



## **Announcement of the National Savings and Commercial Bank Ltd. Concerning the Company's General Meeting**

The National Savings and Commercial Bank Ltd. (OTP Bank Rt.) (H-1051 Budapest, Nádor u. 16) herewith informs its shareholders that the Company will hold its Ordinary Annual General Meeting on Friday 26<sup>th</sup> of April 2002 at 10:00 a.m. in the Budapest Convention Centre (H-1123 Budapest, Jagelló u. 1-3.).

### **I. The agenda of the General Meeting:**

1. Report presented by the Board of Directors concerning the Company's 2001 business activities; acceptance of the 2001 Financial Report prepared according to HAR; decision on the distribution of after tax profits.
2. Report of the Supervisory Commission concerning the 2001 Financial Report prepared according to HAR and on the proposal of the Board of Directors regarding the distribution of after tax profits.
3. Report of the Bank's auditor concerning the results of the audit of the 2001 financial report prepared according to HAR.
4. Report of the Board of Directors on the Bank's Business Policy for 2002.
5. Election of the Company's auditor, approval of the appointment of official responsible for auditing, setting the remuneration.
6. Election of a member of the Board of Directors.
7. Election of the members of the Supervisory Board.
8. Establishing the remuneration of the members of the Board of Directors and Supervisory Board.
9. Modification of part 4 of the By-Laws. (The amendment of the By-Laws requires 3/4th majority of votes.)
10. Modification of the management option share program concerning 2000-2004 due to the splitting of the share's face value.
11. Decision concerning the acquisition of own shares, specifying the maximum number and the purchase price thereof.

### **II. The participation in the General Meeting and exercising the right to vote are subject to the following:**

- a) the holders of shares shall be effectively entered in the Company's Share Register;
- b) the voting right relating to the ownership of the shares shall not violate the provisions of the By-Laws, which circumstance shall be verified through monitoring by the Company following the deposit of shares or the receipt of notification from KELER.

- III. Shareholders may participate in the General Meeting in person or through their authorised representatives. Authorisations must be issued in the form of a notarised deed or a private document with full validity as evidence. In the event that a shareholder is represented at the General Meeting by its legal representative (e.g. director, managing director, mayor etc.), the deed issued by the court or court of registration concerning the representation, or a certificate concerning the election of the mayor must be presented at the venue of the General Meeting.

Authorisations shall be handed over till 19 of April 2002 at any of the OTP branches as specified in Article X.

In the event that the authorisation was issued outside Hungary, its formal requirements must satisfy the statutes of law concerning the certification and/or legalisation of documents issued outside Hungary. Information on the subject may be obtained from the foreign representation of the Republic of Hungary.

- IV. Registration at the venue of the General Meeting starts at 8:00 a.m. and ends at 10:00 a.m. the latest.

Following the registration if the conditions for attending the General Meeting and of exercising voting rights are met, at the venue of the General Meeting, the shareholder or his authorised representative – having provided proof of his identity and signed the record of participants – will receive the shareholder's voting coupons, entitling him to vote and participate in the General Meeting.

- V. We would like to call the attention of our esteemed shareholders that attendance and voting at the General Meeting are subject to observing the provisions contained in articles II., III. and IV. of the present Announcement.
- VI. Should the General Meeting fail to constitute a quorum by 11:00 a.m. on 26<sup>th</sup> of April 2002, the Board of Directors shall convene the General Meeting for 11:00 a.m. on 26<sup>th</sup> of April 2002, at the same venue, with the agenda specified under article I. This General Meeting shall be considered a quorum irrespective of the number of shareholders present.
- VII. We inform our shareholders that the Information Booklet concerning the registration into the Company's Share Register and participation in the General Meeting may be examined at the OTP branches designated and listed under Article X. of these presents from 2<sup>nd</sup> of April 2002. We wish to suggest to our shareholders that if they intend to participate in the General Meeting to square the obligations and deadlines for the notification made by KELER with the investment service provider who manages their securities account.
- VIII. The written documents of the General Meeting shall be available for inspection by the shareholders from 15<sup>th</sup> of April 2002 at the Budapest 5<sup>h</sup> District Branch Office of OTP Bank (H-1051 Budapest Deák Ferenc u. 79) and at the information centre of the Budapest Stock Exchange.
- IX. We wish to call the attention of our non-resident (foreign) shareholders, that according to the By-Laws of the Company, the aggregate voting rights of foreign shareholders on the AGM cannot reach 50% of the voting rights attached to the voting shares issued by the Company. This limitation shall be enforced by the representative of the Board of Directors before the opening of the AGM, during registration, by establishing the order of arrival of the foreign shareholders or their representatives.
- X. The designated branches of OTP Bank Ltd.:

