

Resolutions of the General Meeting

extract from the Minutes of the Annual General Meeting of
Magyar Telekom Telecommunications Public Limited Company held at its registered seat
(1097 Budapest, Könyves Kálmán krt. 36.) on April 16, 2024, started at 11:06 a.m.

Resolution No. 1/2024 (IV.16.)

The General Meeting elects dr. Dániel Szeszlér to be the Chairman of the General Meeting.

The General Meeting adopted this Resolution with 660,081,859 affirmative votes (94.34%), 103 negative votes (0.00%), and 39,459,550 abstentions (5.64%).

Resolution No. 2/2024 (IV.16.)

The General Meeting elects dr. Gabriella Bognár as Keeper of the Minutes.

The General Meeting adopted this Resolution with 660,177,413 affirmative votes (94.36%), 1,940 negative votes (0.00%), and 39,470,363 abstentions (5.64%).

Resolution No. 3/2024 (IV.16.)

The General Meeting elects Deutsche Telekom Europe B.V. shareholder and its representative, Roman Zitz, as authenticator of the Minutes of the General Meeting.

The General Meeting adopted this Resolution with 659,681,891 affirmative votes (94.29%), 596,425 negative votes (0.09%), and 39,361,800 abstentions (5.63%).

Resolution No. 4/2024 (IV.16.)

The General Meeting approves the order of discussion of the agenda items in line with the resolution proposal, as follows:

- 1. Report of the Board of Directors on the management of Magyar Telekom Plc., on the business operation, on the business policy and on the financial situation of the Company and Magyar Telekom Group in 2023;**
- 2. Approval of the 2023 Consolidated Financial Statements of the Company prepared according to International Financial Reporting Standards (IFRS); presentation of the relevant report of the Audit Committee, the Supervisory Board and the Auditor;**
- 3. Approval of the 2023 Separate Financial Statements of the Company prepared according to International Financial Reporting Standards (IFRS); presentation of the relevant report of the Audit Committee, the Supervisory Board and the Auditor;**
- 4. Proposal of the Board of Directors for the use of the profit for the year earned in 2023; presentation of the relevant report of the Supervisory Board and the Auditor; use of the profit for the year earned in 2023;**
- 5. Information of the Board of Directors on the purchase of treasury shares following the Annual General Meeting in 2023; authorization of the Board of Directors to purchase ordinary Magyar Telekom shares;**
- 6. Approval of the Corporate Governance and Management Report;**
- 7. Discharging the members of the Board of Directors from liability;**
- 8. Remuneration of the members of the Board of Directors, the Supervisory Board and the Audit Committee;**
- 9. Decreasing the Company's share capital and related modification of the Articles of Association;**
- 10. Advisory vote on the amended Remuneration Policy;**
- 11. Advisory vote on the Remuneration Report;**

12. Election and determination of the remuneration of the Company's Statutory Auditor, and determination of the contents of the material elements of the contract to be concluded with the Statutory Auditor.

The General Meeting adopted this Resolution with 660,190,326 affirmative votes (94.36%), 240 negative votes (0.00%), and 39,459,550 abstentions (5.64%).

Resolution No. 5/2024 (IV.16.)

The General Meeting approves the 2023 Consolidated Financial Statements of the Company, prepared according to International Financial Reporting Standards (IFRS), including Statements of Financial Position Total Assets of HUF 1,463,831 million and Profit for the period 2023 of HUF 84,404 million.

The General Meeting adopted this Resolution with 699,302,321 affirmative votes (99.95%), 100 negative votes (0.00%), and 347,795 abstentions (0.05%).

Resolution No. 6/2024 (IV.16.)

The General Meeting approves the 2023 Separate Financial Statements of the Company, prepared according to International Financial Reporting Standards (IFRS), including Statements of Financial Position Total Assets of HUF 1,365,365 million and Profit for the period 2023 of HUF 74,439 million.

The General Meeting adopted this Resolution with 699,321,598 affirmative votes (99.95%), 109,123 negative votes (0.02%), and 209,495 abstentions (0.03%).

Resolution No. 7/2024 (IV.16.)

A total dividend of HUF 41,561,217,360.3 shall be paid by the Company to the shareholders from the profit of 2023, the dividend on treasury shares will be distributed by the Company among the shareholders who are entitled to dividends. The HUF 41,561,217,360.3 to be disbursed as dividends shall be paid from the profit after tax of HUF 74,438,667,405 based on the Separate Financial Statements figures.

