

**NOTICE  
ON CONVENING AN EXTRAORDINARY GENERAL MEETING**

**Invitation for the shareholders of the Company**

**Takarék Mortgage Bank Co. Plc. (registered seat: H-1117 Budapest, Magyar Tudósok körútja 9. G. épület; company registration number: 01-10-043638; registered by Company Registry Court of the Budapest-Capital Regional Court; hereinafter: Company) would like to draw the Esteemed Shareholders' attention to the following:**

**As a result of the deteriorating epidemiological situation, the Government of Hungary repeatedly introduced a state of emergency in Government Decree 478/2020 (XI.3.) on the declaration of the state of emergency. During the state of emergency introduced as a result of the emergency situation – in accordance with the regulations of Section 3 (1) of Government Decree 502/2020. (XI.16.) concerning the repeated introduction of the special provisions related to the operation of partnerships and capital companies – the decision-making body of a legal person, including a college of delegates or a section meeting, may not be convened in a way requiring the physical presence of members.**

**According to Section 9(2) of the Government Decree, a public company limited by shares is required to publish on its website the invitation to the General Meeting, as well as any documents under Point *b*) of Paragraph (3) of Section 3:272 of the Civil Code, if on the date of entry into force of this regulation the invitation – or the documents under Point *b*) of Paragraph (3) of Section 3:272 of the Civil Code – have not been published, provided that the invitation must be published no later than 21 days prior to the General Meeting, and the documents under Point *b*) of Paragraph (3) of Section 3:272 of the Civil Code must be published no later than 8 days prior to the General meeting.**

**The management of the public company limited by shares is entitled to make decisions on all issues included in the published agenda – including the Amendment of the Articles of Association – as well as on the issues specified in Paragraph (1) of Section 5. The management's decision on the issues included in the published agenda may derogate from the proposed resolutions. The resolutions made by the Board of Directors within the scope of competence of the General Assembly must be published as defined by Section 3:279 of the Civil Code.**

**Pursuant to Section 9(7) of the Government Decree, within a 30-day forfeiture period after the termination of the state of emergency, shareholders holding at least 1% of the votes may request a convention of the General Assembly for the purpose of retroactively approving General Assembly resolutions – included in the agenda – made by the Board of Directors during the time of the state of emergency. A convention of the General Assembly may be initiated by shareholders present in the share register of the public company limited by shares based on ownership compliance requested to be performed and conducted in connection with the General assembly included in the originally published invitation, or in the invitation published in accordance with this regulation. The provisions applicable to the share register entry prior to the General Assembly are to be applied to the ownership compliance conducted under the invitation and the share register entry. The invitation to the convention of the General Assembly shall be published within the expiry of the forfeiture period of 45 days from the receipt of the shareholders' request.**

Fulfilling its statutory obligation, **Takarék Mortgage Bank Co. Plc.** notifies the shareholders and investors of the Company that on 8 March 2021, the Board of Directors of the Company made a decision on convening the meeting of the Board of Directors of the Company acting within the scope of competence of the General Assembly.

**The Board of Directors of the Company convenes its meeting  
acting within the competence of the General Assembly as set out below:**

**Date of the meeting:**

30 March 2021 (Tuesday), 10:00 a.m.

**Place of the meeting:**

the registered seat of the Company  
Infopark G. épület  
H-1117 Budapest, Magyar Tudósok körútja 9.

**Agenda of the meeting:**

1. Adopting the new Articles of Association of the Company
2. Approving the new rules of procedure of the Supervisory Board of the Company
3. Electing the member of the Audit Committee

**Publication of presentations and draft proposals for the General Meeting**

In accordance with the provisions of the Articles of Association relating to the publication of the announcements of the Company and the contents of Government Decree 502/2020 (XI.16.) concerning the repeated introduction of the special provisions related to the operation of partnerships and capital companies during the state of emergency, the Board of Directors of the Company will publish the summary of the presentations relating to the items on the agenda and the draft proposals on the Company's official website ([www.takarekjzb.hu](http://www.takarekjzb.hu)), the electronic announcement forum operated by the Central Bank of Hungary ([www.kozzetetelek.hu](http://www.kozzetetelek.hu)) and the official website of the Budapest Stock Exchange ([www.bet.hu](http://www.bet.hu)) at least 8 (eight) days prior to the General Assembly, in Hungarian and in English.

**Takarék Mortgage Bank Co. Plc.**