



**SUBMISSIONS AND PROPOSALS FOR RESOLUTIONS**  
regarding the scheduled  
**ORDINARY GENERAL MEETING of**  
**4iG Public Limited Company**  
held on 29th April 2021

The Board of Directors of **4iG GLOBAL Public Limited Company** (registered seat: 8 Montevideo Street, Budapest HU-1037; company registration number: 01-10-044993; „**Company**”) hereby respectfully informs the Esteemed Shareholders on the submissions and proposals for resolutions regarding the Agenda Items of the ordinary general meeting scheduled to be held on the 29<sup>th</sup> April 2021.

The Board of Directors repeatedly emphasize that in case of the emergency due to the human pandemic endangering safety of life and property (COVID-19) in Hungary is ceased until the targeted date of the General Meeting holding, then the General Meeting is to be held in line with the provisions included the Invitation Letter which was published on 8 April 2021, or, if any other regulation enters into force affecting any part or the whole of the holding of the General Meeting between the date stated in this Submissions and Proposals for Resolutions and the planned date as of the General Meeting, the Company shall act pursuant to such modifications and amendments upon full and simultaneous disclosure of information for its Esteemed Shareholder.

**Agenda Item No. 1:**

*Decision on the Company’s annual accounts, balance sheet and income statement for 2020 subject to the following subpoints:*

- a) Decision on the annual accounts, balance sheet and income statement for 2020 based on the proposal of the Board of Directors and on the division of profit for 2020*
- b) Decision on the Board of Directors’ report on the Company’s business activity for 2020*
- c) Decision on the Auditor’s report on the examination of the annual accounts, and description of the verification clause*
- d) Decision on the Audit Committee’s report on the annual accounts for 2020*
- e) Decision on the Supervisory Board’s report on the annual accounts for 2020*
- f) Decision on the Board of Directors’ report on the Company’s Management, the Company’s financial position and business policy*

**Submission to Agenda Item No. 1:**

*Decision on the Company’s annual accounts, balance sheet and income statement for 2020 and on the division of profit for 2020*

- a) Decision on the proposal of the Board of Directors on the annual accounts, balance sheet and income statement for 2020, and on the division of profit for 2020*



The Board of Directors proposes to the General Meeting to approve the Company's annual report for 2020 and the consolidated annual report for 2020 – in accordance with IFRS (International Financial Reporting Standards) – with the prepared – and attached to these proposals and resolutions – content.

The main data of the Company's annual report for 2020 in accordance with the IFRS (International Financial Reporting Standards):

- HUF 35,274,599 thousand assets/equity and resources altogether
- HUF 7,163,128 thousand own equity
- HUF 3,160,054 thousand profit after tax

The main data of the Company's consolidated annual report for 2020 in accordance with IFRS (International Financial Reporting Standards):

- HUF 37,863,023 thousand assets/equity and resources altogether
- HUF 7,678,826 thousand own equity
- HUF 3,438,803 thousand total comprehensive profit after tax

Based on the above described content of the annual accounts for 2020, the Board of Directors proposes to the General Meeting of the Company to pay a dividend in the amount of HUF 2,212,000,000, that is Two billion two hundred and twelve million Hungarian forints, after the 2020 business year. Further it proposes to the General Meeting to authorize the Board of Directors of the Company to determine the date of the dividend payment in view of the prevailing liquidity situation of the Company, provided that the dividend payment date must be no later than 31<sup>st</sup> December 2021.

The Board of Directors also draws the attention of the Company's shareholders, that the data contained in the submissions and proposed resolutions have not been audited, the annual accounts become final following the resolution of the General Meeting.

*b) Decision on the Board of Directors' report of the Company's business activity for 2020*

The Board of Directors proposes to the General Meeting to approve the annual report of the Company for 2020 with the content prepared and attached to the present submissions and proposals for resolutions, which had been approved by the Board of Directors of the Company and the Supervisory Board as well as the Audit Committee of the Company – with regard to the main data of the Company's financial, income position and operation, which report has been prepared on the basis of the regulations of the Budapest Stock Exchange Ltd., the Act CXX of 2001 on the Capital Market and the Annex No. 1 of Decree 24/2008 (VIII.15.) of the Minister of Finance.

