

**ALTEO Energiaszolgáltató Nyilvánosan Működő Részvénytársaság
To the Board of Directors**

REQUEST FOR ADDITIONS TO THE AGENDA

Dear Members of the Board of Directors,

The undersigned, **MOL RES Investments Zártkörűen Működő Részvénytársaság** (registered office: H-1117 Budapest, Dombóvári út 28; company registration number: 01-10-046154) (the “**Shareholder**”), as a shareholder registered in the share register of **ALTEO Energiaszolgáltató Nyilvánosan Működő Részvénytársaság** (registered office: H-1033 Budapest, Kórház utca 6-12; company registration number: 01-10-045985) (the “**Company**”) holding at least 1% of the votes in the Company, submits the following request to the Board of Directors of the Company.

I hereby request the Board of Directors to add the following proposals for resolutions to the agenda of the notice dated March 3, 2023 to the extraordinary general meeting of the Company convened for April 3, 2023 (the “**Notice**”), pursuant to Section 3:259(2) of Act V of 2013 on the Civil Code of Hungary (“**Civil Code**”), and to supplement items 2 and 5 on the agenda for voting and decision by the General Meeting of the Company:

1. In relation to agenda item 2 of the Notice

Acknowledging the resignation of the members of the Board of Directors of the Company, removing the members of the Board of Directors in the absence of resignation, and electing the new members of the Board of Directors of the Company and fixing their remuneration.

Submission:

Based on the Company’s announcement dated March 3, 2023, Zsolt Müllner, Gyula Mező, Ferenc Karvalits, and Domonkos Kovács submitted their resignation from the Board of Directors to the Chairman of the Board of Directors of the Company on March 3, 2023. The resignations submitted by the Board members will take effect upon the acknowledgment of the resignation by the General Meeting and the election of new Board members.

In view of the above, the Shareholder proposes that the General Meeting of the Company, at the same time as it acknowledges the resignation of the above Board members, resolve the election of the following new Board members:

- (i) **Dr. György Bacsa** (mother's name: Mária Julianna Stróbl; address: H-1013 Budapest, Döbrentei utca 8. 3. em. 1B. ajtó)

Dr. György Bacsa is a lawyer and economist, with degrees from Eötvös Loránd University, Corvinus University of Budapest, Heidelberg University, and Duke University in the US. He is a capital markets and transaction specialist and corporate executive.

In the MOL Group, he is the Executive Director for Strategic Activities and Business Development, responsible for the management of M&A projects, corporate strategy development processes, project evaluation, coordination of group-wide legal and compliance tasks, venture capital fund investments, as well as corporate relations, corporate, regulatory, and internal audit activities. He joined the MOL Board of Directors in December 2021 and also took up the position of Managing Director of MOL Hungary in 2022.

Since 2013, he has been a member of the Board of Directors of the Budapest Stock Exchange and a member of the Boards of Directors and Investment Boards of Gran Private Equity Zrt., Lead Ventures Zrt., Market Asset Management Zrt. and Alpac East-West Venture Capital.

Dr. György Bacsa is a member of the New York Bar Association and is on the arbitrator list of the MKIK (Hungarian Chamber of Commerce and Industry). Since 2020 he has been a member of the Board of Trustees of the Foundation for Theatre and Film Arts, and from 2021 he has been a member of the Board of Trustees of the Foundation for Civic Education, Culture and Science, and a member of the Board of Trustees of the MOL-New Europe Foundation.

- (ii) **Álmos Mikesy** (mother's name: Ildikó Bánvölgyi, address: H-1148 Budapest, Felsőbúki Nagy Pál u. 4.)

Álmos Mikesy graduated from Corvinus University (BCE) in 2009 with a degree in International Economics and Business Administration, followed by further studies in Banking Management organized by BCE and ITCB; and in 2022 he received an MBA in Entrepreneurship and innovation from WU University in Vienna. Álmos Mikesy has more than fifteen years of relevant business experience, having previously gained significant management and business experience in venture capital, private equity, and M&A. He started his career in 2007 at the Hungarian Development Bank, where he worked as a macroeconomic analyst and later as a project manager. He was involved in setting up Hiventures Zrt., the new fund manager of the banking group, where he worked first as Head of Business Development, then as Investment Director, and finally as Deputy CEO. He joined the Board of Directors of Diófa Alapkezelő Zrt. in April 2021, when he also served as Deputy CEO for one year. In addition, he has gained a wide range of professional experience as a member or chairman of the supervisory boards of several financial companies. He has been Chairman and CEO of Diófa Alapkezelő Zrt. since February 22, 2023.

