CONVENING NOTICE FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF META ESTATE TRUST S.A.

In accordance with the provisions of Company Law no. 31/1990, republished, as subsequently amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, and the Articles of Association,

The Board of Directors of Meta Estate Trust S.A., a company incorporated and operating under Romanian law, registered with the Trade Registry under no. J2021004004401, sole identification code (CUI) 43859039, headquartered in Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor, hereinafter referred to as the "**Company**", through the Chairman of the Board of Directors,

GIVEN THE FOLLOWING:

1. The convening notice dated 22.10.2025 for the Extraordinary General Meeting of Shareholders, published in the Official Gazette of Romania, Part IV, no. 5093 of 23.10.2025, and in the *Bursa* daily newspaper on 22.10.2025;
2. The request dated 06.11.2025 submitted by shareholders CERTROM S.R.L. and CERT MASTER STANDARD S.R.L., jointly holding more than 5% of the total number of ordinary shares and voting rights of the Company, to supplement the agenda of the Extraordinary General Meetings of Shareholders of the Company by introducing new items;
3. The provisions of Article 117^1 paragraph (1) of Company Law no. 31/1990, Article 105 paragraph (3) of the Issuers' Law, and Article 189 of Regulation no. 5/2018;

The agenda of the Extraordinary General Meeting of Shareholders ("EGMS") convened for **26.11.2025, at 11:00 a.m.**, at the Company's headquarters in Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor, is supplemented with two new items, and the agenda is renumbered accordingly. Shareholders registered in the Shareholders' Registry held by the Central Depository at the end of the day of 14.11.2025, established as the Reference Date, are entitled to participate and vote.

If the required quorum is not met on the aforementioned date, pursuant to Article 118 of Law no. 31/1990, the second EGMS is convened and set for **27.11.2025**, starting at 11:00 a.m., at the same location, with the same agenda, for all shareholders registered in the Shareholders' Registry on the same Reference Date.

The agenda for the EGMS is as follows:

1. Election of the meeting secretary from among the candidates proposed by the shareholders present at the EGMS.
2. Approval of the reduction of the share capital by the amount of RON 16,864,417.64, respectively by decreasing the nominal value of all shares issued by the Company (for the avoidance of doubt, both Class A ordinary shares and Class B preferred shares with preferential dividend and without voting rights) from RON 1 per share to a nominal value of RON 0.86 per share. The share capital reduction is carried out to partially cover the accumulated losses generated by the buyback and cancellation of the Company's preferred shares (following the preferred share buyback process initiated in 2024 and completed in 2025), in the total amount of RON 17,509,237.

3. Following item 2 on the agenda, approval of the reduction of the Company's share capital from RON 120,460,126 to RON 103,595,708.36, whereby the updated structure of the share capital will be as follows:

The share capital of the Company amounts to a total of RON 103,595,708.36, fully subscribed and paid-in. The share capital is divided into 120,460,126 registered shares, each having a nominal value of RON 0.86 and a total nominal value of RON 103,595,708.36, split into two distinct classes of shares, as follows:
Class A – Ordinary Shares: *consisting of a total number of 118,937,504 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 102,286,253.44, representing 98.7360% of the Company's issued, subscribed, and paid-in share capital and 100% of the voting rights in the Company.*
Class B – Preferred Shares: *consisting of a total number of 1,522,622 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 1,309,454.92, representing 1.2640% of the Company's issued, subscribed, and paid-in share capital and carrying no voting rights.*

4. Approves the amendment of the following articles of the Company's Articles of Association:

Art. 4.1. shall read as follows:

"*The share capital of the Company amounts to a total of RON 103,595,708.36, fully subscribed and paid-in. The share capital is divided into 120,460,126 registered shares, each having a nominal value of RON 0.86 and a total nominal value of RON 103,595,708.36, split into two distinct classes of shares, as follows:*
Class A – Ordinary Shares: consisting of a total number of 118,937,504 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 102,286,253.44, representing 98.7360% of the Company's issued, subscribed, and paid-in share capital and 100% of the voting rights in the Company.
Class B – Preferred Shares: consisting of a total number of 1,522,622 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 1,309,454.92, representing 1.2640% of the Company's issued, subscribed, and paid-in share capital and carrying no voting rights."

