



PROPOSALS FOR THE GENERAL MEETING

The Board of Directors of **BILK Logisztikai Nyilvánosan Működő Részvénytársaság** (registered seat: 1239 Budapest, Európa utca 6.; hereinafter: the "Company") hereby puts forward the following proposals relating to the agenda items of the general meeting convened to be held on 7 April 2020:

Agenda items of the general meeting

- 1) **Report of the Board of Directors on the Company's business activities, business policy and equity position**
- 2) **Report of the Supervisory Board, the Audit Committee and the auditor on the stand-alone annual accounts under the International Financial Reporting Standard (IFRS) closing 2019**
- 3) **Decision on the Company's stand-alone annual accounts compiled in accordance with the International Financial Reporting Standard (IFRS) closing 2019 and on the distribution of profit**
- 4) **Decision on the re-election of the auditor**
- 5) **Decision on the approval of the Report on Responsible Corporate Governance**
- 6) **Decision on a hold-harmless warrant to be issued to the members of the Board of Directors**
- 7) **Miscellaneous**

1. **Report of the Board of Directors on the Company's business activities, business policy and equity position**

The Board of Directors has prepared its annual report comprising a report on the Company's 2019 business activities, business policy and equity position.

The annual accounts in their entirety are contained in a separate document attached to this proposal.

The proposal is for information purposes, the general meeting need not pass a resolution on that agenda item.

2. **Report of the Supervisory Board, the Audit Committee and the auditor on the stand-alone annual accounts under the International Financial Reporting Standard (IFRS) closing 2018**

The Supervisory Board and the Audit Committee discussed the Company's annual accounts closing the 2019 financial year at a joint meeting. The report of the Supervisory Board and the Audit Committee in its entirety is contained in a separate document attached to this proposal.

The auditor's report on the Company's annual accounts closing the 2019 financial year is also contained in a separate document attached to this proposal.

The proposal is for information purposes, the general meeting need not pass a resolution on that agenda item.

3. Decision on the Company's stand-alone annual accounts compiled in accordance with the International Financial Reporting Standard (IFRS) closing 2019 and on the distribution of profit

The Company's stand-alone annual accounts compiled in respect of the 2019 financial year in accordance with the International Accounting Standards are contained in a separate document attached to this proposal.

The Board of Directors hereby puts forward the following proposal to be debated by the general meeting in respect of this agenda item:

Resolution of the general meeting no .../7.4.2020

The general meeting accepts and approves the annual accounts, the statement of financial position and the statement of comprehensive income prepared in accordance with the International Financial Reporting Standards, with the balance sheet total amounting to EUR 155,272,652 (one hundred and fifty-five million, two hundred and seventy-two thousand, six hundred and fifty-two euros) and the total comprehensive income for the reporting year amounting to EUR 12,127,678 (twelve million, one hundred and twenty-seven thousand, six hundred and seventy-eight euros). The general meeting decides on the payment of dividends in the amount of EUR 4,000,000 (four million euros) charged to the total amount of the comprehensive income for the reporting year with 30 April 2021 as the payment deadline.

4. Decision on the re-election of the auditor

The Board of Directors informs the general meeting that the mandate of the auditor expires upon the approval of the annual accounts. The Board of Directors hereby puts forward the following proposal to be debated by the general meeting in respect of the re-election of the auditor for the 2020 financial year:

Resolution of the general meeting no .../7.4.2020

The general meeting re-elects Ernst & Young Könyvvizsgáló Korlátolt Felelősségű Társaság (registered seat: 1132 Budapest, Váci út 20.; company registration number: 01-09-267553; CoHA membership number: 001165; auditor acting in person: Zsuzsanna Bartha (mother's name: Ilona Németh; home address: 5900 Orosháza, Rákóczi út 25.; CoHA membership number: 005268/), the Company's auditor. The mandate of the auditor expires at the date of the approval of the annual accounts closing the 2020 financial year, but on 30 April 2021 at the latest.

The shareholders authorise the chief executive officer to agree with the auditor on the remuneration of the auditor.

5. Decision on the approval of the Report on Responsible Corporate Governance

The Board of Directors hereby informs the Shareholders that the general meeting is obliged to approve a report on the Company's corporate governance practice at its ordinary annual general meeting.

The Board of Directors has prepared, in accordance with the recommendations of the Budapest Stock Exchange Zrt., the Company's Report on Responsible Corporate Governance, which is contained in a separate document attached to this proposal.

The Board of Directors hereby puts forward the following proposal to be debated by the general meeting in respect of this agenda item:

Resolution of the general meeting no .../7.4.2020

The general meeting approves the Company's Report on Responsible Corporate Governance for the 2019 financial year.

6. Decision on a hold-harmless warrant to be issued to the members of the Board of Directors

The members of the Board of Directors hereby request the general meeting to confirm that, in respect of the 2019 financial year, they discharged their duties on the basis of the overriding importance of the Company's interests.

The Board of Directors hereby puts forward the following proposal to be debated by the general meeting in respect of this agenda item:

Resolution of the general meeting no .../7.4.2020

The general meeting hereby issues a hold-harmless warrant to the members of the Board of Directors in respect of their work in the 2019 financial year confirming the fact that the members of the Board of Directors discharged their duties on the basis of the overriding importance of the Company's interests.

7. Miscellaneous

The Board of Director has not put forward a proposal in respect of this agenda item. The general meeting may discuss, in addition to the above agenda, other issues as well; however, it may pass resolutions only if all the members are present or represented, and agree to putting the issue on the agenda and passing a resolution on it unanimously.

Budapest, 6 March 2020

Board of Directors of BILK Logisztikai Nyrt.