- (iii) **Ágnes Bencsik** (mother's name: Zsuzsanna Szantner; address: H-7500 Nagyatád, Erkel Ferenc u. 13)

Ágnes Bencsik graduated from the Corvinus University of Budapest with a degree in Corporate Finance in 2005.

Ágnes Bencsik has more than 15 years of professional experience, most of which she gained in various positions at the MOL Group. During her career, she has mainly worked on M&A projects and transaction coordination.

She is currently involved as an expert in the development of several companies.

No reasons for disqualification related to the acceptance of their mandate have been identified in their regard.

At the same time, the Shareholder proposes to add to agenda item 2 that the General Meeting, in addition to determining the remuneration of the new members of the Board of Directors, also decide on the amendment of the remuneration of all members of the Board of Directors. The Shareholder proposes that the members of the Board of Directors shall receive a gross monthly remuneration of HUF 750,000 for their services.

In view of the above, the Shareholder proposes to the General Meeting of the Company to adopt the following resolutions in relation to agenda item 2 of the Notice:

Proposal for resolution 1:

The General Meeting elects the following persons as members of the Board of Directors of the Company with joint authorized signatory powers for a fixed term of office until April 3, 2028:

- (i) **Dr. György Bacsa** (mother's name: Mária Julianna Stróbl; address: H-1013 Budapest, Döbrentei utca 8. 3. em. 1B. ajtó);
- (ii) **Álmos Mikesey** (mother's name: Ildikó Bánvölgyi, address: H-1148 Budapest, Felsőbüki Nagy Pál u. 4.);
- (iii) **Ágnes Bencsik** (mother's name: Zsuzsanna Szantner; address: H-7500 Nagyatád, Erkel Ferenc u. 13).

The members of the Board of Directors elected by this resolution of the General Meeting may exercise their joint authorized signatory powers as follows:

- (a) Dr György Bacsa and Álmos Mikesey or László Attila Chikán or Ágnes Bencsik;
- (b) Álmos Mikesey and Ágnes Bencsik or Attila László Chikán;
- (c) Ágnes Bencsik and Attila László Chikán.

The General Meeting declares that, with regard to the election of the new members of the Board of Directors to replace Zsolt Müllner, Gyula Zoltán Mező, Ferenc Karvalits, and Domonkos Kovács, the mandate of Zsolt Müllner, Gyula Zoltán Mező, Ferenc Karvalits, and Domonkos Kovács as members of the Board of Directors has ceased with effect from the date of the present resolution.

Proposal for resolution 2:

The General Meeting resolves that the members of the Board of Directors shall receive a gross monthly remuneration of HUF 750,000 for their services.

2. In relation to agenda item 5 of the Notice

Removing the members of the Supervisory Board and the Audit Committee of the Company and electing the new members of the Supervisory Board and the Audit Committee of the Company and fixing their remuneration

Submission:

The Shareholder proposes the removal of the following members of the Supervisory Board and the Audit Committee of the Company:

- (i) **István Zsigmond Bakács** (mother's name: Mária Csoma; address: H-1025 Budapest, Cseppkő u. 77/b. I. em. 2.);
- (ii) **Dr. János Lukács** (mother's name: Teréz Kis; address: H-1021 Budapest, Budakeszi út 51/D. C. ép. 5. em. 1. a.);
- (iii) **Dr. István Borbíró** (mother's name: Erzsébet Jedlicska; address: H-2040 Budaörs, Alma u. 002193/0020); and

- (iv) **Péter Jancsó** (mother's name: Jolán Vodnyánszky; address: H-9022 Győr, Batthyány tér 6. 2. em. 3. a.).

The Shareholder proposes the election of the following new members of the Supervisory Board to replace the members of the Supervisory Board removed by the General Meeting:

- (i) **Dr. Ákos Székely** (mother's name: Marianna Ménkű; address: H-1112 Budapest, Eper utca 25)

Dr. Ákos Székely is an economist and has been the CFO of the MOL Group and its subsidiaries since 2013. From 2013 to 2015 he was CFO of Moltrans, Petrolszolg, SMAO, SlovnaftTrans and Geoinform, and later of TVK/MOL Petrochemicals, and was acting CFO of MOL Hungary. He then joined the INA Group as CFO in February 2016, where he was responsible for Finance and IT. Dr. Ákos Székely holds a degree in economics from the Budapest University of Economics and Business Administration, majoring in economics and management, and a Ph.D. from the Corvinus University of Budapest.