Art. 5.4.1: "The shareholders undertake to cause the Company to issue preferred shares with *preferential dividend and without voting rights* ("**Preferred Shares**") under the conditions provided by Law 31/1990 and in accordance with the following terms:

a) *The Preferred Shares shall have the same nominal value as the ordinary shares, namely RON 0.86;*
b) *The Preferred Shares shall at no time represent more than 25 (twenty-five)% of the share capital;*
c) *The Preferred Shares grant their holders the right to a preferential dividend amounting to 38 (thirty-eight)% of the nominal value of the share of RON 0.86, namely a dividend of RON 0.3268 per share ("Preferential Dividend"). The total annual amount of Preferential Dividends to which the holders of Preferred Shares are entitled shall be capped at a maximum of 33% of the annual distributable profit determined in accordance with Law 31/1990, throughout the entire lifespan of the Preferred Shares. The capping mechanism of the total annual Preferential Dividends, as set out above, shall in no event result in the carry-*

forward to subsequent financial years of any difference between the total amount of annual Preferential Dividends that would have been payable to the holders of Preferred Shares at the rate of RON 0.3268 per share and the total amount of Preferential Dividends actually paid as a result of the 33% cap applied to the total distributable net profit determined in accordance with Law 31/1990.

d) *The holders of Preferred Shares shall be entitled to receive the Preferential Dividend from the Company each year, provided that the Company records a net profit in accordance with Law 31/1990;*

e) *The holders of Preferred Shares shall be entitled to receive the Preferential Dividend with priority, before any other payment except for the Company's statutory payment obligations, and prior to the payment of dividends to the holders of ordinary shares;*

f) *The holders of Preferred Shares shall enjoy all other rights provided under Law 31/1990, including but not limited to the right to attend General Meetings and the right to vote only in the event that the Company fails to pay the Preferential Dividends;*

g) *The Preferred Shares are equal among themselves, granting their holders the right to the same Preferential Dividend per share and the same associated rights;*

h) *Payment of the Preferential Dividend shall commence in 2023 (for the 2022 financial year) and shall be made through the allocation of ordinary shares in lieu of the amounts owed as Preferential Dividend. The allocation of Ordinary Shares against the Preferential Dividend shall be carried out through a share capital increase addressed to all shareholders of the Company, who shall have the possibility to maintain their stake in the share capital by participating in the respective capital increase."*

5. Approves a share buyback program for Class A shares (ordinary shares) of the Company, through transactions carried out by the Board of Directors with the holders of Class A shares, in accordance with the applicable legislation, under a buyback program (the "Buyback Program"), with the following features:

a) the maximum number of shares subject to the Buyback Program is 12,000,000 Class A – Ordinary Shares, with the total value to be determined by multiplying the number of repurchased shares by the nominal value per share;

b) the duration of the Buyback Program shall be a maximum of 18 months starting from the date of publication of the EGMS resolution in the Official Gazette of Romania;

c) the price at which the transactions will be executed shall not be lower than RON 0.1 per share and shall not exceed RON 1.2 per share;

d) the buyback shall be carried out through the methods provided by law, with the Board of Directors being empowered to select the buyback method;

e) the purpose of the Buyback Program is to stabilize the trading price of the Company's shares by reducing the current gap between the accounting value and the market trading value of the Company's shares;

f) the Buyback Program is intended to reduce the Company's share capital in accordance with the provisions of Article 207 paragraph (1) letter c) of Company Law no. 31/1990, republished, with subsequent amendments and supplements; and

g) implementation of the Buyback Program shall be carried out using the Company's own funds.

6. Approves the mandate granted to the Board of Directors to undertake and fulfil any actions necessary, useful, and/or appropriate in connection with the share buyback, namely the Buyback Program, including:

a) drafting, publishing, and implementing the Buyback Program;

b) issuing any decisions and performing all acts and legal steps necessary, useful, and/or appropriate for the implementation of the resolutions to be adopted by the EGMS regarding the Buyback Program, including, without limitation, negotiating, approving, and signing any documents related to the Buyback Program, as well as selecting any alternative buyback methods; and

c) approving any contracts related to or in connection with the Buyback Program, or any other arrangements, commitments, certificates, statements, registers, notifications, addenda, and any other acts and documents required; performing any formalities; and authorizing and/or executing any other actions necessary to give full effect to the Buyback Program, as well as empowering representatives of the Company to sign any such documents, fulfil any such formalities, and carry out any such actions.

7. Approves the empowerment of the Chairman of the Board of Directors and the meeting secretary to jointly sign the EGMS resolutions.

