



RICHTER GEDEON

The Annual General Meeting of the
CHEMICAL WORKS OF GEDEON RICHTER PLC.
(Reg. No.: Cg. 01-10-040944, headquarter at 1103 Budapest, Gyömrői út 19-21., Hungary)
(hereinafter the “Company”)

passed the below resolutions on April 29, 2026

RESOLUTIONS

Resolution of the AGM No. 1/2026. 04. 29

The Annual General Meeting (“AGM”) has approved the use of a computerised voting machine for the official counting of the votes during the AGM.

Voted in favour of the draft of the resolution: 111 949 709
The proportion of the “yes” votes compared with all the valid votes cast: 100 %

Resolution of the AGM No. 2/2026. 04. 29

The AGM has approved that a sound recording shall be made of the proceedings of the AGM in order to assist in the preparation of the minutes of the AGM. The sound recording shall not be used for the purpose of the preparation of a verbatim version of the minutes.

Voted in favour of the draft of the resolution: 111 948 750
The proportion of the “yes” votes compared with all the valid votes cast: 100 %

Resolution of the AGM No. 3/2026. 04. 29

The AGM has appointed Dr András Szecskay to chair the AGM held on 29 April 2026, Izabella Fruzsina Benczik to be the keeper of the minutes, András Radó, individual shareholder, to confirm the minutes, and Edina Éva Kollet to be the chair and Annamária Éder and Nóra Major to be the members of the vote counting committee.

Voted in favour of the draft of the resolution: 111 949 453
The proportion of the “yes” votes compared with all the valid votes cast: 100 %

Resolution of the AGM No. 4/2026. 04. 29

The AGM, taking into account and accepting the audit report issued by the statutory auditor of the Company and the limited assurance report on the Sustainability Report submitted by Deloitte Auditing and Consulting Ltd., as well as the Report submitted by the Supervisory Board that also included the report of the Audit Board, has approved the Report of the Board of Directors of the Company regarding the business activities (the management, the financial situation, and the business policy) of the Company in the 2025 business year and the Sustainability Report for the year 2025.

Voted in favour of the draft of the resolution: 111 313 116
The proportion of the “yes” votes compared with all the valid votes cast: 99,43 %

Resolution of the AGM No. 5/2026. 04. 29

The AGM, taking into account and accepting the auditor's report submitted by Deloitte Auditing and Consulting Ltd. and the report of the Supervisory Board including the report of the Audit Board, has approved the consolidated Financial Statements of the Richter Group for the year 2025, prepared in

Richter Gedeon Vegyészeti Gyár Nyilvánosan Működő Rt.

accordance with International Financial Reporting Standards, with a balance sheet total of 1,698,220 million HUF and a total comprehensive after-tax profit of 190,080 million HUF.

Voted in favour of the draft of the resolution: 111 307 951
The proportion of the "yes" votes compared with all the valid votes cast: 99,43 %

Resolution of the AGM No. 6/2026. 04. 29

The AGM, taking into account and accepting the Report of the Supervisory Board including the report of the Audit Board, has approved the 2025 individual Financial Statements of the Company for the year 2025 with a balance sheet total of HUF 1,656,022 million and after-tax profit of HUF 211,174 million prepared in accordance with the International Financial Reporting Standards and audited by Deloitte Auditing and Consulting Ltd.

Voted in favour of the draft of the resolution: 111 307 731
The proportion of the "yes" votes compared with all the valid votes cast: 99,42 %

Resolution of the AGM No. 7/2026. 04. 29

The AGM, also taking into consideration the opinion of the Supervisory Board, has found that the members of the Company's Board of Directors performed their executive activities appropriately in the previous business year, and has approved the discharge of liability of all members of the Board of Directors for the 2025 business year. By granting discharge of liability, the AGM has acknowledged that the members of the Board of Directors conducted the management of the Company in the 2025 business year in accordance with the best interests of the Company.

Voted in favour of the draft of the resolution: 111 013 363
The proportion of the "yes" votes compared with all the valid votes cast: 99,16 %

Resolution of the AGM No. 8/2026. 04. 29

The AGM has approved the 2025 Corporate Governance Report of the Company.

Voted in favour of the draft of the resolution: 111 947 749
The proportion of the "yes" votes compared with all the valid votes cast: 100 %

Resolution of the AGM No. 9/2026. 04. 29

The AGM, in its advisory competence, approved the Remuneration Report of the Company for the 2025 financial year prepared by the Board of Directors pursuant to the provisions of the Act on the encouragement of long-term shareholder engagement.