- (ii) **Márton Oláh** (mother's name: Zsuzsanna Polgár; address: H-1145 Budapest, Columbus u. 56 b. 3. em. 11.)

Márton Oláh has 25 years of experience in the capital and banking markets. He started his career at Creditanstalt Értékpapír Zrt., was Trading Director of CAIB Értékpapír Zrt. from 1998 to 2004 and Managing Director of HVB Bank from 2004 to 2006. From 2008 to 2016 he was a member of the Board of Directors of BIF Nyrt. and Managing Director of the Futurmed Group. From 2008 to 2015, he was a member of the Investment Committee of Central-Fund Kockázati Tőkealap-kezelő Zrt. From 2015 to 2017, he held senior positions within the FHB Bank Group: in 2015, he was appointed Deputy CEO and then CEO of FHB Jelzálogbank Nyrt., and in parallel, from the beginning of 2015, he was appointed CEO and member of the Board of Directors of FHB Bank Zrt. In these positions, he was responsible, among other things, for coordinating the activities between FHB and the Takarékok Group and for increasing the bank's competitiveness. During his professional career, Márton Oláh has also been involved in the management of the fund manager Diófa Alapkezelő Zrt.: Between 2010 and 2017, he was Chairman of the Board and Managing Director of the fund manager; from April 2021 he was responsible for the development of the fund manager as CEO for 1 year; from March 2022 he continued his professional work as a member of the Board of Directors of Diófa Alapkezelő Zrt.

- (iii) **Péter Kaderják** (mother's name: Éva Almássy; address: H-2030 Érd, Keserűfű utca 3.)

Mr. Kaderják graduated as an economist from the Budapest University of Economics, where he started his career as a research assistant and later became an assistant professor. In 1998 he was appointed Chief of Cabinet at the Ministry of Economy. From the 2000s onwards, he took a leading role in the Hungarian energy market – as President of the Hungarian Energy Agency from 2002 to 2003, and then headed the Regional Centre for Energy Policy Research (REKK) for fourteen years from its establishment. From 2018 to 2021, he served as Secretary of State for Energy and Climate Policy.

Mr. Kaderják has a unique experience in green economy and energy issues, with numerous scientific publications to his name.

The Shareholder proposes the following persons as new members of the Company's Audit Committee from among the members of the Supervisory Board:

- (i) **Dr. Ákos Székely** (mother's name: Marianna Ménkü; address: H-1112 Budapest, Eper utca 25);
- (ii) **Márton Oláh** (mother's name: Zsuzsanna Polgár; address: H-1145 Budapest, Columbus u. 56 b. 3. em. 11.);
- (iii) **Péter Kaderják** (mother's name: Éva Almássy; address: H-2030 Érd, Keserűfű utca 3.).

The curriculum vitae of the Audit Committee members proposed by the Shareholder can be found in the proposals for the members of the Supervisory Board.

At the same time, the Shareholder proposes that item 5 of the agenda be amended to include a resolution of the General Meeting to determine or amend the remuneration of all members of the Supervisory Board, in addition to fixing the remuneration of the new members of the Supervisory Board. The Shareholder proposes that the members of the Supervisory Board shall receive a gross monthly remuneration of HUF 500,000 for their services.

In view of the above, the Shareholder proposes to the General Meeting to adopt the following resolutions in relation to agenda item 5 of the Notice:

Proposal for resolution 1:

The General Meeting removes the following persons from their positions on the Supervisory Board of the Company with effect from the date of this resolution:

- (i) **István Zsigmond Bakács** (mother's name: Mária Csoma; address: H-1025 Budapest, Cseppkő u. 77/b. I. em. 2.);
- (ii) **Dr. János Lukács** (mother's name: Teréz Kis; address: H-1021 Budapest, Budakeszi út 51/D. C. ép. 5. em. 1. a.);
- (iii) **Dr. István Borbíró** (mother's name: Erzsébet Jedlicska; address: H-2040 Budaörs, Alma u. 002193/0020); and
- (iv) **Péter Jancsó** (mother's name: Jolán Vodnyánszky; address: H-9022 Győr, Batthyány tér 6. 2. em. 3. a.).

