

EU-SOLAR PLC.

DRAFT REMUNERATION REPORT

**Amendments to the original draft remuneration report published on 10 May 2024
are highlighted with bold, italic, underlined letters**

21 MAY 2024

The board of directors of **EU-SOLAR Trading and Services Public Company Limited by Shares** (registered seat: 7630 Pécs, Kocsz street 127.; registration authority: Pécs County Court as Court of Registration; registration number: 02-10-060424; hereinafter: Company) has adopted the draft of the remuneration report concerning business year 2023 of the Company as follows.

1. Remuneration policy of the Company

The general meeting of the Company had adopted on 31 May 2022, and amended on 30 May 2023 the remuneration policy of the Company (hereinafter: Remuneration Policy), with regard to provisions of chapter IV. of Act no. LXVII. of 2019. on encouraging long-term shareholder engagement and amendments of further regulations for harmonization purposes (hereinafter: Act).

In every year, the Company shall prepare a remuneration report along with its annual report. According to subsection (1) of section 19. of the Act, remuneration report should be clear and understandable and should provide a comprehensive overview of the total remuneration awarded to, or payable, with regard to results of the Company, to individual directors, in any form that is in line with remuneration policy, including to newly recruited directors in the said business year.

The main purpose of this remuneration report is to present the level of compliance of the remuneration practice applied by the Company with provisions of the Remuneration Policy.

2. Directors of the Company

The managerial body of the Company is the board of directors, consisted of 3 (three) persons in business year 2023.

Composition of the board of directors has not changed in business year 2023:

Name	Position	Starting date of mandate	End date of mandate
András Balázs Petre	chairman of the board of directors	22 April 2022	indefinite
Hortenzia Petréné Kárpáti	member of the board of directors	22 April 2022	indefinite
Dr. András Petre	member of the board of directors	23 August 2022	indefinite

The supervisory body of the Company is the supervisory board, consisted of 3 (three) persons.

Composition of the supervisory board has not changed in business year 2023:

Name	Position	Starting date of mandate	End date of mandate
Tamás Rózsás	chairman of the supervisory board	22 April 2022	indefinite
Tünde Ibolya Gadóné Szőke	member of the supervisory board	22 April 2022	indefinite
Tamás József Véghely	member of the supervisory board	22 April 2022	indefinite

During business year 2023, duties of the chief executive officer – upon resolution no. 2/2022.09.30. of the board of directors on division of tasks among members of the board of directors – were performed by András Balázs Petre as chairman of the board of directors. The deputy chief executive officer of the Company was Antal Botond Rencz from 2 October 2023 until the end of the said period. The chief operating officer of the Company was Gábor Tárai from 10 January 2023 until the end of the said period. The chief economic officer of the Company was László Joó from 9 January 2023 to 8 April 2023

3. Remuneration of directors of the Company in business year 2023

Name	Position in the Company	Gross remuneration received from the Company	Position in any subsidiary of the Company	Gross remuneration received from any subsidiary of the Company	Total amount of gross remuneration
András Balázs Petre	chairman of the board of directors	HUF 36,000,000	managing director of EU-Solar System Romania S.R.L.; managing director of Cro Energija D.O.O.	HUF 0	HUF 36,000,000
Hortenzia Petrény Kárpáti	member of the board of directors	HUF 14,400,000	-	HUF 0	HUF 14,400,000
Dr. András Petre	member of the board of directors	HUF 540,000	-	HUF 0	HUF 540,000
Tamás Rózsás	chairman of the supervisory board	HUF 500,000	-	HUF 0	HUF 500,000
Tünde Ibolya Gadóné Szőke	member of the supervisory board	HUF 300,000	-	HUF 0	HUF 300,000
Tamás József Véghely	member of the supervisory board	HUF 300,000	-	HUF 0	HUF 300,000
Antal Botond Rencz	deputy chief executive officer	HUF 15,000,000	-	HUF 0	HUF 15,000,000
Gábor Tárai	chief operating officer	HUF 46,859,237	-	HUF 0	HUF 46,859,237
László Joó	chief economic officer	HUF 7,814,233	-	HUF 0	HUF 7,814,233

The directors of the Company were entitled only for fixed remuneration, variable remuneration was not applied (therefore, the relative proportion of fixed and variable components of the remuneration was 100% – 0% concerning every director).

The directors of the Company were not granted share options.

4. Changes of remuneration practice applied by the Company

Remuneration practice of the Company concerning its directors has changed during the validity period of the Remuneration Policy as follows:

Name	Position in the Company	Total amount of gross remuneration in business year 2022	Total amount of gross remuneration in business year 2023
András Balázs Petre	chairman of the board of directors	HUF 25,737,543	HUF 36,000,000
Hortenzia Petrény Kárpáti	member of the board of directors	HUF 12,552,081	HUF 14,400,000
Tamás Várkonyi	member of the board of directors	HUF 16,648,658	HUF 0
Dr. András Petre	member of the board of directors	HUF 371,842	HUF 540,000
Tamás Rózsás	chairman of the supervisory board	HUF 0	HUF 500,000
Tünde Ibolya Gadóné Szőke	member of the supervisory board	HUF 0	HUF 300,000
Tamás József Véghely	member of the supervisory board	HUF 0	HUF 300,000

Antal Botond Rencz	deputy chief executive officer	HUF 0	HUF 15,000,000
Gábor Tárai	chief operating officer	HUF 0	HUF 46,859,237
László Joó	chief economic officer	HUF 0	HUF 7,814,233

Total amount of remuneration paid to directors of the Company has changed during the said period as follows:

- the total amount of remuneration paid to directors in business year 2022 was HUF 55,310,124;
- the total amount of remuneration paid to directors in business year 2023 was HUF 121,713,470, that means 120,06% increase compared to the previous business year;

In the aforesaid period, key performance indicators of the Company has changed as follows:

Key performance indicator	2022	Rate of change	2023
net sales revenue	HUF 13,624,717,000	+7,38%	<u>HUF 14,630,171,000</u>
operating result	HUF 1,564,667,000	-9,30%	<u>HUF 1,419,089,000</u>
profit after tax	HUF 2,794,042,000	-83,65%	<u>HUF 456,897,000</u>
balance sheet total	HUF 20,768,761,000	-35,93%	<u>HUF 13,307,142,000</u>

In the aforesaid period, average remuneration (on a full-time equivalent basis) of employees of the Company other than directors has changed as follows:

	2022	Rate of change	2023
amount of average annual salary	HUF 4,158,843	+7,36%	HUF 4,465,076

5. Taking into account previous advisory vote of the general meeting

On 30 May 2023 the sole shareholder of the Company made resolution no. 13/2023. (V. 30.), approving previous remuneration report of Company.

The board of directors has taken into account the resolution of the sole shareholder acted on advisory voting capacity of the general meeting concerning the previous remuneration report, by preparing this remuneration report on the basis of the same principles and methodology applied before.

6. Compliance with Remuneration Policy of the Company

Remuneration of the directors of the Company in business year 2023 has fully complied with provisions of the Remuneration Policy of the Company in force.

Pécs, 21 May 2024

EU-SOLAR Plc.
represented by
András Balázs Petre
chairman of the board of directors