## BUDAPEST

I. district	Alagút u. 3.
I. district	Iskola u. 38-42.
I. district	Széna tér 7.
II. district	Margit krt. 8-10.
II. district	Fény u. 11-17.
II. district	Szépüvölgyi út 4/b.
II. district	Törökvész u. 1/a.
III. district	Flórián tér 15.
IV. district	Erzsébet u. 50.
V. district	Deák F. u. 7-9.
V. district	Nádor u. 6.
V. district	Bajcsy-Zsilinszky u. 24.
V. district	Nádor u. 16.
V district	Károlyi M. u. 14.
V. district	Szent István krt. 1.
V. district	Szabadság tér 7-8. (Bankcenter)
V. district	Széchenyi rkp. 19.
V. district	Nyugati tér 9.
VI. district	Andrássy út 23.
VI. district	Andrássy út 83-85.
VII. district	Király u. 47.
VII. district	Károly krt. 1.
VIII. district	József krt. 33.
VIII. district	József krt. 53.
IX. district	Tinódi u. 9-11.
X. district	Kőrösi Csoma sétány 6.
XI. district	Bartók Béla út 92-94.
XI. district	Jagelló út 20/a.
XI. district	Móricz Zs. körtér 18.
XI. district	Gazdagréti tér 7.
XII. district	Böszörményi út 9-11.
XII. district	Apor Vilmos tér 11-12.
XIII. district	Tátra u. 10.
XIII. district	Pozsonyi út 37.
XIV. district	Nagy Lajos király útja 19-21.
XIV. district	Thököly út 102/b.
XV. district	Szentmihályi út 131. (PÓLUS Center)
XV. district	Fő u. 64.
XVI. district	Sashalom, Jókai u. 1/b.
XVII. district	Ferihegyi út 93.
XVIII. district	Üllői út 377.
XIX. district	Üllői út 285.
XX. district	Kossuth L. u. 44-46.
XXI. district	Kossuth L. u. 99.
XXII. district	Budafok, Kossuth L. u. 31.
XXII. district	Nagytétényi út 27-47. (Campona)
XXIII. district	Grassalkovich u. 128.

## Counties

### Baranya county

Komló, Kossuth L. u. 95/1.  
Mohács, Jókai u. 1.  
Pécs, Diana tér 14.  
Pécs, Rákóczi út 44.  
Siklós, Felszabadulás útja 26.  
Szigetvár, Vár u. 4.  
Villány, Baross G. u. 29/a.

### Bács-Kiskun county

Bácsalmás, Szent János u. 32.  
Baja, Deák F. u. 1.  
Izsák, Szabadság tér 1.  
Kalocsa, Szent István király u. 43-45.  
Kecel, Császártöltés u. 1.  
Kecskemét, Szabadság tér 1/a.  
Kecskemét, Szabadság tér 5.  
Kecskemét, Széchenyi tér 12-14.  
Kiskörös, Petőfi tér 13.  
Kiskunfélegyháza, Petőfi tér 6-7.  
Kiskunhalas, Bokányi D. tér 5-7.  
Kiskunmajsa, Csendes köz 1.  
Solt, Aranykulcs tér 6.  
Soltvadkert, Szentháromság u. 4.  
Tiszakécske, Béke tér 6.

### Békés county

Békéscsaba, Szent István tér 3.  
Békéscsaba, Andrássy u. 4/2.  
Békés, Széchenyi tér 2.  
Gyomaendrőd, Fő u. 173.  
Gyula, Hét vezér út 2-6.  
Mezőberény, Kossuth tér 12.  
Mezőkovácsháza, Hársfa u. 1-3.  
Orosháza, Kossuth u. 20.  
Szarvas, Kossuth tér 1.  
Szeghalom, Tildy u. 4-8.

### Borsod-Abaúj-Zemplén county

Edelény, Tóth Árpád u. 1.  
Kazincbarcika, Egressy B. u. 50.  
Mezőkövesd, Mátyás király u. 149.  
Miskolc, Árpád u. 2.  
Miskolc, Győri kapu u. 51.  
Miskolc, Széchenyi u. 15-17.  
Miskolc, Szemere u. 5.  
Ózd, Vasvár út 125.  
Putnok, Kossuth u. 45.

Sajószentpéter, Bethlen G. u. 1/a.  
Sárospatak, Eötvös J. u. 2.  
Sátoraljaújhely, Széchenyi tér 13.  
Szerencs, Kossuth tér 3/a.  
Tiszaújváros, Kazinczy u. 9.

### Csongrád county

Csongrád, Szentháromság tér 2-6.  
Hódmezővásárhely, Andrássy út 1.  
Kistelek, Rákóczi u. 3.  
Makó, Széchenyi tér 14-16.  
Mórahalom, Szegedi u. 3.  
Szentés, Kossuth u. 26.

### Fejér county

Bicske, Bocskai köz 1.  
Dunaújváros, Dózsa György u. 4/e.  
Mór, Deák F. u. 24.  
Sárbogárd, Ady E. u. 170.  
Székesfehérvár, Ősz u. 13.

