

**MINUTES OF THE  
ANNUAL GENERAL MEETING OF ANY SECURITY PRINTING COMPANY PLC  
31th MARCH, 2014**

<u>The venue of the General Meeting:</u>	Seat of ANY Security Printing Company PLC., 1102 Budapest. Halom u. 5.
<u>Time:</u>	31th March, 2014, 1 p.m.
<u>List of visiting persons:</u>	According to the attached attendance sheet

Dr. Ákos Erdős, Chairman of the Board of Directors opens the Annual General Meeting of ANY Security Printing Company Plc at 1 p.m. and greets the participant Shareholders and Guests of the meeting. He is introducing people sitting at the presidential table.

He is informing the Shareholders that the Annual General Meeting has been convened as required, the announcement of the Board of the General Meeting on 28th February 2014 the Budapest Stock Exchanges' and the Company's website has been published.

The proposals of the Annual General Meeting has been available for the Shareholders from the 5th March, 2014 on the Budapest Stock Exchanges' and the Company's website in line with the relevant regulation.

The identification of the Shareholders and the Shareholders' representatives was checked properly, the attendance sheet is No. 1 Annex of the Minutes.

On the basis of the attendance sheet he establishes that the Annual General Meeting has a quorum as out of the 14,345,808 shares with voting right 7,587,712 shares are present, that means 52.89% is representing.

He informs the Shareholders that they can vote by raising their voting cards in accordance with the Statutes of the Company.

He proposes that the Annual General Meeting of Shareholders based on point 10.8 of Statutes should elect Dr. Ákos Erdős to act as chairman of the Meeting, László Balla as keeper of the minutes and Erzsébet Rupp and Aegon representative, András Loncsák, as verifier of the minutes, and Péterné Somorjai and Balázs Pfalzgráf as tellers of the votes.

He asks the Shareholders whether they have any other proposals.

The Chairman puts the proposal to the vote in the absence of comments or other proposal.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

**Resolution No. 1/2014.(03.31.):**

**Chairman of the general meeting of shareholders:** *Dr. Ákos Erdős*  
**Keeper of the minutes:** *László Balla*

**Verifier of the minutes:**

**Erzsébet Rupp**

**Teller of the votes:**

**András Loncsák**

**Péterné Somorjai**

**Balázs Pfalzgráf**

**The agenda of the AGM is the following:**

- 1. The report of the Board of Directors on the Company's reports under the Accounting Act for the 2013 business year. (balance sheet, profit & loss account, notes to the accounts and business report, hereinafter jointly referred to as "reports under the Accounting Act")  
Proposal of the Board of Directors for the distribution of profit.**
- 2. Proposal of report of the Supervisory Board on the Company's reports under the Accounting Act and on the distribution of the profit for the 2013 business year.**
- 3. Proposal of report of the Audit Committee on the Company's reports under the Accounting Act and on the distribution of profit for the 2013 business year.**
- 4. Proposal of report of the Auditor of the Company on the Company's reports under the Accounting Act and on the determination of the profit for the 2013 business year.**
- 5. Approval of the Company's reports under the Accounting Act for the 2013 business year, including a decision on the use of net earnings Approval of the Statement on Corporate Governance Practice**
- 6. Election of the Auditor and the members of the Board of Directors**
- 7. Decision of fees of the members of the Board of Directors and of the Supervisory Board and the Auditor**
- 8. Change the Company's Statutes in accordance with the Civil Code of 2013 act V. provisions**
- 9. Authorization of the Board based on point 9.3 of Statutes purchase of own shares**
- 10. Others**

**Item No 1. The report of the Board of Directors on the Company's reports under the Accounting Act for the 2013 business year. (balance sheet, profit & loss account, notes to the accounts and business report, hereinafter jointly referred to as "reports under the Accounting Act")**

In the name of the Board of Directors Dr. Ákos Erdős presents to the Annual General Meeting the report by the Board of Directors on the management, state of affairs and business policy of the Company for the year 2013.

The Chairman presents that according to the Accounting Act. the Company is required to prepare Annual Report and Consolidated Annual Report as well.

ANY Security Printing Company PLC., taking the possibility given by the Accounting Act and besides the Annual Report, prepared Consolidated Annual Report under the International Financial Reporting Standards (IFRS) in 2013, that could be known for the Shareholders in advance from the published materials to be presented at the General Meeting.

Gábor Zsámboki CEO of the Company describes the activity and operation of the Company in year of 2013 shortly.

