
EXTRAORDINARY ANNOUNCEMENT

on the resolutions adopted by the annual general Shareholders' Meeting of DUNA HOUSE HOLDING Nyrt. on 27 April 2023

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 **27 April 2023** at **10** o'clock by personal attendance. Shareholders with **89,41** % of the total number of votes have attended the General Meeting, therefore the General Meeting had a quorum.

The attended shareholders have 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 1/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the ballot paper as the method of voting.

Resolution 2/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 Mr. Dominik László, the controller of the Company as counter of the votes.

Resolution 3/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 4/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 5/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 6/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022 (HASH code: 62FB7EF470DBD2BE16FB14B7AF14C3B64DAD7657A867B19668FA29C032B18E90) with the following main data:

Total comprehensive income: HUF 3.453.668.000

Total Assets: HUF 41.172.638.000

Resolution 7/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 8/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 9/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022.

Resolution 10/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „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 2022 (HASH code: 81F8C682C5983748A9C41D927195EDF598AB901D44C66FB847C6114768F5B9A6) with the following main data:

Total comprehensive income: HUF 11.387.142.000 profit
Total Assets: HUF 21.697.591.000 HUF

Resolution 11/2023. (04.27.) of the General Meeting

The General Meeting has decided with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes to pay a total amount of HUF 3.836.900.000,- (three billion eight hundred thirty-six million nine hundred thousand forint) – dividend to the shareholders from which the amount of employee shares are HUF 146.900.000, while the amount of ordinary shares are HUF 3.690.000.000 (107,3,-HUF dividend / share for each of the 34.387.870 pieces of ordinary shares). 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. The shareholders who are listed in the share register on the basis of the identification procedure shall be entitled to dividend. 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 12/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board on the Company’s business year 2022, 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 9th May, 2023 at the Company’s registered office according to published notice of general meeting and the published draft resolutions.

Resolution 13/2023. (04.27.) of the General Meeting

The General Meeting has adopted with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the corporate governance report of the Company.

Resolution 14/2023. (04.27.) of the General Meeting

The General Meeting has decided with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes to extent the mandate of Ferenc Máté (mother’s name: Zsuzsanna Éva Petrenka, address: 1121 Budapest, Denevér út 70.) member of the Board, until 31 May 2024 with joint signatory rights in accordance with the provisions of the Articles of Association, with one of the signatories always being Gay Dymchiz or Doron Dymchiz. The mandate of the member shall be extended if the members of the Board accept the appointment.

Resolution 15/2023. (04.27.) of the General Meeting

The General Meeting decides with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes to extent to mandate of dr. Jenő Nagy (mother's name: Julianna Farkas, address: 1037 Budapest, Vízműosztály lejtő 22.) member of the Board, until 31 May 2024 with joint signatory rights in accordance with the provisions of the Articles of Association, with one of the signatories always being Gay Dymchiz or Doron Dymchiz. The mandate of the member shall be extended if the members of the Board accept the appointment.

Resolution 16/2023. (04.27.) of the General Meeting

The General Meeting decides with 149.884.195 „accepted” 0 „not accepted” and 246.965 „absent” votes to extent to mandate of Dániel Schilling (mother's name: Ágota Teréz Horváth, address: 1126 Budapest, Kiss János altábornagy u. 38) member of the Board, until 31 May 2024 with joint signatory rights in accordance with the provisions of the Articles of Association, with one of the signatories always being Gay Dymchiz or Doron Dymchiz. The mandate of the member shall be extended if the members of the Board accept the appointment.

Resolution 17/2023. (04.27.) of the General Meeting

The General Meeting decides with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes that the members of the Board of Directors shall be remunerated in connection with this legal relationship based on the Management Remuneration Policy of the Company.

Resolution 18/2023. (04.27.) of the General Meeting

The General Meeting decides with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes to extent the mandate of the members Károly Redling (mother's name: Éva Tamási; address: H-1112 Budapest, Kányakapu utca 5. 2. em. 4.) and Dr. György Martin Hajdu (mother's name: Dr. Éva Balogh; address: H-1026 Budapest, Széplak utca 11.) and Kálmán Nagy (mother's name: dr. Orsolya Miskolczi, address: H-1121 Budapest, Mártonhegyi út 11/A) of the Supervisory Board until 31 May 2024. Based on that, the members of the Supervisory Board of the Company shall be in case the members accept the appointment until 31 May 2024:

Károly Redling (mother's name: Éva Tamási Éva; address: H-1112 Budapest, Kányakapu utca 5. 2. em. 4.);

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

Kálmán Nagy (mother's name: dr. Orsolya Miskolczi, address: H-1121 Budapest, Mártonhegyi út 11/A).

Resolution 19/2023. (04.27.) of the General Meeting

The General Meeting determined with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the members of the Supervisory Board until 31 May 2024 in the amount of gross HUF 200.000 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, and decides about the remuneration of the Chairman of the Supervisory Board in the amount of gross HUF 250.000, which shall also include the membership of the Supervisory Board and the Audit Committee.