### Győr-Moson-Sopron county

Csorna, Soproni u. 58.  
Győr, Kormos I. u. 6.  
Győr, Teleki L. u. 51.  
Kapuvár, Szent István király u. 4-6.  
Mosonmagyaróvár, Szent I. u. 49.  
Sopron, Várkerület u. 96/a.

### Hajdú-Bihar county

Balmazújváros, Debreceni u. 2.  
Berettyóújfalu, Oláh Zs. u. 1.  
Biharkeresztes, Kossuth u. 4/A.  
Debrecen, Hatvan u. 2-4.  
Debrecen, Piac u. 45.  
Derecske, Köztársaság u. 111.  
Hajdúböszörmény, Kossuth u. 14.  
Hajdúnánás, Köztársaság tér 17-18.  
Hajdúszoboszló, Szilfákajla u. 10.  
Nádudvar, Fő u. 119.  
Polgár, Szabadság tér 15.  
Püspökladány, Kossuth u. 2.

### Heves county

Eger, Széchenyi u. 2.  
Hatvan, Kossuth L. tér 8.  
Gyöngyös, Fő tér 1.  
Heves, Hősök tere 7.

### Jász-Nagykun-Szolnok county

Jászberény, Lehel vezér tér 28.  
 Karcag, Kossuth L. tér 15.  
 Mezőtúr, Szabadság tér 29.  
 Szolnok, Nagy I. krt. 2/a.  
 Szolnok, Szapáry u. 31.  
 Tiszafüred, Piac u. 3.  
 Törökszentmiklós, Kossuth u. 134-136.

#### **Komárom-Esztergom county**

Dorog, Bécsi u. 48.  
 Esztergom, Rákóczi tér 2-4.  
 Kisbér, Városház tér 1.  
 Komárom, Mártírok u. 23.  
 Nyergesújfalu, Kossuth u. 126.  
 Oroszlány, Rákóczi u. 84.  
 Tata, Ady E. u. 1-3.  
 Tatabánya, Fő tér 32.

#### **Nógrád county**

Balassagyarmat, Rákóczi fejedelem útja 44.  
 Pásztó, Nagymező u. 12.  
 Rétság, Rákóczi F. u. 28-31.  
 Salgótarján, Rákóczi út 22.  
 Szécsény, Feszty Á. u. 1.

#### **Pest county**

Budakeszi, Fő u. 181.  
 Budaörs, Szabadság út 131/a.  
 Budapest, Semmelweis u. 11.  
 Cegléd, Szabadság tér 1.  
 Dabas, Szent István u. 68.  
 Dunakeszi, Barátság u. 29.  
 Érd, Budai u. 8.  
 Gödöllő, Szabadság tér 12-13.  
 Kiskunlacháza, Dózsa Gy. u. 219.  
 Monor, Kossuth L. u. 88/b.  
 Nagykáta, István király u. 3-5.  
 Nagykörös, Szabadság tér 2.  
 Ráckeve, Szent István tér 3.  
 Százhalombatta, Május 1. tér 8.  
 Szentendre, Dumtsa J. u. 6.  
 Szigetszentmiklós, Losonczi u. 1.  
 Vác, Széchenyi u. 3-7.  
 Vecsés, Fő u. 170.

#### **Somogy county**

Balatonboglár, Dózsa Gy. u. 1.  
 Barcs, Séta tér 5.  
 Fonyód, Ady E. u. 25.  
 Kaposvár, Széchenyi tér 2.  
 Marcali, Rákóczi u. 6-10.

Nagyatád, Széchenyi tér 15.  
 Siófok, Fő u. 188-190.

#### **Szabolcs-Szatmár-Bereg county**

Fehérgyarmat, Kossuth tér 5.  
 Kisvárda, Szent László u. 30.  
 Mátészalka, Szalkay L. u. 34.  
 Nyírbátor, Zrínyi u. 1.  
 Nyíregyháza, Rákóczi út 1.  
 Tiszavasvári, Kossuth L. u. 12.  
 Vásárosnamény, Szabadság tér 28-31.

#### **Tolna county**

Bonyhád, Szabadság tér 10.  
 Dombóvár, Hunyadi tér 19-21.  
 Dunaföldvár, Béke tér 11.  
 Paks, Dózsa Gy. u. 33.  
 Szekszárd, Mártírok tere 5-7.  
 Tamási, Szabadság u. 31.  
 Tolna, Kossuth L. u. 31.

#### **Vas county**

Körmend, Vida J. u. 2.  
 Kőszeg, Kossuth u. 8.  
 Sárvár, Batthyányi u. 2.  
 Szentgotthárd, Mártírok u. 2.  
 Szombathely, Fő tér 3-5.  
 Szombathely, Király u. 10.