
EXTRAORDINARY ANNOUNCEMENT

on the resolutions adopted by the annual general Shareholders' Meeting of DUNA HOUSE HOLDING Nyrt. on April 18, 2019

The **DUNA HOUSE HOLDING Nyilvánosan Működő Részvénytársaság** (registered seat: 1016 Budapest, Gellérthegy utca 17., comp. reg. no. 01-10-048384; hereinafter referred to as: „**Company**”), with reference to Section 55. § (1) of Act CXX of 2001 on the capital market, and Section 2.3 of Annex 4 of Decree no 24/2008 (15. VIII.) of the Minister of Finance on the detailed regulations on information obligation in connection with the securities trade on the stock exchange, as an extraordinary announcement, hereby publish the following information:

The annual general meeting („**General Meeting**”) of the Company was held on **April 18, 2019** at **10** o'clock by personal attendance. Shareholders with **85,37%** of the total number of votes attended the General Meeting, therefore the General Meeting had a quorum.

The attended shareholders accepted the following resolutions (which resolutions will be sent to the Court of Registry following the preparation of the official minutes, not later than 30 days from the date of the General Meeting):

Resolution 1/2019 (04.18.) of the General Meeting

The General Meeting adopted with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the ballot paper as the method of voting.

Resolution 2/2019 (04.18.) of the General Meeting

The General Meeting adopted with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes Mr. Daniel Schilling, CFO of the Company as chairman and secretary, and Gay Dymshiz. as shareholder of the Company to certify the minutes, and Mrs. Mariann Tóth, the controller of the Company as counter of the votes.

Resolution 3/2019 (04.18.) of the General Meeting

The General Meeting adopted with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board on the consolidated accounts of the Company compiled under the IFRS made with the closing date of 31 December 2018.

Resolution 4/2019 (04.18.) of the General Meeting

The General Meeting adopted with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the consolidated report of the Supervisory Board and the Audit Committee on the consolidated accounts of the Company compiled under the IFRS with the closing date of 31 December 2018.

Resolution 5/2019 (04.18.) of the General Meeting

The General Meeting adopts with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Auditor on the consolidated accounts of the Company compiled under the IFRS made with the closing date of 31 December 2018.

Resolution 6/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the consolidated accounts of the Company compiled under the IFRS made with the closing date of 31 December 2018 with the following main data:

Total comprehensive income: 1 707 811 000,- HUF

Total Assets: 11 078 107 000,- HUF

Resolution 7/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board on the separate annual accounts of the Company under the IFRS with the closing date of 31 December 2018.

Resolution 8/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Supervisory Board and the Audit Committee on the separate annual accounts made under the IFRS with the closing date of 31 December 2018.

Resolution 9/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Auditor on the separate annual accounts made under the IFRS with the closing date of 31 December 2018.

Resolution 10/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the separate annual account of the Company made under the IFRS with the closing date of 31 December, 2018 with the following main data:

After-tax profit: 775 812 000,- HUF profit
Total Assets: 4 955 258 000,- HUF

Resolution 11/2019 (04.18.) of the General Meeting

The General Meeting decide with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes to pay a total amount of 945 104 250,- HUF dividend to the shareholders from which the amount of employee shares are HUF 94 060 000, while the amount of ordinary shares are HUF 851 044 250. In accordance with the provisions of the Articles of Association the date of the payment of the dividend shall be determined by the Board, which shall be entitled to decide on the payment of dividend in several installments. In relation with the payment of dividend in one or more installments the Board shall be entitled to dispose differently in respects with the ordinary shares and the employee shares. Those shareholders shall be entitled to dividend, who is listed in the share register on the basis of the identification procedure. In case the Board decide to pay the dividend in more installments, the entitlement to dividends shall be determined before each payment according to the above.

Resolution 12/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board on the Company’s business year 2018, the financial situation and the business policy.

The General Meeting had not a quorum regarding the 13rd draft resolution. Regarding this draft resolution there will be a repeated general meeting at 10.00 a.m. on 2nd May, 2019 at the Company’s registered office according to published notice of general meeting and the published draft resolutions.

Resolution 13/2019 (04.18.) of the General Meeting

The General Meeting adopt with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the Corporate Governance Report of the Company.

Resolution 14/2019 (04.18.) of the General Meeting

The General Meeting decides with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes to extent to mandate of Ferenc Máté (mother’s name: Petrenka Zsuzsanna Éva, address: 1121 Budapest, Denevér út 70.) member of the Board, until 31 May 2020. The mandate of the member shall be extended if the members accept the appointment.

Resolution 15/2019 (04.18.) of the General Meeting

The General Meeting decides with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes to extent to mandate of dr. Nagy Jenő (her mother's name: Julianna Farkas, residing at 1037 Budapest, Hailing slope 22.)

member of the Board, until 31 May 2020. The mandate of the member shall be extended if the members accept the appointment.

Resolution 16/2019 (04.18.) of the General Meeting

The General Meeting decides with 144.978.400 „accepted” 0 „not accepted” and 26.050 „absent” votes to elect Dániel Schilling (mother's name: Horváth Ágota Teréz, resident: 1126 Budapest, Kiss János altábornagy u. 38.) with a joint right of representation in accordance with the Deed of foundation (the other representative shall be always Gay Dymshiz or Doron Dymshiz). The General Meeting decides that is elected member of the Board of Directors with a mandate of May 31, 2020. The mandate of the member of the Board of Directors enters into force with the acceptance of the appointment. The General Meeting decides that the mandate of Zoltán Varga shall not be extended.

