

According to Act CXX of 2001 on the Capital Market and Decree No. 24/2008 (VIII. 15.) of the Minister of Finance, the Board of Directors of **ALTEO Energiaszolgáltató Nyilvánosan Működő Részvénytársaság** (registered office: H-1033 Budapest, Kórház u. 6-12; company registration number: 01-10-045985) (“**Company**”), for the purpose of providing information to its shareholders, hereby publishes the following

resolutions of the General Meeting, which were adopted at the General Meeting held on April 3, 2023, at the Conference room of the Bank Center, at H-1054 Budapest, Szabadság tér 7:

The shareholders who were represented at the General Meeting represented the vote of 75.13% of the Company's share capital, embodying 75.15%-of the votes to be cast, with respect to the portfolio of the Company's own shares the number of validly cast votes was 14,974,841, except in cases where the shares of the member(s) of the Board of Directors did not vote due to personal involvement of the given member(s), and therefore had to be disregarded for the purposes of quorum. There were no changes in the number of shareholders during the General Meeting.

Resolution No. 1/2023 (IV.03.) of the General Meeting

“According to the proposal, the General Meeting

elects Attila László Chikán as the Chairman of the General Meeting with 14,823,874 votes for (98.99%), no votes against (0.00%) and 150,967 abstentions (1.01%), that is a total of 14,974,841 validly cast votes representing 75.13% of the share capital.”

Resolution No. 2/2023 (IV.03.) of the General Meeting

“According to the proposal, the General Meeting

elects Dr. Melinda Mészáros as Recording Secretary of the General Meeting with 14,969,009 votes for (99.96%), 2,991 votes against (0.02%) and 2,841 abstentions (0.02%), that is a total of 14,974,841 validly cast votes representing 75.13% of the share capital.”

Resolution No. 3/2023 (IV.03.) of the General Meeting

“According to the proposal, the General Meeting

elects Péter Horváth and dr. Vivien Alexandra Márton as the Tellers of the General Meeting with 14,969,338 votes for (99.96%), 2,991 votes against (0.02%) and 2,512 abstentions (0.02%), that is a total of 14,974,841 validly cast votes representing 75.13% of the share capital.”

Resolution No. 4/2023 (IV.03.) of the General Meeting

“According to the proposal, the General Meeting

elects shareholder MOL RES Investments Zrt. (represented by dr. Marcell György Horváth, authorized person) as the authenticator of the minutes of the General Meeting with 14,967,246 votes for (99.95%), no votes against (0.00%) and 7,595 abstentions (0.05%), that is a total of 14,974,841 validly cast votes representing 75.13% of the share capital.”

Resolution No. 5/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,821,362 votes for (98.97%), none against (0.00%) and 153,479 abstentions (1.03%))

“The General Meeting states that the votes to be cast by the shareholders present, with respect to the portfolio of the Company's own shares, represent 75.15% of the total number of votes that can be cast, and as a result, the General Meeting has a quorum. The General Meeting has agreed to hold the meeting on the agenda included in the invitation to the meeting, to be a meeting open to the press supplemented as per the proposal of MOL RES Investments Zrt. shareholder, and to tally the votes by machine, under the supervision of the elected official tellers.

Agenda:

- 1 The Articles of Association of the Company are amended by cancelling all sentences of Section 13.2 of the Articles of Association, apart from the first sentence of Section 13.2;**
- 2 To accept the resignation of the members of the Board of Directors, in the absence of resignation to remove the members of the Board of Directors, to elect new members of the Board of Directors and to establish the remuneration of the members of the Board of Directors;**
- 3 Decision on the hold-harmless warrant of resigned or removed members of the Board of Directors;**
- 4 The Articles of Association of the Company are amended by cancelling the provision on the maximum number of members of the Supervisory Board in Section 14.1;**
- 5 The removal of members of the Supervisory Board and the Audit Committee, and the election of new members of the Supervisory Board and the Audit Committee of the Company as well as establishing their remuneration;**
- 6 A review of the remuneration of the members of the Board of Directors, the Supervisory Board and the Audit Committee of the Company, and an expression voting on the Company's revised remuneration policy;**
- 7 Amendment of the Articles of Association of the Company.”**

Item 1:

Resolution No. 6/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,961,885 votes for (99.91%), none against (0.00%) and 12,956 abstentions (0.09%))

“The General Meeting amends Section 13.2 of the Articles of Association of the Company from the effective date of this resolution of the General Meeting, by cancelling all sentences except the first one in Section 13.2, as a result of which Section 13.2 of the Articles of Association shall be included in the Articles of Association with the following content:

13.2 The members of the Board of Directors shall be elected by the General Meeting for a definite term of up to five years.”