Resolution 20/2023. (04.27.) of the General Meeting

The General Meeting has decided with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes to extent the mandate of the members Károly Redling (mother's name: Éva Tamási; address: H-1112 Budapest, Kányakapu utca 5. 2. em. 4.) and Dr. György Martin Hajdu (mother's name: Dr. Éva Balogh; address: H-1026 Budapest, Széplak utca 11.) and Kálmán Nagy (mother's name: dr. Orsolya Miskolczi, address: H-1121 Budapest, Mártonhegyi út 11/A) of the Audit Committee until 31 May 2024. Based on that, the members of the Audit Committee of the Company shall be in case the members accept the appointment until 31 May 2024:

Károly Redling (mother's name: Éva Tamási Éva; address: H-1112 Budapest, Kányakapu utca 5. 2. em. 4.);

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

Kálmán Nagy (mother's name: dr. Orsolya Miskolczi, address: H-1121 Budapest, Mártonhegyi út 11/A).

Resolution 21/2023. (04.27.) of the General Meeting

The General Meeting has determined with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the members of the Audit Committee until 31 May 2024 in the amount of gross HUF 200 000 monthly per each member, which amount includes the remuneration both for the membership of the Supervisory Board and the Audit Committee, and decides about the remuneration of the Chairman of the Audit Committee

in the amount of gross HUF 250.000, which shall also include the membership of the Supervisory Board and the Audit Committee.

Resolution 22/2023. (04.27.) of the General Meeting

The General Meeting elects with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the Ernst & Young Könyvvizsgáló Kft (1132 Budapest, Váci út 20.; Cg.: 01 09 267553; personally responsible auditor: Domszlai Rita, registration number: MKVK-007371) as an Auditor of the Company from 1 October 2022 until 31 May 2024.

Resolution 23/2023. (04.27.) of the General Meeting

The General Meeting determine with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the remuneration of the Auditor from 27 April 2023 until 31 May 2024 in a maximum amount of 92 000 EUR, which amount includes the fee of the audit of the sole and consolidated annual net account of the company and the fee of the eventually quarter and the half year examination, but does not include the audit fee for the examination of the Company’s subsidiaries.

Resolution 24/2023. (04.27.) of the General Meeting

The General Meeting determine with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes that the performance indicator has been fulfilled in Employee 2022 Program (Appendix 7.) and the Program 2021-2023 (Appendix 8.) of the Employee Shareholder Program and Remuneration Policy and decides HUF 475 Option Price per Acquirable Share for Program 2021-2023 and HUF 508 Option Price per Acquirable Share for Employee 2022 Program.

Resolution 25/2023. (04.27.) of the General Meeting

The General Meeting adopts with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes as part of the Remuneration Policy of the Company’s amended Employee Share Ownership Program:

- Employee Program 2024 stated in Appendix 11. of Remuneration Policy having regard to the participants indicated in that, subject to the conditions therein and an effective date of 27th April, 2023,
- Program 2023-2025 stated in Appendix 12. of Remuneration Policy having regard to the participants indicated in that, subject to the conditions therein and an effective date of 27th April, 2023,

furthermore, to extend the authorization of the Board given by all the resolutions of the Shareholders’ Meeting to all approved Programs, to their modification and implementation.

The General Meeting had not a quorum regarding the 27th draft resolution. Regarding this draft resolution there will be a repeated general meeting at 10.00 a.m. on 9th May, 2023 at the Company’s registered office according to published notice of general meeting and the published draft resolutions.

Resolution 26/2023. (04.27.) of the General Meeting

The General Meeting accepts with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the report of the Board regarding 641.230 pieces of class „A” ordinary shares issued by the Company with an ISIN number of HU0000177613 and with a total nominal value of HUF 3.206.150, incorporating 1.86 % of the total share capital of the Company purchased in the total amount of HUF 328.723.504 price (on the average price of HUF 458,62, minimum price of HUF 400 and maximum price of HUF 562) from 27 April 2022 to the day of the General Meeting.

Resolution 27/2023. (04.27.) of the General Meeting

The General Meeting gives with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes an authorization to the Board of the Company regarding the acquisition of own shares, from 27 April 2023 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 1 500 000 each with a nominal value of HUF 5 each with a purchase price per unit of at least HUF 50 and up to HUF 1.500 in the aim of execution of Employee Shareholder’s Program, expressly extended for all the Programs accepted by the General Meeting.

Resolution 28/2023. (04.27.) of the General Meeting

The General Meeting adopts with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the Articles of Association of the Company consolidated with the amendments determined by the resolutions of the General Meeting.

Resolution 29/2023. (04.27.) of the General Meeting

General Meeting has adopted with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the modified Remuneration Policy according to Act LXVII of 2019 through a consultative voting as declared in subsection 2 of Section 3:268 of the Hungarian Civil Code.

Resolution 30/2023. (04.27.) of the General Meeting

General Meeting approves with 150.131.160 „accepted” 0 „not accepted” and 0 „absent” votes the Remuneration Report of 2022 on the Remuneration Policy, which has been audited by the auditor, in accordance with Article 19 of Act LXVII of 2019.

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

Budapest, 27 April 2023

The Board of the Company