Voted in favour of the draft of the resolution: 84 461 484
The proportion of the "yes" votes compared with all the valid votes cast: 75,44 %

Resolution of the AGM No. 10/2026. 04. 29

The AGM, in its advisory competence, approved the Company's Remuneration Policy for the years 2026–2029, prepared pursuant to the provisions of the Act LXVII of 2019 on the encouragement of long-term shareholder engagement and on the harmonisation-related amendment of certain laws. This Remuneration Policy for the years 2026–2029 shall apply from the 2026 financial year. As of the first day of this financial year, the Remuneration Policy for 2025–2028 shall cease to be in effect. The performance evaluation for the 2025 financial year (including KPI assessment) will still be conducted in accordance with the provisions of the 2025–2028 Remuneration Policy.

Voted in favour of the draft of the resolution: 110 443 893
The proportion of the "yes" votes compared with all the valid votes cast: 98,65 %

Resolution of the AGM No. 11/2026. 04. 29

The AGM has approved the declaration and the payment of a total of HUF 120,000 million in dividends from the after-tax profit for the 2025 business year payable to holders of common shares of the parent company.

The AGM instructed the Board of Directors to arrange for the payment of the dividends proportionally with the number of shares to the common shareholders entered in the Share Register on 4 June 2026. The payment of the dividends shall commence on 11 June 2026.

Dividends with respect to treasury shares shall be paid to shareholders entitled to such payment in proportion to the nominal value of their shares, pursuant to Section 7.11.1 of the Statutes. The detailed rules of the dividend payments shall be set out and published by the Board of Directors by 22 May 2026.

<i>Voted in favour of the draft of the resolution:</i>	111 948 440
<i>The proportion of the "yes" votes compared with all the valid votes cast:</i>	100 %

Resolution of the AGM 12/2026. 04. 29

The AGM hereby authorises the Board of Directors - for a period of 18 months starting from the date of the AGM held in 2026 - to take the following actions, consistently with the Company's strategic objectives and in excess of the threshold which does not require approval by the General Meeting pursuant to the Statutes (such threshold being increased, for the duration of this authorisation, by the amount specified below):

1. to assume financial obligations in an aggregate additional amount of up to EUR 2 (two) billion, in one or several tranches; and
2. to decide, in one or several tranches and within its own competence on investments, capital expenditures or the acquisition of another company in an aggregate additional amount of up to EUR 2 (two) billion.

On the basis of this authorisation, the Board of Directors shall in particular be entitled to:

- enter into loan and credit facilities,
- acquire, in whole or in part, another company or its assets, and
- make all other related legal declarations required for the implementation of the above transactions.

<i>Voted in favour of the draft of the resolution:</i>	70 979 954
<i>The proportion of the "yes" votes compared with all the valid votes cast:</i>	63,40 %

Resolution of the AGM No. 13/2026. 04. 29

The AGM has adopted the amendment to the Statutes of the Company as proposed to the AGM, concerning the following article:

- supplementation of Section 11.2 (the granting of the discharge of liability to be added as a mandatory agenda item on the AGM)

and approves the restated Statutes consolidated with this amendment.

<i>Voted in favour of the draft of the resolution:</i>	111 933 521
<i>The proportion of the "yes" votes compared with all the valid votes cast:</i>	99,98 %

Resolution of the AGM No. 14/2026. 04. 29

The AGM has adopted the amendment to the Statutes of the Company as proposed to the AGM, concerning the following article:

- amendment of Section 14.4 (i) (so that, in the event of termination of employment, not only the Board of Directors shall have the authority to withdraw signatory authority)

and approves the restated Statutes consolidated with this amendment.

Voted in favour of the draft of the resolution: 111 943 740
 The proportion of the "yes" votes compared with all the valid votes cast: 99,99 %

Resolution of the AGM No. 15/2026. 04. 29

The AGM took note of the information provided by the Board of Directors of the Company on the treasury shares acquired by the Company pursuant to the authorisation granted by AGM Resolution No. 12/2025.04.29. The Annual General Meeting, while simultaneously repealing AGM Resolution No. 12/2025.04.29., has authorised the Board of Directors of the Company to purchase its own common shares (shares issued by Gedeon Richter Plc.) having a nominal value of HUF 100, during an 18 month period starting from the date of the AGM in 2026, either on the stock exchange or in off-exchange transactions, up to an aggregated nominal value not exceeding 10% of the current registered capital of the Company (that is maximum 18,637,486 registered common shares) and at a purchase price that may differ by a maximum of +10% above, or -10% below, the stock exchange trading price. The purchase of treasury shares shall serve the following purposes:

- to facilitate the achievement of Richter's strategic objectives, in particular by using treasury shares as means of payment in acquisitions,
- to ensure the shares required for Richter's share-based employee and executive incentive systems
- ensuring shareholder remuneration.

The Board of Directors is entitled to decide whether the Company shall carry out the purchase of its own shares within the framework of a share buy-back programme pursuant to Article 5 of Regulation (EU) No 596/2014 of the European Parliament and of the Council on market abuse, or otherwise outside such framework.

Voted in favour of the draft of the resolution: 100 689 401
 The proportion of the "yes" votes compared with all the valid votes cast: 89,94 %

Resolution of the AGM No. 16/2026. 04. 29

The AGM has approved the election of Gabriella Balogh as Member of the Board of Directors for a period of three (3) years expiring on 30 April, 2029.