Item 2:

Resolution No. 7/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,895,073 validly cast votes representing 74.73% of the share capital, 14,729,865 votes for (98.89%), 2,991 votes against (0.02%) and 162,217 abstentions (1.09%)) (Gyula Zoltán Mező and Domonkos Kovács, former members of the Board of Directors, did not vote due to their personal involvement, therefore the total number of votes that can be cast is 14,895,073)

“The General Meeting accepts the resignation of Zsolt Müllner, Gyula Zoltán Mező, Ferenc Karvalits and Domonkos Kovács, members of the Board of Directors, subject to and with effect from the election of the new members of the Board of Directors replacing the resigning members.”

Resolution No. 8/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,728,451 votes for (98.35%), none against (0.00%) and 246,390 abstentions (1.65%))

“The General Meeting decides to elect the following individuals as members of the Board of Directors of the Company with joint signatory powers for a fixed term until 3 April 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 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 László Attila Chikán;**
- (c) **Ágnes Bencsik and Attila László Chikán.**

The General Meeting declares that subject to and with effect from the election of the new members of the Board of Directors replacing Zsolt Müllner, Gyula Zoltán Mező, Ferenc Karvalits and Domonkos Kovács, their office has ceased as a member of the Board of Directors as of the effective date of this resolution of the General Meeting.”

Resolution No. 9/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,823,874 shares, representing 74.37% of the share capital, validly cast, with 29,977 votes for (0.20%), 14,709,724 votes against (99.23%) and 84,173 abstentions (0.57%)) (Due to personal involvement the shares of Attila László Chikán, member of the Board of Directors, were not voted, so the number of votes that can be cast is 14,823,874)

“The General Meeting decides not to approve the proposal that the members of the Board of Directors should hold office at the same remuneration, i.e. HUF 300,000 gross /month for the Chairman of the Board of Directors and HUF 250,000 gross /month for the other members of the Board of Directors.”

Resolution No. 10/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,823,874 shares, representing 74.37% of the share capital, validly cast, with 14,708,018 votes for (99.22%), 24,983 votes against (0.17%) and 90,873 abstentions (0.61%)) (Due to personal involvement the shares of Attila László Chikán, member of the Board of Directors, were not voted, so the number of votes that can be cast is 14,823,874)

"The General Meeting decides that the remuneration shall be HUF 750,000 / month gross for the members of the Board of Directors for their services."

Item 3:

Resolution No. 11/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,895,073 validly cast votes representing 74.73% of the share capital, 14,879,418 votes for (99.89%), none against (0.00%) and 15,655 abstentions (0.11%)) (Domonkos Kovács and Gyula Zoltán Mező, former members of the Board of Directors, did not vote due to their personal involvement, therefore the total number of votes that can be cast is 14,895,073)

"The General Meeting establishes that Zsolt Müllner, Gyula Zoltán Mező, Ferenc Karvalits and Domonkos Kovács have performed their duties as members of the Board of Directors in the best interests of the Company until the expiry of their term, and in view of this, and the discharge is given in accordance with Section 3:117(1) of Act V of 2013 on the Civil Code of Hungary, with the conditions described therein."

Item 4:

Resolution No. 12/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 248,587 votes for (1.66%), 14,710,120 votes against (98.23%) and 16,134 abstentions (0.11%))

"The General Meeting decides not to approve the proposal to amend Section 14.1 of the Articles of Association of the Company, with effect from the date of this resolution of the General Meeting, as follows:

"14.1 The Supervisory Board shall consist of a minimum of three people, with the majority of its membership being independent in line with the relevant provisions of the Civil Code."

Item 5:

Resolution No. 13/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,693 votes for (0.10%), 14,858,902 votes against (99.22%) and 101,246 abstentions (0.68%))

"The General Meeting decides not to approve the proposed removal of Péter Jancsó (mother's name: Jolán Vodnyánszky; permanent address: H-9022 Győr, Batthyány tér 6. 2. em. 3. ajtó) from his position in the Supervisory Board of the Company with effect from the date of this resolution of the General Meeting."

