
DOCUMENTS OF THE GENERAL MEETING

FOR THE EXTRAORDINARY GENERAL MEETING ON
30 SEPTEMBER 2022
OF DUNA HOUSE HOLDING NYILVÁNOSAN MŰKÖDŐ RÉSZVÉNYTÁRSASÁG

Time and venue of the General Meeting:
30 September 2022 10:00 a.m
H-1016 Budapest, Gellérthegy utca 17.

Dear Shareholders,

The Board of Directors of **DUNA HOUSE HOLDING Nyrt.** (registered seat: H-1016 Budapest, Gellérthegy u.17.; comp.reg.no.: 01-10-048384; hereinafter: **Company**) has convened the Company's extraordinary general meeting (hereinafter: **General Meeting**) for **10.00 a.m., 30 September, 2022**, which agenda is set out in the notice and in the Notice regarding supplementing the General Meeting's agenda published in the manner specified by the statutes. The notice for the General Meeting was published on **31 August 2022** on the websites of both the Company and the Budapest Stock Exchange.

Individual reference number of company event (COAF): HU202208311006841.

This document set out submissions, information and draft resolutions according to the items on the agenda. The General Meeting document provides shareholders with information on the issues to be discussed at the general meeting.

If the General Meeting – if it would be held in person – fails to form a quorum 1 or more items on the agenda at the time specified in the notice, the general meeting repeated due to the lack of quorum will have the same agenda –affected the cases of lack of quorum - with the same draft resolutions.

This document has been published in Hungarian and English, in case of any divergence, the Hungarian text shall prevail.

TECHNICAL NOTES, INFORMATION

Participation at the general meeting and the exercising of the right to vote are subject to the following conditions:

On the registration of shareholders through identification procedure, the Company's statutes and the applicable statutory requirements shall be complied with. The record date for shareholder verification is **23 September 2022**.

On the basis of data concerning the outcome of shareholder verification, KELER Zrt., the keeper of the record of shareholders, shall register the names of shareholders or nominee shareholders intending to attend the general meeting in the record of shareholders on **23 September 2022** and shall, at the Board's instruction, close the record of shareholders on **28 September 2022**, without recording any registration requests until the day after the general meeting is adjourned. In accordance with the applicable statutory provisions, the person empowered to exercise the shareholder's rights at the general meeting (i.e. to participate at the general meeting, request information as specified by the law, put forward observations and motions and exercise voting rights) shall be the person whose name is specified in the record of shareholders at 6.00 p.m. on the second business day preceding the initial day of the general meeting

The keepers of securities accounts shall register shareholders in the record of shareholders on the basis of shareholders' instructions. The time-limit for giving instructions to the keepers of securities accounts shall be notified to shareholders by the keepers of securities accounts.

The Company shall not be responsible for compliance with the instructions to the keepers of securities accounts or the consequences of failure to comply with such instructions. The closure of the record of shareholders shall not restrict the right of persons registered in the record of shareholders to transfer their shares following the closure of the record of shareholders. The transfer of shares prior to the initial day of the general meeting shall not prevent persons registered in the record of shareholders from attending the general meeting and exercising the rights vested in them as shareholders.

The general meeting shall form a quorum if shareholders representing more than fifty percent of votes embodied by shares carrying voting rights are present. Shares (i.e. both series A ordinary shares and series B preferred dividend employee shares) shall provide voting rights in proportion with the nominal value of shares. The number of votes pertaining to each share shall be equal to the nominal value of the share concerned. The quorum has to be examined/analysed separately for each item on the agenda.

The general meeting shall be attended by shareholders in person or by way of proxy or a nominee shareholder (hereinafter collectively referred to as 'Nominee Shareholder') meeting the requirements laid down in the Civil Code and Act CXX of 2001 on the capital market.

If the shareholder wishes to give a power of attorney on the form, the relevant form can be found on the Company's website (<https://dunahouse.com/hu/kozzetetelek>).

Proxies issued for Nominee Shareholders shall be issued as a notarial document or a private document of full probative value. If the proxy was issued in a country other than Hungary, the relevant provisions of the international agreement or reciprocity between the country where the authorization was issued and Hungary (the Hungarian State) shall also be taken into consideration. If the proxy was issued in a language other than Hungarian, an authentic Hungarian translation shall be attached. The authorization of persons signing the proxy in the case of shareholders other than natural persons or the authorization of persons acting at the general meeting on behalf of non-natural person shareholders shall be verified by an original document issued by an authentic register (e.g. certificate of incorporation) or by a notarial statement. If the document verifying authorization was issued in a language other than Hungarian, an authentic Hungarian translation shall be attached.