Proposal for resolution 2:

The General Meeting removes the following persons from their positions on the Audit Committee of the Company with effect from the date of this resolution:

- (i) **István Zsigmond Bakács** (mother's name: Mária Csoma; address: H-1025 Budapest, Cseppkő u. 77/b. I. em. 2.);
- (ii) **Dr. János Lukács** (mother's name: Teréz Kis; address: H-1021 Budapest, Budakeszi út 51/D. C. ép. 5. em. 1. a.); and
- (iii) **Dr. István Borbíró** (mother's name: Erzsébet Jedlicska; address: H-2040 Budaörs, Alma u. 002193/0020).

Proposal for resolution 3:

The General Meeting elects the following persons as new members of the Supervisory Board of the Company for a fixed term of office until April 3, 2028:

- (i) **Dr. Ákos Székely** (mother's name: Marianna Ménkű; address: H-1112 Budapest, Eper utca 25);
- (ii) **Márton Oláh** (mother's name: Zsuzsanna Polgár; address: H-1145 Budapest, Columbus u. 56 b. 3. em. 11.);
- (iii) **Péter Kaderják** (mother's name: Éva Almássy; address: H-2030 Érd, Keserűfű utca 3.).

Proposal for resolution 4:

The General Meeting resolves that the members of the Supervisory Board shall receive a gross monthly remuneration of HUF 500,000 for their services.

Proposal for resolution 5:

The General Meeting of the Company elects as members of the Audit Committee from among the members of the Supervisory Board of the Company **Dr. Ákos Székely** (mother's name: Marianna Ménkű; address: H-1112 Budapest, Eper utca 25.), **Márton Oláh** (mother's name: Zsuzsanna Polgár; address: H-1145 Budapest, Columbus u. 56 b. 3.em. 11.), and **Péter Kaderják** (mother's name: Éva Almássy; address: H-2030 Érd, Keserűfű utca 3.), for a fixed term of office expiring on April 3, 2028.

3. **In relation to agenda item 6 of the Notice**
Reviewing the remuneration of the members of the Company's Board of Directors, Supervisory Board, and Audit Committee and advisory vote on the Company's revised remuneration policy.

Submission:

The Shareholder proposes to the General Meeting that Appendix 1 of the Remuneration Policy in force at the Company be amended following the draft attached to this submission.

In view of the above, the Shareholder proposes to the General Meeting the adoption of the following resolution in relation to agenda item 6 of the Notice:

Proposal for resolution:

The General Meeting resolves to amend Appendix 1 of the Remuneration Policy in force at the Company following the draft annexed to the request of MOL RES Investments Zrt. dated March 10, 2023, consolidated with the amendments.

4. **In relation to agenda item 7 of the Notice**
Amendment of the Company's Articles of Association

Submission:

In the event of completion of the acquisition of control by the Contracting Parties (as defined in the Bid) within the framework of the statutory public takeover bid (the "**Bid**") made by the Shareholder as the designated offeror to the shareholders of the Company dated December

16, 2022 (as amended on February 2, 2023), the shareholder structure of the Company will change.

In order to reflect the changes proposed in the above paragraphs of this request, as well as other changes related to the acquisition of control under the Bid, in the Company's Articles of Association, the Shareholder proposes to adopt the amendments contained in the draft Articles of Association attached to this request.

In view of the above, the Shareholder proposes to the General Meeting the adoption of the following resolution in relation to agenda item 7 of the Notice:

Proposal for resolution:

The General Meeting adopts the Articles of Association of the Company as consolidated with the amendments following the draft Articles of Association attached to the request of MOL RES Investments Zrt. dated March 10, 2023.

* * *

I kindly request the Board of Directors, upon receipt of this request, to take immediate action to publish the draft resolutions contained in this request in the Company's publication places and thereby to place them on the agenda of the Extraordinary General Meeting of the Company convened for April 3, 2023.

Budapest, March 10, 2023

[signature]

MOL RES Investments Zártkörűen Működő Részvénytársaság

as Shareholder

represented by:

Dr. György Bacsa

Chief Executive Officer

Annexes:

1. Draft Remuneration Policy (agenda item 6)
2. Draft Articles of Association of the Company (agenda item 7)

Disclaimer: All information contained within this article is for information purposes only, and shall not be considered an official translation of the official communication referred to herein. This document does not include the integral wording of the official communication referred to herein, the original Hungarian language version of it remains to be the solely legally binding material in the subject matter. For further information, please do not hesitate to contact us.