

## MASTERPLAST Nyrt.

**MASTERPLAST Nyilvánosan Működő Részvénytársaság** (registered seat: 8143 Sárszentmihály, Árpád u. 1/A., hereinafter referred to as the "Company", "MASTERPLAST Nyrt.") informs the honourable Investors that the Company's Board of Directors, at its meeting of 17 October 2022, decided by Board Resolution 1/2022 (17.10.2022) to increase the Company's registered share capital by offering new ordinary shares to the public.

The prospectus prepared by the Company pursuant to Act CXX of 2011 on the Capital Market (hereinafter the "Tpt.") and Regulation (EU) 2017/1129 of the European Parliament and of the Council on the prospectus to be published when securities are offered to the public or admitted to trading on a regulated market, and repealing Directive 2003/71/EC, dated 21 September 2022 (hereinafter the "Simplified Prospectus") was approved by the National Bank of Hungary (Magyar Nemzeti Bank) by its decision No. H-KE-III-575/2022 dated 26 September 2022, on the basis of which, with the contribution of OTP Bank Plc. (registered seat: 1051 Budapest, Nádor u. 16.; registering authority: Company Registry Court of Budapest-Capital Regional Court (Fővárosi Törvényszék Cégbírósága), company register number: 01-10-041585) as the distributor (hereinafter referred to as the "Distributor"), the Public Offering under the Simplified Prospectus has been completed between 5 October 2022 and 14 October 2022. The subscription procedure for the Retail Placement took place between 5 and 14 October 2022 and the auction procedure for the Institutional Placement took place between 10 and 14 October 2022.

According to the Subscription Receipt issued by the Distributor on 17 October 2022 with respect to the Public Offering, the Investors under the Simplified Prospectus (hereinafter referred to as "Investors") have made commitments to accept newly issued ordinary shares in the aggregate amount of 10,654,931,200 HUF i.e. ten billion six hundred and fifty-four million nine hundred and thirty-one thousand two hundred forints and to pay the cash consideration; 663,848 shares were requested by Retail Investors and 1,933,500 shares by Institutional Investors.

Based on the Allocation carried out in accordance with the Simplified Prospectus, the Board of Directors has decided to increase the share capital of the Company on the following terms:

**The method of the capital increase:** an increase in share capital by way of a public offering of new ordinary shares for cash consideration.

**The amount of the capital increase:** HUF 224,935,200 i.e. two hundred twenty-four million nine hundred thirty-five thousand two hundred forints, in connection with which 2,249,352 i.e. two million two hundred and forty-nine thousand three hundred and fifty-two new registered ordinary shares with a nominal value of HUF 100 (one hundred forints) each and an issue value of HUF 4,100 (four thousand one hundred forints) each, with rights identical in all respects to the previously issued ordinary shares, will be issued in dematerialised form.

**The amount and composition of the share capital raised:** HUF 1,685,063,100 i.e. one billion six hundred eighty-five million sixty-three thousand one hundred forints. The total share capital increased shall consist of 16,850,631 i.e. sixteen million eight hundred fifty-five thousand six hundred thirty-one registered dematerialised ordinary shares of nominal value of HUF 100 (one hundred).

The total share capital increased from HUF 1,460,127,900 i.e. one billion four hundred sixty million one hundred twenty-seven thousand nine hundred forints by the amount of the share capital increase, HUF 224,935,200 i.e. two hundred twenty-four million nine hundred thirty-five thousand two hundred forints, increasing to the above amount of HUF 1,685,063,100 i.e. one billion six hundred eighty-five million sixty-three thousand one hundred forints, while the number of ordinary shares is increased from 14,601,279 i.e. fourteen million six hundred one thousand two hundred and

seventy-nine shares by the number of new ordinary shares issued in the context of the capital increase, 2,249,352 i.e. two million two hundred forty-nine thousand three hundred fifty-two to 16,850,631 i.e. sixteen million eight hundred fifty thousand six hundred thirty-one shares.

**The issue value of the shares:** The issue value of the ordinary shares concerned by the capital increase is HUF 4,100 (four thousand one hundred) per share, in total HUF 9,222,343,200 i.e. nine billion two hundred twenty-two million three hundred forty-three thousand two hundred forints. The part of the issue value per share exceeding the nominal value - in total HUF 8,997,408,000 i.e. eight billion nine hundred ninety-seven million four hundred eight thousand forints - increases the Company's capital reserve pursuant to Article 36 (1) a) of Act C of 2000 on Accounting.

