



SUBMISSIONS AND PROPOSALS FOR RESOLUTIONS
regarding the ORDINARY GENERAL MEETING of
OPUS GLOBAL Public Limited Company
held on 30th April 2019 at 10:00 AM

The Board of Directors of **OPUS GLOBAL Public Limited Company** (registered seat: 59 Andrásy Avenue, Budapest HU-1062; company registration number: 01-10-042533; court of registration: Company Registry Court of Budapest-Capital Regional Court; „**Company**”) hereby respectfully informs the Esteemed Shareholders on the submissions and proposals for resolutions regarding the Agenda Items of the ordinary general meeting (“**General Meeting**”) to be held on 30th April 2019.

Agenda Item No. 1:

Decision on the consolidated annual report for the year 2018 prepared in accordance with the IFRS, in view of the proposal of Board of Directors, the opinions of Supervisory Board and Audit Committee and the report of the Auditor.

The Board of Directors hereby informs the Esteemed Shareholders, that the consolidated annual report in accordance with IFRS for the year 2018 of the Company has been prepared, and the Board of Directors has taken the relevant actions to disclose such report for its Shareholders on the website of the Company, on the website of the Budapest Stock Exchange and on the official publication platform operated by the National Bank of Hungary, and as a reason of the hereinbefore the annual report is available and downloadable without any restrictions.

The Board of Directors proposes the consolidated annual report prepared in accordance with IFRS for the year 2018 to be accepted by the General Meeting with balance sheet total of 576.723.315 eHUF taxed profit 24.771.674 eHUF and with the included principal data as it follows:

Fixed assets:	395.077.251 eHUF
Current assets:	181.646.064 eHUF
Assets altogether:	576.723.315 eHUF
Own equity:	280.354.151 eHUF
Obligations:	296.369.164 eHUF
Resources altogether:	576.723.315 eHUF

The Board of Directors hereby informs the Esteemed Shareholders, that the management report presenting the business performance, development and position of the Company has been prepared in relation to the consolidated annual report for the year 2018 of the Company, and the Board of Directors has taken the relevant actions to disclose such report for its Shareholders on the website of the Company, on the website of the Budapest Stock Exchange and on the official publication platform operated by the National Bank of Hungary, and as a reason of the hereinbefore it is available and downloadable without any restrictions.

The Board of Directors proposes the management report to be acknowledged by the General Meeting.

The Board of Directors hereby informs the Esteemed Shareholders, that the report of the Supervisory Board and the Audit Committee concerning the year 2018 has been prepared in relation to the consolidated annual report for the year 2018 of the Company, and the Board of Directors has taken the relevant actions to disclose such report for its Shareholders on the website of the Company, on the website of the Budapest Stock Exchange and on the official publication platform operated by the National Bank of Hungary, and as a reason of the hereinbefore it is available and downloadable without any restrictions.

The Board of Directors proposes the report of the Supervisory Board and the Audit Committee to be acknowledged by the General Meeting.

Furthermore, the Board of Directors hereby informs the Esteemed Shareholders, that the report of the Auditor has been prepared in relation to the consolidated annual report for the year 2018 of the Company, and the Board of Directors has taken the relevant actions to disclose such report for its Shareholders on the website of the Company, on the website of the Budapest Stock Exchange and on the official publication platform operated by the National Bank of Hungary, and as a reason of the hereinbefore it is available and downloadable without any restrictions.

The Board of Directors proposes the report of the Auditor to be acknowledged by the General Meeting.

The Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 1:

Resolution of the General Meeting No. [■]/2019. (IV.30.):

The General Meeting – with the present resolution – has accepted the consolidated annual report prepared in accordance with IFRS for the year 2018 with balance sheet total of 576.723.315 eHUF taxed profit 24.771.674 eHUF and with the included principal data as it follows:

Fixed assets:	395.077.251 eHUF
Current assets:	181.646.064 eHUF
Assets altogether:	576.723.315 eHUF
Own equity:	280.354.151 eHUF
Obligations:	296.369.164 eHUF
Resources altogether:	576.723.315 eHUF

The General Meeting furthermore – with the present resolution – has acknowledged the management report presenting the business performance, development and position of the Company and prepared by the Board of Directors in relation to the consolidated annual report for the year 2018 of the Company, the report of the Supervisory Board and the Audit Committee concerning the year 2018 and prepared in relation to the consolidated annual report for the year 2018 of the Company, and the report of the Auditor prepared in relation to the consolidated annual report for the year 2018 of the Company.

