

EXTRAORDINARY ANNOUNCEMENT

on amendment of the agenda of the ordinary general meeting

Appenninn Vagyonkezelő Holding Nyilvánosan Működő Részvénytársaság (registered seat: 1062 Budapest, Andrásy út 59, company registration number: 01-10-046538; '**Company**') respectfully informs the Market that **KONZUM II. Ingatlanbefektetési Alap** (registered seat: 1062 Budapest, Andrásy út 59.; MNB registration number: 1211-14; managed by: Konzum Befektetési Alapkezelő Zártkörűen Működő Részvénytársaság /registered seat: 1062 Budapest, Andrásy út 59.; company registration number: 01-10-045654/) as a shareholder owning the shares, embodying 13.59 percentage of ownership, issued by the Company, initiated – in accordance with the subsection (2) of section 3:259 of the act V of 2013 on the Hungarian Civil Code – the supplement of the agenda of the ordinary general meeting convened to 23rd April 2019 with the following agenda item:

Agenda Item No. 9:

Decision on the election of additional members of the Board of Directors and the Audit Committee and their remuneration, and furthermore on the necessary amendment of the Articles of Association of the Company

Submission to Agenda Item No. 9:

KONZUM II. Ingatlanbefektetési Alap, as a shareholder proposes to the General Meeting the following person to be elected as a member of the Board of Directors:

[...]¹ (mother's maiden name: [...], date of birth: [...]; address: [...]).

At the same time as the election of the new member of the Board of Directors, KONZUM II. Ingatlanbefektetési Alap, as a shareholder also proposes to the General Meeting the remuneration of the new member of the Board of Directors. KONZUM II. Ingatlanbefektetési Alap, as a shareholder proposes that the General Meeting should establish the remuneration of a new member of the Board of Directors as follows:

- the gross remuneration of the new Member of the Board of Directors shall be HUF 300 000,-, namely Three Hundred Thousand Hungarian Forints per year,
- the remuneration shall come due within 10 (ten) days after the acceptance of the annual accounts.

KONZUM II. Ingatlanbefektetési Alap, as a shareholder, proposes to the General Meeting the following person to be elected as a member of the Audit Committee:

[...]² (mother's maiden name: [...], date of birth: [...]; address: [...]).

At the same time as the election of the new member of the Audit Committee, KONZUM II. Ingatlanbefektetési Alap, as a shareholder also proposes to the General Meeting the remuneration of

¹ KONZUM II. Ingatlanbefektetési Alap, as shareholder proposes the person of the new member of the Board of Directors on the General Meeting.

² KONZUM II. Ingatlanbefektetési Alap, as shareholder proposes the person of the new member of the Audit Committee on the General Meeting.

the new member of the Audit Committee. KONZUM II. Ingatlanbefektetési Alap, as a shareholder proposes that the General Meeting should establish the remuneration of a new member of the Audit Committee as follows:

- the gross remuneration of the new member of the Audit Committee shall be HUF 100 000,-, namely One Hundred Thousand Hungarian Forints per year,
- the remuneration shall come due within 10 (ten) days after the acceptance of the annual accounts.

KONZUM II. Ingatlanbefektetési Alap, as a shareholder proposes the necessary transfer of the changes in the Articles of Association of the Company.

KONZUM II. Ingatlanbefektetési Alap, as a shareholder hereby proposes the adoption of the following Resolution of the General Meeting.

First proposal for the Agenda Item No. 9:

Resolution of the General Meeting No. [■]/2019. (IV.23.):

The General Meeting elects [...]³ (mother's maiden name: [...], date of birth: [...]; address: [...]) as the new member of the Board of Directors for an indefinite period, starting the 23rd April 2019. The new member of the Board of Directors carries out its duties in an assignment.

The General Meeting determines the remuneration of the new member of the Board of Directors per year as follows:

- the gross remuneration of the new Member of the Board of Directors shall be HUF 300 000,-, namely Three Hundred Thousand Hungarian Forints per year,
- the remuneration shall come due within 10 (ten) days after the acceptance of the annual accounts.

Second proposal for the Agenda Item No. 9:

Resolution of the General Meeting No. [■]/2019. (IV.23.):

The General Meeting elects [...]⁴ (mother's maiden name: [...], date of birth: [...]; address: [...]) as the new member of the Audit Committee for an indefinite period, starting the 23rd April 2019. The new member of the Audit Committee carries out its duties in an assignment.

The General Meeting determines the remuneration of the new member of the Audit Committee per year as follows:

- the gross remuneration of the new Member of the Audit Committee shall be HUF 100 000,-, namely One Hundred Thousand Hungarian Forints per year,
- the remuneration shall come due within 10 (ten) days after the acceptance of the annual accounts.

Third proposal for the Agenda Item No. 9:

³ KONZUM II. Ingatlanbefektetési Alap, as shareholder proposes the person of the new member of the Board of Directors on the General Meeting.

⁴ KONZUM II. Ingatlanbefektetési Alap, as shareholder proposes the person of the new member of the Audit Committee on the General Meeting.

Resolution of the General Meeting No. [■]/2019. (IV.23.):

The General Meeting – with the present resolution – has amended the effective text of the Articles of Association of the Company with that the text being ~~crossed~~ shall be deleted, while the text in ***bold, italic and underlined*** shall be inserted into the text of the Articles of Association:

The point (2) of chapter VII of the Articles of Association has been amended as it follows:

“Members of the Board of Directors:

[...]
(mother's maiden name: [...],
address: [...]
start of mandate: 23 April 2019
end of mandate: indefinite”

The point (1) of chapter VIII of the Articles of Association has been amended as it follows:

“The Audit Committee shall consist of ~~3 (three)~~ ***4 (four)*** members. These members are elected by the General Meeting from members of the Board of Directors. At least one member of the Audit Committee must have qualifications in accounting and/or in auditing.”

The point (1) of chapter VIII of the Articles of Association has been amended as it follows:

“Members of the Audit Committee:

[...]
(mother's maiden name: [...],
address: [...]
start of mandate: 23 April 2019
end of mandate: indefinite”

The supplemented agenda of the ordinary general meeting is attached to the present announcement.

Appeninn Plc.

Agenda Items of the General Meeting:

Number of the Agenda Item	Subject of the Agenda Item
1.	Report of the Board of Directors concerning the business year 2018.
2.	Information provided by the Board of Directors on the Report of the Audit Committee concerning the year 2018.
3.	Information provided by the Board of Directors on the Report of the Auditor concerning the year of 2018.
4.	Decision on the individual (non consolidated) annual accounts for 2018 according to IFRS and the consolidated annual accounts according to IFRS, in the knowledge of information mentioned in 2 nd and 3 rd Agenda Item.
5.	Decision on the allocation of taxed profits and on the payment of dividend.
6.	Decision on the Company Governance and Management Report.
7.	Decision on the adequacy of the management activity of the Members of the Board of Directors in the year of 2018 and on the issuing of hold-harmless warrant for the Members of the Board of Directors.
8.	Decision on the election of new Auditor and on its remuneration, and furthermore on the necessary amendment of the Articles of Association of the Company related to the election of the new Auditor.
9.	Decision on the election of additional members of the Board of Directors and the Audit Committee and their remuneration, and furthermore on the necessary amendment of the Articles of Association of the Company.