



**DANUBIUS HOTELS
GROUP**

The Board of Directors announces its shareholders that
DANUBIUS HOTEL AND SPA RT.
/1051 Budapest, Szent István tér 11./
shall hold its

Annual General Meeting

on Monday, 24th April 2006 at 10.00 am
in the Magnolia Room of Thermal Hotel Margitsziget
/1138 Budapest, Margitsziget, in the function room with access from the spa entrance/

Agenda:

1. To submit and review the 2005 Balance Sheet
 - To receive the Board's report about the 2005 business activities
 - To receive the report of the Auditor on the 2005 B/S
 - To receive the report of the Supervisory Board on the 2005 operating activities and B/S
2. To pass decision on the 2005 profit allocation
3. To inform the Meeting about the 2006 business targets
4. To elect members to the Board of Directors *
5. To modify the Articles **
6. To appoint the Auditor and approve his/her 2006 remuneration
7. To establish the remuneration of the members of the Board of Directors and the Supervisory Board

*: The mandate of the following Board members expires in April 2006 and their election for another five years will be proposed to the AGM:

Sir Bernard Schreier, John Smith, Sándor Betegh, Dr. Imre Deák, Dr. István Fluck, János Tóbiás

** : The modification of the Articles is necessary according to the regulations of the Company Act: the name of Danubius Hotel and Spa Rt. has to be modified to Danubius Hotel and Spa Public Limited Company. The Hungarian, German and abbreviated name of the company also changes accordingly.

Main figures of the 2005 Annual Balance Sheet (million HUF)

Prepared in line with the Hungarian Accounting Rules (un-audited, preliminary figures)

Name	31 December closing	Name	31 December closing
Fixed assets	54 773	Own capital	37 516
Working assets	1 662	Reserves	140
		Liabilities	18 660
Accruals	85	Accruals	204
Total ASSETS	56 520	Total LIABILITIES	56 520
<i>Profit after tax</i>	<i>- 972</i>		

Main figures of the 2005 Consolidated Annual Balance Sheet (million HUF)

Prepared in line with IFRS (un-audited, preliminary figures)

Name	31 December closing	Name	31 December closing
Current assets	6 814	Current liabilities	9 301
Non-current assets	72 387	Non-current liabilities	20 997
		Shareholder's equity (including Minority interests)	48 903
Total ASSETS	79 201	Total LIABILITIES	79 201
<i>Profit after tax (including minority interest)</i>	<i>856</i>		

The shareholders may exercise their voting rights at the General Meeting personally or by way of an authorised proxy. Authorisation has to be submitted on site at registration prior to the beginning of the General Meeting or until noon 20 April 2006 in the head office of Danubius Hotels Rt. (1051 Budapest, Szent István sq. 11. 3rd floor) in form of a public instrument or a private instrument fully certified.

Let us draw the attention of our shareholders to the fact that **shareholders' rights may only be exercised at the General Meeting if the shareholder has been registered into the Book of Shares and has a certificate about his ownership!**

Exercising the shareholders' rights at the General Meeting is subject to registering the ownership right of the registered dematerialised shares into the Book of Shares and submitting the ownership certificate issued by the security account keeper. To be able to meet these requirements, our shareholders will have to contact their brokerage firm until the date set by them.

Registration and collection of voting papers takes place on site from 9:00 a.m.

We inform our shareholders that the AGM information material will be available on the web site of the company (danubiushotels.com/report) as well as on the web site of the Budapest Stock Exchange from 12th April 2006. It is also available at the seat of the company free of charge and can be posted at request.

Should the meeting have no quorum, the Board of Directors shall convene the new AGM on the same location and day at 10:30 a.m. with unchanged agenda. The new AGM shall have a quorum regardless of the number of shares represented.

Board of Directors
Danubius Hotels Rt.