The proxy shall be handed over to the Company's representative in original during registration before the general meeting at the latest.

For further information, please contact DUNA HOUSE HOLDING Nyrt's Investor Contact Person(Dániel Schilling, telephone: +36-1-555-2222, fax: +36-1-555-2220).

Registration, i.e. the verification of authority as a shareholder (nominee shareholder), shall take place at the venue on the day of the general meeting, between 9:00 and 9:45 a.m.

Please note that punctual arrival at the registration is important. Once registration has been closed, shareholders (nominee shareholders) registered in the record of shareholders but not included in the attendance list may attend the general meeting without exercising their right to vote.

In the event there is no quorum at all or on certain agenda items at the time specified, the repeated general meeting is hereby convened by the Board with the same agenda for 10.00 a.m. on **12 October 2022** at the Company's registered address (1016 Budapest, Gellérthegy utca 17.).

On the basis of Section 3:275(1) of Act V of 2013 on the Civil Code, in matters on the original agenda affected with lack of quorum, the repeated general meeting shall form a quorum regardless of the number of attending shareholders.

Summaries of the number of shares and voting rights existing at the time of convening the general meeting.

The composition of the Company's capital

Type of shares	class of shares	series of shares	number of shares issued	nominal value (HUF/share)	Total nominal value
ordinary shares	-	„A”	34 387 870	5	171 939 350,- Ft
employee shares	preferential dividend	„B”	1 000	50	50 000,- Ft
Size of share capital					171 989 350,- Ft

The number of voting rights corresponding to shares

series of shares	number of shares issued	number of shares conferring voting rights	voting rights per share	total voting rights	number of own shares
Series „A”	34 387 870 pcs	34 387 870 pcs	5	171 939 350 pcs	649 072 pcs
Series „B”	1 000 pcs	1 000 pcs	50	50 000 pcs	-
Total	34 388 870 pcs	34 388 870 pcs	-	171 989 350 pcs	649 072 pcs

Determining the method of voting at the general meeting and electing the officials acting at the general meeting

The Board proposes that the method of voting at the General Meeting should be by ballot papers. The Board shall make suggestion for the officers of the general meeting from the attended members of the Board and shareholders, with that the Board suggest for the president of the General Meeting Dániel Schilling board member and also ask the general meeting to elect the appointed officers.

[Based on the resolution no. 2/2022. (08. 30.) of the Board]

SUGGESTION AD DRAFT RESOLUTION FOR AGENDA ITEM 2 and 3.

Election of the Auditor; Decision about the remuneration of the Auditor

The Board suggest the General Meeting to elect the Ernst & Young Könyvvizsgáló Kft.-t (1132 Budapest, Váci út 20.; Cg.: 01 09 267553; personally responsible auditor: Domoszlai Rita, registration number: MKVK-007371) from 1 October 2022 until 31 May 2023.

The Board suggest the General Meeting to determine the remuneration of the Ernst & Young Könyvvizsgáló Kft in 105 000 EUR for the business year of 2022, which on top of the audit of the sole and consolidated annual report of the company includes 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.

In case of the Ernst & Young Könyvvizsgáló Kft was elected as an Auditor of the Company, the Board conclude an agency agreement with the content of the offer and the fee determined by the General Meeting within 90 days after the resolution. The Board also suggests the General Meeting to decide about the above matters in one resolution.

In a written decision the Supervisory Board and the Audit Committee after a consolidated session which was held on 30 August 2022 supported the above suggestion of the Board with the *consolidated resolution no. 2/2022. (08. 30.) of the Supervisory Board and the Audit Committee* and also recommended the General Meeting to adopt it.

DRAFT RESOLUTION

The General Meeting elects the Ernst & Young Könyvvizsgáló Kft (1132 Budapest, Váci út 20.; Cg.: 01 09 267553; personally responsible auditor: Domoszlai Rita, registration number: MKVK-007371) as Auditor of the Company from 1 October 2022 until 31 May 2023.

The General Meeting determine the remuneration of the Auditor from 1 October 2022 until 31 May 2023 in 105 000 EUR, which on top of the audit of the sole and consolidated annual report of the company includes 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.

[Based on the resolution no. 3/2022. (08. 30.) of the Board]

SUGGESTION AD DRAFT RESOLUTION FOR AGENDA ITEM 3.

Other questions