*c) Decision on the Auditor's report of examination of the annual accounts, and description of the verification clause*

The Board of Directors proposes to the General Meeting to approve the Company's Auditor, i.e. **INTERAUDITOR Neuner, Henzl, Honti Consulting Limited Liability Company** (registered seat: Buliding A,



16-18., gf. 1/F. Vörösmarty street, Budapest, HU-1074; company registration number: 01-09-063211; tax number: 10272172-2-42; the person bearing responsibility for the audit: **Zsuzsanna Freiszberger** / mother's maiden name: Rózsa Mária Böczkös; address: 7 Rózsa street, Százhalombatta HU-2440; membership number issued by the chamber of auditors: 007229) "INTERAUDITOR Kft." or "Auditor") report on the examination of the annual accounts for 2020 with the content prepared and attached to the present submissions and proposals for resolutions, as well as the auditor's certification clause described by the Board of Directors.

*d) Decision on the Audit Committee's report of the annual accounts for 2020*

The Board of Directors proposes to the General Meeting to approve the draft report of the Audit Committee of the Company on the examination of the annual accounts for 2020 with the content prepared and attached to the present submissions and proposals for resolutions.

*e) Decision on the Supervisory Board's report of the annual accounts for 2020*

The Board of Directors proposes to the General Meeting to approve the report of the Supervisory Board of the Company on the examination of the 2020 annual accounts with the content prepared and attached to the present submissions and proposals for resolutions.

*f) Decision on the Board of Directors' report on the Company's Management, the Company's financial position and business policy*

The Board of Directors proposes to the General Meeting – subject to the reports of the Company's Supervisory Board and Audit Committee – to approve the business report for the business year 2020 describing the management, business policy and financial position of the Company with the content prepared and attached to the present submissions and proposals for resolutions.

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

**Proposal for resolutions concerning the Agenda Item No. 1:**

**Resolution of the General Meeting No. 1/2021. (IV.29.):**

The General Meeting decides to approve in line with the content corresponding to the submission

- the submission of the Board of Directors regarding the annual accounts, balance sheet and income statement for 2020, and on the division of profit for 2020;
- the Board of Directors' report on the Company's business activity for 2020;
- the Auditor's report on examination of the annual accounts, and description of the verification clause;
- the Audit Committee's report on the annual accounts for 2020;
- the Supervisory Board's report on the annual accounts for 2020;



- the Board of Directors' report on the Company's Management, the Company's financial position and business policy.

The main data of the Company's annual report for 2020 in accordance with IFRS (International Financial Reporting Standards):

- HUF 35,274,599 thousand assets/equity and resources altogether
- HUF 7,163,128 thousand own equity
- HUF 3,160,054 thousand profit after tax

The main data of the Company's consolidated annual report for 2020 in accordance with IFRS (International Financial Reporting Standards):

- HUF 37,863,023 thousand assets/equity and resources altogether
- HUF 7,678,826 thousand own equity
- HUF 3,438,803 thousand total comprehensive profit after tax

The General Meeting furthermore decides, – taking into account the content of the presented annual reports for 2020 –, the Board of Directors proposes that the General Meeting of the Company to pay dividend in the amount of HUF 2,212,000,000, that is Two billion two hundred and twelve million Hungarian forints, after the business year 2020. The General Meeting also decides to authorize the Board of Directors of the Company to determine the date of the dividend payment in view of the prevailing liquidity situation of the Company, provided that the dividend payment date must be no later than 31<sup>st</sup> December 2021.

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#### **Agenda Item No. 2:**

*Decision on the Corporate Governance Report and Declaration for 2020*

#### **Submission to Agenda Item No. 2:**

The Board of Directors has prepared its Corporate Governance Report and Declaration for 2020, which ensures clear and transparent operation for its owners, investors and all other market participants.

