

EU-SOLAR SE

DRAFT REMUNERATION REPORT

8 MAY 2025

The board of directors of **EU-SOLAR Trading and Services SE Public European Company Limited by Shares** (registered seat: 7630 Pécs, Kocsz street 127.; registration authority: Regional Court of Pécs as Court of Registration; registration number: 02-20-000002; hereinafter: Company) has adopted the draft of the remuneration report concerning business year 2023 of the Company as follows.

The legal predecessor of the Company, EU-SOLAR Trading and Services Public Company Limited by Shares (registered seat before transformation: 7630 Pécs, Kocsz street 127.; registration authority before transformation: Regional Court of Pécs as Court of Registration; registration number before transformation: 02-10-060424; hereinafter: EU-SOLAR Plc.) was transformed into a European company limited by shares (Societas Europaea) on 30 September 2024. For the purpose of ensuring comparability of the consecutive business years, this remuneration report contains aggregated data of business year of EU-SOLAR Plc. from 1 January 2024 to 30 September 2024 and business year of the Company from 1 October 2024 to 31 December 2024 as well.

1. Remuneration policy of the Company

The general meeting of EU-SOLAR Plc. 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 EU-SOLAR Plc., then the Company in business year 2024 with provisions of the Remuneration Policy.

2. Directors of EU-SOLAR Plc. and the Company

The managerial body of EU-SOLAR Plc., then the Company is the board of directors, consisted of at least 3 (three) at most 5 (five) persons.

Composition of the board of directors of EU-SOLAR Plc. in business year 2024:

Name	Position	Starting date of mandate	End date of mandate
András Balázs Petre	chairman of the board of directors	22 April 2022	30 September 2024
Hortenzia Petréne Kárpáti	member of the board of directors	22 April 2022	30 September 2024
Dr. András Petre	member of the board of directors	23 August 2022	30 September 2024
Antal Botond Rencz	member of the board of directors	12 March 2024	30 September 2024

Composition of the board of directors of the Company in business year 2024:

Name	Position	Starting date of mandate	End date of mandate
András Balázs Petre	chairman of the board of directors	1 October 2024	30 September 2030
Hortenzia Petréne Kárpáti	member of the board of directors	1 October 2024	30 September 2030
Dr. András Petre	member of the board of directors	1 October 2024	30 September 2030

Antal Botond Rencz	member of the board of directors	1 October 2024	15 October 2024
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The supervisory body of EU-SOLAR Plc., then the Company is the supervisory board, consisted of 3 (three) persons.

Composition of the supervisory board of EU-SOLAR Plc. in business year 2024:

Name	Position	Starting date of mandate	End date of mandate
Tamás Rózsás	chairman of the supervisory board	22 April 2022	30 September 2024
Tünde Ibolya Gadóné Szőke	member of the supervisory board	22 April 2022	30 September 2024
Tamás József Véghely	member of the supervisory board	22 April 2022	30 September 2024

Composition of the supervisory board of the Company in business year 2024:

Name	Position	Starting date of mandate	End date of mandate
Tamás Rózsás	chairman of the supervisory board	1 October 2024	30 September 2030
Tünde Ibolya Gadóné Szőke	member of the supervisory board	1 October 2024	30 September 2030
Tamás József Véghely	member of the supervisory board	1 October 2024	30 September 2030

In EU-SOLAR Plc., 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 from 1 January 2024 to 30 April 2024, then by Antal Botond Rencz as chief executive officer from 1 May 2024 to 30 September 2024. The deputy chief executive officer of EU-SOLAR Plc. was Antal Botond Rencz from 1 January 2024 to 30 April 2024. The chief operating officer of EU-SOLAR Plc. was Gábor Tárai from 1 January 2024 to 30 April 2024.

In the Company, duties of the chief executive officer were performed by Antal Botond Rencz as chief executive officer from 1 October 2024 to 15 October 2024, then – upon resolution no. 2/2024.10.15. of the board of directors on temporary order of performing duties of the chief executive officer – were performed by András Balázs Petre as chairman of the board of directors from 15 October 2024 to 31 December 2024.

