

## **FOTEX HOLDING**

### **INVITATION**

**FOTEX Holding SE (Luxemburg, 75. Parc d'Activités, L-8308 Capellen) notifies its shareholders that**

**An extraordinary general assembly will be held in Luxemburg, 75, Park d' Activités, L-8308 Capellen with the following agenda**

**at 11:00 hours on 14. January**

- 1.) Recall of Ernst & Young Könyvvizsgáló Kft (1132 Budapest, Váci út 20.)**
- 2.) Selection of Ernst & Young Luxembourg (7 Parc d'Activité Syrdall, Munsbach L5365, Luxembourg) for auditing the FOTEX group's consolidated balance sheet**
- 3.) Approval of the FOTEX Holding's balance sheet on the score of the activity in Hungary before the transfer of the seat of the Company in Luxembourg**

We inform the Shareholders that a shareholder registered in the shareholder's 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. 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.

The availability day of the proof of share ownership is: 6<sup>th</sup> January 2010.

Every certificate of a share of EUR 0.42 face value entitles you 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.

Luxembourg, 11<sup>th</sup> December 2009

FOTEX HOLDING  
Board of Directors