

FOTEX Plc.

## INVITATION

FOTEX First American-Hungarian Holding Public Co. Ltd. (1126 Budapest, Nagy Jenő u. 12.) notifies its shareholders that

a general meeting will be held at the seat of the company (Budapest, XII. ker. Nagy Jenő u. 12. sz) with the following agenda

**at 12:00 hours on 04. August 2008**

- 1.) Approval of the Board of Directors' draft for conversion into a European Corporation
- 2.) Decision on an intention of converting into a European Corporation
- 3.) A preliminary survey on who does not intend to become shareholder of the legal successor company.
- 4.) Decision on a manner and deadline of the reporting of intention to quit by shareholders not wishing to take part in the legal successor company
- 5.) Determining a balance-sheet date of property balance sheet drafts
- 6.) Decision on the person of an independent auditor
- 7.) Entrusting the Board of Directors with a property balance-sheet and property inventory drafts as well as other documents required for conversion

In addition to the above listed items, a shareholder may inspect the detailed documentation concerning the above agenda in the director's office at the seat of the Company on business days during the business hours after 7 (seven) days following the issuance of present invitation.

We inform the Honourable Shareholders that a shareholder registered in the shareholders' book may participate in the general assembly in person or can be represented by a proxy. The power of attorney shall be put in an official document or a private agreement of full confirmative power. The registration of the shareholders starts at the place of the general assembly an hour and a half before the opening of the general assembly and closes half an hour before the opening. The power of attorney shall be delivered at the place of the general assembly during the registration interval.

The voting paper authorising its holder to vote can be taken at the time of registration. The Company issues the voting paper for the shareholder or his/her proxy, if the shareholder or his/her proxy verifies his/her identity by an identity card or passport or, in case of companies, original company registration documents and specimen of signature during the registration interval preceding the general assembly itself.

The precondition of the voting is the registration of the shareholder's ownership right in the stock register. The determination of the entitlement to vote takes place by proof of ownership pursuant to paragraph (3) of Gt 297.§. The Company may request proof of ownership only those shareholders, who did not ban their registration in the stock register or request their removal from it.

We inform the Honourable Shareholders that the availability day of the proof of share ownership is: 25. July 2008.

Every certificate of a share of HUF 100.- face value entitles you for one vote in the general assembly. You can vote with your voting paper indicating the strength of the voting power to be exercised in the general assembly.

If the general assembly summoned this way is not a quorum, the Company holds a repeated general assembly at the seat of the Company one hour later than the time of opening specified in the invitation. Concerning the original agenda, the repeated general assembly is a quorum irrespective of the number of the participating shareholders.

Budapest, 02. July 2008

FOTEX Plc.  
Board of Directors