

**Remuneration Policy  
of  
MASTERPLAST Nyilvánosan Működő Részvénytársaság**

**Chapter 1  
The objective, purpose, content and scope of the Remuneration Policy**

**1.1. The objective and the purpose of the remuneration policy**

1.1.1.1 This Remuneration Policy concerns the remuneration of the senior executives (members of the Board of Directors), the CEO and the Deputy CEO of MASTERPLAST Nyrt. (8143 Sárszentmihály, Árpád u. 1/A.; hereinafter referred to as "the Company") and the system of benefits in the event of termination of their employment.

1.1.2 The purpose of this Remuneration Policy is to promote the Company's business strategy, long-term interests and sustainability, to promote transparent, cost-effective and predictable operations and to establish the necessary regulations to achieve these.

**1.2. Content of the Remuneration Policy**

1.2.1. The Remuneration Policy contains the information specified in Article 17 (1) of Act LXVII of 2019 on the Promotion of Long-Term Shareholder Involvement and the Amendment of Certain Acts for the Purposes of Legal Harmonisation

**1.3. Personal scope of the Remuneration Policy**

1.3.1. The scope of the Remuneration Policy to the members of the Board of Directors of the Company, including the President and Vice-president, as well as the CEO and Deputy CEO(s) (hereinafter also referred to as "Directors"), in accordance with Article 2(2) of Act LXVII of 2019 on the Promotion of Long-term Shareholder Involvement and the Amendment of Certain Acts for the Purposes of Legal Harmonisation.

**1.4. Objects covered of the Remuneration Policy**

1.4.1 The scope of the Remuneration Policy covers the principles and system of remuneration of the persons defined in section 1.3.1, as well as the principles and system of the method and amount of benefits provided in the event of termination of employment.

**Chapter 2  
Principles, foundations of the Directors' relationship**

2.1 The application of the Remuneration Policy must be subject to the requirement of transparency.

2.2. When determining the remuneration, the requirement of proportionality, the responsibility of the person concerned, the effectiveness of his/her work, his/her achievements, experience and length of time spent with the Company shall be taken into account. The level of remuneration should aim to be reasonable and reward

genuine performance, to promote the achievement of economic objectives and to encourage effective performance.

2.3 The members of the Board of Directors and the members of the Audit Committee shall be elected by the General Meeting of Shareholders from among its independent members for a term of office to be determined by the General Meeting. The members of the Board of Directors shall hold office on a term of office basis. The Chief Executive Officer and the Deputy Chief Executive Officer(s) shall be employed by the Company for an indefinite period.

### **Chapter 3**

#### **Indication of the various fixed and variable components of remuneration, the relative proportion of all forms of bonuses and other benefits that may be provided**

##### **3.1. Forms of remuneration applied by the Company:**

###### **3.1.1. Fixed remuneration (basic salary, honorarium)**

The amount of the basic salary is set out in the relevant employment contracts. The annual basic salary is the annual amount of the fixed monthly basic salary (fixed component). The basic salary is a fixed monthly payment guaranteed under the employment contract. Basic wages are regularly reviewed to ensure competitiveness on the labour market.

###### **3.1.2. Performance-based cash remuneration, variable remuneration component, incentive scheme**

The incentive scheme aims to achieve annualised business objectives that support the Company's long-term strategy. The annual targets are set as a set of key financial performance indicators. The determination of performance pay is linked to the achievement of corporate objectives, with individualised pay linked to the achievement of the targets set. The members of the Board of Directors do not receive any performance-related pay by virtue of their position, and the financial and non-financial performance criteria applicable to the CEO and Deputy CEO(s) are set out in the rules of this Remuneration Policy.

###### **3.1.3. Discretionary awards granted by the Company**

The Board of Directors of the Company has the discretionary power to decide to grant bonuses in addition to those set out above to the CEO and the CEO to the Deputy CEO(s), in the event of the achievement of a performance target. The Board of Directors or the CEO shall be entitled to determine the level of discretionary bonus.

###### **3.1.4. Share bonus, share option**

The Company supports the remuneration of the CEO, Deputy CEO(s) and other employees not covered by the Remuneration Policy, and the managers of subsidiaries under the Employee Share Ownership Plan (hereinafter referred to as "MRP"). The Company grants share awards and option awards in accordance with the rules of the MRP Remuneration Policy, with a performance period (vesting period) of at least 2 completed financial years. Each phase of the MRP is decided by the Annual General Meeting and the main terms and conditions are set out in the published AGM resolutions. The Company does not impose any rules on the retention of vested shares.

Share-based remuneration contributes to the Company's business strategy, long-term interests and sustainability by creating a stakeholder structure.

###### **3.1.5. Other: uniform cafeteria benefits for all employees**

A cafeteria allowance may be provided for employees

3.2 The various fixed and variable components of remuneration, the forms of bonuses and other benefits that may be granted to directors may be combined as described above, and their relative proportions will vary according to the benefits. The allowance under point 3.1.1 above is mandatory, while the application and the level of the allowances set out in points 3.1.2 to 3.1.5 above are determined by the Board of Directors in the case of the Chief Executive Officer and by the Chief Executive Officer in the case of the Deputy Chief Executive Officer(s), and the terms of each section of the MRP are determined by the General Meeting. Under the MRP, the award is conditional on the achievement of the required economic performance improvement, the achievement of which and the relative share of the awards will be determined at the closure of the programmes.

