

Zwack Unicum Plc. RESOLUTIONS
of the Board of Directors - of June 30, 2021,
acting in the competence of the General Meeting

– on the basis of Section 9 of the decree no. 502/2020 (XI.16.) of the Government of Hungary on the repeated promulgation of the deviating regulations related to the operation of partnerships and capital-concentrating organisations during the state of emergency –

Resolution of the Board of Directors acting in the competence of the AGM No. 1/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the decree no. 502/2020 (XI.16.) of the Government of Hungary on the reinsertion of deviating regulations related to the operation of partnerships and capital-concentrating organisations during the state of emergency (hereinafter “Government Decree” - acting in the competence of the General Meeting, has approved the agenda of the meeting convened to this day with the same content as in the general meeting's invitation published on May 26, 2021 regarding the Company's annual general meeting convoked for June 30, 2021.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 2/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting, approved that a sound recording and an audio-video recording recorded by the software enabling the videoconference shall be made of the proceedings of the meeting in order to assist in the preparation of the minutes of the meeting. The sound recording shall be used for the purpose of preparing non-verbatim minutes.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 3/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting has appointed dr. András Szecskay, attorney at law, legal advisor of the Company to conduct the meeting held today, dr. Barbara Stampfer to be the keeper of the minutes, Mr. Frank Odzuck and Mr. Bozidar Bozic as members of the Board of Directors, to confirm the minutes of the meeting.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Report of the Board of Directors on the business activities of the Company in the business year starting on April 1, 2020 and terminating on March 31, 2021 and presentation of the related draft Annual Report of the Company; Report of the Auditor; Report of the Supervisory Board, including the report of the Audit Board; Approval of the Corporate Governance Report

Resolution of the Board of Directors acting in the competence of the AGM No. 4/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting, approved the report of the Board of Directors regarding the business activities and financial results of the Company in the business year starting on April 1, 2020 and terminating on March 31, 2021.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 5/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting, approved the report of KPMG Hungária Kft., as statutory auditor of the Company regarding the operation of the Company in the business year starting on April 1, 2020 and terminating on March 31, 2021 and the related Annual Report.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 6/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the report of the Supervisory Board, including the report of Audit Committee for the business year starting on April 1, 2020 and terminating on March 31, 2021.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 7/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the Corporate Governance Report of the Board of Directors, approved by the Supervisory Board for the business year starting on April 1, 2020 and terminating on March 31, 2021.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Approval of the Annual Report of the Zwack Unicum Plc. concerning the business year starting April 1, 2020 and terminating on March 31, 2021, prepared in accordance with the international accounting standards (IFRS)

Resolution of the Board of Directors acting in the competence of the AGM No. 8/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the Annual Report of Zwack Unicum Plc. concerning the business year starting on April 1, 2020 and terminating on March 31, 2021, prepared in accordance with the international accounting standards (IFRS) as follows:

ZWACK UNICUM PLC.**STATEMENT OF FINANCIAL POSITION** in million HUF**Assets:**

Non-current assets:	3 652
Property, plant and equipment	3 442
Intangible assets	85
Investment in associate	16
Deferred tax asset	109
Current assets:	9 406
Inventories	2 800
Trade and other receivables	2 617
Cash and cash equivalents	3 989
Total assets:	13 058

Equity and liabilities:

Shareholder's equity:	7 012
Share capital	2 000
Share premium	165
Retained earnings	4 847
Non-current liabilities:	531
Other liabilities	531
Current liabilities:	5 515
Trade and other liabilities	4 255
Short term loans	1 250
Provisions	10
Total equity and liabilities:	13 058

STATEMENT OF COMPREHENSIVE INCOME in million HUF

Revenue, gross of taxes	24 259
Excise tax	(6 925)
Public health product tax	(4 251)
Revenue, net of taxes	13 083
Operating expenses	(11 658)
Material-type expenses	(5 149)
Employee benefits expense	(2 993)

Depreciation and amortization	(524)
Other operating expenses	(2 992)
Other operating income	362
Profit from operations	1 787
Net financial income (cost)	(7)
Profit before tax	1 780
Income tax expense	(344)
Profit for the year	1 436

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution on dividend on the basis of the annual report concerning the business year starting on April 1, 2020 and terminating on March 31, 2021

Resolution of the Board of Directors acting in the competence of the AGM No. 9/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the proposal of the Board of Directors on the basis of which the Company has declared the payment of dividend in the amount of 700 HUF per share, in total HUF 1 424 500 000 (one billion four hundred and twenty four million and five hundred thousand Hungarian Forints). The Board of Directors will take the necessary steps for the payment of the dividends on a pro rata basis in accordance with the shareholding set forth in the Company's Share Register on July 21, 2021. The distribution of the dividends shall commence on July 28, 2021 except if a certain number of shareholders initiated the subsequent supervision of the decisions on the annual report and the use of profits as set forth in Section 9 of the Government Decree.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution on the remuneration of the members of the Board of Directors and the Supervisory Board

Resolution of the Board of Directors acting in the competence of the AGM No. 10/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the honoraria for the members of the Company's Board of Directors and the Supervisory Board in regard to the business year starting on April 1, 2020 and terminating on March 31, 2021 as follows:

Chairman of the Board of Directors:	4.5 M HUF
Deputy Chairman of the Board of Directors	3.9 M HUF
Members of the Board of Directors:	3.3 M HUF

Chairwoman of the Supervisory Board:	4.5 M HUF
Deputy Chairwoman of the Supervisory Board	3.9 M HUF
Members of the Supervisory Board:	3.3 M HUF

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Election of members of the Board of Directors, of the Supervisory Board and of the Audit Board

Resolution of the Board of Directors acting in the competence of the AGM No. 11/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting acknowledged the resignation of Mag. Karin Trimmel (mother's full maiden name: Elfriede Schindler) from her membership in the Supervisory Board and consequently in the Audit Board as of June 29, 2021. The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting discharged Mag. Karin Trimmel from her membership in the Supervisory Board and consequently in the Audit Board from her liabilities in connection with her activities as member of the Supervisory and the Audit Boards.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 12/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the election of Mr. Thomas Mempel (mother's full maiden name: Antje Jährmann; date of birth: August 11, 1967) as a member of the Supervisory Board for a definite period of time starting on June 30, 2021 and expiring on July 31, 2024.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Resolution of the Board of Directors acting in the competence of the AGM No. 13/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the election of Mr. Thomas Mempel (mother's full maiden name: Antje Jährmann; date of birth: August 11, 1967) as a member of the Audit Board for a definite period of time starting on June 30, 2021 and expiring on July 31, 2024.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Modification and amendment of the Statutes of the Company

Resolution of the Board of Directors acting in the competence of the AGM No. 14/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the amendments of the Statutes of the Company and its annex as set forth in the published general meeting proposals.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

Approval of the consolidated text of the Company's Statutes, including amendments to date

Resolution of the Board of Directors acting in the competence of the AGM No. 15/2021. 06. 30.

The Board of Directors - based on Subsection (1) of Section 5 and Section 9 of the Government Decree - acting in the competence of the General Meeting approved the consolidated version of the Statutes including the modifications and amendments set forth by the above Resolutions (containing all the amendments to date) attached to this Minutes as Appendices 1/A and 1/B.

Number of votes	Ratio of votes	Yes	No	Abstention
7	100%	7	0	0

June 30, 2021 Budapest

*Board of Directors of the
Zwack Unicum Plc.*