8. Approves the empowerment of Mr. Bogdan Gramanschi, in his capacity as Chief Financial Officer of Meta Estate Trust S.A., to perform all formalities and procedures necessary for the implementation of the adopted resolutions and to sign all documents required in relation to the competent Trade Registry Office, the Official Gazette, following the publication of this resolution in the Official Gazette, the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, and any other institutions. Mr. Bogdan Gramanschi may further delegate the authority to carry out the publicity and registration formalities to another person or to a lawyer.

9. Approves 15.12.2025 as the "Registration Date" for identifying the shareholders, in accordance with the provisions of Article 87 of Law 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented.

10. Approves 12.12.2025 as the "Ex-date," in accordance with the provisions of Article 187 point 11 corroborated with Article 2 paragraph (2) letter (l) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, issued by the Financial Supervisory Authority.

One or more shareholders representing, individually or together, at least 5% of the Company's share capital have the right, within no more than 15 days from the date of publication of the convening notice, namely until 10.11.2025, at 18:00:

- to introduce new items on the agenda of the EGMS, provided that each proposed item is accompanied by a justification or by a draft resolution proposed for adoption by the EGMS;
- to submit draft resolutions for the items proposed to be included on the agenda of the EGMS.

Proposals for introducing new items on the agenda of the EGMS, accompanied by a copy of the shareholder's valid identity document (for individuals: ID card/passport; for legal entities or entities without legal personality: the ID card/passport of the legal representative), as well as a justification or a draft resolution proposed for approval by the EGMS, may be submitted as follows:

- in a sealed envelope (the original handwritten document), by post, courier services, or delivered personally, to the Company's headquarters in Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor, with the following clearly written on the envelope: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025";

- by e-mail with an extended electronic signature incorporated in accordance with Law no. 455/2001 on electronic signatures, to the e-mail address: *secretariat.aga@meta-estate.ro*, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025".

If applicable, the Company will publish the updated agenda by 12.11.2025.

Shareholders may exercise their right to submit questions regarding the items on the agenda of the EGMS, provided these are accompanied by a copy of the shareholder's valid identity document (for individuals: ID card/passport; for legal entities or entities without legal personality: the ID card/passport of the legal representative). Questions may be submitted in writing, if applicable, until 11.11.2025, at 18:00, as follows:

- in a sealed envelope (the original handwritten document), delivered personally, by post, or via courier services, to the Company's headquarters in Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor, with the following clearly written on the envelope: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025";
- by e-mail with an extended electronic signature incorporated in accordance with Law no. 455/2001 on electronic signatures, to the e-mail address secretariat.aga@meta-estate.ro, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025".

The Company will publish the answers to the questions submitted in accordance with this convening notice and the applicable legal provisions on its website: **www.metaestate.ro**. For questions with identical content, the Company will issue a single general response. The Company's obligation to respond is subject to the protection of confidentiality and the safeguarding of the Company's interests.

Shareholders registered on the Reference Date may exercise their right to participate and vote in the EGMS:

1. in person (through their legal representative in the case of legal entity shareholders);
2. through a designated representative, based on a special power of attorney or a general power of attorney.
   a) General powers of attorney shall be submitted, prior to their first use, in copy, bearing the mention of conformity with the original and signed by the representative, either in person or by post/courier, to the Company's headquarters (Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor), in a sealed envelope bearing the note: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025", or by e-mail with extended electronic signature (to *secretariat.aga@meta-estate.ro*, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025"), so that they are received by the Company at least 48 hours before the date of the EGMS, i.e., no later than 24.11.2025, at 11:00, under the sanction of losing the right to vote in the EGMS. The copies of the general powers of attorney will be retained by the Company, with a mention to this effect included in the minutes. Shareholders may send the notification regarding the appointment of the representative only in writing, either in person, by post or courier services, or by electronic means (to *secretariat.aga@meta-estate.ro*, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025").

For the validity of the general power of attorney, the representative must be either an intermediary (in accordance with Article 2 paragraph 1 point 19 of Law no. 24/2017 (R)) or a lawyer of the Company's shareholder. The representative must not be in a conflict of interest, particularly in any of the following cases:

(i) is a majority shareholder of the Company or a person controlled by such shareholder;
(ii) is a member of the management, administration, or supervisory body of the Company, of a majority shareholder, or of a controlled entity as provided under point (i);
(iii) is an employee or an auditor of the Company, of a majority shareholder, or of a controlled entity as provided under point (i);
(iv) is the spouse, relative, or in-law up to the fourth degree (inclusive) of any of the natural persons referred to under points (i)–(iii) above.

