

## ANNOUNCEMENT

**Takarék Mortgage Bank Co. Plc** (seat H-1117 Budapest, Magyar Tudósok körútja 9. G.ép., registered No.: 01-10-043638, hereinafter also as: "Company") hereby informs its Esteemed Investors on the resolutions of the Board of Directors taken within the competence of the General Shareholder's Meeting („General Meeting”) on 27 April 2021, in the framework of meeting its obligations on extraordinary information as provided by the Section 3:279 of the Civil Code, the Act CXX of 2001 on the Capital Market and Decree No. 24/2008 of the Minister of Finance on the Detailed Rules of Disclosure Obligation Relating to Securities Issued to the Public.

### Agenda item No. 1

**Report by the Board of Directors regarding the Company's business activities, wealth, business policy and management in 2020, including the separate business report and separate financial statements as defined in the International Financial Reporting Standards (IFRS) for 2020, decision on the use of earnings after tax, the report of the Board of supervisors on the Company's 2020 separate financial statements and separate business report as defined in the IFRS; the report of the Audit Committee on the Company's 2020 separate financial statements and separate business report as defined in the IFRS; the report of the accountant on the Company's 2020 separate financial statements and separate business report as defined in the IFRS;**

#### Resolution nr. 34/2021. (27.04.) of the Board of Directors

- a) The Board of Directors of the Company, acting under the authority of the General Meeting, approves the Individual Business Report of the Company for 2020 in accordance with the International Financial Reporting Standards ("IFRS") adopted by the European Union.
- b) The Board of Directors of the Company, acting under the authority of the General Meeting, approves the Company's financial statements for 2020 in accordance with the International Financial Reporting Standards ("IFRS") adopted by the European Union (Separate Statement of Financial Position, Separate Comprehensive Income Statement, Notes).

The Board of Directors of the Company Acting under the authority of the General Meeting, the Company states:

- the balance sheet total in HUF 612,141 million
  - the profit for the current year in the amount of HUF 2,373 million.
- c) The Board of Directors of the Company acting under the authority of the Annual General Meeting accepts the proposal for the allocation for the profit after taxation:
    - Shares – Series "A" for financial year ended 2020 no dividend is declared
    - Shares – Series "B" for financial year ended 2020 no dividend is declared
    - Shares – Series "C" for financial year ended 2020 no dividend is declared
    - the Company places the profit of the current year of 2020 in the profit reserve and forms the general reserve according to the law, HUF 237 million.

The number of the votes validly cast was 6.

Yes votes:	6	100,00%
No votes:	0	0,00%
Abstentions:	0	0,00%
Not given:	0	0,00%

### **Agenda item No. 2**

#### **Decision for senior officers concerning the granting of indemnification establishing the compliance of their management activities in the business year of 2020**

*Resolution nr. 35/2021. (27.04.) of the Board of Directors*

The Company's Board of Directors, acting on behalf of the General Meeting, has evaluated the activities of the senior officers in the business year of 2020, and, based on said evaluation, has issued an indemnification establishing the compliance of their management activities in the business year of 2020.

The number of the votes validly cast was 6.

Yes votes:	6	100,00%
No votes:	0	0,00%
Abstentions:	0	0,00%
Not given:	0	0,00%

### **Agenda item No. 3**

#### **Election and determination of the remuneration of the Company's auditor**

*Resolution nr. 36/2021. (27.04.) of the Board of Directors*

The Company's Board of Directors, acting on behalf of the General Meeting, supports that the audit tasks of TakaréK Mortgage Bank Co. Plc. be performed by Deloitte Könyvvizsgáló és Tanácsadó Kft. for the 2021 business year for the fee of HUF 16,5 million + VAT (HUF 20,955 million).

The Company's Board of Directors, acting on behalf of the General Meeting, supports that the auditor in charge will be Molnár Attila, if he is prevented from performing his tasks: Mádi-Szabó Zoltán.

The number of the votes validly cast was 6.

Yes votes:	6	100,00%
No votes:	0	0,00%
Abstentions:	0	0,00%
Not given:	0	0,00%

**Agenda item No. 4**  
**Approving the Corporate Governance Report**

*Resolution nr. 37/2021. (27.04.) of the Board of Directors*

The Company's Board of Directors, acting on behalf of the General Meeting, approves the Company's Corporate Governance Report for the business year 2020 with the content of the written submission relevant for the agenda item.

The number of the votes validly cast was 6.

<b>Yes votes:</b>	<b>6</b>	<b>100,00%</b>
<b>No votes:</b>	<b>0</b>	<b>0,00%</b>
<b>Abstentions:</b>	<b>0</b>	<b>0,00%</b>
<b>Not given:</b>	<b>0</b>	<b>0,00%</b>

**Agenda item No. 5**  
**Approving the Corporate Governance Report**

*Resolution nr. 38/2021. (27.04.) of the Board of Directors*

The Board of Directors acting on behalf of the General Meeting, authorizes the Board of Directors to acquire the Company's treasury shares pursuant to Section 3: 223 (1) of Act V of 2013 of the Civil Code, with the following conditions.

1. Type, nominal value and amount of own shares to be acquired:
  - Series "A" ordinary shares with a nominal value of HUF 100,
  - Series "B" priority share with a nominal value of HUF 100,
  - Series "C" ordinary shares with a nominal value of HUF 1,000,but up to 25% of the total nominal value of the share capital at the time.
2. The purpose of acquiring treasury shares is:
  - to maintain the stability of the share price and the planned implementation of the Company's business strategy.
3. The way of acquiring treasury shares is:
  - on an exchange or in an over-the-counter market, onerously.
4. The minimum and maximum amount of consideration that can be paid for one treasury share:
  - in the case of Series "A" and "B" shares, the lowest purchase price is HUF 1, i.e. one Forint, and the highest purchase price is 125% of the volume weighted average stock exchange price of one Series "A" share before the trade date;
  - in the case of Series "C" share, the lowest purchase price is HUF 1, i.e. one Forint, and the highest purchase price is 1250% of the volume weighted average stock exchange price of one Series "A" share before the trade date.
5. This authorization is valid for 18 months from the date of this Decision.

6. Regarding other conditions for the acquisition of own shares, the relevant provisions of the Civil Code shall apply.

The number of the votes validly cast was 6.

<b>Yes votes:</b>	<b>6</b>	<b>100,00%</b>
<b>No votes:</b>	<b>0</b>	<b>0,00%</b>
<b>Abstentions:</b>	<b>0</b>	<b>0,00%</b>
<b>Not given:</b>	<b>0</b>	<b>0,00%</b>

Takarék Mortgage Bank Co. Plc.