

#### MINUTES OF THE ANNUAL GENERAL MEETING OF ANY SECURITY PRINTING COMPANY PLC 12th April, 2022

The venue of the General Meeting:

<u>Time</u>: <u>List of visiting persons</u>: Seat of ANY Security Printing Company PLC., 1102 Budapest. Halom u. 5. 12<sup>th</sup> April, 2022, 1 p.m. According to the attached attendance sheet

<u>Dr. Ákos Erdős</u>, Chairman of the Board of Directors opens the FY 2021 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 11th March 2022 the Budapest Stock Exchanges' and the Company's website has been published.

The proposals of the Annal General Meeting has been available for the Shareholders from the 11th March, 2022 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 7,298,035 shares are present, that means 50.87% 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, Tamás Karakó as keeper of the minutes and Erzsébet Rupp and Aegon representative, György Pálfi, as verifier of the minutes, and Szilvia Alapi 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following:



SECURITY PRINTING COMPANY PRINTING COMPANY

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#### Resolution No. 1/2022.(04.12.):

Chairman of the general meeting of shareholders: Keeper of the minutes: Verifier of the minutes:

Teller of the votes:

Dr. Ákos Erdős Tamás Karakó Erzsébet Rupp György Pálfi Szilvia Alapi Balázs Pfalzgráf

The agenda of the AGM is the following:

- 1. Report of the Board of Directors on the Company's reports under the Accounting Act for the 2021 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 2021 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 2021 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 2021 business year and the proposal for the use of net earnings
- 6. Approval of the Company's reports under the Accounting Act for the 2021 business year, including a decision on the use of net earnings
- 7. Approval of the Statement on Corporate Governance Practice
- 8. Approval of the Renumeration Report for the 2021 business year
- 9. Election and decision on the renumeration of the Auditor
- 10. Election and removal of the members of the Board of Directors, members of the Supervisory Board, members of the Audit Committee
- 11. Decision on the remuneration of Board of Directors and Supervisory Board members
- 12. Authorization of the Board of Directors to buy treasury shares based on section 9.3 of the Company's Statutes
- 13. Others

# Item No 1. The report of the Board of Directors on the Company's reports under the Accounting Act for the 2021 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 2021. 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 2021, that could be known for the Shareholders in advance from the published materials to be presented at the General Meeting.

After that the Chairman asks Mr. Gábor Zsámboki CEO to make his short presentation about the activity and the management of the Company in 2021.

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 Directions.

After that Dr. Ákos Erdős describes the decision suggestion:

The General Meeting accepts the Board of Directors' report on the reports made on the 2021 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 2/2022.(04.12.):

# The AGM of Shareholders accepted the report of the Board of Directors on the Company's reports under the Accounting Act for the 2021 business year.

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

<u>Dr. Ákos Erdős</u>: 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 163 per share for the registered ordinary shares series "A" of ANY Security Printing Company after the profit of 2021. Under this proposal, the General Meeting may decide on the payment of dividend amounting to HUF 2,411,528 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 12th May, 2022.

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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 3/2022.(04.12.):

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 2021 business year and the proposal for the use of net earnings

<u>Dr. Ákos Erdős:</u> calls upon Dr. Istvánné Gömöri that on behalf of the Supervisory Board he describes the Annual Report made by the Supervisory Board on the 2021 business year of the Company.

<u>Dr. Istvánné Gömöri:</u> 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 2021 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 4/2022.(04.12.):

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 2021 business year.

### Item No. 4. Report of the Audit Committee on the Company's reports under the Accounting Act for the 2021 business year and the proposal for the use of net earnings

<u>Dr. Ákos Erdős:</u> calls upon Dr. Istvánné Gömöri that on behalf of the Audit Committee she describes the Annual Report of the Audit Committee, on the 2021 business year of the Company.

<u>Dr. Istvánné Gömöri:</u> 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 2021 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 5/2022.(04.12.):

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 2021 business year.

# Item No. 5. Report of the Auditor on the Company's reports under the Accounting Act for the 2021 business year and the proposal for the use of net earnings

<u>Dr. Ákos Erdős</u>: calls upon Zsuzsanna Bartha, the Auditor of the Company, to describe the Report of the Auditor made on the 2021 business year.

Zsuzsanna Bartha, 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 2021, that recommends the acceptance of its 2021 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following



#### Resolution No. 6/2022.(04.12.):

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 2021 business year.

### Item No. 6. Approval of the Company's reports under the Accounting Act for the 2021 business year, including a decision on the use of net earnings.

