

The **MASTERPLAST Nyrt.** (seat: 8143 Sárszentmihály, Árpád utca 1/A., hereinafter referred to as "the Company") hereby informs its Shareholders of the proposals of the Company regarding to the future resolutions of the Company on the grounds of the agenda of the Annual General Meeting announced for the date 28th of April 2022:

1. Item of the agenda

Decision on the approval of the financial statement of 2021 on the grounds of proposal of the Board of Directors, on the opinion of the Audit Committee and the report of the Auditor

Resolution proposal

The General Meeting of the Company approves the financial statement of 2021 in accordance with the International Financial Reporting Standards, with a balance sheet total of 27 822 607 HUF with 928 200 thousand HUF profit after tax.

The IFRS non-audited balance sheet of the Company and profit and loss account for 2021, compared to the audited figures of the base year, are as follows:

k HUF	2021	2020
<i>Statement of Financial Position</i>		
Non-current assets	23 902 174	17 027 743
Current assets	3 920 433	11 583 456
Total assets	27 822 607	28 611 199
Share capital	1 460 128	1 460 128
Reserves	1 944 621	2 825 572
Redeemed treasury shares	-831 097	-50 542
Profit/(loss) for the year	928 200	364 543
Equity	3 501 852	4 599 701
Provisions	3 122	2 481
Long-term liabilities	21 077 457	13 334 769
Current liabilities	3 240 176	10 674 248
Total liabilities	27 822 607	28 611 199
<i>Profit or loss statement</i>		
Sales revenues	755 788	780 286
Operating profit	626 403	611 522
Profit/(loss) before tax	918 354	292 796
Profit/(loss) for the year	928 200	364 543
<i>Other Comprehensive Income</i>		
Profit for the year	928 200	364 543
Foreign exchange loss on translation*	0	0
Parent company's share of the Other Comprehensive income of associates*	0	0
CCIRS comprehensive income*	-851 319	-243 792
Other comprehensive income	-851 319	-243 792
Comprehensive income	76 881	120 751
Profit attributable to parent company shareholders	76 881	120 751
Profit attributable to non-controlling interests	0	0

* Will not be recognised in profit or loss in future periods

2. Item of the agenda

Decision on the approval of the consolidated financial statement of 2021 on the grounds of proposal of the Board of Directors, on the opinion of the Audit Committee and the report of the Auditor

Resolution proposal

The General Meeting of the Company approves the consolidated financial statement of 2021 in accordance with the International Financial Reporting Standards, with a balance sheet total 179 173 532 EUR with 16 070 365 EUR profit after tax.

The consolidated, IFRS non-audited balance sheet of the Company and profit and loss account for 2021, compared to the audited figures of the base year, are as follows:

EUR	2021	2020
<i>Consolidated Statement of Financial Position</i>		
Non-current assets	91 002 205	54 424 693
Current assets	88 171 327	77 500 678
Total assets	179 173 532	131 925 371
Share capital	5 503 939	5 503 939
Reserves	28 144 870	23 836 615
Redeemed treasury shares	-1 791 520	-138 422
Parent company's share of the profit or loss	15 860 834	5 767 984
Non-controlling interests	646 123	1 899 176
Equity	48 364 246	36 869 292
Long-term liabilities	92 064 432	44 995 954
Current liabilities	38 744 854	50 060 125
Total liabilities	179 173 532	131 925 371
<i>Profit or loss statement</i>		
Sales revenues	191 488 699	122 672 706
Operating profit	18 275 234	8 203 094
Profit before tax	18 568 934	7 343 562
Profit for the year	16 070 365	6 438 979

<i>Other Comprehensive Income</i>		
Profit for the year	16 070 365	6 438 979
Foreign exchange loss on translation*	-728 708	-2 515 131
Parent company's share of the Other Comprehensive income of associates*	-4 366	-30 265
CCIRS comprehensive income*	-1 639 417	-667 684
Other comprehensive income*	-2 372 491	-3 213 080
Comprehensive income	13 697 874	3 225 899
Profit attributable to parent company shareholders	13 465 058	2 593 715
Profit attributable to non-controlling interests	232 816	632 184

* Will not be recognised in profit or loss in future periods

3. Item of the agenda

Decision on the distribution of profit after taxation, payment of dividend, the amount of dividend and the rules of payment

The General Meeting shall decide on the dividend to be paid after the 2021 business year on the basis of the proposal received by the Shareholders by the date announced for the General Meeting.