The Board of Directors declares in the Corporate Governance Declaration, as part of the Corporate Governance Report, on the extent to which it applies the recommendations and proposals formulated in certain points of the Corporate Governance Recommendations issued by the Budapest Stock Exchange Ltd. during its own corporate governance practice.

The Corporate Governance Report and Declaration of the Board of Directors for 2020 are attached to these submissions and resolutions for proposals.



The Board of Directors proposes to the General Meeting to approve the Corporate Governance Report of the Board of Directors for 2020, with the submitted content.

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

**Proposal for resolutions concerning the Agenda Item No. 2:**

**Resolution of the General Meeting No. 2/2021. (IV.29.):**

The General Meeting decides to approve the Corporate Governance Report of the Board of Directors for 2020 in line with the submission.

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**Agenda Item No. 3:**

*Decision on the evaluation concerning the work of executive officers, officers during the previous financial year, and on the issuing hold-harmless warrant for them*

**Submission to Agenda Item No. 3:**

The Board of Directors proposes to the General Meeting to discuss the evaluation of the work performed by the members of the Board of Directors in 2020 and decide on issuing hold-harmless warrant to the members of the Board of Directors.

By issuing hold-harmless warrant, the General Meeting certifies that the members of the Board of Directors performed their work in 2020 with the priority of the interests of the Company in mind.

In its Report – which is annexed to these submissions and proposals for resolutions –, the Nomination and Remuneration Committee of the Company proposes issuing hold-harmless warrant to all members of the Board of Directors.

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

**Proposal for resolutions concerning the Agenda Item No. 3:**

**Resolution of the General Meeting No. 3/2021. (IV.29.):**

The General Meeting – taking into account the standpoint of the Nomination and Remuneration Committee of the Company – has concluded that the President-CEO and the members of the Board of Directors performed their work in 2020 with the priority of the interests of the Company in mind, in



view of this, the General Meeting decides to grant hold-harmless warrant for 2020 for the Members of the Board of Directors and CEO.

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**Agenda Item No. 4:**

*Decision on the election of the Company's auditor and its remuneration*

**Submission to Agenda Item No. 4:**

Regarding that the fixed-term of mandate of the current permanent auditor of the Company expires on 30 April 2021, the Board of Directors proposes to re-elect the **INTERAUDITOR Neuner, Henzl, Honti Consulting Limited Liability Company** (registered seat: Buliding A, 16-18., gf. 1/F. Vörösmarty street, Budapest, HU-1074; company registration number: 01-09-063211; tax number: 10272172-2-42; "INTERAUDITOR Kft." or "Auditor") as the Company's auditor from 1 May 2021 until the approval of the separate and consolidated annual report for the year 2021, but not later than the 30 April 2022.

The Board of Directors proposes, based on preliminary negotiations with the Auditor, to the General Meeting to set the remuneration of the Auditor in respect of the separate annual report of the Company in accordance with IAS-IFRS in the amount of HUF 8,700,000 + VAT, that is eight million seven hundred thousand Hungarian forints + VAT (gross 11,049,000 Hungarian forints), while in respect of the consolidated annual accounts of the Company in the amount of HUF 2,700,000 + VAT, that is two million seven hundred thousand Hungarian forints + VAT (gross 3,429,000 Hungarian forints).

The Board of Directors proposes to approve the appointment of **Zsuzsanna Freiszberger** (mother's maiden name: Rózsa Mária Böczkös; address: 7 Rózsa street, Százhalombatta HU-2440; membership number issued by the chamber of auditors: 007229) by INTERAUDITOR Kft. as the person bearing responsibility for the audit.

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

**Proposal for resolutions concerning the Agenda Item No. 4:**

**Resolution of the General Meeting No. 4/2021. (IV.29.):**

The General Meeting decides to re-elect INTERAUDITOR Neuner, Henzl, Honti Consulting Limited Liability Company (registered seat: Buliding A, 16-18., gf. 1/F. Vörösmarty street, Budapest, HU-1074; company registration number: 01-09-063211; tax number: 10272172-2-42; "INTERAUDITOR Kft." or "Auditor") as the Company's auditor from 1 May 2021 until the approval of the separate and consolidated annual report for the year 2021, but not later than the 30 April 2022.



