



## Shareholder's submission to RÁBA Automotive Holding Plc's Annual General Meeting to be held on April 11, 2025

N7 Holding Zrt. initiated to supplement the agenda of the Annual General Meeting of RÁBA Automotive Holding Plc. to be held on April 11, 2025. RÁBA Plc. herewith publishes the submission and draft resolution that it received on March 18, 2025 for publication purposes from N7 Holding Zrt. as follows.

„N7 Holding Zrt. has conducted a procurement procedure in the subject matter of auditing services for the N7 Group, under which offers were requested for the following services regarding Rába Automotive Holding Plc. for the financial years 2025 and 2026 as follows:

- the audit of the company's individual financial statements according to International Financial Reporting Standards (IFRS),
- the audit of the consolidated financial statements according to International Financial Reporting Standards (IFRS),
- the audit of the Sustainability Report as an integral part of the Business Report, which is itself part of the consolidated financial statements according to International Financial Reporting Standards (IFRS).

With regard to N7 Group, it has been announced that the overall most favourable offer was submitted by RSM Hungary Könyvvizsgáló Zrt. (registered seat: 1139 Budapest, Váci út 99-105. Balance Hall. ép. IV. em.; company registration number: 01-10-045727; chamber license number: 004443; hereinafter: RSM Hungary Zrt.), RSM Hungary Zrt. submitted the following offers for the above mentioned services with regard to Rába Automotive Plc. (hereinafter: the Company):

Data in HUF (VAT not included)

Audit tasks	Year 2025	Year 2026
individual financial statements (IFRS)	5 000 000	5 000 000
consolidated financial statements (IFRS)	5 000 000	5 000 000
consolidated sustainability report	12 000 000	12 000 000

N7 Holding Zrt. supports the appointment of RSM Hungary Zrt. for the auditing services for the entire N7 Group, including RÁBA Automotive Holding Plc. Accordingly, N7 Holding Zrt. proposes the election of RSM Hungary Zrt. for the auditing services as standing auditor and for the audit of the consolidated sustainability report, in order to be able to ensure that the auditing services are provided with a unified set of criteria, taking advantage of synergies, with the optimization of internal and external resources and the rationalization of costs and keeping schedule, for the companies belonging to the portfolio of N7 Holding Zrt.

With regard to the above, N7 Holding Zrt. submits the following alternative draft resolution with regard to item 6 on Agenda of the General Meeting.

### Alternative draft resolution with regard to item 6 on agenda of the general meeting on the Election of the sustainability-certified Auditor for the audit of the consolidated sustainability report and setting its remuneration

#### Draft resolution:

The General Meeting appoints RSM Hungary Könyvvizsgáló Zrt. (registered seat: 1139 Budapest, Váci út 99-105. Balance Hall. ép. IV. em.; company registration number: 01-10-045727; chamber license number: 004443; hereinafter: RSM Hungary Zrt.) as auditor for the audit of the company's



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consolidated sustainability report, from the day of the annual general meeting closing the financial year 2024, for the period ending with the annual general meeting closing the financial year 2026, until April 30, 2027, the latest. Mr. Ádám Mosonyi (registered number: 007424; sustainability-certification number: EF00043) is the auditor in charge. The auditor fee for the auditing services for the audit of the consolidated sustainability report for the financial year 2025 is HUF 12 million + VAT, and for the financial year 2026 is HUF 12 million + VAT.

The General Meeting authorises the Chairman-CEO of the company to execute a contract with the appointed auditor for the audit of the company's consolidated sustainability report of the financial years 2025 and 2026, with the above auditor fee.

With regard to the added agenda item, N7 Holding Zrt. submits the following alternative draft resolutions.

### **Recall of the current standing auditor of the Company, election of the new standing auditor and setting its remuneration**

#### Draft resolution I:

The General Meeting recalls the standing auditor of the Company, Ernst & Young Könyvvizsgáló Kft. from the day of the annual general meeting closing the financial year 2024.

The General Meeting requests and authorizes the Chairman-CEO of the Company to terminate the contract with Ernst & Young Könyvvizsgáló Kft. concluded for the auditing services.

#### Draft resolution II:

The General Meeting appoints RSM Hungary Könyvvizsgáló Zrt. (registered seat: 1139 Budapest, Váci út 99-105. Balance Hall. ép. IV. em.; company registration number: 01-10-045727; chamber license number: 004443; hereinafter: RSM Hungary Zrt.) as standing auditor for the audit of the company's individual financial statements and consolidated financial statements according to International Financial Reporting Standards (IFRS), from the day of the annual general meeting closing the financial year 2024, for the period ending with the annual general meeting closing the financial year 2026, until April 30, 2027, the latest. Mr. Ádám Mosonyi (registered number: 007424). The General Meeting authorises the Chairman-CEO of the company to execute a contract with the appointed auditor for the audit of the company's individual financial statements and consolidated financial statements according to International Financial Reporting Standards for the financial years 2025 and 2026, at an auditor fee of HUF 10 million + VAT / each year for the period of the appointment.

The General Meeting requests the Chairman-CEO of the company to register the changes resulting from the above resolutions at the Court of Registration.

Győr, March 20, 2025

Board of Directors of RÁBA Plc.