Voted in favour of the draft of the resolution: 111 849 557
 The proportion of the "yes" votes compared with all the valid votes cast: 99,91 %

Resolution of the AGM No. 17/2026. 04. 29

The AGM has approved the election of Dr. Péter Cserháti as member of the Board of Directors for an additional term of three (3) years, from the date of the 2027 AGM until 30 April, 2030.

Voted in favour of the draft of the resolution: 111 805 238
 The proportion of the "yes" votes compared with all the valid votes cast: 99,87 %

Resolution of the AGM No. 18/2026. 04. 29

The AGM has approved granting an unchanged number of 1,500 shares per person as share remuneration of the non-operative members of the Board of Directors, in accordance with the Company's 2026-2029 Remuneration Policy.

The AGM has also approved the increase of the gross monthly remuneration and meeting fees of the Company's executive officers by 7%, applying an indexation equal to the average increase of the employees' salary, as set out in the 2026 - 2029 Remuneration Policy, as follows:

Chair of the Board of Directors	HUF 2,878,300 per month
Lifetime Honorary Chairman	HUF 2,878,300 per month
Vice Chair of the BoD	HUF 2,302,600 per month
Non - operative Members of the BoD	HUF 1,151,300 per member per month
Chair of the Supervisory Board	HUF 1,151,300 per month
Member of the Supervisory Board	HUF 805,900 per member per month
Meeting fee of BoD committees	HUF 172,600 per member per committee meeting
Meeting fee of Audit Board member	HUF 172,600 per member per Audit Board meeting
Chair of the Supervisory Board fee for attending BoD meetings	HUF 345,300 per meeting

Voted in favour of the draft of the resolution:

111 931 967

The proportion of the "yes" votes compared with all the valid votes cast:

99,99 %

Resolution of the AGM No. 19/2026. 04. 29

The AGM has approved the election of Deloitte Auditing and Consulting Ltd. (H-1068 Budapest, Dózsa György út 84/C., Hungarian Chamber of Auditors registration No.: 000083, individual auditor in charge of the audit: Tamás Horváth, Hungarian Chamber of Auditors registration No.: 003449) as the Company's statutory auditor for the period expiring on 30 April 2027, but not later than the approval of the 2026 consolidated financial statements of the Company.

Voted in favour of the draft of the resolution:

111 946 771

The proportion of the "yes" votes compared with all the valid votes cast:

100 %

Resolution of the AGM No. 20/2026. 04. 29

The AGM has approved the honoraria amounting to HUF 120,000,000 + VAT for Deloitte Auditing and Consulting Ltd. for 2026. The honoraria include the fee for the auditing of the 2026 consolidated financial statements prepared in accordance with IFRS, the assessment of the consistency of the 2026 consolidated financial statements with the consolidated business report, the fee for the auditing of the 2026 non-consolidated financial statements, the fee for examining the consonance between the non-consolidated financial statements and business report for 2026, the auditing of the Company's remuneration report on 2026, and the fee of auditing the Company's non-consolidated interim financial statements of 31 March 2026, 30 June 2026, 30 September 2026. The statutory auditor will receive an additional fee of EUR 15,500 + VAT for the ESEF tagging duties in respect of the 2026 consolidated financial statements.

Voted in favour of the draft of the resolution:

111 943 442

The proportion of the "yes" votes compared with all the valid votes cast:

99,99 %

Resolution of the AGM No. 21/2026. 04. 29

The AGM has approved the election of Deloitte Auditing and Consulting Ltd. (H-1068 Budapest, Dózsa György út 84/C., Hungarian Chamber of Auditors registration No.: 000083, individual auditor in charge of the assurance engagement in respect of the Sustainability report: Tamás Horváth,

Hungarian Chamber of Auditors registration No.: 003449) to conduct the limited assurance services relating to the sustainability report of the Company for the period expiring on 30 April 2027, but not later than the approval of the 2026 Sustainability Report of the Company.

Voted in favour of the draft of the resolution: 111 946 503
The proportion of the "yes" votes compared with all the valid votes cast: 100 %

Resolution of the AGM No. 22/2026. 04. 29

The AGM approved the remuneration of Deloitte Auditing and Consulting Ltd. for the provision of assurance opinion regarding the Sustainability Report for the year 2026 in the amount of HUF 52,900,000 + VAT, which includes the engagement related to the audit of the Company's Sustainability Report for 2026 including the limited assurance opinion. The auditor is entitled to an additional fee of EUR 8,000 + VAT for the auditor's ESEF tagging duties in respect of the 2026 Sustainability Report.

Voted in favour of the draft of the resolution: 111 943 324
The proportion of the "yes" votes compared with all the valid votes cast: 99,99 %

The Chemical Works of Gedeon Richter Plc.