

Extraordinary information

AKKO Invest Nyrt. (registered office: 1118 Budapest, Dayka Gábor utca 5; hereinafter referred to as the "Company") hereby fulfils its extraordinary disclosure obligations pursuant to Act CXX of 2001 on Capital Markets (hereinafter referred to as the "Act"):

The Board of Directors of the Company, based on the authorization given by the General Meeting of Shareholders in its resolution 10/2024 (IV.19.), has decided on this day to increase the share capital of the Company by issuing new shares as follows:

1. The Company shall issue a total of 6,671,039 new "C" series, registered, dematerialized ordinary shares with a nominal value of HUF 25 per share as part of the share capital increase. The issue price equals the weighted average stock exchange price of the Company's shares traded on the Budapest Stock Exchange during trading days between June 2, 2024, and November 28, 2024, i.e., the issue price is HUF 308.4584 per share.
2. As part of the share capital increase, the Company shall issue a total of 6,461,375 new registered dematerialized "D" series shares, with a nominal value of HUF 100 per share, belonging to a new share type created as part of the share capital increase. These shares grant shareholder rights identical to those of the "C" series shares, provided that, under the Company's Articles of Association, the shares represent voting rights proportional to their nominal value, meaning that each "D" series share with a nominal value of HUF 100 entitles the holder to 4 votes. However, these shares will not be introduced to the regulated market or any other trading venue. The issue price – considering that the nominal value per share is HUF 100, which is four times the nominal value of the ordinary shares, set at HUF 25 per share – is four times the weighted average stock exchange price of the Company's shares traded on the Budapest Stock Exchange during trading days between June 2, 2024, and November 28, 2024, i.e. the issue price is HUF 1,233.8336 per share.
3. The share capital increase will be carried out in exchange for cash contributions.
4. The Board of Directors appointed MEVINVEST Vagyonkezelő Korlátolt Felelősségű Társaság (registered seat: 1095 Budapest, Máriássy utca 7; company registration number: 01-09-202406; hereinafter referred to as "MEVINVEST") to carry out the share capital increase in the amount of HUF 10,029,999,594 and to fully subscribe for all of the new shares to be issued. MEVINVEST has provided a prior binding declaration of commitment for this purpose.
5. Pursuant to Section 3:297 (2) of the Hungarian Civil Code, the Board of Directors, acting under the authorization granted by Resolution No. 10/2024 (IV.19.) of the General Meeting and in accordance with Sections 7.6 and 7.17 of the Articles of Association, excluded the preferential subscription right of the Company's shareholders, citing the need for the swift execution of the share capital increase to achieve the objectives specified below. Furthermore, MEVINVEST is the Company's strategic investor, which will execute the capital contribution in cash exclusively under the conditions specified herein. This capital increase facilitates the fulfillment of the Company's obligations and significantly contributes to maintaining the Company's stable financial background and implementing its growth plans.
6. With regard to MEVINVEST's prior binding commitment to subscribe for the shares, the cash contribution payable for the subscription of the above-mentioned "C" series and "D" series shares shall be utilized by the Company as follows:

- a) For the payment of the outstanding purchase price owed by the Company, under the sale and purchase agreement concluded between the Company, as buyer and Gladiátor VI. Ingatlan Befektetési Alap (MNB registration number: 1221-45), as seller, regarding a 1/2 ownership share of the property registered under lot number 4039/2, Budapest, residential area, located at 1117 Budapest, Szerémi út 4 – Kaposvári u. 3-11. (hereinafter referred to as “Szerémi Office Building”);
 - b) For the full settlement of the purchase price payment obligation of the Company, as buyer, in the event of the conclusion of a real estate sale and purchase agreement between the Company and Gladiátor VI. Ingatlan Befektetési Alap, as seller, regarding the remaining 1/2 ownership share of the Szerémi Office Building, which is currently owned by Gladiátor VI. Ingatlan Befektetési Alap;
 - c) For the full settlement of the remaining outstanding purchase price owed by the Company to WING Ingatlanfejlesztő és Beruházó Zrt. (registered office: 1095 Budapest, Máriássy utca 7; company registration number: 01-10-042336) in connection with the acquisition of NEO Property Services Zrt. (registered office: 1117 Budapest, Szerémi út 4; company registration number: 01-10-045154);
 - d) For the full repayment of the loan principal amount of EUR 1,275,000 and the related interest owed by the Company to MEVINVEST;
 - e) the amount, which may remain after the objectives set out in points (a) to (d) have been achieved, shall be utilized in accordance with the operation of the Company.
7. MEVINVEST set out the following conditions to be fulfilled in order for MEVINVEST to make its final and irrevocable commitment to subscribe for the shares to be issued as part of the share capital increase:
- a) OTP Bank Nyrt. (registered office: 1051 Budapest, Nádor u. 16.; company registration number: 01-10-041585), the financier of the Company, approves the payments necessary to achieve the above objectives; and
 - b) The Company, OTP Bank Nyrt., and other relevant parties have entered into an agreement stipulating that the funds provided by MEVINVEST during the share subscription will be utilized for the purposes specified above; and
 - c) The shareholder of the new share type, "D" series shares is entitled to request that their "D" series shares be replaced with ordinary shares —whereby one "D" series share entitles the holder to four "C" series ordinary shares— by submitting a declaration to this effect to the Board of Directors. The Board of Directors is obligated to decide on the shareholder's declaration within 15 days of its receipt.
8. The share capital increase will be conditionally executed on the date when the Company receives the final binding commitment, duly signed and issued in the name of MEVINVEST, for the subscription of the shares to be issued by the Company. MEVINVEST is obligated to provide the final binding commitment and the amount of the cash contribution to the Company no later than March 31, 2025, in accordance with the conditions set out in the relevant resolution of the Board of Directors. The cash contribution shall be fulfilled through a deposit into the escrow account held by the Company with OTP Bank Nyrt., as communicated to MEVINVEST prior to the final binding declaration of commitment.
9. From the amount to be provided as part of the share capital increase, the portion corresponding to the nominal value of the shares to be issued will be allocated to the Company's share capital, while the excess amount will be credited to the Company's capital reserve.
10. As a result of the above, the Company's share capital will increase by HUF 812,913,475, from HUF 833,880,000 to HUF 1,646,793,475. In this process, the number of ordinary shares will rise from 33,355,200 to 40,026,239, and an additional 6,461,375 registered "D" series shares will be issued.

11. Pursuant to Section 3:294 (2) of the Hungarian Civil Code, the Board of Directors amended the Company's Articles of Association in connection with the share capital increase to reflect the above provisions, as of the date of the full subscription of the shares and the submission of the final binding declaration of commitment. The Board of Directors also adopted the consolidated version of the Company's Articles of Association incorporating these amendments.

Budapest, 29 November 2024.

AKKO Invest Plc.