<u>Dr. Ákos Erdős:</u> 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 20,069,140 thousand, net profit of HUF 3,352,399 thousand, and the approval of the consolidated balance sheet of the Company with assets vs. equity and liabilities of HUF 23,161,155 thousand, net profit of HUF 3,606,617. A dividend totalling HUF 2,411,528 thousand (HUF 163 per share) will be paid for the shareholders from the net profit of 2021. The date for the payment of the dividend is: 12th May 2022.

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 7,298,035 yes (wich represents 50,87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 7/2022.(04.12.):

The AGM of the Shareholders approved the balance sheet of the Company with assets vs. equity and liabilities of HUF 20,069,140 thousand, net profit of HUF 3,352,399 thousand, and approved the consolidated balance sheet of the Company with assets vs. equity and liabilities of HUF 23,161,155 thousand, net profit of HUF 3,606,617. A dividend totalling HUF 2,411,528 thousand (HUF 163 per share) will be paid for the shareholders from the net profit of 2021. The date for the payment of the dividend is: 12th May 2022.

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

<u>Dr. Ákos Erdős</u>: 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 previos business year and stated the differences used in the application of the Corporate Governance Recommendations of Budapest Stock Exchange.



<u>Dr. Istvánné Gömöri</u>: 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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 8/2022.(04.12.):

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

#### Item No.8. Approval of the Renumeration Report for the 2021 business year

<u>Dr. Ákos Erdős:</u> describes the Renumeration Report for the 2021 business year and recommends to the General Meeting the acceptance of it.

Zsuzsanna Bartha, Auditor: the Renumeration Report had been examined by acting auditors and found that not all of its elements had been presented.

Dr. Ákos Erdős: calls upon the Management to correct this shortcoming from next year.

Following this the Chairman calls upon the attendee Shareholders that ask questions and make comments in relation to Item No. 8.

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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 9/2022.(04.12.):

#### The General Meeting approves the Renumeration Report for the 2021 business year.

#### Item No. 9. Election and decision on the renumeration of the Auditor



<u>Dr. Ákos Erdős:</u> proposes the re-election of Ernst & Young Könyvvizsgáló Kft. (Adress: 1132 Budapest, Váci út 20., Company registration number: 01-09-267553, Registration Number: 001165), natural person Auditor: Zsuzsanna Bartha (Adress: 5900 Orosháza, Rákóczi út 25., Mother's name: Ilona Németh, Registration number: MKVK 005268) by the General Meeting. The proposed renumeration of the Auditor for 2022 should be 11,660,000 HUF + VAT.

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

After that the Annual General Meeting takes, by an open vote, with 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 10/2022.(04.12.):

The General Meeting elects as the Auditor of the company Ernst and Young Könyvvizsgáló Kft. (Adress: 1132 Budapest, Váci út 20., Company registration number: 01-09-267553, Registration Number: 001165), natural person Auditor: Zsuzsanna Bartha (Adress: 5900 Orosháza, Rákóczi út 25., Mother's name: Ilona Németh, Registration number: MKVK 005268) from 1<sup>th</sup> May 2022 to 31<sup>st</sup> May 2023. The renumeration of the Auditor for 2022 will be 11,660,000 HUF + VAT.

# Item No. 10. Election and removal of the members of the Board of Directors and members of the Supervisory Board

Dr. Ákos Erdős: no proposals have been made on this item

# Item No. 11. Decision on the remuneration of Board of Directors and Supervisory Board <u>members</u>

<u>Dr. Ákos Erdős</u>: the renumeration of the Board members will remain unchanged according to the proposals.

Following this the Chairman calls upon the attendee Shareholders that ask questions and make comments in relation to Item No. 11.

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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following



#### Resolution No. 11/2022.(04.12.):

### The AGM approved the remuneration of the Board of Directors and the Supervisory Board as unchanged.

# Item No. 12. Authorization of the Board based on point 9.3 of Statues purchase of own shares

<u>Dr. Ákos Erdős</u>: Based on the Civil Code (Act 5 of 2013), Paragraph 3:223 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 12<sup>th</sup> October, 2023.

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 7,298,035 yes (wich represents 50.87% from voting shares) 0 not and 0 abstention votes the following

#### Resolution No. 12/2022.(04.12.):

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 12<sup>th</sup> October 2023.

As there is no more item on the agenda the chairman of the Annual General Meeting thanks the attendants for participation and closes the Annual General Meeting at 1:25 p.m.



The Minutes are closed on 12th April, 2022 1:25 p.m.

(the original Hungarian version is signed and stamped)

Chairperson of the Annual General Meeting

Authenticator of the minutes

Authenticator of the minutes

Recorder of the minutes

The document is edited and countersigned on 12th April, 2022, by:

Dr. Anett Erdős Identification number at legal chamber: 36059610