



Extraordinary Announcement

Takarék Mortgage Bank Co. Plc. (company registration number: 01-10-043638; seat: H-1117 Budapest, Magyar Tudósok körútja 9., G. épület., hereinafter: **Company**), complying with its extraordinary information obligation set out in Paragraph (1) of Section 55 of Act CXX of 2001 on the Capital Market (Capital Market Act), hereby informs the Esteemed Investors about the notifications of **Magyar TakaréK Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság** (seat: H-1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: 01-10-047759; „MaTak”), **Magyar TakaréK Holding Zártkörűen Működő Részvénytársaság** (seat: H-1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: 01-10-141278; „Magyar TakaréK Holding”), and **ABRAHAM Goldmann Trust Corp.** (seat: H-1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: Cg. 01-10-049248; „Abraham Goldmann Trust Corp.”) below pursuant to Section 61(1) of Act CXX of 2001 on the Capital Market (“Capital Market Act”).

Related annex:

- The notification of Magyar TakaréK Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság on the decrease in its share in the Company,
- The notification of Magyar TakaréK Holding Zártkörűen Működő Részvénytársaság on the acquisition in its share in the Company,
- The notification of ABRAHAM Goldmann Trust Corp. on the changes in the controlling interest in the Company.

Budapest, 31 March, 2021

Takarék Mortgage Bank Co. Plc.

Addressee: **NATIONAL BANK OF HUNGARY**
H-1013 Budapest, Krisztina krt. 39.

TAKARÉK MORTGAGE BANK CO.PLC.
H-1117 Budapest, Magyar Tudósok körútja 9. G. ép.

Budapest, 30 March 2021

Reference: *Notification under Section 61(1) of the Capital Market Act*

Dear Sirs,

We, the undersigned, in representation of **Magyar TakaréK Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság** (registered office: 1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: Cg. 01-10-047759; “**MaTak**”) are giving the notification below pursuant to Section 61(1) of Act CXX of 2001 on the Capital Market (“Capital Market Act”):

Considering that MaTak is the shareholder of Magyar Bankholding Zrt. (registered office: H-1134 Budapest, Kassák Lajos u. 18.; company registration number: Cg.01-10-140865; “**Bankholding**”), which holds a 99.99 % controlling share in MTB Magyar Takarékszövetkezeti Bank Zártkörűen Működő Részvénytársaság (“**MTB Zrt.**”), and MTB Zrt. holds an 88.14 % controlling share in TakaréK Mortgage Bank Co.Pl.c. (and MTB Zrt. and persons acting in concert with it jointly hold a controlling share of 96.76 %), MaTak holds an indirect share in TakaréK Mortgage Bank Co.Pl.c.

On 24 March 2021, Magyar TakaréK Holding Zártkörűen Működő Részvénytársaság (registered office: H-1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: 01-10-141278) was established by way of a spin-off from MaTak, becoming the successor to a total of 7,085,555 series “A” ordinary shares issued by Magyar Bankholding Zártkörűen Működő Részvénytársaság, therefore MaTak (as Remaining Company) has remained successor to a total of 14,171,109 series “A” ordinary shares and 1 (one) series “D” preference share issued by Magyar Bankholding Zártkörűen Működő Részvénytársaság, hence its shareholding in Bankholding decreased to 25.1266 %.

As a result of the decreased controlling share of MaTak in Bankholding, the indirect controlling share of MaTak in TakaréK Mortgage Bank Co.Pl.c. has decreased from 33.22 % before the demerger to a **22.15 %** controlling share.

Based on the foregoing, the indirect voting rights of MaTak in TakaréK Mortgage Bank Co.Pl.c. are stated in Annex 1 of the notification hereunder.

Please kindly acknowledge the above.

Yours sincerely,

**Magyar TakaréK Befektetési és Vagyongazdálkodási
Zártkörűen Működő Részvénytársaság**

.....
Dr. BENCZE András
Member of the Board of Directors

.....
BOGDÁN János
Member of the Board of Directors

Form used for notification of the acquisition or disposal of shares granting voting rights or voting rights under Section 61 of the Capital Market Act

1. Name of issuer or original issuer of existing shares with attached voting rightsⁱⁱ: **Takarék Mortgage Bank Co.Plc**
2. Reason for notification (tick the appropriate box/boxes):
- acquisition or disposal of voting rights
- purchase or sale of financial instruments that may result in the acquisition of already issued shares with attached voting rights
- event changing the distribution of voting rights
3. Full name of person(s) required to give notificationⁱⁱⁱ: **Magyar Takarék Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság**
4. Full name of shareholder(s) (if other than the person in clause 3)^{iv}:
5. Date of the transaction and date of exceeding or reaching the threshold^v: **24 March 2021**
6. Exceeded or reached threshold(s): **33%, 25%**
7. Reported data:

Voting rights related to the shares ^{vi}								
Class/type of shares (with use of ISIN code where possible)	Situation prior to the triggering transaction ^{vii}		Situation after the triggering transaction ^{viii} :					
	Number of shares	Number of voting rights ^{ix}	Number of shares		Number of voting rights ^x		% of voting rights	
			Direct	Indirect ^{xi}	Direct ^{xii}	Indirect ^{xiii}	Direct	Indirect
Takarék Mortgage Bank Co.Plc. "A" ordinary shares	0	19,148,623	0	0	13,294,191	0	12.28%	
Takarék Mortgage Bank Co.Plc. "B" preference shares	0	5,338,073	0	0	3,558,715	0	3.29%	
Takarék Mortgage Bank Co.Plc. "C" ordinary shares	0	10,676,146	0	0	7,117,430	0	6.58%	
A) SUBTOTAL (based on aggregation of voting rights)	0	35,162,842	0	0	23,970,338	0	22.15%	

8. Where relevant, the chain of controlled undertakings through which the voting rights and/or financial instruments are effectively held^{xvi}:
- (i) Notifier holds a 25.1266% share in the company Magyar Bankholding Zrt.
- (ii) Magyar Bankholding Zrt. is the shareholder of MTB Zrt. with a qualifying holding of 99.99%
- (iii) MTB Zrt. holds an 88.14% share of Takarék Mortgage Bank Co.Plc..
9. In relation to proxy voting:
- The proxy of [name of proxy holder] for the holding of [number of] votes shall expire on [date].
10. Additional information, if necessary:

Dated: Budapest, 30 March 2021

Magyar Takarék Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság

.....
Dr. BENCZE András and BOGDÁN János
Members of the Board of Directors

Addressee: **NATIONAL BANK OF HUNGARY**
H-1013 Budapest, Krisztina krt. 39.

TAKARÉK MORTGAGE BANK CO.PLC.
H-1117 Budapest, Magyar Tudósok körútja 9. G. ép.

Budapest, 30 March 2021

Reference: *Notification under Section 61(1) of the Capital Market Act*

Dear Sirs,

We, the undersigned, in representation of **Magyar Takarékk Holding Zártkörűen Működő Részvénytársaság** (registered office: 1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: Cg. 01-10-141278; “**MaTak**”) are giving the notification below pursuant to Section 61(1) of Act CXX of 2001 on the Capital Market (“Capital Market Act”):

On 24 March 2021, Magyar Takarékk Holding was established by way of a spin-off from **Magyar Takarékk Befektetési és Vagyongazdálkodási Zártkörűen Működő Részvénytársaság** (registered office: H-1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: 01-10-047759; „**MaTak**”), becoming the successor to a total of 7,085,555 series “A” ordinary shares issued by Magyar Bankholding Zártkörűen Működő Részvénytársaság, therefore MaTak (as Remaining Company) has remained successor to a total of 14,171,109 series “A” ordinary shares and 1 (one) series “D” preference share issued by Magyar Bankholding Zártkörűen Működő Részvénytársaság.

As a result of the above corporate conversion, Magyar Takarékk Holding acquired a 12.56 % direct share in Magyar Bankholding Zrt. (registered office: H-1134 Budapest, Kassák Lajos u. 18.; company registration number: Cg.01-10-140865; “**Bankholding**”).

Considering that Bankholding holds a 99.99 % controlling share in MTB Magyar Takarékszövetkezeti Bank Zártkörűen Működő Részvénytársaság (“**MTB Zrt.**”), and MTB Zrt. holds an 88.14 % controlling share in Takarékk Mortgage Bank Co.Plc. (and MTB Zrt. and persons acting in concert with it jointly hold a controlling share of 96.76 %), Magyar Takarékk Holding acquired an **11.07 %** indirect controlling share in Takarékk Mortgage Bank Co.Plc.

Based on the foregoing, the indirect voting rights of Magyar Takarékk Holding in TJZB Nyrt. are stated in Annex 1 of the notification hereunder.

Please kindly acknowledge the above.

Yours sincerely,

Magyar Takarékk Holding
Zártkörűen Működő Részvénytársaság

.....
Dr. BENCZE András
Member of the Board of Directors

.....
BOGDÁN János
Member of the Board of Directors

Form used for notification of the acquisition or disposal of shares granting voting rights or voting rights under Section 61 of the Capital Market Act

1. Name of issuer or original issuer of existing shares with attached voting rightsⁱⁱ: **Takarék Mortgage Bank Co.Plc.**
2. Reason for notification (tick the appropriate box/boxes):
- acquisition or disposal of voting rights
- purchase or sale of financial instruments that may result in the acquisition of already issued shares with attached voting rights
- event changing the distribution of voting rights
3. Full name of person(s) required to give notificationⁱⁱⁱ: **Magyar Takarék Holding Zártkörűen Működő Részvénytársaság**
4. Full name of shareholder(s) (if other than the person in clause 3)^{iv}:
5. Date of the transaction and date of exceeding or reaching the threshold^v: **24 March 2021**
6. Exceeded or reached threshold(s): **10 %**
7. Reported data:

Voting rights related to the shares ^{vi}								
Class/type of shares (with use of ISIN code where possible)	Situation prior to the triggering transaction ^{vii}		Situation after the triggering transaction ^{vii} :					
	Number of shares	Number of voting rights ^{ix}	Number of shares		Number of voting rights ^x		% of voting rights	
			Direct	Indirect ^{xi}	Direct ^{xii}	Indirect	Direct	Indirect
Takarék Mortgage Bank Co.Plc. "A" ordinary shares	0	0	0	0	6,647,096	0	6.14%	
Takarék Mortgage Bank Co.Plc. "B" preference shares	0	0	0	0	1,779,358	0	1.64%	
Takarék Mortgage Bank Co.Plc. "C" ordinary shares	0	0	0	0	3,558,716	0	3.29%	
A) SUBTOTAL (based on aggregation of voting rights)	0	0	0	0	11,985,170	0	11.07%	

8. Where relevant, the chain of controlled undertakings through which the voting rights and/or financial instruments are effectively held^{xvi}:
- (i) Notifier holds a 12.56% share in the company Magyar Bankholding Zrt.
- (ii) Magyar Bankholding Zrt. is the shareholder of MTB Zrt. with a qualifying holding of 99.99%
- (iii) MTB Zrt. holds an 88.14% share of Takarék Mortgage Bank Co.Plc.
9. In relation to proxy voting:
- The proxy of [name of proxy holder] for the holding of [number of] votes shall expire on [date].
10. Additional information, if necessary:

Dated: Budapest, 30 March 2021

**Magyar Takarék Holding
Zártkörűen Működő Részvénytársaság**

.....
Dr. BENCZE András and BOGDÁN János
Members of the Board of Directors

Addressee: **NATIONAL BANK OF HUNGARY**
H-1013 Budapest, Krisztina krt. 39.

TAKARÉK MORTGAGE BANK CO.PLC.
H-1117 Budapest, Magyar tudósok körútja 9. G. ép.

Budapest, 25 March 2021

Reference: *Notification under Section 61(1) of the Capital Market Act*

Dear Sirs,

We, the undersigned, in representation of **ABRAHAM Goldman Trust Corp.** (registered office: 1092 Budapest, Ferenc körút 44. 1. em. 1., company registration number: Cg. 01-10-049248; "**Abraham Goldman Trust Corp.**") are giving the notification below pursuant to Section 61(1) of Act CXX of 2001 on the Capital Market ("Capital Market Act"):

On 30 December 2020, MTB Magyar Takarékszövetkezeti Bank Zártkörűen Működő Részvénytársaság ("**MTB Zrt.**"), as the shareholder of TakaréK Mortgage Bank Co. Plc. (registered office: H-1117 Budapest, Magyar tudósok körútja 9. G. ép.; company registration number: 01-10-043638; "**Takarék Mortgage Bank**") with a qualified majority has made a binding public purchase offer for all shares issued by TakaréK Mortgage Bank Co. Plc.

The deadline for acceptance of the Offer expired on 17 February 2021, and after transfer of the offered shares the controlling share of MTB Zrt. in TakaréK Mortgage Bank increased from 86.20% to 88.14%, while the joint qualifying holding of MTB Zrt. and persons acting in coordination with the former increased from 94.82% to 96.76%.

On 1 March 2021, Abraham Goldman Trust Corp., holding an indirect controlling share of Magyar Bankholding Zrt. (registered office: H-1134 Budapest, Kassák Lajos u. 18.; company registration number: Cg.01-10-140865; "**Bankholding**"), gave notification that its indirect controlling share in TakaréK Mortgage Bank has increased from a controlling share of 9.87 % before the public purchase offer to a 10.09 % controlling share. Considering that in the meantime the indirect controlling share of Abraham Goldman Trust Corp. has decreased in Bankholding, as a result the indirect controlling share of Abraham Goldman Trust Corp. in TakaréK Mortgage Bank equals **9.1951 %** on the date of the notification hereunder.

Based on the foregoing, the indirect voting rights of Abraham Goldman Trust Corp. in TakaréK Mortgage Bank are stated in Annex 1 of the notification hereunder.

Please kindly acknowledge the above.

Yours sincerely,

ABRAHAM Goldman Trust Corp.

.....
GÁL Miklós, member of the board of directors

Form used for notification of the acquisition or disposal of shares granting voting rights or voting rights under Section 61 of the Capital Market Act

1. Name of issuer or original issuer of existing shares with attached voting rightsⁱⁱ: **Takarék Mortgage Bank Co. Plc**
2. Reason for notification (tick the appropriate box/boxes):
 - acquisition or disposal of voting rights
 - purchase or sale of financial instruments that may result in the acquisition of already issued shares with attached voting rights
 - event changing the distribution of voting rights
3. Full name of person(s) required to give notificationⁱⁱⁱ: **ABRAHAM Goldman Trust Corp.**
4. Full name of shareholder(s) (if other than the person in clause 3)^{iv}:
5. Date of the transaction and date of exceeding or reaching the threshold^v: **17 February 2021**
6. Exceeded or reached threshold(s): **10%**
7. Reported data:

Voting rights related to the shares ^{vi}								
Class/type of shares (with use of ISIN code where possible)	Situation prior to the triggering transaction ^{vii}		Situation after the triggering transaction ^{viii}					
	Number of shares	Number of voting rights ^{ix}	Number of shares		Number of voting rights ^x		% of voting rights	
			Direct	Indirect ^{xi}	Direct ^{xii}	Indirect ^{xiii}	Direct	Indirect
Takarék Mortgage Bank Nyrt. "A" ordinary shares	0	5,519,750	0	0	5,519,750	0	5.5931%	
Takarék Mortgage Bank Nyrt. "B" preference shares	0	1,477,579	0	0	1,477,579	0	1.3651%	
Takarék Mortgage Bank Nyrt. "C" ordinary shares	0	2,955,157	0	0	2,955,157	0	2.7303%	
A) SUBTOTAL (based on aggregation of voting rights)	0	9,952,486	0	0	9,952,486	0	9.1951%	

8. Where relevant, the chain of controlled undertakings through which the voting rights and/or financial instruments are effectively held^{xvi}:
 - (i) Notifier is the shareholder of Magyar Bankholding Zrt. holding an 10.43% indirect qualifying holding
 - (ii) Magyar Bankholding Zrt. is the shareholder of MTB Zrt. with a qualifying holding of 99.99%
 - (iii) MTB Zrt. holds an 88.14% share of Takarék Mortgage Bank.
9. In relation to proxy voting:
The proxy of [name of proxy holder] for the holding of [number of] votes shall expire on [date].
10. Additional information, if necessary:

Dated: Budapest, 25 March 2021

ABRAHAM Goldman Trust Corp.

.....
GÁL Miklós
Member of the Board of Directors