**Lack of pre-emptive rights:** The Board of Directors, based on the Board of Directors' resolution No. 1/2020. (12.14.) taken within the competence of the General Meeting and adopted on the basis of Article 4.3. and 7.1.0) of the Articles of Association, excluded the shareholders from exercising their pre-emption rights to receive shares pursuant to Article 12.8 of the Articles of Association, in view of the fact that shareholders wishing to participate in the Public Offering may subscribe freely for New Shares to be issued.

The consideration of the new shares – the issue value corresponding to the number of shares to be taken over – shall be paid into the Company's separate escrow account pursuant to Section 47 (7) of the Tpt. by 4 p.m. 20 October 2022 by direct payment of the Institutional Investors, while the consideration to be paid by the Retail Investors are collected by the Distributor on the basis of the instructions contained in their subscription statements and transferred to the Company's separate escrow account.

The Board of Directors, under the provisions of Section 3:296 (3) of the Civil Code, has entitled the Investors to take over the full amount of 2,249,352 i.e. two million two hundred forty-nine thousand three hundred fifty-two new ordinary shares with a nominal value of HUF 100 (one hundred forints) per share with the issue value of 4,100 i.e. four thousand one hundred per share, publicly offered in exchange for the cash consideration provided, in registered dematerialised form, as detailed below:

- Investors who have made a prior commitment to receive shares and deliver consideration for shares in the Retail Placement are entitled to receive a total of 554,670 i.e. five hundred fifty-four thousand five hundred seventy ordinary shares,
- Investors who have made a prior commitment to receive shares and deliver the consideration for shares in the Institutional Placement are entitled to receive a total of 1,694,682 i.e. one million six hundred ninety-four thousand six hundred eighty-two ordinary shares,

each up to the maximum amount specified in each Investor's Share Subscription Form or Offer to Purchase Shares in the Auction, as the case may be, in accordance with the result of the Allocation under the Simplified Prospectus.

The Board of Directors has also decided to amend the Articles of Association of the Company, according to which, upon full payment of the issue value of the new shares, as of the expiry of the deadline, i.e. 20 October 2022, Chapter IV (Share Capital of the Company), Article 4.1 and Chapter V (Provisions on Shares), Article 5.1 of the Articles of Association of the Company shall be amended as follows:

“4.1. The share capital of the Company is HUF 1,685,063,100 i.e. one billion six hundred eighty-five million sixty-three thousand one hundred forints.”

“5.1. The share capital shall consist of 16,850,631 i.e. sixteen million eight hundred fifty thousand six hundred thirty-one ordinary shares, each with a nominal value of HUF 100, i.e. one hundred forints. The shares shall be dematerialised shares.”

The remaining provisions of Chapter IV (Share Capital of the Company) and Chapter V (Provisions on Shares) of the Articles of Association shall remain in force unchanged.

The Board of Directors shall, without undue delay after the registration of the present capital increase in the Company Register, arrange for the creation by KELER Zrt. of new dematerialised ordinary shares affected by the capital increase and the crediting of the securities accounts of the holders thereof, as well as the listing of the new ordinary shares in the Premium Category of the Equity Section of the regulated market operated by Budapest Stock Exchange Zrt. (Budapesti Értéktőzsde Zrt.).

The Board of Directors has authorised Dávid Tibor, Chairman of the Board of Directors, and Balázs Ács, Vice Chairman of the Board of Directors to make the legal declarations and commitments related to the capital increase by exercising their independent power of representation and company registration rights, to sign the necessary documents, including the creation of the new dematerialised ordinary shares by KELER Zrt. and the authorisation of the procedures for their admission to trading in the Premium category of the Equity Section of the regulated market operated by the Budapest Stock Exchange Zrt. (Budapesti Értéktőzsde Zrt.).

The Company informs its Shareholders that, in view of the significant oversubscription received in the Public Offering, in the context of the Simplified Prospectus Allocation, the maximum issue size of the Retail Offering (375,000 shares) has been increased by a total of 118,812 shares from the maximum issue size of the Institutional Offering (1,675,000 shares) and then the maximum issue of the Retail Placement thus increased was increased by a further 12.47% and an oversubscription was accepted up to the increased issue limit, resulting in a final maximum issue of 554,670 shares in connection with the Retail Placement. The maximum issuance of the Institutional Placement, reduced by the reallocation, was increased by 12.47% and an oversubscription was accepted up to the increased issuance limit, resulting in a final maximum issuance of 1,694,682 shares for the Institutional Placement.

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