirectly controlling the shareholder, any person or persons controlled directly or indirectly by the shareholder, or any person or persons controlled independently or jointly by the person or persons specified previously (including the shareholder), where the concept of control is governed by the provisions of Section 23 of Act LVII of 1996 on the Prohibition of Unfair and Restrictive Practices;
- (b) any shareholder and any person or persons being in a relationship with the shareholder, as specified in Sections 8.1.1; 6.514 and 8.2 of the Civil code;
- (c) any shareholder and any person or persons being in a relationship with the shareholder, as specified in Section 5(1), point 27 or 100 of the Capital Market Act.

All the shareholders are obliged to inform the Governing Board of the constitution of the shareholders' group and must communicate whether they themselves and the person or persons belonging to the same shareholders' group hold a specific percentage of the Company's shares. If the composition of the shareholders' group is not notified and the notification is not complete, the shareholder or the members of the shareholders' group are not entitled to exercise their voting rights until their notification obligation is not met.

At the General Meeting, voting may take place by computerised means (mechanically) or by manual counting of the votes.

The General Meeting is chaired by a person (chairman) appointed by the Governing Board. The General Meeting is not required to adopt a resolution on the chairman. The chairman specifies the framework for the debate on each agenda item, with the power to determine the order of the interventions and to give and withhold the floor, if the shareholder does not interrupt his/her intervention which is unrelated to the agenda item, even if called upon to do so again; the chairman has the power to specify the shareholders' draft resolutions without addressing their content, as well as to order a vote on draft resolutions and to announce the resolutions taken.

The chairman is obliged to give the floor to the representative of the Budapest Stock Exchange Public Limited if the representative requests to take the floor.

If a resolution does not specifically provide for the date of its entry into force, it shall enter into force upon its promulgation by the chairman.

The General Meeting must be recorded in minutes, with the content specified in the Civil Code, and the minutes must be signed by the chairman and the minute-taker appointed by the chairman, and must be authenticated by a shareholder elected by the General Meeting for that purpose.

The votes cast at the General Meeting are counted by the vote counter elected by the General Meeting. During the election of the vote counter, its duties are performed by the chairman. The same person may act as minute-taker and vote counter.

At one occasion, the General Meeting may decide to suspend the General Meeting for a maximum period of thirty days by a simple majority of the votes cast

The submissions related to the agenda items of the General Meeting and the draft resolutions are available at the website of the Company ([www.akkoinvest.hu](http://www.akkoinvest.hu)) and at the following disclosure sites ([www.bet.hu](http://www.bet.hu); [www.kozzetetelek.hu](http://www.kozzetetelek.hu)). In addition to making disclosures at disclosure sites, shareholders wishing to receive notifications by electronic means must also be notified electronically. If there is a difference between the announcement and the notification sent to the shareholders electronically, the information included in the announcement prevails.

Members of the Governing Board:

Zoltán Prutkay (Chairman of the Board)  
Imre Attila Horváth (vice-chairman of the Governing Board)  
Gábor Székely  
István Matskási  
Péter Márk Bosánszky

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Members of the Audit Committee:

Gábor Székely (chairman)  
István Matskási  
Péter Márk Bosánszky

## Presentation of the issuer's compliance with the provisions of Chapter IV of Act LXVII of 2019 on Encouraging Long-Term Shareholder Engagement and amendments of certain Acts for harmonisation purposes

On 31 March 2020, the Company adopted its Remuneration Policy by Resolution no. 4/2020 (of 31 March) of the Governing Board. Accordingly, the Company's Remuneration Report for 2024 was drawn up, which was adopted/was not adopted by the Annual General Meeting held on 30 April 2025, by its Resolution no. .../2025 (of 30 April 2025).

## Corporate Governance Report on compliance with the Corporate Governance Recommendations

As part of the Corporate Governance Report, the Company makes a statement regarding the extent to which it has implemented in its own corporate governance practice the recommendations and proposals specified in the relevant sections of the Corporate Governance Recommendations issued by the Budapest Stock Exchange Ltd., by completing the following tables.