Agenda Item No. 2:

Decision on the Report of Responsible Corporate Governance.

Submission to Agenda Item No. 2:

The Board of Directors hereby informs the Esteemed Shareholders, that the report of the Board of Directors on responsible corporate governance presenting the corporate governance policy of the Company has been prepared, and the Board of Directors has taken the relevant actions to disclose such report for its Shareholders on the website of the Company, on the website of the Budapest Stock Exchange and on the official publication platform operated by the National Bank of Hungary, and as a reason of the hereinbefore it is available and downloadable without any restrictions.

The Board of Directors proposes the report on responsible corporate governance to be accepted by the General Meeting.

The Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 2:

Resolution of the General Meeting No. [■]/2019. (IV.30.):

The General Meeting – with the present resolution – has accepted the report of the Board of Directors on responsible corporate governance presenting the corporate governance policy of the Company.

Agenda Item No. 3:

Decision on the adequacy of the management activity performed by the Members of the Board of Directors in the year of 2018 and on issuing discharge certifying the adequacy of the management activity for the Members of the Board of Directors.

Submission to Agenda Item No. 3:

The Board of Directors proposes for the General Meeting to decide on the adequacy of the management activity performed by the Members of the Board of Directors in the year of 2018 and on issuing discharge certifying the adequacy of the management activity for the Members of the Board of Directors having regard that the management activity was performed in the best interests of the Company in 2018 by the Members of the Board of Directors.

The Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 3:

Resolution of the General Meeting No. [■]/2019. (IV.30.):

The General Meeting – with the present resolution – has concluded that the management activity was performed in the best interests of the Company in 2018 by the Members of the Board of Directors, therefore the General Meeting has issued discharge certifying the adequacy of the management activity in 2018 for the Members of the Board of Directors.

Agenda Item No. 4:

Decision on the election of the Standing Auditor and on its remuneration.

Submission to Agenda Item No. 4:

The Board of Directors hereby informs the Esteemed Shareholders, that the mandate of the present Standing Auditor of the Company is going to expire on 30th May 2019, therefore new auditor is necessary to be elected by the General Meeting.

The Board of Directors proposes **BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság** (registered seat: Building C, 2/A Kőér Street, Budapest HU-1103; company registration number: 01-09-867785; registration number issued by the chamber of auditors: 002387; „BDO Magyarország Könyvvizsgáló Kft.”) as the new standing auditor to be elected by the General Meeting from date of 31st May 2019 until the day of the General Meeting on which the General Meeting accepts the annual report for the business year 2019, but not later than 31th May 2020. The **BDO Magyarország Könyvvizsgáló Kft.** is intended to appoint **Péter Kékesi** (mother’s maiden name: Piroska Gelics; address: 90 Neptun Street, Budapest HU-1158; membership number issued by the chamber of auditors: 007128) as the person bearing responsibility for the audit.

Furthermore, the Board of Directors proposes the remuneration of the new standing auditor to be determined in the amount of HUF 19.950.000 +VAT, namely Nineteen Million Nine Hundred Fifty Thousand Hungarian Forints and value-added tax by the General Meeting.

The Board of Directors hereby proposes the adoption of the following Resolution of the General Meeting.

Proposal for resolution concerning the Agenda Item No. 4:

Resolution of the General Meeting No. [■]/2019. (IV.30.):

The General Meeting – with the present resolution – has elected BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság (registered seat: Building C, 2/A Kőér Street, Budapest HU-1103; company registration number: 01-09-867785; registration number issued by the chamber of auditors: 002387; „BDO Magyarország Könyvvizsgáló Kft.”) as the new Standing Auditor of the Company from date of 31st May 2019 until the until the day of the General Meeting on which the General Meeting accepts the annual report for the business year 2019, but not later than 31th May 2020.

The General Meeting – with the present resolution – has acknowledged that Péter Kékesi (mother’s maiden name: Piroska Gelics; address: 90 Neptun Street, Budapest HU-1158; membership number issued by the chamber of auditors: 007128) has been appointed as the person bearing responsibility for the audit by BDO Magyarország Könyvvizsgáló Kft.

Furthermore, the General Meeting – with the present resolution - has determined the remuneration of the new standing auditor in the amount of HUF 19.950.000 +VAT, namely Nineteen Million Nine Hundred Fifty Thousand Hungarian Forints and value-added tax.

09th April 2019, Budapest

OPUS GLOBAL
Public Limited Company
Board of Directors