

**Resolutions Delivered on the Extraordinary General Assembly of the FOTEX  
Első Amerikai-Magyar Vagyonkezelő Nyilvánosan Működő Részvénytársaság  
(First American-Hungarian Trustee Publicly Operating Shareholding Company)  
FOTEX, held on 4th August, 2008**

**Resolution No. 26/2008.:**

**Keeper of the Minutes of the General Assembly is Ms. Dr. Zsuzsanna Gyülvézi, Attestor of the Minutes from among the shareholders in the representation of the shareholders is Blackburn Int. Inc., represented by Ms. Zsuzsanna Mogyorósi, members of the Returning Board are Mrs. Tibor Lagyánszki and Ms. Hajnalka Barna.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 27/2008.:**

**The General Assembly elected Mr. Dr. András Pál as its chairman conducting the General Assembly.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 28/2008.:**

**Agenda of the General Assembly:**

- 1.) Approval of the plan of the Directorate for transforming the company into a European Shareholding Company,**
- 2.) Delivering decision on the intention of transforming the company into a European Shareholding Company,**
- 3.) Advance survey regarding the persons who, from among the shareholders of the company do not want to be members of the legal successor company,**
- 4.) Delivering decision on the way and on the date of announcement of their intention for seceding of the shareholders, who do not want to participate in the legal successor company,**
- 5.) Settlement of the turning-days of the schedules of the Balance on Assets,**
- 6.) Delivering decision on the person of the independent auditor,**
- 7.) Assignment of the Directorate for the completion of the schedules of the Balance on the Assets and the Inventory on the Assets, as well, as of other documents required to the transformation.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 29/2008.:**

**The General Assembly approves the schedule of the Directorate of the Fotex Nyrt. (Publicly Operating Shareholding Company) for transforming the company into a European Shareholding company.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 30/2008.:**

**The General Assembly agrees the intent of the FOTEX Nyrt. (Publicly Operating Shareholding Company) for transforming the company into a European Shareholding company.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 31/2008.:**

**The shareholders, who do not want to participate in the European Shareholding Company to be established through the transformation, are obliged to declare their intent on this in writing to the Directorate of the FOTEX Nyrt. (Publicly Operating Shareholding Company) at the date and on the way determined by this General Assembly.**

Number of “yes” votes: 35.687.143 pcs (98.927%), number of “no” votes: 0 pcs (0%), number of abstentions: 387.000 pcs (1.073%)

**Resolution No. 32/2008.:**

**The General Assembly delivers the decision that the shareholders, who do not want to participate in the European Shareholding Company to be established through the transformation, are obliged to declare their intent on this in writing to the Directorate of the FOTEX Nyrt. (Publicly Operating Shareholding Company) within 15 days as of the day of this General Assembly, with parallelly certifying the freezing of their shares until 31 January, 2009.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 33/2008.:**

**The turning-day of the schedule of the Balance on Assets of the transformation into a European Shareholding Company is: 30 June, 2008.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 34/2008.:**

**During the transformation into a European Shareholding Company the independent auditor, who supervises and audits the schedules of the Balance on Assets and Inventory on the Assets will be:**

**Ms. Terézia Baráth, law-auditor, resident at H-1222 Budapest, Gádor u. 124.**

**Her registration number at the Chamber of Auditors is: 002939.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

**Resolution No. 35/2008.:**

**The General Assembly charges the Directorate with the completion of the schedules of the Balance on Assets and Inventory on the Assets, as well, as of other documents required to the transformation.**

Number of “yes” votes: 36.074.143 pcs (100%), number of “no” votes: 0 pcs (0%), number of abstentions: 0 pcs (0%)

Directorate of FOTEX Nyrt.  
(Publicly Operating Shareholding Company)