



**DANUBIUS HOTELS  
GROUP**

The Board of Directors announces its shareholders that  
**DANUBIUS HOTEL AND SPA PUBLIC LIMITED COMPANY**  
/1051 Budapest, Szent István sq. 11./  
shall hold its

**Annual General Meeting**

**on Monday, 27<sup>th</sup> April 2009 at 10.00 am**  
**in the Olympia room of Danubius Hotel Arena**  
/1148 Budapest, Ifjúság street 1-3./  
in a traditional way

Agenda:

1. To submit and approve the 2008 Annual reports, the Balance Sheet and the Profit and Loss statement
  - To receive the Board's report about the 2008 business activities
  - To receive the report of the Auditor on the 2008 B/S
  - To receive the report of the Supervisory Board on the 2008 operating activities and B/S
2. To pass decision on the Report on Corporate Governance
3. To pass decision on the 2008 profit allocation
4. To inform the Meeting about the 2009 business targets
5. To modify the Articles of Association (amendment of certain sections of the Articles of Association becomes necessary due to changes in the provisions of the Gt. (Joint regulations on Business Associations) and the Tpt. (Capital Market regulations))
6. To accept the Rules of procedure of the Supervisory board
7. To appoint the Auditor and approve his 2009 remuneration
8. To establish the remuneration of the members of the Board of Directors and the Supervisory Board

We inform our Shareholders that **the information including the proposals and draft resolutions of the General Meeting** will be published on 10<sup>th</sup> April 2009 on the Company site ([www.danubiushotels.hu](http://www.danubiushotels.hu)), on the site of BÉT Zrt. / = Budapest Stock Exchange/ ([www.bse.hu](http://www.bse.hu)), furthermore, on the site for capital market publications operated by the PSZÁF / = Hungarian Financial Supervisory Authority/ ([www.kozzetetelek.hu](http://www.kozzetetelek.hu)). Upon request, we will place the document at your disposal electronically, by post and personally too.

The General Meeting **has a quorum** if attended by shareholders, or their proxy holders, who represent more than half of the votes embodied by the shares entitling to vote.

**In the absence of a quorum**, the Board convenes the repeated General Meeting at the very same venue for 10.00 a.m. on 30<sup>th</sup> April 2009 (Thursday) with unaltered agenda. The repeated General Meeting has a quorum regardless of the number of shares represented.

Every share with a nominal value of one thousand Forints entitles to one vote.

## **Conditions to attend the General Meeting and exercise the voting right:**

Our owners may exercise their voting right at the General Meeting personally, by way of a regularly authorised proxy, or by way of a shareholders nominee as per the Tpt. Authorisation of representation should be submitted in the form of a public document or private document with full probative force till 12.00 a.m. on 24<sup>th</sup> April 2009 at the Head Office of Danubius Hotels Nyrt. (1051 Budapest, Szent István tér 11., 3<sup>rd</sup> floor), or upon registration, prior to commencement of the General Meeting, on the spot.

**We call the attention of our Shareholders to the fact whereby only he who is the owner of shares at the end of the record date (i.e. at the end of the day of 20<sup>th</sup> April 2009), who has been entered in the Book of Shares updated and closed for the General Meeting, and who simultaneously registers himself on the attendance sheet personally or by way of his proxy – against a simultaneous certification of his identity – is entitled to exercise the shareholders rights at the General Meeting!**

KELER Zrt. performs entry in the Book of Shares according to the shareholders' verification requested by the Company for the fifth working day preceding the General Meeting, for 20<sup>th</sup> April 2009, as record date. Pursuant to the shareholder's expressed instruction, the keepers of security account are obliged to arrange the entry of shares in the Book of Shares, therefore, **we request those of our shareholders wishing to exercise their shareholders rights at the General Meeting, to contact their keeper of security account in the interest of their entry in the Book of Shares.**

The Company assumes no responsibility for fulfilment of the mandate given to the keepers of security account, likewise, for the consequences of negligence or erroneous data supply performed by the keepers of security account.

Pursuant to the Articles of Association of Danubius Hotels Nyrt., entries in the Book of Shares should be performed till the third working day, preceding the General Meeting. Thus, the deadline for receipt of the requests of entry in the Book of Shares by KELER Zrt. is 22<sup>nd</sup> April 2009, 3.00 p.m.

Registration and receipt of the voting-papers are possible on the spot from 9.00 a.m. to 10.00 a.m.

Further information regarding the advertisement is available from the Investors' Relations of the Company at the telephone number (06 1) 889 4007 or by e-mail ([investor.relations@danubiushotels.com](mailto:investor.relations@danubiushotels.com)).

Budapest, 27<sup>th</sup> March 2009

Board of Directors of  
Danubius Hotels Nyrt.