

ANY Security Printing Company PLC, Invitation of General Meeting

Notice is hereby given to the shareholders of ANY Security Printing Company PLC (1102 Budapest, Halom u. 5.) (the “Company”) that the Company’s Annual General Meeting will be held at Company’s registered office (H-1102 Budapest, Halom u. 5.) on 8th April 2019 at 13:00 p.m.

Agenda of the General Meeting:

1. Report of the Board of Directors on the Company’s reports under the Accounting Act for the 2018 business year (balance sheet, profit & loss account, notes to the accounts and business report, hereinafter jointly referred to as “reports under the Accounting Act”)
2. Proposal of the Board of Directors for the distribution of net profit
3. Report of the Supervisory Board on the Company’s reports under the Accounting Act for the 2018 business year and the proposal for the use of net earnings
4. Report of the Audit Committee on the Company’s reports under the Accounting Act for the 2018 business year and the proposal for the use of net earnings
5. Report of the Auditor on the Company’s reports under the Accounting Act for the 2018 business year and the proposal for the use of net earnings
6. Approval of the Company’s reports under the Accounting Act for the 2018 business year, including a decision on the use of net earnings
7. Approval of the Statement on Corporate Governance Practice
8. Approval of the amendments of the Statutes based on effective regulation
9. Election and removal of the members of the Board of Directors, members of the Supervisory Board, members of the Audit Committee
10. Decision on the remuneration of Board of Directors, Supervisory Board members and the Auditor
11. Authorization of the Board of Directors to buy treasury shares based on section 9.3 of the Company’s Statutes
12. Others

Conditions for attending the General Meeting and exercising voting rights

Shareholders may exercise their rights at the General Meeting in person or by representative.

- a) Shareholders who wish to attend in person need to present an identity card as proof of identity, and a certificate of ownership issued by their securities account provider as proof of their shareholder status. Shareholders who are entered in the share register but fail to present a certificate of ownership may attend the General Meeting but may not vote or make proposals. In case of a legal entity, it is a prerequisite for voting rights to be exercised that the representative of the shareholder has to verify its right to represent the shareholder by a company register not older than 30 days or by a document for being registered.
- b) Shareholders who wish to vote by representative must sign a power of attorney in the form of a notarized document or a private document of full probative value. The power of attorney must be delivered to the representative of the Board of Directors prior to the start of the General Meeting. With regard to the certificate of ownership, the provisions of subsection a) above will apply. In case of a legal entity, it is a prerequisite for voting rights to be exercised by an authorized representative that the official representative(s) of the shareholder verified by a company register not older than 30 days or by a document for being registered authorize the authorized representative for representing the shareholder.
- c) Shareholders may be represented by their securities account provider entered into the share register, who will act as nominee pursuant to Act CXX of 2001 on the Capital Market.

It will be a prerequisite for voting rights to be exercised that the shareholder or their nominee be entered into the share register not later than two (2) business days before the date of the General Meeting (that is, not later than 4th April 2019). Therefore the Company will request a shareholder matching from KELER Zrt with the date of 1st April 2019. That person or legal entity may exercise the ownership rights at the General Meeting who is the owner of the share on 1st April 2019. Ordinary shares entitled to participation at the General Meeting can be purchased on 28th March 2019 for the last time on the Budapest Stock Exchange. Securities account providers, acting on the order of shareholders, must arrange for shareholders to be entered into the share register. Securities account providers will inform shareholders as to the deadline for the execution of orders for entry into the share register. The Company may not be held liable for the execution of orders placed with securities account providers or the consequences of any failure or omission on the part of securities account providers.

The shareholder is entitled to participate at the General Meeting, request for information as specified in Act V. of 2013 on the Civil Code, make observations and proposals and they are entitled to vote should they have a share ensuring voting right.



Shareholders representing at least 1% of votes can request the Board of Directors in writing to add an item to the agenda of the General Meeting with specifying the cause within eight days from the release of the announcement on the convention of the General Meeting. Shareholders representing at least 1% of votes can propose a resolution in connection with the agenda items or they can request to call an independent expert.

Shareholders should be aware that registration will be from 12.00 to 12.45 p.m. on the date of the General Meeting. The Company may not be held liable if a shareholder (nominee) cannot attend the General Meeting in its entirety because they register after the registration period specified above.

In case that the General Meeting does not have a quorum, the Board of Directors will reconvene the General Meeting, with the original agenda, at the seat of the Company (1102 Budapest, Halom utca 5.), on 23rd April 2019, at 13.00 p.m. The reconvened General Meeting will be deemed to have a quorum regardless of the number or votes of the attending shareholders, under the terms and conditions set out above.

The recommended resolutions and proposals related to the various agenda items will be available on the Company's website (www.any.hu) and that of the Budapest Stock Exchange from 8th March 2019.

**The Board of Directors of
ANY Security Printing Company PLC**