Resolution 17/2019 (04.18.) of the General Meeting

The General Meeting decides with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes that the remuneration of dr. Jenő Nagy, member of the Board of Directors, remains unchanged monthly, gross HUF 150,000. Other members of the Board of Directors will not be remunerated in connection with this legal relationship.

Resolution 18/2019 (04.18.) of the General Meeting

The General Meeting decides with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes to extend the mandate of the Supervisory Board until 31 May, 2020. Based on that, the members of the Supervisory Board of the Company shall be in case the members accept the appointment until 31 May 2020:

Balázs Sándorfői (mother's name: Bartók Margit; address: 1125 Budapest, Mátyás király út 25)

Károly Redling (mother's name: Tamási Éva; address: 1126 Budapest, Vöröskő utca 12/A. 2. em. 12.)

Dr. György Martin Hajdu (mother's name: Dr. Balogh Éva; address: 1026 Budapest, Széplak utca 11.)

Resolution 19/2019 (04.18.) of the General Meeting

The General Meeting determinate with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the members of the Supervisory Board until 31 May 2020 in the amount of gross HUF 150 000,- monthly per each member of the Supervisory Board, which amount includes the remuneration both for the membership of the Supervisory Board and the Audit Committee.

Resolution 20/2019 (04.18.) of the General Meeting

The General Meeting decide with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes to extend the mandate of the Audit Committee until 31 May, 2020. Based on that, the members of the Audit Committee of the Company shall be in case the members accept the appointment until 31 May 2020:

Balázs Sándorfői (mother's name: Bartók Margit; address: 1125 Budapest, Mátyás király út 25)

Károly Redling (mother's name: Tamási Éva; address: 1126 Budapest, Vöröskő utca 12/A. 2. em. 12.)

Dr. György Martin Hajdu (mother's name: Dr. Balogh Éva; address: 1026 Budapest, Széplak utca 11.)

Resolution 21/2019 (04.18.) of the General Meeting

The General Meeting determines with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the members of the Audit Committee until 31 May 2020 in the amount of gross HUF 150 000,- monthly per each member, which amount includes the remuneration both for the membership of the Supervisory Board and the Audit Committee.

Resolution 22/2019 (04.18.) of the General Meeting

The General Meeting elects with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the BDO Magyarország Könyvvizsgáló Kft-t (reg.seat: 1103 Budapest, Kőér utca 2/A.; Cg. 01-09-867785; personally responsible auditor: Kékesi Péter) as an Auditor of the Company from 1 June 2019 until 31 May 2020.

Resolution 23/2019 (04.18.) of the General Meeting

The General Meeting determines with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the Auditor from 1 June 2019 until 31 May 2020 in the maximum of net 9 500 000,- HU, which

on top of the audit of the sole and consolidated annual net account of the company made in and which amount includes the fee of the quarter and half year examination.

Resolution 24/2019 (04.18.) of the General Meeting

The General Meeting adopts with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes that the performance indicator has been fulfilled in Employee 2019 Program (Appendix 3.) of the Employee Shareholder Program and Remuneration Policy and, having regard to the participants indicated in that, declares an Option Price of HUF 3 800 ,- per shares.

Resolution 25/2019 (04.18.) of the General Meeting

General Meeting accepts with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the change of

- Remuneration Policy of the Company's Employee Shareholder Program
- Program 2018-2020 stated in Appendix 1. of Remuneration Policy
- Program 2019-2021 stated in Appendix 2. of Remuneration Policy

what enters into force on 30 June 2019 in accordance of Act XLIV of 1992 amended by Act LXXXII of 2018 – which does not affect Employee Program 2019 stated in Appendix 3. of the Remuneration Policy – furthermore accept

- Employee Program 2020 stated in Appendix 4. of Remuneration Policy having regard to the participants indicated in that, subject to the conditions therein and an effective date of 19th April, 2019,

furthermore to extend the authorization of the Board given by the resolution no. 24/2018. (04. 20.) of the Shareholders' Meeting to all approved Programs, to their modification and implementation.

Resolution 26/2019 (04.18.) of the General Meeting

The General Meeting accepts with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board regarding the 13.195 pieces of class „A” ordinary shares issued by the Company with an ISIN number of HU0000135090 and with a total nominal value of HUF 659.750 incorporating 0,38% of the total share capital of the Company purchased in the total amount of HUF 53.194.310 price from 20 April 2018 to the day of the General Meeting.

Resolution 27/2019 (04.18.) of the General Meeting

General meeting expressly extends with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the authorization of the Board given by the resolution of 26/2018. (04. 20.) of the General Meeting regarding the acquisition of own shares stated in, from 21 October 2018 for 18 month-long period issued, in accordance with Subsection 1 of Section 3:223 of Act V of 2013 (Ptk.), "A" series shares issued by the Company of up to 150 000 each with a nominal value of HUF 50 each with a purchase price per unit of at least HUF 500 and up to HUF 6 000 in the aim of execution of Employee Shareholder's Program expressly extends all the accepted Programs accepted by General Meeting.

Resolution 28/2019 (04.18.) of the General Meeting

General Meeting extends with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the authorization of the Board of purchasing own shares stated in resolution of 26/2018. (04. 20.) of the General Meeting to the purpose stated in **Article 5 Section (2) b of EU Regulation 596/2014.**

Resolution 29/2019 (04.18.) of the General Meeting

General Meeting approves with 145.004.450 „accepted” 0 „not accepted” and 0 „absent” votes the new rules of procedure of Supervisory Board according to subsection 3. of Section 3:122 of Civil Code.

The Documents of the General Meeting are available on the website of the Company:
<https://dunahouse.com/hu/kozzetetelek>

Budapest, 18 April, 2019

The Board of the Company