He informs the Shareholders, that following the General Meeting, ANY Security Printing Company PLC. will deposit and publish the reports in accordance with the provisions of Accounting Act as well as the Act on Capital Markets.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the report of the Board of Direction.

After that Dr. Ákos Erdős describes the decision suggestion:

The General Meeting accepts the Company's report on the reports made on the 2013 business year of the Company, under the Accounting Act.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 2/2014.(03.31.):**

***The AGM of Shareholders accepted the report of the Board of Directors on the Company's reports under the Accounting Act for the 2013 business year.***

### **Item No. 2. Proposal of the Board of Directors for the distribution of net profit**

Dr. Ákos Erdős: describes the proposal of the Board of Directors for the use of net profit. The Board of Directors suggests that the Company pays a dividend of HUF 55 per share for the registered ordinary shares series „A” of ANY Security Printing Company after the profit of 2013. Under this proposal, the General Meeting may decide on the payment of dividend amounting to HUF 813,706 thousand. The dividend payable on treasury shares owned by the Company will be proportionally distributed among the Shareholders. The date proposed for the payment of dividend is 22nd April, 2014.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal of the Board of Directors.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

### **Resolution No. 3/2014.(03.31.):**

***The AGM of Shareholders accepted the proposal of the Board of Directors for the distribution of profit.***

### **Item No. 3. Report of the Supervisory Board on the Company's reports under the Accounting Act for the 2013 business year and the proposal for the use of net earnings**

Dr. Ákos Erdős: calls upon Dr. Tamás Sárközi that on behalf of the Supervisory Board he describes the Annual Report made by the Supervisory Board on the 2013 business year of the Company.

Dr. Tamás Sárközi: on behalf of the Supervisory Board, submits to the General Meeting the Annual Report of the Supervisory Board published in advance, which recommends the acceptance of the Company's reports on the 2013 business year under the Accounting Act and the proposal made by the Board of Directors for the use of net profit.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal of Supervisory Board.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

### **Resolution No. 4/2014.(03.31.):**

***The AGM of Shareholders accepted the relevant report of the Supervisory Board on the Company's reports under the Accounting Act and on the distribution of the profit for the 2013 business year.***

## **Item No. 4. Report of the Audit Committee on the Company's reports under the Accounting Act for the 2013 business year and the proposal for the use of net earnings**

Dr. Ákos Erdős: calls upon Dr. Istvánné Gömöri that on behalf of the Audit Committee she describes the Annual Report of the Audit Committee, on the 2013 business year of the Company.

Dr. Istvánné Gömöri: on behalf of the Audit Committee, submits to the General Meeting the Annual Report of the Audit Committee published in advance, which recommends the acceptance of the Company's reports under the Accounting Act on the 2013 business year of the Company and the proposal of the Board of Directors for the use of net profit.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal of the Audit Committee.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

### **Resolution No. 5/2014.(03.31.):**

***The AGM of Shareholders accepted the relevant report of the Audit Committee on the Company's reports under the Accounting Act and on the distribution of profit for the 2013 business year.***

## **Item No. 5. Report of the Auditor on the Company's reports under the Accounting Act for the 2013 business year and the proposal for the use of net earnings**

Dr. Ákos Erdős: calls upon Kornél Bodor, the Auditor of the Company, to describe the Report of the Auditor made on the 2013 business year.

Kornél Bodor, the Auditor: Informs the General Meeting that the audit of the company was carried out and it was equipped with clear opinion. He describes the Report of the Auditor pertaining to the activity in 2013, that recommends the acceptance of its 2013 reports and the proposal for the use of net profit.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal of the Auditor.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

**Resolution No. 6/2014.(03.31.):**

***The AGM of Shareholders accepted the relevant report of the Auditor of the Company on the Company's reports under the Accounting Act and on the determination of the profit for the 2013 business year.***

**Item No. 6. Approval of the Company's reports under the Accounting Act for the 2013 business year, including a decision on the use of net earnings.**