The General Meeting decides – on the basis of prior negotiations with the Auditor – to set the remuneration of the Auditor in respect of the separate annual report of the Company in accordance with IAS-IFRS in the amount of HUF 8,700,000 + VAT, that is eight million seven hundred thousand Hungarian forints + VAT (gross 11,049,000 Hungarian forints), while in respect of the consolidated annual accounts of the Company in the amount of HUF 2,700,000 + VAT, that is two million seven hundred thousand Hungarian forints + VAT (gross 3,429,000 Hungarian forints).

The General Meeting approves the appointment of Zsuzsanna Freiszberger (mother's maiden name: Rózsa Mária Böczkös; address: 7 Rózsa street, Százhalombatta HU-2440; membership number issued by the chamber of auditors: 007229) by INTERAUDITOR Kft. as the person bearing responsibility for the audit.

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#### **Agenda Item No. 5.**

*Advisory vote on the Remuneration Policy of the Company*

#### **Submission to Agenda Item No. 5:**

The Board of Directors proposes to the General Meeting, in accordance with the Act LXVII of 2019 on the encouragement of long-term shareholder engagement and the amendment of certain acts for the purpose of legal harmonization, and with regarding to Subsection (2) of Section 3:268. of the Act V of 2013 on the Civil Code ("**Civil Code**"), to approve the Remuneration Policy of the Company - with the content attached to these submissions - within the framework of an advisory voting. The Board of Directors also proposes to the General Meeting to approve the Company's Remuneration Report for 2020, - with the content attached to these submissions -, in the framework of an advisory voting.

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

#### **Proposal for resolutions concerning the Agenda Item No. 5:**

#### **Resolution of the General Meeting No. 5/2021. (IV.29.):**

The General Meeting approves the Remuneration Policy of the Company and the Remuneration Report for 2020 in the framework of an advisory voting with the content corresponding to the proposal.

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#### **Agenda Item No. 6.**

*Decision on the consolidated text of the Articles of Association with amendments*

#### **Submission to the Agenda Item No. 6:**



The Board of Directors proposes to the General Meeting to amend the provisions of the Articles of Association of the Company.

The Board of Directors hereby proposes that the amendments to the Articles of Association shall be marked as follows: the text being ~~crossed~~ shall be deleted, while the text in **bold** and *italic* shall be inserted into the text of the Articles of Association.

The provisions of the Articles of Association has been amended as it follows :

- „2.2. *Company name of the Company***  
***in a foreign language (English):*** ***4iG Public Limited Company***
- Abbreviated and short company name***  
***in a foreign language (English):*** ***4iG Plc.***
- 2.3. *Company name of the Company***  
***in a foreign language (German):*** ***4iG Offene Aktiengesellschaft***
- Abbreviated and short company name***  
***in a foreign language (German):*** ***4iG Offene AG***

2.2.4. The seat of business:

1037 Budapest, Montevideo utca 8.

2.3.5. Branch businesses of the Company:

8000 Székesfehérvár, Seregélyesi út 96.

~~6782 Mórahalom, Röszei út 43.~~

6722 Szeged, Tisza Lajos körút 41.

4025 Debrecen, Barna utca 23.

2.4.6. Establishments of the Company:

1037 Budapest, Montevideo utca 2/C.

1037 Budapest, Montevideo utca 6.”

## “ 14. SIGNING FOR THE COMPANY

The following persons are entitled to sign for the Company:

- a) The chairperson of the Board of Directors, independently;
- b) Two members of the Board of Directors, jointly;



- c) ~~the company manager of the Company and any member of the Board of Directors, jointly.~~ ***a member of the Board of Directors and an employee authorized by the Board of Directors to sign on behalf of the Company jointly;***
- d) ~~two employees jointly granted by the Board of Directors with the right of representation, as set out in the specimen of the signatures.~~ ***Two of the employees authorized by the Board of Directors to sign on behalf of the Company jointly, according to the specimen signature."***

The Board of Directors hereby proposes the approval of the following Resolutions of the General Meeting.