3. Remuneration of directors of EU-SOLAR Plc. and the Company in business year 2024

Name	Position in EU-SOLAR Plc./the Company	Gross remuneration received from EU-SOLAR Plc./the Company	Position in any subsidiary of EU-SOLAR Plc./the Company	Gross remuneration received from any subsidiary of EU-SOLAR Plc./the Company	Total amount of gross remuneration
András Balázs Petre	chairman of the board of directors	HUF 36,000,000	managing director of CRO ENERGIJA d.o.o.; managing director of EU-SOLAR SYSTEM ROMANIA S.R.L.; managing director of EU-SOLAR UKRAINE LLC; managing director of Quantum Power Insurance Agency Ltd.	HUF 0	HUF 36,000,000

Hortenzia Petréné 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 720,000	-	HUF 0	HUF 720,000
Antal Botond Rencz	deputy chief executive officer; member of the board of directors; chief executive officer	HUF 51,755,042	-	HUF 0	HUF 51,755,042
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
Gábor Tárai	chief operating officer	HUF 29,293,233	-	HUF 0	HUF 29,293,233

The directors of EU-SOLAR Plc. and 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 EU-SOLAR Plc. and the Company were not granted share options.

4. Changes of remuneration practice applied by the Company

Remuneration practice of EU-SOLAR Plc., then the Company concerning its directors has changed during the validity period of the Remuneration Policy as follows:

Name	Position in EU-SOLAR Plc./the Company	Total amount of gross remuneration in business year 2022	Total amount of gross remuneration in business year 2023	Total amount of gross remuneration in business year 2024
András Balázs Petre	chairman of the board of directors	HUF 25,737,543	HUF 36,000,000	HUF 36,000,000
Hortenzia Petréné Kárpáti	member of the board of directors	HUF 12,552,081	HUF 14,400,000	HUF 14,400,000
Tamás Várkonyi	member of the board of directors	HUF 16,648,658	HUF 0	HUF 0
Dr. András Petre	member of the board of directors	HUF 371,842	HUF 540,000	HUF 720,000
Antal Botond Rencz	deputy chief executive officer; member of the board of directors; chief executive officer	HUF 0	HUF 15,000,000	HUF 51,755,042
Tamás Rózsás	chairman of the supervisory board	HUF 0	HUF 500,000	HUF 500,000
Tünde Ibolya Gadóné Szőke	member of the supervisory board	HUF 0	HUF 300,000	HUF 300,000
Tamás József Véghely	member of the supervisory board	HUF 0	HUF 300,000	HUF 300,000
Gábor Tárai	chief operating officer	HUF 0	HUF 46,859,237	HUF 29,293,233
László Joó	chief economic officer	HUF 0	HUF 7,814,233	HUF 0

Total amount of remuneration paid to directors of EU-SOLAR Plc., then 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;
- the total amount of remuneration paid to directors in business year 2024 was HUF 133,268,275, that means 9.49% increase compared to the previous business year.

In the aforesaid period, key performance indicators of EU-SOLAR Plc., then the Company have changed as follows:

Key performance indicator	2022 (thousand HUF)	Rate of change	2023 (thousand HUF)	Rate of change	2024 (thousand HUF)
net sales revenue	13,624,717	+7.38%	14,630,171	[...]%	HUF [...]
operating result	1,564,667	-9.30%	1,419,089	[...]%	HUF [...]
profit after tax	2,794,042	-83.65%	456,897	[...]%	HUF [...]
balance sheet total	20,768,761	-35.93%	13,307,142	[...]%	HUF [...]

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

	2022	Rate of change	2023	Rate of change	2024
amount of average annual salary	HUF 4,158,843	+7.36%	HUF 4,465,076	+4.75%	HUF 4,677,048

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

On 31 May 2024 the sole shareholder of the Company made resolution no. 9/2024. (V. 31.), approving previous remuneration report of EU-SOLAR Plc.

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 EU-SOLAR Plc. and the Company in business year 2024 has fully complied with provisions of the Remuneration Policy of the Company in force.

Pécs, 8 May 2025

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