

DRAFT RESOLUTIONS OF THE GENERAL MEETING

and

OPINION OF THE BOARD OF DIRECTORS

on items on the agenda of the General Meeting for which no draft resolution is submitted

The Board of Directors of **GEVORKYAN, a.s.**, with its registered office at Továrenská 504, Vlkanová 976 31, Slovak Republic, ID No. 36 017 205, registered in the Commercial Register of the District Court Banská Bystrica, Section: Sa, File No. 1232/S (the “**Company**”), hereby submits to the Company’s General Meeting to be held on 20 June 2025 at 3:00 p.m., at Žižkova 7803/9, 811 02 Bratislava, Slovak Republic (the “**General Meeting**”), the following draft resolutions of the General Meeting as per the individual items on the agenda of the General Meeting and the opinion on the items on the agenda of the General Meeting for which no draft resolution is submitted:

On agenda item 1: Opening of the General Meeting; Election of the General Meeting bodies:

For the first part of the agenda item “Opening of the General Meeting”, no draft resolution is submitted, as it is a procedural step. The Chairman of the Board of Directors of the Company will formally open the General Meeting and welcome all shareholders present.

On the second part of the agenda item “Election of the General Meeting bodies”, the Board of Directors of the Company submits to the General Meeting a proposal for the election of the General Meeting bodies as follows:

- Chairman: Mgr. Ondřej Majer,
- Minutes clerk: Mgr. Andrea Mochorovská,
- Minutes verifier: Mgr. Sandra Braunová,
- Minutes verifier: Mgr. et Mgr. Patrícia Jamrišková,
- Vote counter: Mgr. Sandra Braunová,
- Vote counter: Mgr. Andrea Mochorovská.

On agenda item 2: Discussing the report of the Company’s Board of Directors on the Company’s business activities for the year 2024 and on the state of the Company’s assets:

No draft resolution is submitted. The Chairman of the General Meeting will inform the present of the report of the Company’s Board of Directors on the Company’s business activities for the year 2024 and on the state of the Company’s assets, which is to be discussed and which is available for inspection at the Company’s registered office as well as on the Company’s website <https://www.gevorkyan.sk/valne-zhromazdenie> 30 days prior to the General Meeting until the date of the General Meeting.

On agenda item 3: Acquainting the shareholders with the Company’s Supervisory Board’s opinion on the Company’s 2024 annual individual financial statements, the Company’s 2024 annual report, and the proposal for the distribution of the Company’s 2024 profit:

No draft resolution is submitted. The Chairman of the General Meeting will inform the present of the Supervisory Board’s opinion on the Company’s 2024 annual individual financial statements, the Company’s 2024 annual report, and the proposal for the distribution of the Company’s 2024 profit, which is available for inspection at the Company’s registered office as well as on the Company’s website <https://www.gevorkyan.sk/valne-zhromazdenie> 30 days prior to the General Meeting until the date of the General Meeting.

On agenda item 4: Discussing and approving the Company’s 2024 annual individual financial statements and the Company’s 2024 annual report:

The Company’s Board of Directors submits to the General Meeting a proposal for approval of the Company’s 2024 annual individual financial statements and the Company’s 2024 annual report. Both documents are available for inspection at the Company’s registered office as well as on the Company’s website <https://www.gevorkyan.sk/valne-zhromazdenie> 30 days prior to the General Meeting until the date of the General Meeting.

On agenda item 5: Discussing and approving the distribution of the Company's 2024 profit:

The Company's Board of Directors submits to the General Meeting, in particular in accordance with Section 192(1) of Act No. 513/1991 Coll., the Commercial Code ("Commercial Code"), as amended, a proposal for the distribution of the Company's profit or loss after tax for the year 2024 in the amount of EUR 3,786,328.38 as follows:

- allocation to the statutory reserve fund in the amount of EUR 378,632.84;
- transfer to retained earnings of previous years in the amount of EUR 3,407,695.54.

On agenda item 6: Discussing and approving the Company's auditor for the year 2025:

The Company's Board of Directors submits to the General Meeting a proposal for the approval of Ernst & Young Slovakia, spol. s r.o., with its registered office at Žižkova 9, 811 02 Bratislava, ID No. 35 840 463, registered in the Commercial Register of the Municipal Court Bratislava III, Section: Sro, File No. 27004/B, as auditor of the Company for the year 2025.

On agenda item 7: Approving the authorization of the Board of Directors to increase the registered capital of the Company:

The Board of Directors of the Company presents to the General Meeting a proposal for authorizing the Company's Board of Directors to increase the registered capital of the Company pursuant to §210 of the Commercial Code under following conditions:

- i) the maximum amount by which the registered capital of the Company may be increased is EUR 3,500,000 (in words: three million five hundred thousand euros) up to a maximum proposed registered capital of the Company of EUR 20,157,272 (in words: twenty million one hundred and fifty-seven thousand one hundred and eighty-two euros) (the "Approved Registered Capital Amount");
- ii) increase of the registered capital can be carried out by subscription of new shares;
- iii) the increase of the Company's registered capital can be carried out by the subscription of not more than 3,500,000 new ordinary bearer shares, issued in book-entry form, with a nominal value of EUR 1 per share;
- iv) the shares may be subscribed by cash contributions, while subscription of shares by non-cash contributions is not allowed;
- v) the Board of Directors of the Company is authorized to adopt a decision on limitation or exclusion of the shareholders' right to preferential subscription of shares pursuant to § 204a of the Commercial Code in the decision on the increase of the registered capital;
- vi) the authorization is granted for a period of five years.

On agenda item 8: Approving the change of the Company's Articles of Association:

The Company's Board of Directors submits to the General Meeting a proposal for approval of the new full wording of the Articles of Association of the Company as published at least 30 days prior to the General Meeting on the Company's website at: <https://www.gevorkyan.sk/valne-zhromazdenie>.

On agenda item 9: Closing:

No draft resolution is submitted, as it is a procedural step. The Chairman of the General Meeting, having concluded the discussion of the remaining items on the agenda, will thank the present for their attendance and close the General Meeting.

In VUKANOVA on 19/05/ 2025

Dipl. Ing. Artur Gevorkyan
Chairman of the Board of Directors
GEVORKYAN, a.s.