

To:
Bucharest Stock Exchange
Romanian Financial Supervisory Authority

Current report 92/2023

Pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report:	08.12.2023
Name of the Company:	Meta Estate Trust S.A.
Registered office:	4-10 Muntii Tatra Street, 4th Floor, District 1, Bucharest, Romania
E-mail:	investors@meta-estate.ro
Phone number/ fax:	+40 372 934 455
Website:	www.metaestate.ro
Trade Registry No.:	J40/4004/2021
Fiscal code:	43859039
Subscribed and paid share capital:	RON 93,491,736
Total number of shares:	93,491,736 shares, out of which 82,241,760 class "A" ordinary shares and 11,249,976 Class "B" preferred shares
Symbol:	MET
Market where securities are traded:	MTS AeRO Premium

Important events to report: Resolutions of the Ordinary General Meeting of the Shareholders dated 7 December 2023

Meta Estate Trust S.A. (hereinafter referred to as the "**Company**") informs the shareholders and the market that the Ordinary General Meeting of the Company's Shareholders (the "**OGMS**") took place on 7 December 2023. The OGMS was chaired by Mr. Teodor Cristian Cartianu, as permanent representative of Meta Management Team S.R.L., the Chairman of the Board of Directors.

The resolutions adopted by the OGMS are attached to this current report.

Teodor-Cristian Cartianu
Permanent Representative of the Chairman of the Board of Directors

Meta Estate Trust S.A.

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Nr. Reg. Comertului: J40/4004/2021; CUI 43859039
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**RESOLUTION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF
META ESTATE TRUST S.A.
NO. 1/07.12.2023**

The Ordinary General Meeting of Shareholders ("OGMS" or "Meeting") of **META ESTATE TRUST S.A.**, a company established and operating under Romanian law, registered with the Trade Register under no. J40/4004/2021, Fiscal Identification Code 43859039, with registered office in Bucharest, District 1, 4-10 Munții Tatra Street, 4th Floor, (hereinafter referred to as the "**Company**"),

Considering the following;

The convening notice published in the Official Gazette of Romania, Part IV, number 4140 of 18 September 2023 and Bursa Newspaper, number 172 of 18 September 2023 and the supplemented notice published in the Official Gazette of Romania, Part IV, number 4910 of 3 November 2023 and Bursa Newspaper, number 206 of 3 November 2023;

The provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented ("**Companies Law**"),

Legally and statutorily convened on 7 December 2023, at 10:00AM, first convening, in 4-10 Munții Tatra Street, 4th floor, District 1, Bucharest, in the presence of shareholders holding a number of 69,325,441 voting shares, representing 84.2951% of the total voting rights, following the deliberations on the items on the agenda, the present shareholders approved the following resolutions, which were duly registered in the minutes of the meeting:

RESOLUTION NO. 1

In the presence of shareholders representing 74.1514% (69,325,441 shares) of the share capital and 84.2951% (69,325,441 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 89.3183% (59,664,460 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 10.6817% (7,135,365 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 628,727 abstentions and 1,896,889 votes which were not expressed):

Approves:

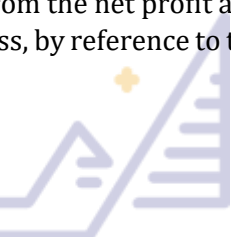
The revocation in part of the resolution adopted in accordance with item 3 on the agenda of the Ordinary General Meeting of the Shareholders dated 26 April 2023, by which the distribution of the amount of RON 3,757,429.68 from the Company's profit achieved in 2022 to other reserves was approved.

RESOLUTION NO. 2

In the presence of shareholders representing 74.1514% (69,325,441 shares) of the share capital and 84.2951% (69,325,441 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 90.9079% (61,096,475 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 9.0921% (6,110,531 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 221,546 abstentions and 1,896,889 votes which were not expressed):

Approves:

The distribution of dividends in the amount of RON 3,757,429.68 (gross dividend) from the net profit achieved in the financial year 2022, representing a dividend of RON 0.0431713595/share (gross, by reference to the total



number of shares issued by the Company as at the date of the OGMS convening, which may be rounded in accordance with the technical requirements applicable at the level of Depozitarul Central S.A. or in accordance with any other technical requirements applicable in the context of the dividend payment operation).

Note: Considering that following the convening of the OGMS, the share capital of the Company was increased by the issuance of a number of 6,456,495 new ordinary shares, nominal and dematerialised, with a nominal value of RON 1 per share that were allocated free of charge to the shareholders, the current share capital of the Company being RON 93,491,736, divided into a number of 93,491,736 nominal, dematerialised shares, with a nominal value of RON 1/share, of which 355 shares are owned by the Company, the updated value of the dividend per share is RON 0.0401901184 (gross value, which may be rounded in accordance with the technical requirements applicable at the level of Depozitarul Central S.A. or in accordance with any other technical requirements applicable in the context of the dividend payment operation).