Dr. Ákos Erdős: with regard to the reports of the Board of Directors, the Supervisory Board and the Auditor, he proposes to the General Meeting the approval of the balance sheet of the Company with assets vs. equity and liabilities of HUF 7,990,270 thousand, profit after tax of HUF 711,182 thousand, net profit of HUF 711,182 thousand, and the approval of the consolidated balance sheet of the Company with assets vs. equity and liabilities of HUF 9,871,521 thousand, profit after tax of HUF 810,325 thousand and net profit of HUF 712,361 thousand so that a dividend totalling HUF 813,706 thousand (HUF 55 per share) will be paid for the shareholders. As a result of this, after using for dividend payment HUF 102,524 thousands from retained earnings the Company's net income will change to HUF 0 thousands in the Company's not consolidated financial statement. The proposed date for payment of the dividend is: 22nd April, 2014.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

**Resolution No. 7/2014.(03.31.):**

***The AGM of the Shareholders approved the balance sheet of the Company with assets vs. equity and liabilities of HUF 7,990,270 thousand, profit after tax of HUF 711,182 thousand, net profit of HUF 711,182 thousand, and approved the consolidated balance sheet of the Company with assets vs. equity and liabilities of HUF 9,871,521 thousand, profit after tax of HUF 810,325 thousand and net profit of HUF 712,361 thousand so that a dividend totalling HUF 813,706 thousand (HUF 55 per share) would be paid for the shareholders. As a result of this, after using for dividend payment HUF 102,524 thousands from retained earnings the Company's net income will change to HUF 0 thousands in the Company's not consolidated financial statement. The date for the payment of the dividend is: 22th April 2014.***

## **Item No. 7. Approval of the Statement on Corporate Governance Practice**

Dr. Ákos Erdős: on behalf of the Board of Directors recommends to the General Meeting the approval of the Statement on Corporate Governance Practice described in the submission to the General Meeting. The Board of Directors summarized in the report the Corporate Governance Practice followed in the previous business year and stated the differences used in the application of the Corporate Governance Recommendations of Budapest Stock Exchange.

Dr. Tamás Sárközy: representing the Supervisory Board, informs the General Meeting that the Supervisory Board approved the Statement on Corporate Governance Practice described in the submission to the GM and recommends to the General Meeting the acceptance of it.

Dr. Ákos Erdős describes the proposal of the Board of Directors:  
The General Meeting approves the Statement on Corporate Governance Practice.

Following this the Chairman calls upon the attendee Shareholders that ask questions and make comments in relation to Item No. 7.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (which represents 52.89% from voting shares) 0 not and 0 abstention votes the following

### **Resolution No. 8/2014.(03.31.):**

***The General Meeting approves the Statement on Corporate Governance Practice.***

## **Item No. 8. Election of the Auditor and the corporate officers**

Dr. Ákos Erdős: Owing to the fact, that the mandate of the CEO, the members of Board of Directors as well as Supervisory Board and Audit Committee of the Company expires, suggests that the Company re-elects these officials for a new 5-year definite period, effective from the expiration of their mandate i.e. from 31st May, 2014 to 31st May, 2019, and also elects Mr. Tamás Erdős and Mr. Erwin Fidelis Reisch as new members of the Board of Directors for the same period. In addition, he suggests that the General Meeting re-elects the Company's Auditor as well.

Following this the Chairman calls up the attendee Shareholders that ask questions and make comments in relation to the proposal.

The Chairman puts the proposal to the vote in absence of comments, other proposition so that the General Meeting should vote for the Auditor and the members of Board of Directors, Supervisory Board and Audit Committee separately.

Dr. Ákos Erdős: recommends that the General Meeting elects Deloitte Könyvvizsgáló és Tanácsadó Kft. (1068 Budapest, Dózsa Gy. út 84/c., MKVK no: 000083) as the Company's Auditor from 1st June, 2014 to 1st June, 2015 so that Tamás Horváth will be the acting Auditor.

After that the Annual General Meeting takes, by an open vote, with 7,252,058 yes (wich represents 50.55% from voting shares) 335,654 not (wich represents 2.34% from voting shares) and 0 abstention votes the following

### **Resolution No. 9/2014.(03.31.):**

***General Meeting elects Deloitte Könyvvizsgáló és Tanácsadó Kft. (1068 Budapest, Dózsa Gy. út 84/c., MKVK no.: 000083) as the Auditor from 1 June 2014 to 1 June 2015 in a way that the proceeding accountant is Tamás Horváth (mother's name: Grósz Veronika, 1028 Budapest, Bölény utca 16, MKVK no.: 003449).***

Dr. Ákos Erdős: makes a suggestion that the AGM elects Mr Erwin Fidelis Reisch as a member of the board of Directors for a fix, 5 years period effective from 31 March, 2014 till 31 March 2019. He describes Mr Reisch's previous activity.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