3.3 The performance criteria shall be set by the Company in a manner that takes into account social responsibility, aspects related to the Company's business strategy, long-term interests and sustainability in the performance to be achieved, while complying with legal requirements.

3.4. The Company may claim back the variable remuneration if a final court decision declares that it is unfounded.

3.5 The Company does not apply a deferral period, the benefit due under the MRP will be paid upon the successful completion of the vesting period and thereafter.

3.6 In formulating this Remuneration Policy, the remuneration of the Company's employees and the terms and conditions of their employment have been considered in accordance with the principle of proportionality.

## **Chapter 4**

### **Applicable rules for the Members of the Board of Directors**

#### **4.1. Remuneration**

4.1.1 The remuneration of the members of the Board of Directors, including the President and Vice-president of the Board of Directors and the Chairperson of the Audit Committee, shall be determined by the General Meeting of the Company, taking into account the applicable legislation. The members of the Board of Directors, including the President and Vice-president of the Board of Directors and the Chairperson of the Audit Committee, shall receive only a fixed monthly remuneration (honorarium) in respect of their functions.

4.1.2 The remuneration of the members of the Board of Directors shall be fixed at a level commensurate with the level of responsibility, not excessive financial burden on the Company, commensurate with the performance of the office, the economic results of the Company, the number of employees of the Company and commensurate with the social prestige of the office and the position held in the economic sphere.

#### **4.2. Termination benefits**

4.2.1 The President, Vice-president and members of the Board of Directors shall not be entitled to any benefits in the event of termination of their term of office.

## **Chapter 5**

### **Applicable rules for the Management**

#### **5.1. Remuneration of the CEO, Deputy CEO(s)**

5.1.1.1 The remuneration of the CEO is determined by the Board of Directors, and that of the Deputy CEO(s) by the CEO.

5.1.2 In determining the basic salary of the CEO and Deputy CEO(s), the level of responsibility associated with the position, the importance of the position in economic life and the economic objectives to be achieved shall be taken into account. Its level shall be set at a level which is not excessive in relation to the financial burden on the Company, proportionate to the work of the CEO and Deputy CEO(s) and proportionate to the economic performance of the Company. The CEO and the Deputy CEO(s) shall receive a fixed amount as their basic salary.

5.1.3 The Board of Directors shall determine the performance-based remuneration of the CEO and the amount of the bonus or other benefits payable to him/her.

5.1.4. Performance-based remuneration and rewards of the CEO and Deputy CEO(s)

5.1.4.1.1 In addition to meeting the key figures of the business plan, only a condition may be defined as a task related to performance-related remuneration, the fulfilment of which implies objectively measurable performance beyond the expected performance of the job with due skill and care.

5.1.4.2 A performance-based form of remuneration or reward shall be applied that encourages efficient operation and promotes the effective achievement of the business and economic objectives for the year.

5.1.4.3 Specific tasks for remuneration or performance-related remuneration may be set annually by the Board of Directors in the case of the CEO and by the CEO in the case of the Deputy CEOs. The setting of the basic rules for performance-related remuneration or the basic rules for remuneration shall take place after the adoption of the business/strategic plan. The setting shall include all the levels of remuneration or performance-related remuneration, the tasks to be performed with the corresponding share, the time when the advance may be paid and the date of the assessment.

5.1.4.4 The evaluation and accounting of performance-based remuneration and bonus functions shall be carried out annually, in the case of the CEO on a date determined by the Board of Directors and in the case of the Deputy CEO(s) on a date determined by the CEO, with the final amount of performance-based remuneration or bonus to be determined after the adoption of the accounts closing the financial year.

5.1.4.5 The CEO and the Deputy CEO(s) may receive an annual performance-based bonus, which is a share-based award, the amount of which depends on the results of the financial year,

#### **5.2 Termination benefits for the CEO and Deputy CEO(s)**

5.2.1 The benefits provided to the CEO and Deputy CEO(s) in the event of termination of their employment shall be governed by the provisions of the Labour Code. No special pension benefits are provided by the Company.

## **Chapter 6**

### **Decision-making process for the definition, review and implementation of the Remuneration Policy**

6.1 The Remuneration Policy shall be determined in accordance with the provisions of the applicable legislation and the Company's Articles of Association, as well as the resolutions of the Company's General Meeting.

6.2 The Remuneration Policy shall be prepared, adopted and submitted to the General Meeting by the Board of Directors.

6.3 The previous Remuneration Policy was adopted by the General Meeting of 25 April 2024 by General Meeting Resolution 11/2024 (04.25.), and the updated rules are set out in this Remuneration Policy.

6.4. The Board of Directors may initiate a review of the Remuneration Policy, in which case it shall submit a proposal for the amendment of the Remuneration Policy to the General Meeting.

6.5 The Board of Directors is responsible for the implementation of the Remuneration Policy.

6.6 The Board of Directors shall act in accordance with its Rules of Procedure in the decision-making procedures relating to the Remuneration Policy. A member whose remuneration may be affected by the decision may not vote.

## **Chapter 7**

### **Final provisions**

7.1 The Remuneration Policy shall enter into force upon its adoption by the General Assembly.

7.2 Once adopted, the Remuneration Policy shall be published in accordance with the publication rules applicable to the Company.

*The Remuneration Policy, as amended above, was adopted by the General Meeting of the Company by resolution no. 11/2025 (04.24).*