

## **EXTRAORDINARY NOTICE**

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**DUNA HOUSE HOLDING Public Limited Company** (seat: 1016 Budapest, Gellértheagy str. 17, Hungary; company registration number: Cg. 01-10-04838; hereinafter referred to as “**Company**” or „**DHG**”), with reference to the detailed provisions on public notice obligation of Decree No. 24/2008. (VIII.15.) PM of the Minister of Finance publishes the following information within the form of extraordinary notice:

Duna House Holding Plc. hereby informs the capital market participants that on 10 December 2021, following the approval of the Group’s Board of Directors, the Company has signed a binding Investment Agreement for the acquisition of 70% of HGroup S.p.A (“**HGroup**”) with future put/call options that can increase its ownership to 100%. The transaction is expected to close in the middle of January 2022 following the fulfillment of certain condition precedents. HGroup’s financials will be consolidated by DHG from 1st of January 2022.

HGroup generated EUR 43.1m consolidated revenues LTM Sep 2021 and EBITDA of EUR 3.7m. The enterprise value of HGroup was set according to a formula of 10.5 multiplier on adjusted EBITDA (after taxes and other items) at EUR 31.3m, but due to earn out on 2022-2024 results and future results-based put/call option mechanism, the average enterprise value of the acquisition might reach EUR 40-45m.

DHG will pay upfront purchase price of EUR 11.3m at closing and total expected earn out payments of EUR 8-10m on the 2022-2024 performance for the purchase of 70% of the shares .

In connection with this transaction, Duna House Group is considering to issue additional NKP bonds of up to 6bn HUF.

Please find information in relation to the description of HGroup’s activities, its current financial figures and rationale for the transaction in the Investor Presentation (Annex 1) and the summary of the terms of the Investment Agreement (Annex 2).

Budapest, 10 December 2021

Duna House Holding Plc.