The remaining amount of HUF 32,877,450,044.7 of the profit after tax based on the Separate Financial Statements figures shall be allocated to retained earnings.

May 8, 2024 shall be the first day of dividend disbursement. The record date of the dividend payment shall be April 26, 2024. On April 19, 2024, the Board of Directors of the Company shall publish a detailed announcement on the order of the dividend disbursement on the homepage of the Company and the Budapest Stock Exchange.

The dividends shall be paid by KELER Ltd., in compliance with the instructions of the Company.

The General Meeting adopted this Resolution with 699,540,226 affirmative votes (99.98%), 108,100 negative votes (0.02%), and 650 abstentions (0.00%).

Resolution No. 8/2024 (IV.16.)

The General Meeting authorizes the Board of Directors to purchase Magyar Telekom ordinary shares, the purpose of which could be the following:

- **to execute shareholder remuneration for 2024 through decrease of the share capital;**
- **to operate share-based incentive plans.**

The authorization will be valid for 18 months starting from the date of approval of this General Meeting resolution. The shares to be purchased on the basis of this authorization together with the treasury shares already held by Magyar Telekom shall not at any time exceed more than 25% of the share capital effective from time to time or the corresponding number of shares (at the date of granting this authorization up to 242,889,716 ordinary shares with a face value of HUF 100) of Magyar Telekom Plc.

The shares can be purchased through the stock exchange or on the OTC market. The equivalent value per share paid by Magyar Telekom Plc. may not be more than 10% above the market price of the share determined by the closing price of the previous trading day at the Budapest Stock Exchange whereas the minimum value to be paid for one share is HUF 1.

The authorization may be exercised in full or in part, and the purchase can be carried out in partial tranches spread over various purchase dates within the authorization period until the maximum purchase volume has been reached.

Authorization granted to the Board of Directors by Resolution No. 8/2023 (IV.19.) of the General Meeting is hereby repealed.

The General Meeting adopted this Resolution with 633,087,346 affirmative votes (90.49%), 66,084,015 negative votes (9.45%), and 477,635 abstentions (0.07%).

Resolution No. 9/2024 (IV.16.)

The General Meeting approves the Corporate Governance and Management Report of the Company for the 2023 business year.

The General Meeting adopted this Resolution with 699,431,336 affirmative votes (99.97%), 117,790 negative votes (0.02%), and 100,720 abstentions (0.01%).

Resolution No. 10/2024 (IV.16.)

The General Meeting declares that the management activities of the Board of Directors members of the Company were carried out in an appropriate manner in the previous business year and decides to discharge the members of the Board of Directors of the Company from liability with respect to the 2023 business year. By discharging them from liability, the General Meeting confirms that the members of the Board of Directors have performed the management of the Company in 2023 by giving primacy to the interests of the Company.

The General Meeting adopted this Resolution with 698,410,466 affirmative votes (99.81%), 1,022,240 negative votes (0.15%), and 210,245 abstentions (0.03%).

Resolution No. 11/2024 (IV.16.)

The General Meeting determines the remuneration of the members of the Board of Directors, the Supervisory Board and the Audit Committee as follows:

- **Chairperson of the Board of Directors: HUF 690,000 / month,**
- **member of the Board of Directors: HUF 575,000 / month,**
- **Chairperson of the Supervisory Board: HUF 690,000 / month,**
- **member of the Supervisory Board: HUF 402,500 / month,**
- **Chairperson of the Audit Committee: HUF 644,000 / month,**
- **member of the Audit Committee: HUF 322,000 / month.**

The General Meeting adopted this Resolution with 699,000,875 affirmative votes (99.90%), 232,505 negative votes (0.03%), and 470,391 abstentions (0.07%).

Resolution No. 12/2024 (IV.16.)

At the General Meeting the following shareholder resolution proposal has been submitted to the agenda item:

“The General Meeting determines the remuneration of the members of the Board of Directors, the Supervisory Board and the Audit Committee as follows:

- Chairperson of the Board of Directors: HUF 690,000 / month,
- member of the Board of Directors: HUF 575,000 / month,
- Chairperson of the Supervisory Board: HUF 690,000 / month,
- member of the Supervisory Board: HUF 403,000 / month,
- Chairperson of the Audit Committee: HUF 644,000 / month,
- member of the Audit Committee: HUF 322,000 / month.”

The General Meeting did not approve the resolution proposal.