RESOLUTION NO. 3

3.1. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 51.2575% (23,067,455 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 48.7425% (21,935,647 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 2,799,465 abstentions and 22,851,347 votes which were not expressed):

Rejects:

The appointment of Meta Management Team S.R.L. through its permanent representative Mr. Teodor-Cristian Cartianu as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

3.2. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 0.7968% (287,780 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 99.2032% (35,829,937 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 2,163,142 abstentions and 32,373,055 votes which were not expressed):

Rejects:

The appointment of Mr. Marian Cristian Mocanu as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

3.3. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 89.4529% (43,343,191 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 10.5471% (5,110,452 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 12,763,319 abstentions and 9,436,952 votes which were not expressed):

Approves:

The appointment of Mrs. Ilinca von Derenthall Berza as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

3.4. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 25.1128% (10,207,448 votes) of the votes expressed by the shareholders present,



represented or who voted by mail, with the votes "against" of the shareholders representing 74.8872% (30,439,011 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 1,727,952 abstentions and 28,279,503 votes which were not expressed):

Rejects:

The appointment of LCL Business Advisory S.R.L. through its permanent representative Mr. Ciprian Lăduncă as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.5. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 55.5559% (25,579,647 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 44.4441% (20,463,450 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 4,777,240 abstentions and 19,833,577 votes which were not expressed):

Rejects:

The appointment of Cagils Invest S.R.L. through its permanent representative Mrs. Ilinca-Mihaela Păun as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.6. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 54.8381% (30,425,096 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 45.1619% (25,056,548 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 6,868,817 abstentions and 8,303,453 votes which were not expressed):

Approves:

The appointment of Mr. Dumitru-Daniel Popa as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.7. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 76.4742% (42,344,590 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 23.5258% (13,026,498 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 1,850,212 abstentions and 13,432,614 votes which were not expressed):

Approves:

The appointment of Cert Master Standard S.R.L. through its permanent representative Mr. Laurențiu Mihai Dinu as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.8. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 87.8955% (48,704,655 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 12.1045% (6,707,317 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 1,295,111 abstentions and 13,946,831 votes which were not expressed):

Approves:

The appointment of Mr. Alexandru Voicu as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.9. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 11.8072% (4,575,247 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 88.1928% (34,174,473 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 2,144,530 abstentions and 29,759,664 votes which were not expressed):

Rejects:

The appointment of Lapis Management S.R.L. through its permanent representative Mr. Mircea Marian Cotigă as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.10. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 57.6771% (24,464,194 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 42.3229% (17,951,596 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 1,719,853 abstentions and 26,518,271 votes which were not expressed):

Rejects:

The appointment of Mr. Mircea Oancea as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.11. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 40.1897% (14,526,188 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 59.8103% (21,617,835 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 5,211,854 abstentions and 29,298,037 votes which were not expressed):

Rejects:

The appointment of Mr. Marinel Burduja as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.12. In the presence of shareholders representing 75.5724% (70,653,914 shares) of the share capital and 85.9104% (70,653,914 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 95.8245% (60,566,777 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 4.1755% (2,639,176 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 743,836 abstentions and 6,704,125 votes which were not expressed):

Approves:

The appointment of Adivi Estate S.R.L. through its permanent representative Mr. Adrian Vasile Viman as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.



RESOLUTION NO. 4

Following the resolution passed according to item 4 on the agenda of the Extraordinary General Meeting of Shareholders of the Company dated 28 November 2023, under which it was approved the amendment of article 6.6 of the Articles of Association so that the Chairman of the Board of Directors is appointed by the Board of Directors among its members, this item on the agenda is not voted, as it lacks purpose. The votes already expressed by the shareholders are kept by the Company in its archive, for informational purposes.

RESOLUTION NO. 5

In the presence of shareholders representing 75.7713% (70,839,900 shares) of the share capital and 86.1365% (70,839,900 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.7052% (66,833,565 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.2948% (197,618 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 470,303 abstentions and 3,338,414 votes which were not expressed):

Approves:

Setting the date of:

- 5 January 2024 as registration date, identifying the shareholders holding ordinary Class A shares who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017 (the registration date for shareholders holding Class B preference shares being 16 November 2023, established in accordance with the provisions of the Companies Law);
- 4 January 2024 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation 5/2018, with respect to the shareholders holding ordinary Class A shares;
- 16 January 2024 as the date of payment, for both shareholders holding Class A ordinary shares and shareholders holding Class B preference shares, established in accordance with the provisions of art. 2 para. (2) letter h) and of art. 178 of Regulation 5/2018.

RESOLUTION NO. 6

In the presence of shareholders representing 75.7715% (70,840,114 shares) of the share capital and 86.1368% (70,840,114 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 98.7348% (66,286,429 votes) of the votes expressed by the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 1.2651% (849,374 votes) of the votes expressed by the shareholders present, represented or who voted by mail (there are 365,897 abstentions and 3.338.414 votes which were not expressed):

Approves:

The empowerment of Mr. Teodor Cristian Cartianu, as permanent representative of the Chairman of the Board of Directors of the Company and/or the managers of the Company, with the possibility to sub-delegate, in the name and on behalf of the Company, with full power and authority, the signature of any of them being binding and enforceable against the Company, to sign any documents, including the resolution of the OGMS, to submit, to request the publication of the resolution in the Official Gazette of Romania Part IV, to collect any documents, to carry out any formalities required before the Trade Registry Office, as well as before any other authority, public institutions, legal entities or individuals, as well as to carry out any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

This resolution was drafted and executed in the name and on behalf of the shareholders, today, 7 December 2023, in 2 original copies, by the chairman of the meeting, Meta Management Team S.R.L.,

represented by Teodor Cristian Cartianu as permanent representative, and the secretaries of the meeting, Mr Cosmin Mizof and Mr Cătălin Nae Șerban.

Chairman of the meeting

Meta Management Team S.R.L.

Represented by: Teodor Cristian Cartianu

Capacity: reprezentant permanent

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Secretary

Cosmin Mizof

.....

Secretary

Cătălin Nae Șerban

.....