4. Item of the agenda

Approval of the Corporate Governance Report of 2021 on the grounds of the proposal of the Board of Directors

Resolution proposal

The General Meeting of the Company approves the Corporate Governance Report of 2021 in alignment with the content of the proposal.

The draft Corporate Governance Report is attached to present document as Annex 1.

5. Item of the agenda

Voting opinion on the Company's remuneration report of 2021

Resolution proposal

The General Meeting of the Company approves the Remuneration Report of 2021

The Remuneration Report is attached to present document as Annex 2.

6. Item of the agenda

Decision on the evaluation of the work of the Board of Directors in 2021 and hold-harmless warrant to be granted to the members of the Board of Directors.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2021, the General Meeting hereby declares that Balázs Ács, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Balázs Ács the hold-harmless warrant for 2021.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2021, the General Meeting hereby declares that Ottó Sinkó, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Ottó Sinkó the hold-harmless warrant for 2021.

Resolution proposal

In the assessment of her work as the member of the Board of Directors in 2021, the General Meeting hereby declares that Margaret Elizabeth Dezse, as the member of the Board of Directors, performed her work with due diligence, she took into account the interests of the Company, consequently the General Meeting gives Margaret Elizabeth Dezse the hold-harmless warrant for 2021.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2021, the General Meeting hereby declares that Dirk Theuns, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Dirk Theuns the hold-harmless warrant for 2021.

Resolution proposal

In the assessment of his work as the member of the Board of Directors in 2021, the General Meeting hereby declares that Dávid Tibor, as the member of the Board of Directors, performed his work with due diligence, he took into account the interests of the Company, consequently the General Meeting gives to Dávid Tibor the hold-harmless warrant for 2021.

7. Item of the agenda

Decision on the definition of guidelines for the remuneration of the management and the employees through Employee Part-ownership Program which is a system for motivation the share proprietorship.

Resolution proposal

The General Meeting resolves to approve the guidelines of the Company's scheme for share-based incentive for members of the management and employees through the Employee Stock Ownership Program (hereinafter referred to as: MRP), according to the proposal with the following data:

Period of MRP: 2022-2023

The basis for calculating the benefit criterion: the performance of the company's planned 2023 group result.

Persons participating in the program are the executives of the Company and its wholly owned Hungarian subsidiaries, altogether at the beginning of the program: 43 people.

Maximum benefits regarding to the MRP at the beginning of the program in total: 418 000 000 HUF

Deadline for settlement: 30. 06. 2024

8. Item of the agenda

Information by the Board of Directors of the Company's Purchase of Own Shares in 2021 and authorizing the Board of Directors to purchase or acquire the Company's own shares.

Resolution proposal

The General Meeting hereby empowers the Board of Directors to decide on the acquisition of a maximum of 3,000,000 pieces "A" ordinary shares with a nominal value of 100.- HUF, for a period of 18 months from the date of the Annual General Meeting (or the meeting of the Board of Directors acting in the competence of the General Meeting) 2021, with the purchase price from HUF 100.- / pc up to 20,000 HUF / pc.

9. Item of the agenda

Decision on the election of the members of the Board of Directors, and on their remuneration.

Resolution proposal

Due to the termination of the mandate of Mr. Balázs Ács (mother's maiden name: Elvira Kovács, address: 8000 Székesfehérvár, Újlaki utca 2.) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 01 May 2022 to 30 April 2023 as a non-independent member.

Resolution proposal

Due to the termination of the mandate of Mr. Dávid Tibor (mother's maiden name: Erika Seres, address: 8000 Székesfehérvár, Pöstyéni utca 12.) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 01 May 2022 to 30 April 2023 as a non-independent member.

Resolution proposal

Due to the termination of the mandate of Mr. Dirk Theuns (mother's maiden name: Lea Heestermans, address: Kleine Horendonk 9, 2910 Essen, Belgium) the Annual General Meeting of the Company elects him as member of the Board of Directors of the Company from 01 May 2022 to 30 April 2023 as an independent member.

Resolution proposal

Due to the termination of the mandate of Ms. Margaret Elizabeth Dezse (mother's maiden name: Ilona Farkas, address: 1093 Budapest, Csarnok tér 3-4. 4. em. 2.a.) the Annual General Meeting of the Company elects her as member of the Board of Directors of the Company from 01 May 2022 to 30 April 2023 as an independent member.

