# **AGM** resolutions



ANY Security Printing Company Public Limited Company by Shares (seated at: 1102 Budapest, Halom utca 5., registration number: 01-10-042030, hereinafter: Issuer) kindly informs all the honourable Shareholders that based on Section 9 (2) of Government Decree no. 102/2020. (IV.10.) (hereinafter: Government Decree), about the specific rules of the operation of person- and wealth uniting organisations, on the Board of Directors' Meeting of the Issuer held on 27<sup>th</sup> April 2020 at 16:30 p.m. acting as the Annual General Meeting, the following resolutions were accepted on the Annual General Meeting agenda items:

#### 1/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' accepted the report of the Board of Directors on the Company's reports under the Accounting Act for the 2019 business year with the following votes: 6 yes, 0 no, 0 abstention.

## 2/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' decided to put profit after tax of financial year 2019 into retained earnings with the following votes: 6 yes, 0 no, 0 abstention.

### 3/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' accepted the relevant report of the Supervisory Board on the Company's reports under the Accounting Act with the following votes: 6 yes, 0 no, 0 abstention.

#### 4/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' accepted the relevant report of the Audit Committee on the Company's reports under the Accounting Act with the following votes: 6 yes, 0 no, 0 abstention.

## 5/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' accepted the relevant report of the Auditor of the Company on the Company's reports under the Accounting Act with the following votes: 6 yes, 0 no, 0 abstention.

## 6/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' approved the balance sheet of the Company with assets vs. equity and liabilities of HUF 16,096,511 thousand, net profit of HUF 1,155,540 thousand, and approved the consolidated balance sheet of the Company with assets vs. equity and liabilities of HUF 20,473,410 thousand, net profit of HUF 1,273,287 thousand. Net profit will be moved into retained earnings with the following votes: 6 yes, 0 no, 0 abstention.

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#### 7/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' approves the Statement on Corporate Governance Practice with the following votes: 6 yes, 0 no, 0 abstention.

### 8/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' approves the Remuneration Policy with the following votes: 6 yes, 0 no, 0 abstention.

## 9/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' elected with the following votes: 6 yes, 0 no, 0 abstention Ernst & Young Audit Ltd. (Registered seat: H-1132 Budapest, Váci út 20., registration number: 01-09-267553, Chamber of Auditors' registration number: 001165) as Auditor for the period 1st May 2020 – 31st May 2021, represented by Zsuzsanna Bartha as head of audit engagement (address: H5900 Orosháza, Rákóczi út 25., mother's name: Ilona Németh, Chamber of Auditors' registration number: MKVK 005268), and represented by Péter Mészáros as deputy head of audit engagement (address: H1222 Budapest, Kötélgyártó utca 4., mother's name: Klára Fleck, Chamber of Auditors' registration number: MKVK 005805). The Board of Directors' approved the Audit fee of HUF 9,500,000 for the year 2020 with the following votes: 6 yes, 0 no, 0 abstention.

# 10/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' beside paying tribute to his work approved the resignation of Dr. János Stumpf (mother's name is Mária Stumpf) from the membership of the Supervisory Board as at 27th April 2020 with the following votes: 6 yes, 0 no, 0 abstention.

#### 11/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' elected as member of the Supervisory Board Prof. Dr. István Stumpf (mother's name is Mária Stumpf, address: 1025 Budapest, Szikla utca 32/c) from 27<sup>th</sup> April 2020 till 31<sup>st</sup> May 2024 with the following votes: 6 yes, 0 no, 0 abstention.

## 12/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' approved the remuneration of the Board of Directors and the Supervisory Board as unchanged with the following votes: 6 yes, 0 no, 0 abstention.

### 13/2020. (27th April) Resolution

Acting as the Annual General Meeting based upon Government Decree no. 102/2020. (IV.10.) the Board of Directors' authorized the Company's 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

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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 authorization, the Board of Directors may exercise the right of share acquisition until 8<sup>th</sup> October 2021 with the following votes: 6 yes, 0 no, 0 abstention.

In accordance with Government Decree the resolutions made above acting as the Annual General Meeting the Issuer will publish them based upon Section 3:279 of the Civil Code on the website of the Issuer (www.any.hu) and on the website of the Budapest Stock Exchange (www.bet.hu) as well. The Issuer informs the honoured Shareholders that based on Section 9 (7) of Government Decree the shareholders bearing at least 1% of the shares can request the convocation of the general meeting for the subsequent approval of the general meeting resolutions passed by the Board of Directors during the state of emergency within a 30-day deadline starting from the cessation of the state of emergency, with the exception of resolutions concerning the approval of the annual report and the allocation of the after-tax profits (dividends). Based on Section 9 (6) of Government Decree for the subsequent approval of the resolution concerning the approval of the 2019 annual report and the allocation of the after-tax profits (dividends), the shareholders bearing at least 1% of the shares must initiate the convocation of the general meeting by 31 May 2020. The convocation of the annual general meeting cannot be requested and the meeting cannot be held as described above, if the time period between the end of emergency and 1st April next year is less than 180 days, though in this case, the approval of the general meeting resolutions adopted by the Board of Directors during the state of emergency can be put to the agenda of the next general meeting.

Those Shareholders have the right to convoke the annual general meeting, who are on the Shareholders' list of the Issuer in connection with the shareholder matching process made for the original annual general meeting.

Budapest, 27 April 2020

Dr. Ákos Erdős Chairman of the Board

**ANY Security Printing Company Plc**