



**DANUBIUS HOTELS
GROUP**

Danubius Szálloda és Gyógyüdülő Rt.

**RESOLUTION OF THE ANNUAL GENERAL MEETING
OF DANUBIUS HOTELS RT. HELD ON 21 APRIL 2005**

Those present: shareholders or proxies representing **5 712 424 pieces** of shares,
68,95% of the subscribed capital

Based on 99,99% vote of the present shareholders:

Resolution nr. 1/2005. Kgy.

The AGM approved the 2004 balance sheet and profit and loss statement according to which the 2004

- total assets: HUF 57 billion 328 million 157 thousand
- profit after tax: HUF 5 billion 779 million 620 thousand
- total assets of the consolidated balance sheet: HUF 74 billion 865 million 378 thousand
- consolidated profit after tax: HUF 1 billion 123 million 670 thousand

Based on 99,99% vote of the present shareholders:

Resolution nr. 2/2005. Kgy.

The AGM passed decision not to pay a dividend from the 2004 profit after tax.

Based on 100% vote of the present shareholders:

Resolution nr. 3/2005. Kgy.

The AGM approved the business policy objectives set for 2005.

Based on 100% vote of the present shareholders:

Resolution nr. 4/2005. Kgy.

The AGM elected Ms. IRIS GIBBOR to be member of the Board of Directors for a period of five years from 28th April 2005.

Based on 100% vote of the present shareholders:

Resolution nr. 5/2005. Kgy.

The AGM elected Mr. JÓZSEF LÁSZLÓ to be member of the Board of Directors for a period of five years from 28th April 2005.

Based on 100% vote of the present shareholders:

Resolution nr. 6/2005. Kgy.

The AGM elected Mr. TIBOR ANTALPÉTER to be member of the Supervisory Board for a period of five years from 28th April 2005.



**DANUBIUS HOTELS
GROUP**

Danubius Szálloda és Gyógyüdülő Rt.

Based on 100% vote of the present shareholders:

Resolution nr. 7/2005. Kgy.

The AGM elected Dr. ANDRÁS GÁLSZÉCSY to be member of the Board of Directors for a period of five years from 21st April 2005.

Based on 99,99% vote of the present shareholders:

Resolution nr. 8/2005. Kgy.

The AGM accepted the published and presented modifications of item 6.11 and 8.1 of the Articles of the Company.

Item 6.11. : in order to be able to exercise the voting right, the date of registering the shareowner into the book of shares shall be modified to the period between the 10th and 5th trading days preceding the AGM in line with the changes of the Regulations of the Budapest Stock Exchange Rt. for Listing, Continued trading and Disclosure.

Item 8.1. : modifying the list of members of the Supervisory Board became necessary owing to the personal changes that took place.

(The Articles of Association drafted into a unified structure will be available on the www.danubiushotels.com/report site after being registered by the Court of Registration.)

Based on 100% vote of the present shareholders:

Resolution nr. 9/2005. Kgy.

The AGM decided to appoint KPMG Hungaria Co. (representative: Péter Szabó) to be the auditor for another one year from 29th April 2005.

Based on 99,99% vote of the present shareholders:

Resolution nr. 10/2005. Kgy.

The AGM approved the proposal made for the remuneration of the members of the Board of Directors and the Supervisory Board.