



**Resolutions of the Board of Directors  
of Graphisoft Park SE  
(H-1031 Budapest, Graphisoft Park 1., Záhony utca 7.,)  
held on 20<sup>th</sup> April 2021 at 10:00 am**

**The Company's Board of Directors acting in the authority of the General Meeting adopted the following resolutions - based on the Government of Hungary issued Decree No. 502/2020 (XI. 16.) on the reintroduction of different provisions for the operation of persons and asset pooling organizations during the emergency.**

All members of the Board of Directors attended the meeting, further the Company's Financial Director and Permanent Legal Representative were present.

The agenda of the meeting was the same as the agenda included in the invitation to the General Meeting published on 18<sup>th</sup> March 2021.

In terms of content, the Board of Directors adopted resolutions in all cases in accordance with the submissions published on 18<sup>th</sup> March 2021, except for the issue of the granting discharge of liability under Item no. 6 of the agenda, in which case it did not take a decision. The Company also publishes the materials approved by the resolutions.

**Resolution No. 1/2021.04.20.**

**The Chairman of the meeting of the Company's Board of Directors, to be held on 20<sup>th</sup> April 2021, is the Chairman of the Board of Directors, Gábor Bojár.**

In favour	Against	Abstentions
<b>6</b>	<b>0</b>	<b>0</b>

**Resolution No. 2/2021.04.20.**

**The keeper of the Minutes of the meeting of the Board of Directors is dr. Dénes Költő V.**

In favour	Against	Abstentions
<b>6</b>	<b>0</b>	<b>0</b>

**Resolution No. 3/2021.04.20.**

**The Minutes shall be confirmed by dr. János Kálmán, Chairman of the Audit Committee and shareholder and András Szigeti, member of the Board of Directors and shareholder representative.**

In favour	Against	Abstentions
<b>6</b>	<b>0</b>	<b>0</b>



**Resolution No. 4/2021.04.20.**

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

In favour	Against	Abstentions
6	0	0

**Resolution No. 5/2021.04.20.**

*The Board of Directors 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.*

In favour	Against	Abstentions
6	0	0

**Resolution No. 6/2021.04.20.**

*The Board of Directors 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.*

In favour	Against	Abstentions
6	0	0

**Resolution No. 7/2021.04.20.**

*The Board of Directors 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.*

In favour	Against	Abstentions
6	0	0

**Resolution No. 8/2021.04.20.**

*The Board of Directors 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.*

In favour	Against	Abstentions
6	0	0



**Resolution No. 9/2021.04.20.**

*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 357,- HUF that is three hundred fifty seven forint for each of the outstanding 10,082,598 “A” series ordinary shares.*

*The Company pays dividend in the total amount of HUF 73,485,402 that is seventy three million four hundred eighty five thousand four hundred and two forint 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 5<sup>th</sup> 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.*

In favour	Against	Abstentions
<b>6</b>	<b>0</b>	<b>0</b>

**Resolution No. 10/2021.04.20.**

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

In favour	Against	Abstentions
<b>6</b>	<b>0</b>	<b>0</b>

**INFORMATION ON THE REMEDY**

**Pursuant to Section 9 (6) and (7) of the Government Decree, shareholders with at least 1% of the votes may request the convening of the General Meeting within an objective deadline of 30 days following the publication of the resolution of the Board of Directors deciding on the annual financial statements and the allocation of the profit after taxation i.e. until 20 May 2021 for the subsequent approval of these resolutions of the Board of Directors whilst for the subsequent approval of all other resolutions within an objective deadline of 30 days following the end of the emergency.**



**The right to convene the General Meeting belongs to those shareholders who are included in the share register of the Company based on the ownership identification requested and conducted in connection with the present General Meeting. If the convening of the General Meeting has been initiated by the shareholders, the dividend may be paid only after the annual financial statements and the payment of the dividend have been subsequently approved by the General Meeting.**

**If the shareholders do not initiate the convening of a General Meeting within the objective deadline of 30 days, the dividend will be paid. In case of initiating the convening of the General Meeting, the invitation to the General Meeting shall be published within 45 days following the end of the emergency, if the emergency has already ceased upon receipt of the shareholder's request, within 45 days following the receipt the shareholder's request.**

**Failure to meet the above deadline (including the case where the shareholder's request is not delivered to the Company by the last day of the deadline) means that the above shareholder's right will be lost.**

**The above initiated General Meeting shall be held after the cessation of the state of emergency.**

**If the shareholders fail to initiate the subsequent convocation of the General Meeting, the Board of Directors' resolution concerning the annual report may not be on the Agenda of the forthcoming General Meeting.**

**The Company had requested the ownership identification from KELER Zrt. for the time of the passing of these resolutions, the register of shareholders was closed at 6 p.m. on 16<sup>th</sup> April 2021.**

Budapest, 20<sup>th</sup> April 2021

Graphisoft Park SE