These tables provide an overview for the investors of the extent of the compliance - by the relevant company - with certain requirements set out in the Corporate Governance Recommendations, and enable easy comparison of the practices of the specific companies.

The Recommendations contain both recommendations that are binding for all issuers and non-binding proposals. Issuers may derogate both from binding recommendations and non-binding proposals. In the event of derogation from the recommendations, issuers are required to publish and justify the derogation in their corporate governance reports ('comply or explain'). This enables issuers to take industry and company-specific requirements into account. Accordingly, even issuers derogating from the recommendations can comply with corporate governance requirements under specific circumstances. Concerning the proposals, issuers should indicate whether they apply a given guideline or not, and they can also explain any derogation from the proposals.

The basic principle and purpose of the Corporate Governance Report is to have companies give a report on their previous business year and to reveal the extent of their compliance with the Recommendations. The Recommendations may, however, include recommendations and proposals relating to events which did not occur at the issuer in the given period. In accordance with the current practice, these 'event type' questions can be answered with 'YES' also when the relevant event did not occur in the business year (for instance, no dividend was paid, or no shareholders' comments were received for the proposals to be submitted prior to the General Meeting) if the Company would have responded to the occurrences of such events as set forth in the Recommendations, in line with the provisions of its Articles of Association or its practices. In a situation like that, the solution that comes closest to the principle of transparent operation is for the issuer to select YES and also to add an explanation that though the event in question did not occur in the previous business year, there are appropriate mechanisms in place to handle it.

### Level of compliance with the Recommendations

The Company indicates whether it follows the relevant recommendation or not, and if not, briefly explains the reasons why it did not follow that specific recommendation.

**1.1.1.** Does the Company have an organisational unit dealing with investor relationship management, or a designated person to perform these tasks?

Yes

No

Explanation:

**1.1.2.** Are the Company's Articles of Association available on the Company's website?

Yes

No

Explanation:

**1.1.4.** If the Company's Articles of Association allow shareholders to exercise their rights in their absence, did the Company publish the methods and conditions of doing so, including all necessary documents?

Yes

No

Explanation:

**1.2.1.** Did the Company publish on its website a summary document containing the rules applicable to the conduct of its General Meetings and to the exercise of voting rights by shareholders?

Yes

No

Explanation:

**1.2.2.** Did the Company publish the exact date when the range of those eligible to participate in a given company event is set (record date), and also the last day when the shares granting eligibility for participating in a given company event are traded?

Yes

No

Explanation:

**1.2.3.** Did the Company hold its General Meetings in a manner providing for maximum shareholder participation?

Yes

No

Explanation:

**1.2.6.** The Company did not restrict the shareholders' right to designate a different representative for each of their securities accounts to represent them at any General Meeting.

Yes

No

Explanation:

**1.2.7.** For proposals for the agenda items, were the Governing Board's draft resolution and also the Supervisory Board's opinion disclosed to the shareholders?

Yes

**No**

Explanation: The Company has no Supervisory Board, but if it had a Supervisory Board in place, its opinion would be consultable.

**1.3.3.** The Company did not restrict the right of its shareholders attending a General Meeting to request information, add comments and submit proposals, or set any preconditions for these with the exception of some measures taken to conduct the General Meeting in a correct manner and as intended.

Yes

No

Explanation:

**1.3.4.** By answering the questions raised at the General Meeting, did the Company ensure compliance with the information provision and disclosure principles set out in legal and stock exchange requirements?

Yes

No

Explanation:

**1.3.5.** Did the Company publish on its website the answers to the questions that the representatives of the Company's boards or its auditor present at the General Meeting could not satisfactorily answer at the meeting within 3 working days following the General Meeting, or an official statement explaining why it refrained from giving answers?

Yes

No

Explanation: It has never happened before, but if it had happened, the Company would have acted in the manner described above.