### **Resolution No. 10/2014.(03.31.):**

***The Annual General Meeting of Shareholders elected Erwin Fidelis Reisch (mother's name is Dr. Ingeburg Flad, 70599 Stuttgart, Trüffelweg 23.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Gábor Zsámboki: makes a suggestion that the AGM elects Mr Tamás Erdős as a member of the Board of Direction for a fix 5 years period effective 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following



## Resolution No. 11/2014.(03.31.):

***The Annual General Meeting of Shareholders elected Tamás Erdős (mother's name: Láng Zsuzsa, 1039 Budapest, Palló köz 8) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Mr Péter Kadocsa as a member of the Board of Direction for a fix 5 years period effective 31 March, 2014 till 31 March 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 12/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected Péter Kadocsa (mother name: Hoschek Mária Rozália, 1025 Budapest, Pusztaszeri út 29. sz) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Mr. Görgy Gyergyák as a member of the Board of Directon for a fix 5 years period effective from 31 March, 2014 till 31 March 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 13/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected György Gyergyák (mother name: Budai Eszter, 1121 Budapest, Irhás árok 79. sz) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Mr Gábor Zsámboki as a member of the Board of Direction and the Company's Chief Executive Officer for a fix 5 years period effective from 31 March, 2014 till 31 March 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 14/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected Gábor Zsámboki (mother name: Német Mária, 1028 Budapest, Csokonai u. 22. Sz) as the member of the Board of Directors and the Comany's Chief Executive Officer effective from 31 May, 2014 till 31 May, 2019.***

Gábor Zsámboki: makes a suggestion that the AGM re-elects Dr. Ákos Erdős as a member of the Board of Direction for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 15/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected dr. Ákos Erdős (mother name: Békés Klára, US 02445 Brookline, Winthrop street 9) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Dr. Tamás Sárközy as a member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 16/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected dr. Tamás Sárközy (mother name: Maretschitsch Vilma, 1112 Budapest, Cseresznye köz 38) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Dr. Istvánné Gömöri as the member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 17/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected dr. Istvánné Gömöri (mother name: Weinberger Ibolya, 1075 Budapest, Madách tér 5.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Mr. Imre Repa as the member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 18/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected dr. Imre Repa (mother name: dr. Károly Katalin Zsuzsanna, 1013 Budapest, Attila út 27.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Dr. János Stumpf as the member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 19/2014.(03.31.):

***The Annual General Meeting of Shareholders re-elected dr. János Stumpf (mother name: Stumpf Mária, 1113 Budapest, Bartók Béla út 92-94.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Mr Ferenc Berkesi as the member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 20/2014.(03.31.):**

***The Annual General Meeting of Shareholders re-elected Ferenc Berkesi (mother name: Visi Magdolna, 2030 Érd, Eperfa u. 12.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects Dr. Erzsébet Novotny as the member of the Board of Directors for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019..

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 21/2014.(03.31.):**

***The Annual General Meeting of Shareholders re-elected dr. Erzsébet Novotny (mother name: Molnár Erzsébet, 1089 Budapest, Villám u. 18.) as the member of the Board of Directors effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects dr. Tamás Sárközy as the member of the Audit Committee for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 22/2014.(03.31.):**

***The Annual General Meeting of Shareholders re-elected dr. Tamás Sárközy (mother name: Maretschitsch Vilma, 1112 Budapest, Cseresznye köz 38.) as the member of the Audit Committee effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects dr. Istvánné Gömöri as the member of the Audit Committee for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019.

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 23/2014.(03.31.):**

***The Annual General Meeting of Shareholders re-elected dr. Istvánné Gömöri (mother name: Weinberger Ibolya, 1075 Budapest, Madách tér 5002E) as the member of the Audit Committee effective from 31 May, 2014 till 31 May, 2019.***

Dr. Ákos Erdős: makes a suggestion that the AGM re-elects dr. Imre Repa as the member of the Audit Committee for a fix 5 years period effective from 31 March, 2014 till 31 March, 2019..

After that the Annual General Meeting takes, by an open vote, with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## **Resolution No. 24/2014.(03.31.):**

***The Annual General Meeting of Shareholders re-elected dr. Imre Repa (mother name: dr. Károly Katalin Zsuzsanna, 1013 Budapest, Attila út 27.) as the member of the Audit Committee effective from 31 May, 2014 till 31 May, 2019.***

## **9. Item No. Decision on the remuneration of the Board Members and the Auditor**

Dr. Ákos Erdős: no recommendation has arrived concerning the remuneration of the Board Members. The Audit Committee proposes that the remuneration of the Auditor for 2014 will be 8,200,000 HUF + VAT.

