



SUBMISSIONS and MOTIONS FOR RESOLUTION

to the agenda of the 2021. Annual General Meeting of Graphisoft Park SE Ingatlanfejlesztő Európai Részvénytársaság (Graphisoft Park SE Real Estate Development European Company Limited by Shares) (1031 Budapest, Záhony utca 7., Reg.: 01-20-000002, hereinafter „Company”)

The Board of Directors proposes the following submissions and motions for resolution to the agenda of the Annual General Meeting of the Company to be held on April 20, 2021.

The Company shall publish its notice on voting rights simultaneously with these motions.

Item no. 1 of the agenda: Approval of the report made by the Board of Directors about the management, financial situation and business policies of the Company

The business report is contained in the Annex published separately.

Motion for resolution:

The General Meeting hereby approves the report made by the Board of Directors about the management, financial situation and business policies of the Company.

Item no. 2 of the agenda: Approval of the report prepared by the Audit Committee and the report prepared by the auditor on the (individual) annual financial statements of the Company for the year 2020 prepared in accordance with the IFRS, on the consolidated annual financial statements prepared in accordance with the IFRS, and on the allocation of the profit after taxation

The report of the Audit Committee is contained in the Annex published separately.
The auditors' reports are contained in the statements published separately.

Motion for resolution:

The General Meeting hereby approves the report prepared by the Audit Committee on the (individual) annual financial statements of the Company for year 2020, prepared according to the IFRS, the consolidated annual financial statements prepared according to the IFRS, and the allocation of the profit after taxation.

Motion for resolution:

The General Meeting hereby approves the report prepared by BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság, acting as the auditor of the Company, on the (individual) annual financial statements of the Company for year 2020, prepared according to the IFRS, the consolidated annual financial statements prepared according to the IFRS, and the allocation of the profit after taxation.



Item no. 3 of the agenda: Approval of the report on the (individual) annual financial statements of the Company for year 2020 prepared in accordance with the IFRS, the consolidated annual financial statements prepared in accordance with the IFRS

The financial statements are contained in the Annex published separately.

Motion for resolution:

The General Meeting hereby accepts and approves the (individual) annual financial statements of the Company for year 2020 prepared in accordance with the International Financial Reporting Standards (IFRS), audited by BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság, with the balance sheet total of EUR 18,277,844, and the profit after taxation of EUR 40,589,108 (profit).

Motion for resolution:

The General Meeting hereby accepts and approves the consolidated annual financial statements of the Company for year 2020, prepared in accordance with the International Financial Reporting Standards (IFRS) audited by BDO Magyarország Könyvvizsgáló Korlátolt Felelősségű Társaság, with the balance sheet total of EUR 245,378 thousand and the profit after taxation of EUR -13,770 thousand (loss).

Item no. 4 of the agenda: The Board of Directors' proposal regarding the allocation of the profit after taxation, decision on the allocation of the profit after taxation

The Board of Directors proposes to the General Meeting to pay dividend out of the profit after taxation for year 2020, taking into account the available liquid funds. The Board of Directors proposes that the Company should pay dividend in the amount of 0.99 EUR that is 99 eurocents for each of the outstanding 10,082,598 "A" series ordinary shares.

The Board of Directors proposes to the General Meeting that the Company should pay dividend in the total amount of EUR 203,843 after all "B" series employee shares.

The amount of the dividend in HUF is determined on the day of the General Meeting at the exchange rate at which the account-managing financial institution of Graphisoft Park SE purchases the euro from the Company.

The proposed day that the dividend shall be paid is within 8 trading days after the acceptance of the motion becomes final.

Motion for resolution:

The Company pays dividend out of the profit after taxation for year 2020, taking into account the available liquid funds. The Company pays dividend in the amount of 0.99 EUR, that is 99 eurocents for each of the outstanding 10,082,598 "A" series ordinary shares.

The Company pays dividend in the total amount of EUR 203,843 after "B" series employee shares.



The amount of the dividend in HUF is determined on the day of the General Meeting at the exchange rate at which the account-managing financial institution of Graphisoft Park SE purchases the euro from the Company.

The dividend due for shares owned by the Company (treasury shares) shall not be paid. The Company shall regard the dividend that is payable on treasury shares as dividend to be distributed among the Company's shareholders being entitled to dividend, in the proportion of their shares' nominal values.

Dividend payment shall be performed according to the provisions of the Articles of Association effective at the time the present General Meeting is convened and this Resolution is passed.

The Company shall publish its detailed announcement regarding the dividend payment until 5th May 2021.

Those shareholders shall be entitled to receive dividend who own the respective share on the date of the shareholder identification procedure held pursuant to the currently effective Articles of Association.

Dividend will be paid within 8 trading days of the resolution becoming final.

Item no. 5 of the agenda: Decision on granting discharge of liability to the members of the Board of Directors

The Board of Directors hereby requests the General Meeting of the Company to grant discharge of liability to the members of the Board of Directors for year 2020, pursuant to paragraph (b) of Chapter 10 of the Articles of Association and Article 3:117 (1) of the Civil Code, having regard to the fact that the members of the Board of Directors performed their work always with a view to the best interests of the Company during 2020.

Motion for resolution:

The General Meeting resolves that the Company grants discharge of liability as per Article 3:117 (1) of Act V of 2013 to the members of the Board of Directors for the year 2020, pursuant to the authorisation granted under Sections 9(n) and 10(d) of the Articles of Association of the Company, and also acknowledges the activity of the Chief Executive Officer carried out for the benefit of the Company. By granting the discharge of liability, the General Meeting verifies that the members of the Board of Directors performed their work during the evaluated period always with a view to the best interests of the Company. The Company can file a compensation claim against the executive officers for breach of their managing duties, if the facts or data underlying the granting of the discharge of liability were false or insufficient.

The Board of Directors informs the Honourable Shareholders that the Board of Directors will not decide on this motion for resolution, this resolution can only be passed by the Honourable Shareholders if the General Meeting will be held.



Item no. 6 of the agenda: Decision on approval of the report on corporate governance

The report on corporate governance has been prepared upon the Corporate Governance Recommendations of the Budapest Stock Exchange. The report is contained in a separate Annex, published separately.

Motion for resolution:

The General Meeting hereby approves the report of the Board of Directors on corporate governance, with the contents as per the proposal.

Budapest, March 18, 2021.

Graphisoft Park SE
Board of Directors