Resolution proposal

The Annual General Meeting of the Company elects Mr. Bálint Fazekas (mother's maiden name: Kiss Henriett, address: 8200 Veszprém, Veszprémvölgyi utca 82.) as member of the Board of Directors of the Company from 01 May 2022 to 30 April 2023 as an independent member.

Resolution proposal

The remuneration of the members of the Board of Directors is determined by the General Meeting in a unified form – except the President and the Vice-president – in the amount of gross 300 000 HUF monthly.

Resolution proposal

The General Meeting determines the President's remuneration in the amount of gross 2.500.000 HUF monthly. The General Meeting approves a share-based remuneration of 45.000.000,-Ft to be granted to the Chairman of the Board of Directors in 2022 through the MASTERPLAST Munkavállalói Rész tulajdonosi Program Szervezete (MRP).

Resolution proposal

The General Meeting determines the Vice-president's remuneration in the amount of gross 2.000.000 HUF monthly. The General Meeting approves a share-based remuneration of 30.000.000,-Ft to be granted to the Vicechairman of the Board of Directors in 2022 through the MASTERPLAST Munkavállalói Rész tulajdonosi Program Szervezete (MRP).

10. Item of the agenda

Decision on the election of the members of the Audit Committee and on their remuneration.

Resolution proposal

Due to the termination of the mandate of Mr. Dirk Theuns (mother's maiden name: Lea Heestermans, address: Kleine Horendonk 9, 2910 Essen, Belgium) the Annual General Meeting of the Company elects him as member of the Audit Committee of the Company from 01 May 2022 to 30 April 2023.

Resolution proposal

The Annual General Meeting of the Company elects Mr. Bálint Fazekas (mother's maiden name: Kiss Henriett, address: 8200 Veszprém, Veszprémvölgyi utca 82.) as member of the Audit Committee of the Company from 01 May 2022 to 30 April 2023.

Resolution proposal

Due to the termination of the mandate of Ms. Margaret Elizabeth Dezse (mother's maiden name: Ilona Farkas, address: 1093 Budapest, Csarnok tér 3-4. 4. em. 2.a.) the Annual General Meeting of the Company elects her as member of the Audit Committee of the Company from 01 May 2022 to 30 April 2023.

Resolution proposal

The General Meeting decides that the members of the Audit Committee will perform their activities without any special remuneration.

11. Item of the agenda

Decision on the election of the Auditor, and on its remuneration.

Resolution proposal

The General Meeting elects as the auditor of the Company - from 1 June 2022 until 31 May 2023 - the **MAZARS Könyvszakértő és Tanácsadói Korlátolt Felelősségű Társaság** (H-1123 Budapest, Nagyenyed utca 8-14., Cg 01-09-078412, Chamber Registry Number: 000220), and the auditor responsible in person: **Andrea Kinga MOLNÁR** (mother's name: Dr. Kovács Mária Ibolya, address: 2096 Üröm, Kormorán u. 16/b., Chamber Registration number: 007145). The General Meeting empowers the Board of Directors to set up the terms of the contract with the auditor and to accept the remuneration of the auditor in accordance with the contractual amount and payment terms.

12. Item of the agenda

Modification of the Articles of Association regarding to the Section VIII. (The Board of Directors) point 8.4., Section X. (The Audit Committee) point 10.3., Section XI. (The Auditor) point 11.3. according to the resolution to be made on the grounds of the agenda points 8-10. Decision on the adoption of a unified Articles of Association incorporating the above changes.

Resolution proposal

The General Meeting modifies the Articles of Association of the Company in accordance with the decisions made on the grounds of the agenda items mentioned above by indicating the person and the term of mandate (duration) of the Board of Directors, the Audit Committee, and the permanent Auditor and adopts the unified structure of the Articles of Association.

13. Item of the agenda

Other topics.

The Board of Directors does not make any proposal for the agenda item, the ESG schedule of the Company will be presented within the agenda item.

We hereby inform our Shareholders that at the time of the General Meeting the Company's share capital contains 14,601,279 ordinary shares with unified shareholding rights ('A') with a nominal value of 100 HUF per shares. Each share with a nominal value of 100 HUF entitles the shareholder for one (1) vote consequently the number of the total votes corresponds to the total shares issued by the Company.

MASTERPLAST Nyrt.