Resolution No. 14/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,873,593 votes for (99.32%), 74,768 votes against (0.50%) and 26,480 abstentions (0.18%))

"The General Meeting decides to remove the following people from their positions in 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.)."**

Resolution No. 15/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,948,361 votes for (99.82%), none against (0.00%) and 26,480 abstentions (0.18%))

"The General Meeting decides to remove the following people from their positions in 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)."**

Resolution No. 16/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,941,744 votes for (99.78%), none against (0.00%) and 33,097 abstentions (0.22%))

"The General Meeting decides to elect the following people as members of the Supervisory Board of the Company with joint signatory powers for a fixed term until 3 April 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.)."**

Resolution No. 17/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,947,159 votes for (99.82%), 12,027 votes against (0.08%) and 15,655 abstentions (0.10%))

"The General Meeting decides that the remuneration shall be HUF 500,000 / month gross for the members of the Supervisory Board for their services."

Resolution No. 18/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,952,043 votes for (99.85%), none against (0.00%) and 22,798 abstentions (0.15%))

"The General Meeting decides to elect members of the Supervisory Board Dr. Ákos Székely (mother's name: Marianna Ménkú; 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.) to become members of the Audit Committee for a definite term of office until 3 April 2028."

Item 6 (Due to personal involvement the shares of Attila László Chikán, member of the Board of Directors, were not voted, so the number of votes that can be cast is 14,823,874)

Resolution No. 19/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,823,874 validly cast votes representing 74.37% of the share capital, 30,248 votes for (0.20%), 14,782,374 votes against (99.72%) and 11,252 abstentions (0.08%))

"The General Meeting decides not to approve the proposed amendment of Appendix 1 of the consolidated Remuneration Policy, as proposed by the Board of Directors, with amendments consolidated."

Resolution No. 20/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,823,874 validly cast votes representing 74.37% of the share capital, 14,792,483 validly cast votes for (99.79%), no votes against (0.00%), 31,391 abstentions (0.21%))

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

Item 7:

Resolution No. 21/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 21,243 votes for (0.14%), 14,933,753 votes against (99.73%) and 19,845 abstentions (0.13%))

"The General Meeting decides not to approve the proposal to amend Sections 13.8 and 14.8 of the Articles of Association of the Company, based on the resolutions of the General Meeting adopted in relation to Items 2 and 5 on the agenda above, and to approve the consolidated amendments approved also in relation to Item 1 on the agenda, as proposed by the Board of Directors."

Resolution No. 22/2023 (IV.03.) of the General Meeting

(a resolution voted with a total of 14,974,841 validly cast votes representing 75.13% of the share capital, 14,944,256 votes for (99.80%), none against (0.00%) and 30,585 abstentions (0.20%))

"The General Meeting decides to approve the Articles of Association of the Company as amended in accordance with the draft Articles of Association annexed to the request of MOL RES Investments Zrt. dated March 10, 2023, with the exception of Sections 13.5, 14.5 and 14.6 which Sections are consolidated with the following amendments:

13.5. The Board of Directors is entitled to decide on all issues that, by virtue of the provisions of the Civil Code or the effective Articles of Association, do not fall within the competence of the General Meeting, the Supervisory Board or the Audit Committee. The Board of Directors are entitled (i) to decide on changes to the Company's name, registered office, premises and branches and, with the exception of the main activity, to change the scope of the Company's activities and, in this context, to amend these Articles of Association, (ii) to adopt a resolution on paying interim dividends subject to the prior approval of the Supervisory Board, (iii) to adopt an interim statement of financial position in connection with the exercising of rights attached to redeemable shares, the acquisition of own shares, the payment of interim dividends and the increase of the share capital by means of an increase in assets in excess of the share capital.

14.5. The Supervisory Board shall constitute a quorum if at least 2/3 of the members of the Supervisory Board are present at its meetings. If the Supervisory Board meets again due to lack of quorum, the meeting so held shall have quorum if at least half of the members of the Supervisory Board are present. The Supervisory Board shall establish its own rules of procedure, which shall be approved by the General Meeting.

14.6 The Supervisory Board is responsible for:

- (a) monitoring the implementation of laws, resolutions and decisions of the General Meeting;**
- (b) monitoring the management of the Company, the soundness of its management and its compliance with applicable laws and regulations in the performance of its duties;**
- (c) examining all proposals relating to the agenda of the General Meeting, and preparing a report on its findings related to the proposals by no later than the publication date of such proposals;**
- (d) preparing a report in writing to the General Meeting on the accounts drawn up pursuant to the Accounting Act, and the use of the profit after tax;**
- (e) delivering a preliminary opinion on the corporate governance report prepared by the Board of Directors;**
- (f) delivering a preliminary opinion on the approval of the interim statement of financial position and the payment of interim dividends in the period between the adoption of two consecutive annual reports under the Accounting Act."**

Budapest, April 3, 2023

ALTEO Nyrt.

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.