

**DRAFT RESOLUTION OF THE EXTRAORDINARY GENERAL SHAREHOLDERS'  
MEETING OF THE COMPANY META ESTATE TRUST S.A. NO. [ ]/01.08.2025**

The Ordinary General Meeting of Shareholders (“**EGMS**” or “**Meeting**”) of **META ESTATE TRUST S.A.**, a company established and operating under Romanian law, registered with the Trade Register under no. J2021004004401, CUI 43859039, with its registered office in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor (hereinafter referred to as the “**Company**”),

Considering the following:

- A. The notice of the EGMS published in the Official Gazette, Part IV no. ....2025, and in Bursa newspaper edition of 01.07.2025,
- B. The provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented, of the Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, of the Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented,
- C. The meeting is legally and statutorily convened on 01.08.2025, at 11:00, within the first call, in Bucharest, Sector 1, Str. Munții Tatra, no. 4-10, et. 4, by the presence of shareholders holding a number of [ ] shares with voting rights, representing [ ]% of the total voting rights,

**DECIDED**

- 1. Approves/rejects the election of the meeting secretary, in the person of Ms./Mr. [ ].

This item is adopted with [ ] votes, representing [ ]% of the total votes held by shareholders present or represented.

No. of votes cast: total = [ ] votes, of which: [ ] votes "for"; [ ] votes "against"; [ ] "abstentions"; [ ] votes "not cast".

- 2. Approves/rejects the cancellation of a total of 9,727,354 preferred shares held by the Company, each having a par value of RON 1 and a total par value of RON 9,727,354, representing 7.5018% of the Company's share capital (hereinafter “Bought- Back Preferred Shares” or “BBPS”), bought back by the Company pursuant to the Decision of the Board of Directors dated March 10, 2025.

This item is adopted with [ ] votes, representing [ ]% of the total votes held by shareholders present or represented.

No. of votes cast: total = [ ] votes, of which: [ ] votes "for"; [ ] votes "against"; [ ] "abstentions"; [ ] votes "not cast".

- 3. Approves/rejects Pursuant to the approval of item 2 on the Agenda, the cancellation of the Bought- Back Preferred Shares and the decrease of the Company's share capital from the amount of RON 129.665.940 to the amount of RON 119.938.586, in which the updated structure of the share capital will be as follows:

*The Company's share capital totals RON 119,938,586, fully subscribed and paid up. The share capital is divided into 119,938,586 registered shares, each having a nominal value of RON 1 and a total nominal value of RON 119,938,586, divided into two distinct classes of shares, as follows:*

*Class A - Ordinary Share Class: comprises a total number of 118,415,964 shares, each with a nominal*

value of RON 1 (one) and a total nominal value of RON 118,415,964, representing a total of 98.7305% of the issued, subscribed and paid-up share capital of the Company and 100% of the voting rights of the Company.

*Class B - Preferred Share Class: comprises a total of 1,522,622 shares, each with a nominal value of RON 1 (one) and a total nominal value of RON 1,522,622, representing 1.2695% of the issued, subscribed and paid-up share capital of the Company, and having no voting rights attached.*

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

**4. Approves/rejects the updating of the following articles of the Articles of Incorporation”.**

Art. 4.1. will have the following content:

*„The Company's share capital totals RON 119,938,586, fully subscribed and paid up. The share capital is divided into 119,938,586 registered shares, each having a nominal value of RON 1 and a total nominal value of RON 119,938,586, divided into two distinct classes of shares, as follows:*

*Class A - Ordinary Share Class: comprises a total number of 118,415,964 shares, each with a nominal value of RON 1 (one) and a total nominal value of RON 118,415,964, representing a total of 98.7305% of the issued, subscribed and paid-up share capital of the Company and 100% of the voting rights of the Company.*

*Class B - Preferred Share Class: comprises a total of 1,522,622 shares, each with a nominal value of RON 1 (one) and a total nominal value of RON 1,522,622, representing 1.2695% of the issued, subscribed and paid-up share capital of the Company, and having no voting rights attached.”.*

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

**5. Approves/rejects the empowerment of the Chairman of the Board of Directors and the secretary of the meeting to jointly sign the decisions of the EGMS.**

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

**6. Approves/rejects the empowerment of Mr. Alexandru-Mihai Bonea, as General Manager of Meta Estate Trust S.A., in order to carry out all necessary formalities and procedures so as to implement the adopted resolutions and to sign all necessary documents in relations with the competent Trade Register Office, the Official Gazette, after the publication of this resolution in the Official Gazette (after the opposition period for the reduction of the share capital has elapsed), the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange and any other institutions. Mr. Alexandru-Mihai Bonea may also delegate, in his turn, the task of carrying out the publicity and registration formalities to another person or to a lawyer.**

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

7. Approves/rejects the date of 19.08.2025 as the "Record Date" for the identification of shareholders, in accordance with the provisions of Article 87 of Law 24/2017 on issuers of financial instruments and market operations, republished, with subsequent amendments and additions.

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

8. Approves/rejects the date of 18.08.2025 as "Ex-date", in accordance with the provisions of Art. 187, item 11 in conjunction with Art. 2 para. (2) lit. (1) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as amended and supplemented, issued by the Financial Supervisory Authority.

This item is adopted with  votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total =  votes, of which:  votes "for";  votes "against";  "abstentions";  votes "not cast".

This is the will of the Extraordinary General Meeting of Shareholders of the Company, expressed by the valid vote in the meeting legally convened and held on 01.08.2025, for which reason this resolution is adopted and signed.

Chairman of the Shareholders' Meeting

Secretary

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