

PROPOSALS AND DRAFT RESOLUTIONS FOR GENERAL MEETING

The board of directors of **EU-SOLAR Trading and Services SE Public European Company Limited by Shares** (registered seat: 7630 Pécs, Kocsz street 127.; registration authority: Regional Court of Pécs as Court of Registration; registration number: 02-20-000002; hereinafter: Company) has convened the annual general meeting of the Company by invitation dated and published on 29 April 2025, with the following conditions. Official corporate action event reference (COAF) of the general meeting: HU20250429022050.

Venue of the general meeting: **7630 Pécs, Kocsz street 127.**

Date and time of commencement of the general meeting: **10:00 a.m. on 29 May 2025**

In case of lack of quorum, venue of the reconvened general meeting: 7630 Pécs, Kocsz street 127.
In case of lack of quorum, date and time of commencement of the reconvened general meeting: 10:00 a.m. on 12 June 2025

Way of holding the general meeting: personal attendance of shareholders (or their authorized proxies)

The board of directors of the Company hereby publishes its proposals and draft resolutions related to the general meeting.

Agenda of the general meeting:

1. **Report of the board of directors on operation, financial status and business policies of EU-SOLAR Plc. concerning the business year from 1 January 2024 to 30 September 2024**
2. **Report of the auditor on financial statements and related business report concerning the business year from 1 January 2024 to 30 September 2024 of EU-SOLAR Plc.**
3. **Report of the supervisory board on financial statements and related business report concerning the business year from 1 January 2024 to 30 September 2024 of EU-SOLAR Plc.**
4. **Approving financial statements and related business report concerning the business year from 1 January 2024 to 30 September 2024 of EU-SOLAR Plc.**
5. **Report of the board of directors on operation, financial status and business policies of the Company concerning the business year from 1 October 2024 to 31 December 2024**
6. **Report of the auditor on financial statements and related business report concerning the business year from 1 October 2024 to 31 December 2024 of the Company**
7. **Report of the supervisory board on financial statements and related business report concerning the business year from 1 October 2024 to 31 December 2024 of the Company, and on proposal of the board of directors on use of free profit reserve supplemented by profit after tax of the previous business year**
8. **Approving financial statements and related business report concerning the business year from 1 October 2024 to 31 December 2024 of the Company**
9. **Decision on use of free profit reserve supplemented by profit after tax of the previous business year**

10. Approving corporate governance report concerning the previous business year of the Company
11. Advisory vote on remuneration report concerning the previous business year of the Company
12. Decision on discharging members of the board of directors from liability
13. Report of the supervisory board on its operation concerning the previous business year of the Company
14. Report of the audit committee on its operation concerning the previous business year of the Company
15. Decision on the amounts of one-time fees payable to members of the supervisory board, with respect to their performance in the previous business year

Agenda item no. 1.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss business report, prepared by the board of directors, on (among others) operation, financial status and business policies of EU-SOLAR Trading and Services Public Company Limited by Shares (registered seat before transformation: 7630 Pécs, Kokszt street 127.; registration authority before transformation: Regional Court of Pécs as Court of Registration; registration number before transformation: 02-10-060424; hereinafter: EU-SOLAR Plc.) – as legal predecessor of the Company – concerning business year from 1 January 2024 to 30 September 2024.

The Chairman of the Meeting suggests that the general meeting make decision on approval of the business report under item no. 4. of the agenda.

Agenda item no. 2.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the auditor prepared by PricewaterhouseCoopers Auditing Limited Liability Company (registered seat: 1055 Budapest, Bajcsy-Zsilinszky road 78.; registration authority: Regional Court of Budapest-Capital as Court of Registration; company registration number: 01-09-063022; hereinafter: PricewaterhouseCoopers Auditing Ltd.), Péter Biczó as natural person responsible for the audit, on financial statements and related business report concerning the previous business year of the Company.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 1/2025. (V. 29.) of the general meeting

The general meeting approves the report of the independent auditor on financial statements and related business report of EU-SOLAR Plc. concerning business year from 1 January 2024 to 30 September 2024.

Agenda item no. 3.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the supervisory board on financial statements and related business report of EU-SOLAR Plc. concerning business year from 1 January 2024 to 30 September 2024.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 2/2025. (V. 29.) of the general meeting

The general meeting approves the report of the supervisory board on financial statements and related business report of EU-SOLAR Plc. concerning business year from 1 January 2024 to 30 September 2024.

Agenda item no. 4.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss financial statements of EU-SOLAR Plc. concerning business year from 1 January 2024 to 30 September 2024 (balance sheet total: HUF 11,493,928,000 that is eleven billion four hundred and ninety-three million nine hundred and twenty-eight thousand forints; profit after tax: HUF -1,023,441,000 that is minus one billion twenty-three million four hundred and forty-one thousand forints), prepared by the board of directors, and to make decision, based on proposals and resolutions made under items no. 1-3. of the agenda, on approval of the financial statements and the related business report.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 3/2025. (V. 29.) of the general meeting

The general meeting approves the financial statements of EU-SOLAR Plc. concerning business year from 1 January 2024 to 30 September 2024, with HUF 11,493,928,000 that is eleven billion four hundred and ninety-three million nine hundred and twenty-eight thousand forints as balance sheet total and HUF -1,023,441,000 that is minus one billion twenty-three million four hundred and forty-one thousand forints as profit after tax, and the related business report.

Agenda item no. 5.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss business report, prepared by the board of directors, on (among others) operation, financial status and business policies of the Company concerning business year from 1 October 2024 to 31 December 2024.

The Chairman of the Meeting suggests that the general meeting make decision on approval of the business report under item no. 8. of the agenda.