**1.3.7.** Did the Chairman of the General Meeting order a recess or suggest that the General Meeting be postponed when a proposal or proposal relating to a particular issue on the agenda was submitted which the shareholders hadn't had a chance to become familiar with before the General Meeting?

Yes

No

Explanation: It has never happened before, but if it had happened, the Company would have acted in the manner described above.

**1.3.8.1.** The Chairman of the General Meeting did not use a combined voting procedure for a decision related to electing and recalling executive officers and Supervisory Board members.

Yes

No

Explanation:

**1.3.8.2.** For executive officers or Audit Committee members, whose nominations were supported by shareholders, did the Company disclose the identity of the supporting shareholder(s)?

Yes

No

Explanation:

**1.3.9.** Prior to discussing agenda items concerning the amendment of the Articles of Association, did the General Meeting pass a separate resolution to determine whether to decide on each amendment of the Articles of Association by individual votes, joint votes, or votes combined in a specific way?

Yes

No

Explanation:

**1.3.10.** Did the Company publish the minutes of the General Meeting containing the resolutions, the description of the draft resolutions and any important questions and answers related to the draft resolutions within 30 days following the General Meeting?

Yes

No

Explanation: The Company published only draft resolutions and resolutions.

**Issues outside the scope of section 1.5 have been repealed**

**1.6.1.1.** Do the Company's disclosure policy cover the procedures for electronic, online disclosure?

Yes

No

Explanation:

**1.6.1.2.** Does the Company design its website by considering the aspects of disclosure and the information of investors?

Yes

No

Explanation:

**1.6.2.1.** Does the Company have an internal disclosure policy in place which covers the processing the information listed in Section 1.6.2 of the Recommendations document?

Yes

No

Explanation:

**1.6.2.2.** Do the internal regulations of the Company cover the methods for the assessment of events judged to be important for disclosure?

Yes

No

Explanation:

**1.6.2.3.** Did the Governing Board assess the efficiency of the disclosure processes?

Yes

No

Explanation:

**1.6.2.4.** Did the Company publish the findings of the efficiency assessment of the disclosure process?

Yes

No

Explanation: It has never happened before.

**1.6.3.** Did the Company publish its annual company event calendar?

Yes

No

Explanation:

**1.6.4.** Did the Company publish its strategy, business ethics and policies regarding other stakeholders?

Yes

No

Explanation: No strategy has been disclosed; for the time being, the Company does not have a business code and a code of ethics.

**1.6.5.** Did the Company publish the career information of Governing Board, Supervisory Board and management members in its annual report or on the company website?

Yes

No

Explanation:

**1.6.6.** Did the Company publish all relevant information about the internal organisation and the operation of the Governing Board and the Audit Committee, about the work of the management, the assessments of these and the changes in the current year?

Yes

No

Explanation:

**Issues outside the scope of sections 1.6.7.1 to 2 have been repealed**

**1.6.8.** Did the Company publish its risk management guidelines and information about its system of internal controls, the main risks and the principles for their management?

Yes

No

Explanation: Currently, there are no such guidelines.

**1.6.9.1.** Did the Company publish its guidelines relating to the trading of its shares by insiders?

Yes

No

Explanation: It is regulated in MAD / MAR.

**1.6.9.2.** Did the Company disclose the share of the Governing Board, Audit Committee and management members in the securities issued by the Company in the annual report or in some other way?

Yes

No

Explanation:

**1.6.10.** Did the Company publish the relationship of Governing Board, Audit Committee and management members may have with third parties which could affect the operation of the Company?

Yes

No

Explanation:

**2.1.1.** Does the Company's Articles of Association contain clear provisions regarding the responsibilities and competences of the General Meeting and the Governing Board?

Yes

No

Explanation:

**2.2.1.** Does the Governing Board have rules of procedure in place, which set out the organisational structure, the actions for arranging for and conducting the meetings, and the tasks regarding the adopted resolutions, as well as other issues related to the operation of the Governing Board?

Yes

No

Explanation:

**2.2.2.** Does the Company disclose the procedure for nominating the members of the Governing Board and the principles for setting their remuneration?

