

Remuneration Report – Duna House Holding Nyrt.

2024

The Company's Board of Directors publishes the Company's Remuneration Report in line with the Executive Remuneration Policy promulgated in line with the provisions of Act LXVII of 2019 on the Encouragement of Long-Term Shareholder Engagement and Amendments of Certain Regulations for the Purposes of Legal Harmonisation and adopted with Decision **29/2024 of 29 April** by the Company's General Meeting.

1. Total remuneration in 2024

a. Remuneration of the members of the Supervisory Board

In their capacity as members of the Supervisory Board, the members of the Supervisory Board shall receive only a fixed monthly fee. The General Meeting of the Company decided on the amount of the remuneration for the financial year 2024: the members of the Supervisory Board were entitled to a remuneration of HUF 200,000 per month per member, and the Chairman of the Supervisory Board was entitled to a remuneration of HUF 250,000 per month. These fees include the honorarium for membership of the Audit Committee.

In line with the above, the following payments were made to Supervisory Board members in 2024:

Annual gross HUF values	Financial remuneration							Other remuneration
	Basic wages	Honorarium	Total of fixed components of the remuneration	Quarterly or annual bonus	Total of variable components of the remuneration	Total financial remuneration	Percentage of variable components	
Károly Redling, Chairman of the Supervisory Board		3 000 000	3 000 000		-	3 000 000	0%	-
György Martin Hajdu, Member of the Supervisory Board		2 400 000	2 400 000		-	2 400 000	0%	-
György Martin Hajdu, Member of the Supervisory Board		2 400 000	2 400 000		-	2 400 000	0%	-

The components of the remuneration are in line with the Executive Remuneration Policy.

b. Remuneration of Directors not employed by the Company

Directors who are not employed by the Company receive only a fixed monthly fee in this capacity. The amount of the honorarium for the financial year 2024 was decided by the General Meeting of the Company: directors not employed by the Company were entitled to receive a remuneration of HUF 275,000 per month per member.

In line with the above, the following payments were made to Directors not employed by the Company in 2024:

Annual gross HUF values	Financial remuneration							Other remuneration
	Basic wages	Honorarium	Total of fixed components of the remuneration	Quarterly or annual bonus	Total of variable components of the remuneration	Total financial remuneration	Percentage of variable components	
Jenő Nagy, Member of the Board of Directors		3 200 000	3 200 000		-	3 200 000	0%	-

The components of the remuneration are in line with the Executive Remuneration Policy.

c. Remuneration of Directors employed by the Company

Remuneration based on employment consist of the following variable and other components:

- Financial remuneration
 - o Wages
 - o Quarterly bonus
- Share-based remuneration
 - o Employee shares / dividends on employee shares
 - o Participation in the employee stock ownership organisation
- Other remuneration
 - o the provision of a mobile phone free of charge and bearing the telecommunications costs associated with its use, including both workplace and private use;
 - o the provision of vehicle use free of charge and bearing the associated costs (fuel costs, insurance and other vehicle maintenance-related costs, deductible in case of any damages);
 - o full reimbursement of all travel-related costs in connection with work-related travel both abroad and domestic travel (travel, accommodation, catering costs);

Remuneration of Directors employed by the Company:

Payments in 2024, in line with the above:

Financial and other remuneration

Annual gross HUF values	Financial remuneration							Other remuneration
	Basic wages	Basic wages received from subsidiaries ¹	Total of fixed components of the remuneration	Quarterly or annual bonus	Total of variable components of the remuneration	Total financial remuneration	Percentage of variable components	
Gay Dymischiz, Chief Executive Officer, Member of the Board of Directors	13 094 761	-	13 094 761		-	13 094 761	0%	3 842 873
Doron Dymischiz, Member of the Board of Directors	13 103 998	1 910 473	15 014 471		-	15 014 471	0%	2 674 625
Ferenc Máté, Deputy Chief Executive Officer, Member of the Board of Directors	6 604 880	540 001	7 144 881	4 008 000	4 008 000	11 152 881	36%	7 057 532
Dániel Schilling, Finance Director, Member of the Board of Directors	18 496 880	-	18 496 880	4 100 040	4 100 040	22 596 920	18%	5 307 737

Variable remuneration

The bonus is a quarterly bonus that qualifies as wages under the Remuneration Policy and is provided at the discretion of the Board of Directors without any separate conditions. In light of the labour law regulations pertaining to the payment of the bonus, the Company has no possibility to reclaim the bonus.

Share-based remuneration

The Company uses two types of share-based remuneration structures to motivate its executives and employees in the interest of the validation of shareholder interests: with employee preferential shares and employee stock ownership plans.

If the Company provides shares, any shares obtained or drawn down contrary to the rules pertaining to the given share allocation may be reclaimed by the Company in line with the rules pertaining to the given share allocation.

¹ Remuneration received from companies in the Group: Of the members of the Board of Directors, Doron Dymischiz and Ferenc Máté received remuneration from another company in the Group for their position in Impact Alapkezelő Zrt.

In the year 2024, the following gross employee dividends were paid on Series "B" employee shares with dividend preferences for Board members:

	Employee share dividend, Ft
Gay Dymschiz, Chief Executive Officer, Member of the Board of Directors	69 156 696
Doron Dymschiz, Member of the Board of Directors	-
Ferenc Máté, Deputy Chief Executive Officer, Member of the Board of Directors	35 525 700
Dániel Schilling, Finance Director, Member of the Board of Directors	21 789 096

In 2024, the following stock options were exercised by board members:

	Employees 2023 Program		2022/2024 Program	
	Pieces	Call price	Pieces	Call price
Gay Dymschiz, Chief Executive Officer, Member of the Board of Directors	1 033	0 Ft		
Doron Dymschiz, Member of the Board of Directors	1 036	0 Ft		
Ferenc Máté, Deputy Chief Executive Officer, Member of the Board of Directors	563	0 Ft	33 700	520 Ft
Dániel Schilling, Finance Director, Member of the Board of Directors	1 458	0 Ft	40 000	520 Ft

At the date of this report, Board members are participating in the following ongoing option schemes:

	2023/2025 Program		2024/2027 Program		2023/2033 Program	
	Pieces	Call price	Pieces	Call price	Pieces	Call price
Gay Dymschiz, Chief Executive Officer, Member of the Board of Directors					1 719 394	400 Ft
Ferenc Máté, Deputy Chief Executive Officer, Member of the Board of Directors	33 700	508 Ft	14 500	5 Ft		
Dániel Schilling, Finance Director, Member of the Board of Directors	40 000	508 Ft	20 000	5 Ft		

Employees 2023 Program

On 27 April 2022, the General Meeting approved the Company's Employees 2023 Share Award Plan, under which all employees of the Group in Hungary employed since 1 April 2022 will receive a share award in 2024 equal to their average salary in 2022, subject to the fulfilment of performance conditions. Under the plan, the Company transferred a total of 21 996 ordinary shares with a nominal value of HUF 5 each to its employees during the month of May 2024.

Employees 2024 and 2025 Programs

Members of the Board of Directors, like other employees of the Group in Hungary, are entitled to a share bonus equal to one month's average salary, subject to the fulfilment of performance conditions. The number of shares is subject to the share price determined by the General Meeting of Shareholders which determines the fulfilment of the performance condition and cannot be determined at this time. The awards for these two schemes are not included in the above table.

2022/2024 Program

Under the plan launched by the General Meeting of Shareholders on 27 April 2022, 250,000 share options may be exercised at a price of HUF 520 per share, of which the members of the Board of Directors are entitled to 73,700. The performance condition is that the consolidated turnover of the Company for the year 2023 exceeds the consolidated turnover of the Company for the financial year 2021. The exercise period is 2 years from the day following the date of the General Meeting of Shareholders that adopts the Company's annual accounts for 2023.

2023/2025 Program

Under the scheme launched by General Meeting resolution 25/2023 (27 April), 250 000 share options may be exercised at a price of HUF 508 per share, of which the members of the Board of Directors are entitled to 73 700. The performance condition is that the consolidated turnover of the Company for the year 2024, excluding the MyCity property development activities, exceeds the consolidated turnover of the Company for the financial year 2022, calculated in the same way. The exercise period is 2 years from the day following the date of the General Meeting of Shareholders adopting the Company's annual accounts for 2024.

2024/2027 Program

In the program launched by resolution no. 25/2024 (04.29.) of the General Meeting, a total of 125,000 share options may become exercisable at a price of HUF 5 per share, of which 34,500 are allocated to members of the Board of Directors. The performance condition is that the Company's consolidated EBITDA for the year 2026, calculated excluding the MyCity real estate development activities, must exceed the Company's similarly calculated consolidated EBITDA for the 2023 financial year by 33%. The exercise period is 45 days from the day following the General Meeting that approves the Company's 2026 financial statements. 80% of the Acquirable Shares may not be sold before April 29, 2029.

2023/2033 Program for the Founder and Executive Director

In the plan launched by the General Meeting of Shareholders' resolution 4/2023 (9 May), 1 719 394 share options may be exercised at a price of HUF 400 per share, of which the members of the Board of Directors are entitled to 1 719 394 shares, in the form of a capital increase. The performance condition is that the Company's adjusted consolidated EBITDA reaches a cumulative total of EUR 34 million in any two consecutive financial years by the end of the financial year 2032, subject to the achievement of specific intermediate performance targets. Both the performance targets and the strike rate will increase at a rate of inflation in excess of 6%.

The components of the remuneration are in line with the Executive Remuneration Policy.

2. Presentation of the Company's performance and the annual changes of remuneration in the 2021-2024 business years

The Company prepares its remuneration report based on Act LXVII of 2019 on the Encouragement of Long-Term Shareholder Engagement and Amendments of Certain Regulations for the Purposes of Legal Harmonisation for the fourth time, for which reason the Remuneration Report contains comparisons regarding years 2021-2024, in line with Section 29 (4) of the Act.

	2024	2023	2022	2021	2024/2023	2023/2022	2022/2021
Taxed profit (HUF thousand)	1 974 731	2 934 517	1 387 142	1 075 724	-33%	112%	29%
Remuneration of the members of the Board of Directors (gross HUF/person/year)	23 716 160	16 787 076	13 140 001	13 468 172	41%	28%	-2%
Average remuneration of employees (gross HUF/person/year)	13 005 953	10 431 670	9 232 623	7 403 765	25%	13%	25%

2024

In 2024, the average remuneration per member of the Board of Directors (including total cash remuneration and other benefits) increased by 41% compared to 2023. Within this: i) total cash remuneration rose by 21% due to a significant increase in quarterly bonus payments, ii) other benefits increased by 9%, while iii) the value of share options granted during the year rose by 165%.

The average remuneration of the Company's employees increased by 25% in 2024.

2023

The average per capita remuneration of Board members (including total cash and other remuneration) increased by 28% from 2022 to 2023. Within this, total cash remuneration decreased by 11% due to a decrease in quarterly bonus payments and other remuneration increased by 226% due to the use of cars by senior executives.

The average remuneration of the Company's employees increased by 14% during 2023.

2022

Average per capita remuneration (including total cash remuneration and other remuneration) of Board members decreased by 2% from 2021 to 2022. Within this, total cash remuneration increased by 22% and other remuneration decreased by 70% due to temporary cessation of car use.

The average remuneration of the Company's employees increased by 25% during 2022.

3. Deviations from the remuneration policy, presentation of exceptional circumstances, and identification of specific elements

No deviations took place from the Remuneration Policy in 2024.

4. Considering the outcome of the vote of the General Meeting of Shareholders on the remuneration report for the financial year 2023

The General Meeting of Shareholders of the Company unanimously adopted the remuneration report of the Company for the financial year 2022 by General Meeting resolution 30/2024 (29 April) with 136,613,080 votes in favour, 0 votes against and 0 abstentions. The result of the vote was taken into account by the Company.

Budapest, 9 April 2025

The Company's Board of Directors