Following this the Chairman calls upon the attendee Shareholders that ask questions and make comments in relation to this Item No. 9.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, 6,504,933 yes (wich represents 45,34% from voting shares) 0 not and 1,082,799 abstention (wich represents 7.55% from voting shares) votes the following

## **Resolution No. 25/2014.(03.31.):**

***The fee of the Auditor shall be HUF 8,200 thousand in 2014.***

After that the Annual General Meeting takes, by an open vote, 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 26/2014.(03.31.):

***The AGM of Shareholders leaves the remuneration of the members of the Board of Directors and of the Supervisory Board unchanged.***

### **Item No. 10. Change the Company's Statutes in accordance with the Civil Code of 2013 act V. provisions**

Dr. Ákos Erdős: asks dr. Anett Erdős to describe reasons for the modification of Statutes.

Dr. Anett Erdős: under the Paragraph 9, Section 2 of the Law on transitional and empowering provisions related to the enforcement of Act CLXXVII of 2013, Act V of 2013 on the Civil Code (hereinafter: Civil Code), the legal person that was already registered at the time of the enforcement of Civil Code is obliged to decide on its further operation in accordance with the provisions of Civil Code, simultaneously with the modification of the first foundation document following the enforcement of the Civil Code.

Owing to the fact, that the Act V of 2013 on Civil Code entered into force as of 15th March, 2014, the Board of Directors suggests that the Company decides on its further operation in accordance with the provisions of Civil Code and modifies the Company's Statutes in conformance with the provisions of the new Civil Code.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote with 7,587,712 yes (wich represents 52.89% from voting shares) 0 not and 0 abstention votes the following

## Resolution No. 27/2014.(03.31.):

***The General Meeting decides about the Comany further operation in accordance with the Civil Code of 2013 act V. provisions, which having regard to the Statutes will be change accordance with Act V of 2013.***

### **Item No. 11. Authorization of the Board based on point 9.3 of Statutes purchase of own shares**

Dr. Ákos Erdős: Based on the Business Act, Paragraph 224 and the Company's Statutes, Point 9.3., the Board of Directors recommends that the General Meeting authorizes the Board of Directors to buy at most 2,958,930 pieces of registered ordinary shares series „A” issued by ANY Security Printing Company PLC. with a nominal value of HUF 98 each (up to maximum 20% of share capital) in accordance with the conditions set out in the referring regulations to cover the

employee and management share option programme introduced at the Company and to ensure the possibility of a prompt intervention in the case of share price fluctuation. The share price of the share acquisitions must be at most the 120% of the average stock exchange closing price fixed at the Budapest Stock Exchange in the week preceding the stock exchange transaction. By the present authorisation, the Board of Directors may exercise the right of share acquisition until 30th September, 2015.

The Chairman puts the proposal to the vote in absence of comments, other proposition.

After that the Annual General Meeting takes, by an open vote, 7,252,058 yes (wich represents 50.55% from voting shares) 335,654 not (wich represents 2.34% from voting shares) and 0 abstention votes the following

**Resolution No. 28/2014.(03.31.):**

***The General Meeting authorizes the Board of Directors to buy at most 2,958,930 pieces of registered ordinary shares series A issued by State Printing House Plc. with a nominal value of HUF 98 each (up to maximum 20% of share capital) in accordance with the conditions set out in the referring regulations to cover the employee and management share option programme introduced at the Company and to ensure the possibility of a prompt intervention in the case of share price fluctuation. The share price of the share acquisitions must be at most the 120% of the average stock exchange closing price fixed at the Budapest Stock Exchange in the week preceding the stock exchange transaction. By the present authorisation, the Board of Directors may exercise the right of share acquisition until 30 September 2015.***

As there is no more item on the agenda the chairperson of the Annual General Meeting thanks the attendants for participation and closes the Annual General Meeting at 2 p.m.

The Minutes are closed on 31th March, 2014 2 p.m.

**Chairperson of the Annual General Meeting**

**Recorder of the minutes**

**Authenticator of the minutes**

**Authenticator of the minutes**

The document is edited and countersigned on 31st March, 2014, by: