

The Board of Directors of the North Hungarian Electricity Supply plc.
(3525 Miskolc, Dózsa Gy. street 13.)

informs its shareholders that the **annual general meeting** of the Company is convened on the **21th of March, 2014, 11 o'clock.**

Place of meeting: Budapest Electricity plc.
1132 Budapest, Váci street 72-74 headquarters, 1st floor, meeting room No. 114

Agenda of the meeting:

1. closing of financial year 2013
 - Report of the Board of Directors about the financial year 2013
 - Report of the auditor
 - Report of the Supervisory Board
 - Accepting the annual report and the utilisation of the balance sheet results
 - Accepting the consolidated annual report
2. Report on corporate governance
3. Electing the members of the Board of Directors
4. Electing the members of the Supervisory Board
5. Electing the members of the Audit Committee
6. Electing the responsible auditor in person

In case there is **lack of a quorum**, the date of the repeated meeting – with an unchanged venue and unchanged agenda – **1th of April 2014, 11 o'clock**, which is quorate in the issues occurring in the original agenda without considering the number attendants.

Mode of holding the meeting: personal presence of the shareholders.

The transfer of the registered share is only effective with the Company when the name of the new shareholder had been entered in the shareholders' register. Closing the shareholders' register will eventuate **on 19th March, 2014.**

The shareholders' register is kept by the Central Clearing House and Securities Depository/ Központi Elszámolóház és Értéktár Zrt. (KELER Zrt. 1075, Budapest, Asbóth street 9-11. Tel.: 483-6100/ extensions: 251,253,236, 237)

We call the attention of the shareholders that only that person is entitled to exercise shareholder rights whose name appears in the share register on **19th March, 2014, at 18:00 o'clock.**

Exercising shareholder rights, and this way taking part in the meeting can only happen after the identification of the owners initiated by the company. In case there

is a discrepancy between the shareholders' registers' data which is effective in time of the owner identification and the result of the identification, the data of the owner identification must be regarded as normative.

Closing the shareholders' register does not constrain the person entered in the share register in their right to transfer its share after the closing of the shareholders' register. Transferring the shares the day before the beginning day of the meeting does not exclude the right of the person entered in the share register to take part in the meeting and to exercise the rights to which he/she is entitled as shareholder.

Mode of registering in the shareholders' register:

- by submitting the data under article 11.1 of the deed of foundation, the new shareholder concurrently presents to the share register keeper in point of the purchased shares the shareholder certificate issued by the securities account keeper or the securities account keeper entrusted by the shareholder announces the data under article 11.1 to the share register manager.

- Shareholders may initiate their registration in the share register by their securities account keeper till **14th March 2014 (Accounting date)**. ÉMÁSZ Nyrt. and KELLER Zrt. do not take responsibility for completing the assignments given to the securities account keepers, and neither do for the consequences of omissions of the securities accountant keepers.

Shareholders having at least one percent of the votes – by appointing the cause – in eight days from the notice about convening the general meeting may request the Board of Directors in writing to put any question on the agenda. Shareholders having at least one percent of the votes may also submit a proposal for a decision.

The draft report according to the accounting act and the significant data of the reports of the Board of Directors and the Supervisory Board, the aggregations concerning the shares and votes effective at the time of convening the meeting, and the summaries of the presentations connecting to issues appearing on the agenda and the proposals for decision will be published by the company on the corporate website (www.emasz.hu), under the menu item: "Társaságcsoporthunk/ Részvényeseknek/ Közlemények".

Registration of the shareholders takes place between 09.45 – 10.45 before the general meeting, so we kindly ask our shareholders and representatives to appear on the venue of the meeting not later than 10.45.

Shareholders may exercise their voting right personally or via their representative. The power of attorney must be deposited by the appointed person in the form of an authentic instrument or a private document providing conclusive evidence. Depositing may take place **on the day of the general meeting, on the venue, between 09.45 and 10.45.**

The withdrawal of the power of attorney only expands to the validity of the votes casted by the proxy if the person who is entitled to take over the authorisation had been given a written notification from the authorising person about the withdrawal of the authorisation prior to the beginning of the general meeting.

Furthermore, we inform our shareholders that between the Miskolc headquarters and the Budapest location of the general meeting ÉMÁSZ Nyrt. ensures travelling free of charge for those shareholders who meet the conditions required to exercise the voting right. We kindly ask our shareholders to indicate their travelling intention until 3rd March, 2014. About the conditions of the travel Bobkóné Tarján Edit provides information on the number: 06 46-535-203.

Board of Directors of
North Hungarian Electricity Supply plc.