The general power of attorney signed by the Company's shareholder, including by attaching an extended electronic signature where applicable, must be accompanied by a declaration on the representative's own responsibility, issued by the legal representative of the intermediary or by the lawyer who received the power of attorney, stating that: (i) the shareholder has granted the power of attorney to the intermediary or lawyer as a client; and (ii) the general power of attorney is signed by the shareholder.

This declaration shall be submitted together with the general power of attorney prior to its first use. The Company does not impose a specific form for general powers of attorney, and such powers of attorney are valid for a maximum period of 3 years, unless a longer period is expressly provided. The person empowered by the shareholder may not further empower another person to exercise the right to participate and vote in the EGMS, unless this prerogative has been expressly granted by the shareholder through the power of attorney. A legal entity representative may designate any person who is part of its management or administrative bodies, or any of its employees, to exercise the mandate granted by the shareholder.

The special power of attorney form will be available on the website www.metaestate.ro or at the Company's registered office, in both Romanian and English.

The special power of attorney must be presented in the format made available by the Company and must contain express voting instructions for each item on the agenda of the EGMS. The special power of attorney is valid only for the EGMS for which it was granted. The special power of attorney shall be prepared in three original counterparts (one for the Company's shareholder, one for the representative, and one for the Company).

Special powers of attorney shall be submitted in original, either in person or by post/courier, to the Company's headquarters (Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor) in a sealed envelope bearing the note **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025"**, or by e-mail with extended electronic signature (to the e-mail address *secretariat.aga@meta-estate.ro*, indicating in the subject line: **"FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025"**), so that they are received by the Company at least 48 hours before the date of the EGMS, namely no later than 24.11.2025, at 11:00, under the sanction of losing the right to vote in the EGMS. The special powers of attorney will be retained by the Company, with a mention to this effect included in the minutes.

The verification and validation of the special powers of attorney will be carried out by the EGMS secretariat. The confidentiality of the voting instructions will be ensured until the moment when the other secret votes cast by the shareholders present or by the representatives participating in the EGMS are known.

If the agenda is supplemented, the special powers of attorney will be updated and made available to the Company's shareholders, who may obtain them from the Company's headquarters or from the Company's website www.metaestate.ro as of 14.11.2025.

3. By correspondence, using the ballot paper for correspondence voting made available on the website www.metaestate.ro or at the Company's registered office, in Romanian and English. The ballot paper provided by the Company must contain specific instructions on the exercise of the vote for each item on the agenda. The correspondence voting ballots in Romanian or English, duly completed and signed, accompanied by a copy of the shareholder's valid identity document (for individuals: ID card/passport; for legal entities or entities without legal personality: the ID card/passport of the legal representative), shall be submitted in original, either in person or by post/courier, to the Company's headquarters (Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor), in a sealed envelope bearing the note "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025", or by e-mail with extended electronic signature (to the e-mail address *secretariat.aga@meta-estate.ro*, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025"), such that they are received by the Company no later than the date and time of the EGMS, namely 26.11.2025, at 11:00. Correspondence voting ballots that are not received in the form and within the deadline stipulated in this convening notice shall not be taken into account for the determination of the quorum of presence and voting, nor for the counting of votes in the EGMS.

   Correspondence voting may be exercised by a representative of a shareholder of the Company only if that representative has been granted a special or general power of attorney, which must be submitted to the Company within the deadline applicable for submitting special or general powers of attorney, or if the representative is a credit institution providing custody services, in compliance with Article 105 paragraph 11 of Law no. 24/2017 (R).

   The verification and validation of correspondence voting ballots will be carried out by the EGMS secretariat. The confidentiality of the votes shall be ensured until the moment when the other secret votes cast by the shareholders present or by the representatives participating in the EGMS are known.

   If the agenda is supplemented, the correspondence voting ballots will be updated and made available to the Company's shareholders, who may obtain them from the Company's headquarters or from the Company's website www.metaestate.ro starting from 14.11.2025.

   If a shareholder who has cast their vote by correspondence participates in the EGMS in person or through a representative (provided that a special/general power of attorney has been submitted in accordance with the conditions set out in this convening notice), the correspondence vote cast for that EGMS shall remain valid only if the shareholder does not express another voting option in person or through their representative.

