



EGYÜTT. VELED

SUBMISSION
TO THE GENERAL MEETING OF MAGYAR TELEKOM PLC.

ELECTION OF A MEMBER OF THE BOARD OF DIRECTORS

BUDAPEST, JUNE 22, 2018



Christopher Mattheisen, member of the Board of Directors of Magyar Telekom Plc., informed the Board of Directors of the Company, that he resigned from his position being a member of the Board of Directors effective on July 1, 2018. Therefore, election of a new member of the Board of Directors is proposed.

It is proposed that the General Meeting elects Tibor Rékasi as member of the Board of Directors with an end date identical to that of the current members of the Board of Directors.

Biography of the nominee:

Tibor Rékasi (born in 1973) graduated from the Budapest Foreign Trade College and then participated in additional business trainings in order to expand his business knowledge. He started his professional career at Integra Kft as account manager. From 1997 he worked for Unisys Hungary as a relationship manager dealing financial business partners and then as Director for Customer Relations. In 2000 he joined Cisco Systems Hungary where first he worked as Key Account Manager and then as Director of the Large Corporations Business Unit. In February 2007 he was appointed as Managing Director of Cisco Systems Hungary, and in this position he was responsible for the coordination of all domestic sales activities in addition to the operative management of the company. He joined the Magyar Telekom Group in September 2008 as Managing Director of IQSYS Zrt., a subsidiary of the Business Services Business Unit, where he took on the responsibilities of Commercial Director in addition to leading IQSYS Zrt. Between December 2010 and May 2011, he also acted temporarily as Head of Magyar Telekom's Business Services Business Unit (T-Systems), while continuing his work as Managing Director of IQSYS Zrt. From October, 2012 until September 30, 2013 he was the chief officer responsible for the Sales Division of T-Systems Magyarország Zrt. From October 1, 2013 he has been Chief Commercial Officer Enterprise of Magyar Telekom and Chief Executive Officer of T-Systems Magyarország Zrt. With effect from January 11, 2017 Tibor Rékasi is Magyar Telekom's Chief Commercial Officer Residential. From the same date, he is Chairman of the Board of Directors of T-Systems Magyarország Zrt.

The Board of Directors, having considered the Remuneration and Nomination Committee's agreement with the nomination, submits the following resolution proposal to the General Meeting:

The General Meeting elects Tibor Rékasi as member of the Board of Directors of Magyar Telekom Plc. as of July 1, 2018, until May 31, 2019, provided that if the 2019 Annual General Meeting is held prior to May 31, 2019, then Tibor Rékasi's mandate expires on the day of the Annual General Meeting.

In the event the Extraordinary General Meeting does not have a quorum on June 22, 2018, the following resolution shall be proposed to the repeated Extraordinary General Meeting on July 4, 2018:

The General Meeting elects Tibor Rékasi as member of the Board of Directors of Magyar Telekom Plc. as of July 4, 2018, until May 31, 2019, provided that if the 2019 Annual General Meeting is held prior to May 31, 2019, then Tibor Rékasi's mandate expires on the day of the Annual General Meeting.

Opinion of the Supervisory Board related to this agenda item:

The Supervisory Board examined the submission of the Board of Directors on the election of Tibor Rékasi as member of the Board of Directors, and acknowledged it.



SUMMARY ABOUT THE NUMBER OF THE SHARES AND VOTING RIGHTS EXISTING AT THE TIME OF CONVENING THE EXTRAORDINARY GENERAL MEETING OF MAGYAR TELEKOM PLC. TO BE HELD ON JUNE 22, 2018

Composition of share capital of the Company as of May 22, 2018:

Share series	Nominal value (HUF/share)	Number of shares issued	Total nominal value (HUF)
Series "A" (ordinary shares)	100	1,042,742,543	104,274,254,300
Share capital			104,274,254,300

Number of voting rights attached to the shares as of May 22, 2018:

Share series	Number of shares issued	Number of shares with voting right	Voting right per share	Total number of voting rights	Number of treasury shares
Series "A" (ordinary shares)	1,042,742,543	1,042,742,543	1	1,042,742,543	984,566
Total	1,042,742,543	1,042,742,543		1,042,742,543	984,566