The General Meeting decided on this Resolution with 5,911,183 affirmative votes (0,84%), 620,158,096 negative votes (88.63%), and 532,168 abstentions (0.08%).

Resolution No. 13/2024 (IV.16.)

The holders of dematerialized series "A" ordinary shares each with the face value of HUF 100 present at the General Meeting grant their approval to the proposed share capital decrease in compliance with Section 3:309(5) of the Civil Code and Section 11 of the Articles of Association.

The General Meeting adopted this Resolution with 699,688,581 affirmative votes (100.00%), 9,090 negative votes (0.00%), and 6,557 abstentions (0.00%).

Resolution No. 14/2024 (IV.16.)

The General Meeting decreases the share capital of the Company as follows:

Reason of decreasing the share capital: withdrawal of equity.

Amount of which the share capital is being decreased:

By cancellation of 32,941,370 pieces dematerialized series "A" ordinary shares, each with the face value of HUF 100 owned by the Company (treasury shares), decrease of the share capital with HUF 3,294,137,000 to HUF 93,861,749,700.

Method of implementing the share capital decrease:

Decrease the number of 971,558,867 pieces of dematerialized series "A" ordinary shares, each with the face value of HUF 100 with 32,941,370 pieces of ordinary shares owned by the Company (treasury shares). Decrease of the share capital shall not affect the shareholders' shareholdings in the sense that the number of shares of the shareholders remain unchanged, while the ownership proportionally increases. There is no compensation to be paid to the shareholders upon cancellation.

Amendment of the Company's Articles of Association is required by decreasing the share capital. The effective date of change is the date of registration by the Court of Registration on the decrease of the share capital. The General Meeting approves the amendment of Section 2.1. of the Articles of Association as follows:

2.1. Share capital and shares

The share capital of the company is HUF ~~97,155,886,700~~93,861,749,700 (that is ~~ninety-seven billion one hundred and fifty-five million eight hundred and eighty-six thousand seven hundred~~Ninety-three billion eight hundred and sixty-one million seven hundred and forty-nine thousand seven hundred Hungarian forints), comprised of ~~971,558,867~~938,617,497 series "A" ordinary shares, each with the face value of HUF 100.

The shares of the Company are dematerialized shares.

The General Meeting authorizes the Board of Directors to complete the tasks in connection with the implementation of the share capital decrease (share cancellation), particularly the tasks defined in the Civil Code and the Company Registration Act.

The General Meeting adopted this Resolution with 699,617,249 affirmative votes (99.99%), 87,018 negative votes (0.01%), and 240 abstentions (0.00%).

Resolution No. 15/2024 (IV.16.)

The General Meeting approves the amended Remuneration Policy of Magyar Telekom Nyrt. in line with the submission.

The General Meeting adopted this Resolution with 657,878,835 affirmative votes (94.02%), 41,709,696 negative votes (5.96%), and 115,370 abstentions (0.02%).

Resolution No. 16/2024 (IV.16.)

The General Meeting approves the Remuneration Report of Magyar Telekom Nyrt. for the 2023 business year.

The General Meeting adopted this Resolution with 643,460,933 affirmative votes (91.96%), 56,000,443 negative votes (8.00%), and 73,675 abstentions (0.01%).

Resolution No. 17/2024 (IV.16.)

The General Meeting elects as Statutory Auditor of Magyar Telekom Plc. (the “Company”) Deloitte Auditing and Consulting Ltd. (registered office: 1068 Budapest, Dózsa György út 84/C.; company registration number: 01-09-071057; registration number: 000083) to perform audit services for the 2024 business year in accordance with the submission, for the period ending May 31st, 2025 or if the Annual General Meeting closing the 2024 business year will be held prior to May 31st, 2025 then on the date thereof.

Personally responsible registered auditor appointed by the Statutory Auditor: Kornél Bodor (chamber membership number: 005343).

In the event he is incapacitated, the appointed deputy auditor is: Gábor Molnár (chamber membership number: 007239).

The General Meeting approves HUF 336,200,000 + VAT to be the Statutory Auditor’s annual compensation to perform audit services for the 2024 business year, covering the audits of the Separate Financial Statements and the Consolidated Financial Statements of the Company prepared according to International Financial Reporting Standards (IFRS).

The General Meeting approves the contents of the material elements of the contract to be concluded with the Statutory Auditor according to the submission.

The General Meeting adopted this Resolution with 699,174,693 affirmative votes (99.92%), 211,406 negative votes (0.03%), and 292,778 abstentions (0.04%).