If the person representing the shareholder by attending the EGMS in person is different from the person who cast the correspondence vote, then, for the vote to be valid, the representative attending the EGMS may present a written revocation of the correspondence vote, signed by the shareholder or by the representative who originally cast the correspondence vote.

4. Through representation of the shareholder by a credit institution providing custody services. When a shareholder is represented by a credit institution providing custody services, such institution may vote in the EGMS based on the voting instructions received from the shareholder. In this case, it is no longer necessary for the shareholder to issue a general or special power of attorney. The credit institution must submit a declaration on its own responsibility in accordance with Article 207 of Regulation no. 5/2018, stating: (i) the name/corporate name of the shareholder on whose behalf the credit institution participates and votes in the EGMS; and (ii) that the credit institution provides custody services for that shareholder. This declaration, signed by the legal representative of the credit institution, shall be submitted in original, either in person or by post/courier, to the Company's headquarters (Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor), in a sealed envelope bearing the note "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025", or by e-mail with extended electronic signature (to the e-mail address *secretariat.aga@meta-estate.ro*, indicating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF 26.11.2025"), such that it is received by the Company at least 48 hours before the date of the EGMS, namely 24.11.2025, at 11:00, under the sanction of losing the right to vote in the EGMS.

5. By online voting through the "e-vote" system by accessing the link https://met.evote.ro/login from any internet-connected device.

For identification and online access to the EGMS, shareholders shall provide the following information:

a. Individuals:
- Full name;
- Personal Numerical Code (CNP);
- E-mail address;
- Copy of identity document (identity card, passport, residence permit);*
- Phone number (optional).

b. Legal entities:
- Corporate name;
- Unique Registration Code (CUI);
- Full name of the legal representative;
- Personal Numerical Code (CNP) of the legal representative;
- E-mail address;
- Identity document of the legal representative (identity card, passport, residence permit);
- Copy of the certificate of incumbency issued by the trade registry or any equivalent document issued by the competent authority in the country where the legal entity shareholder is duly incorporated, submitted in original or as a certified true copy. Documents attesting the capacity of legal representative of the legal entity shareholder must be issued no more than 30 days prior to the Reference Date;
- Phone number (optional).

The documents and informational materials regarding the agenda of the EGMS, this convening notice, the draft resolutions, the total number of shares and voting rights as of the convening date, as well as the special power-of-attorney forms and correspondence voting forms, may be obtained by shareholders starting from **24.10.2025**, or **14.11.2025** (if the agenda is supplemented), until the date set for the general meeting, at the Company's registered office in Bucharest, Sector 1, Str. Munții Tatra no. 4-10, 4th floor, on each business day, during working hours, between 09:00 and 18:00. These materials will also be made available on the Company's website, **www.metaestate.ro**, under the Investor Relations section.

If: (i) individual shareholders have not recorded valid and up-to-date identification data in the system of Depozitarul Central S.A., they must also present a copy of their updated identity document (identity card/passport/residence permit, etc.); (ii) the legal representative of legal entity shareholders is not listed in the Company's shareholder registry as of the Reference Date, as received from Depozitarul Central S.A., they must also present a document attesting this capacity (a certificate issued by the Trade Registry or another equivalent authority in the country where the shareholder is incorporated).

For dates other than the Reference Date, in order to prove shareholder status, they shall submit the following documents: (i) the account statement showing the shareholder status and the number of shares held; (ii) documents attesting the registration of the information regarding the legal representative with Depozitarul Central S.A.

Documents presented in a language other than Romanian and/or English must be accompanied by a translation into Romanian or English prepared by an authorized translator. The electronic copy of the above-mentioned documents shall be uploaded online in the designated fields.

Files that may be uploaded must have one of the following extensions: .jpg, .pdf, .png. Shareholders may log in and vote as many times as they wish within the period designated for correspondence and/or live voting, the last voting option submitted being the one recorded.

All requests and any information regarding the convening and conduct of the EGMS shall be submitted or obtained at the Company's headquarters, by phone at +40 372 934 455 or by e-mail at secretariat.aga@meta-estate.ro, on business days, between 09:00 and 18:00.

Chairman of the Board of Directors
Cert Master Standard S.R.L.
Represented by Mr. Laurențiu Mihai Dinu