Yes

No

Explanation:

**2.3.1.** Does the Audit Committee provide a detailed description of its operation and duties, as well as the administrative procedures and processes followed by it, in its rules of procedure and work plan?

Yes

No

Explanation:

**2.4.1.1.** Did the Governing Board and the Supervisory Board hold meetings periodically at a predefined interval?

Yes

No

Explanation:

**2.4.1.2.** Did the rules of procedure of the Governing Board and the Audit Committee provide rules for the conduct of meetings that cannot be planned in advance, and for decision-making using electronic telecommunications means?

Yes

No

Explanation:

**2.4.2.1.** Did board members have access to the proposals to be presented at the meeting of the respective board at least five days prior to the meeting?

Yes

No

Explanation: In most of the cases they did, but because of urgent decision making, this was not always feasible.

**2.4.2.2.** Did the Company arrange the proper conduct of the meetings, the drawing up of the meeting minutes and management of the resolutions made by the Governing Board and the Audit Committee?

Yes

No

Explanation:

**2.4.3.** Do the rules of procedure provide for the regular or ad hoc participation of non-board members at respective board's meetings?

Yes

No

Explanation:

**2.5.1.** Were the members of the Governing Board and the Audit Committee nominated and elected in a transparent process, and was the information about the candidates made public in due time before the General Meeting?

Yes

No

Explanation:

**2.5.2.** Does the composition and size of the boards comply with the principles set out in Section 2.5.2 of the Recommendations?

Yes

No

Explanation: As regards composition, both genders are not represented in the boards.

**2.5.3.** Did the Company ensure that the newly elected board members became familiar with the structure and operation of the Company and their tasks were carried out as members of the respective boards?

Yes

No

Explanation:

**2.6.1.** Did the Governing Board / Audit Committee request (in the context of preparing the annual corporate governance report) its members considered to be independent to confirm their independence at regular intervals?

Yes

No

Explanation:

**2.6.2.** Does the Company provide information about the tools which ensure that the Governing Board assesses objectively the management's activities?

Yes

No

Explanation: This is because the management's activities are also performed by the Governing Board.

**2.6.3.** Did the Company publish its guidelines concerning the independence of its Governing Board / Audit Committee members and the applied independence criteria on its website?

Yes

No

Explanation: The Company acts in accordance with the Civil Code.

**2.6.4.** Does the Audit Committee of the Company have any members who has held any position in the Board of Directors or in the management of the Company in the previous five years, not including cases when they were involved to ensure employee participation?

Yes

No

Explanation:

**2.7.1.** Did members of the Governing Board inform the Governing Board (Audit Committee) if they, or individuals they have business relations with, or their relatives have interest in any business transactions of the Company (or any subsidiaries thereof) which excludes their independence?

Yes

No

Explanation: It has never happened before, but if it had happened, members of the Governing Board would have informed the members of the Audit Committee of this fact.

**2.7.2.** Were transactions and assignments between members of boards and members of the management/individuals closely associated with them and the Company/subsidiaries of the Company carried out in accordance with the Company's general business practice but applying more stringent transparency rules compared to general business practice, and were they approved?

Yes

No

Explanation:

**2.7.3.** Did board members inform the Audit Committee (Nominating Committee) if they had received an appointment for board membership or management position of a company not belonging to the Company Group?

Yes

No

Explanation:

**2.7.4.** Did the Governing Board develop guidelines for the flow of information and the management of insider information within the Company, and monitor compliance with them?

Yes

No

Explanation:

**2.8.1.** Did the Company create an independent internal audit function that reports directly to the Audit Committee?

Yes

No

Explanation: The Company has no specific internal control body. This function is assumed by the accountant and operative employees, and the chairman of the Governing Board.

**2.8.2.** Does Internal Audit have unrestricted access to all information necessary for carrying out audits?

Yes

No

Explanation: If there were such a body, it would receive any necessary access to perform its work.