Agenda item no. 6.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the auditor prepared by PricewaterhouseCoopers Auditing Ltd., Péter Biczó as natural person responsible for the audit, on financial statements and related business report of the Company concerning business year from 1 October 2024 to 31 December 2024.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 4/2025. (V. 29.) of the general meeting

The general meeting approves the report of the independent auditor on financial statements and related business report of the Company concerning business year from 1 October 2024 to 31 December 2024.

Agenda item no. 7.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the supervisory board on financial statements and related business report of the Company concerning business year from 1 October 2024 to 31 December 2024, and on proposal of the board of directors on use of free profit reserve supplemented by profit after tax of the previous business year.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 5/2025. (V. 29.) of the general meeting

The general meeting approves the report of the supervisory board on financial statements and related business report of the Company concerning business year from 1 October 2024 to 31 December 2024, and on proposal of the board of directors on use of free profit reserve supplemented by profit after tax of the previous business year.

Agenda item no. 8.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss financial statements of the Company concerning business year from 1 October 2024 to 31 December 2024 (balance sheet total: HUF [...] that is [...] forints; profit after tax: HUF [...] that is [...] forints), prepared by the board of directors, and to make decision, based on proposals and resolutions made under items no. 5-7. of the agenda, on approval of the financial statements and the related business report.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 6/2025. (V. 29.) of the general meeting

The general meeting approves the financial statements of the Company concerning business year from 1 October 2024 to 31 December 2024, with HUF [...] that is [...] forints as balance sheet total and HUF [...] that is [...] forints as profit after tax, and the related business report.

Agenda item no. 9.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss proposal of the board of directors concerning use of free profit reserve supplemented by profit after tax of the previous business year, aiming at [...].

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes

votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 7/2025. (V. 29.) of the general meeting

According to decision of the general meeting, the Company [...].

Agenda item no. 10.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss corporate governance report concerning the previous business year of the Company, prepared by the board of directors in accordance with Corporate Governance Recommendations published by the Budapest Stock Exchange.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 8/2025. (V. 29.) of the general meeting

The general meeting approves the corporate governance report concerning the previous business year of the Company.

Agenda item no. 11.

Proposal:

The Chairman of the Meeting – for the purpose of advisory vote – asks the general meeting to discuss remuneration report concerning the previous business year of the Company, prepared by the board of directors.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented

in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 9/2025. (V. 29.) of the general meeting

The general meeting approves the remuneration report concerning the previous business year of the Company.

Agenda item no. 12.

Proposal:

The Chairman of the Meeting asks the general meeting to decide on discharging members of the board of directors from liability regarding provisions of subsection (1) of section 3:117 of Act no. V. of 2013. on the Civil Code.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 10/2025. (V. 29.) of the general meeting

The general meeting states that performance of András Balázs Petre as president of the board of directors concerning the previous business year was consistent with relevant laws, articles of association of the Company, decisions of the general meeting, and interests of the shareholders, thus discharges him from liability regarding relevant provisions of the Civil Code.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 11/2025. (V. 29.) of the general meeting

The general meeting states that performance of dr. András Petre as member of the board of directors concerning the previous business year was consistent with relevant laws, articles of association of the Company, decisions of the general meeting, and interests of the shareholders, thus discharges him from liability regarding relevant provisions of the Civil Code.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 12/2025. (V. 29.) of the general meeting

The general meeting states that performance of Hortenzia Petréné Kárpáti as member of the board of directors concerning the previous business year was consistent with relevant laws, articles of association of the Company, decisions of the general meeting, and interests of the shareholders, thus discharges her from liability regarding relevant provisions of the Civil Code.

Agenda item no. 13.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the supervisory board on its operation concerning the previous business year of the Company.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 13/2025. (V. 29.) of the general meeting

The general meeting approves the report of the supervisory board on its operation concerning the previous business year of the Company.

Agenda item no. 14.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss report of the audit committee on its operation concerning the previous business year of the Company.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...]% of the share capital) – with [...] yes votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...]% of the votes related to all shares providing voting rights), [...] no votes (that is [...]% of the valid votes, [...]% of the votes related to shares being represented in the general meeting and providing voting

rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 14/2025. (V. 29.) of the general meeting

The general meeting approves the report of the audit committee on its operation concerning the previous business year of the Company.

Agenda item no. 15.

Proposal:

The Chairman of the Meeting asks the general meeting to discuss proposals of the board of directors on amounts of one-time fees payable to members of the supervisory board, with respect to their performance in the previous business year.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 15/2025. (V. 29.) of the general meeting

According to decision of the general meeting, the Company shall pay HUF 200,000 that is two hundred thousand forints as gross one-time fee to Tamás Rózsás, president of the supervisory board, with respect to his performance in the previous business year.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 16/2025. (V. 29.) of the general meeting

According to decision of the general meeting, the Company shall pay HUF 100,000 that is one hundred thousand forints as gross one-time fee to Tünde Ibolya Gadóné Szőke, member of the supervisory board, with respect to her performance in the previous business year.

After thorough discussion of the proposal in question, the general meeting, by open vote, with [...] valid votes (related to [...] pieces of shares embodying [...] % of the share capital) – with [...] yes

votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), [...] no votes (that is [...] % of the valid votes, [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights) – and [...] abstentions (that is [...] % of the votes related to shares being represented in the general meeting and providing voting rights concerning the proposal in question, and [...] % of the votes related to all shares providing voting rights), makes the following resolution:

Draft resolution:

Resolution no. 17/2025. (V. 29.) of the general meeting

According to decision of the general meeting, the Company shall pay HUF 100,000 that is one hundred thousand forints as gross one-time fee to Tamás József Véghely, member of the supervisory board, with respect to his performance in the previous business year.

Pécs, 8 May 2025

EU-SOLAR SE