## Proposal for resolutions concerning the Agenda Item No. 6:

### Resolution of the General Meeting No. 6/2021. (IV.29.):

The General Meeting decides to amend the provisions of the Articles of Association of the Company.

The amendments to the Articles of Association are marked as follows: the text being ~~crossed~~ is deleted, while the text in bold and *italic* is inserted into the text of the Articles of Association.

The provisions of the Articles of Association has been amended as it follows :

- „2.2. *Company name of the Company in a foreign language (English):* ***4iG Public Limited Company***
- Abbreviated and short company name in a foreign language (English):* ***4iG Plc.***
- 2.3. *Company name of the Company in a foreign language (German):* ***4iG Offene Aktiengesellschaft***
- Abbreviated and short company name in a foreign language (German):* ***4iG Offene AG***
- 2.2.4. The seat of business:
- 1037 Budapest, Montevideo utca 8.
- 2.3.5. Branch businesses of the Company:
- 8000 Székesfehérvár, Seregélyesi út 96.  
~~6782 Mórahalom, Rösztkei út 43.~~  
6722 Szeged, Tisza Lajos körút 41.  
4025 Debrecen, Barna utca 23.



#### 2.4.6. Establishments of the Company:

1037 Budapest, Montevideo utca 2/C.

1037 Budapest, Montevideo utca 6.”

#### “ 1 4 . S I G N I N G F O R T H E C O M P A N Y

The following persons are entitled to sign for the Company:

- e) The chairperson of the Board of Directors, independently;
- f) Two members of the Board of Directors, jointly;
- g) ~~the company manager of the Company and any member of the Board of Directors, jointly. a member of the Board of Directors and an employee authorized by the Board of Directors to sign on behalf of the Company jointly;~~
- h) ~~two employees jointly granted by the Board of Directors with the right of representation, as set out in the specimen of the signatures. Two of the employees authorized by the Board of Directors to sign on behalf of the Company jointly, according to the specimen signature.”~~

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#### **Agenda Item No. 7.**

*Decision on the election of another new member of the Board of Directors in accordance with the Articles of Association of the Company*

#### **Submission to the Agenda Item No. 7:**

The Board of Directors proposes to the General Meeting the election of Pedro Vargas Santos David (mother's name: Maria Filomena De Brito Vargas Lopes David; address: AE Downtown Dubai, Standard Chartered Tower 5. em.; delivery agent: Kovács Márton Ügyvédi Iroda, 25/A Pasaréti Road Budapest 1026) as another member of the Board of Directors upon joint authorized signature for an indefinite period from 29<sup>th</sup> of April 2021. The remuneration of the members of the Board of Directors is set by the Resolution of Board of Directors No. 4/2020 (XI.25.) adopted by the Board of Directors in the competence of the General Meeting in the gross amount of HUF 175,000 / month.

The Board of Directors hereby proposes the approval of the following Resolutions of the General Meeting.

#### **Proposal for resolutions concerning the Agenda Item No. 7:**

#### **Resolution of the General Meeting No. 7/2021. (IV.29.):**

The General Meeting decides to elect Pedro Vargas Santos David (mother's name: Maria Filomena De Brito Vargas Lopes David; address: AE Downtown Dubai, Standard Chartered Tower 5. em.; delivery



agent: Kovács Márton Ügyvédi Iroda, 25/A Pasaréti Road Budapest 1026) as a member of the Board of Directors upon joint authorized signature for an indefinite period from 29<sup>th</sup> of April 2021. The remuneration of the members of the Board of Directors is set by the Resolution of Board of Directors No. 4/2020 (XI.25.) adopted by the Board of Directors in the competence of the General Meeting in the gross amount of HUF 175,000 / month.

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21<sup>st</sup> April 2021, Budapest

4iG Plc.  
Board of Directors