**2.8.3.** Did shareholders receive information about the operation of the system of internal controls?

Yes

No

Explanation:

**2.8.4.** Does the Company have a function ensuring compliance (compliance function)?

Yes

No

Explanation: Compliance tasks are performed by a law firm on behalf of the Company.

**2.8.5.1.** Is the Governing Board or a committee operated by it responsible for the supervision and management of the entire risk management of the Company?



Yes

No

Explanation:

**2.8.5.2.** Did the relevant organisation of the Company and the General Meeting received information about the efficiency of the risk management procedures?

Yes

No

Explanation: Currently, there are no guidelines on risk management.

**2.8.6.** With the involvement of the relevant areas, did the Governing Board develop the basic principles of risk management taking into account the special idiosyncrasies of the industry and the Company?

Yes

No

Explanation: Currently, there are no guidelines on risk management.

**2.8.7.** Did the Governing Board define the principles for the system of internal controls to ensure the management and control of the risks affecting the Company's activities as well as the achievement of its performance and profit objectives?

Yes

No

Explanation: There are no such guidelines.

**2.8.8.** Did internal control systems functions report about the operation of internal control mechanisms and corporate governance functions to the competent board at least once a year?

Yes

No

Explanation: There is no internal control mechanism.

**2.9.2.** Did the Governing Board invite the Company's auditor in an advisory capacity to the meetings on financial reports?

Yes

No

Explanation:

#### Level of compliance with the Proposals

The Company must state whether it follows the relevant proposal included in the Corporate Governance Recommendations, or not (Yes / No). The Company can also explain any derogation from it.

**1.1.3.** Does the Company's Articles of Association provide an opportunity for shareholders to exercise their voting rights also when they are not present in person?

Yes

No

(Explanation: By a power of attorney)

**1.2.4.** Did the Company determine the place and time of General Meetings initiated by shareholders by taking the initiating shareholders' proposal into account?

Yes

No

(Explanation: It has never happened before, but if it had happened, the Company would have taken the shareholders' request into account.)

**1.2.5.** Does the voting procedure used by the Company ensure a clear, unambiguous and fast determination of voting results, and in the case of electronic voting, also the validity and reliability of the results?

Yes

No

(Explanation: )

**1.3.1.1.** Were the Governing Board and the Audit Committee represented at the General Meeting?

Yes

No

(Explanation: )

**1.3.1.2.** In the event the Governing Board and the Audit Committee was absent, was it disclosed by the Chairman of the General Meeting before discussion of the agenda began?

Yes

No

(Explanation: )

**1.3.2.1.** The Articles of Association of the Company did not preclude any individuals from receiving an invitation to the General Meetings of the Company at the initiative of the Chairman of the Governing Board and being granted the right to express their opinion and to add comments there if that person's presence and expert opinion is presumed to be necessary or help provide information to the shareholders and help the General Meeting make decisions.

Yes

No

(Explanation: )

**1.3.2.2.** The Articles of Association of the Company did not preclude any individual from receiving an invitation to the General Meetings of the Company at the initiative of shareholders requesting to supplement the agenda items of the General Meeting and from being granted the right to express their opinion and to add comments there.

Yes

No

(Explanation: )

**1.3.6.** Does the annual report of the Company prepared as specified in the Accounting Act contain a brief, easy-to-understand and illustrative summary for shareholders, including all material information related to the Company's annual operation?

Yes

No

(Explanation: )

**1.4.1.** In line with Section 1.4.1., did the Company pay dividend within 10 working days to those of its shareholders who had submitted all the necessary information and documents?

Yes

No

(Explanation: No dividend was paid.)



**1.6.11.** Did the Company publish its information in English as well, in line with the provisions of Section 1.6.11?

Yes

No

(Explanation:)

**1.6.12.** The Company should inform its investors about its operation, financial situation and assets on a regular basis, but at least quarterly.

Yes

No

(Explanation: The Company informed its investors/shareholders on its functioning on a half-yearly basis.)

**2.9.1.** Does the Company have in place internal procedures regarding the use of external consultant(s) and outsourced activities?

Yes

No

(Explanation:)