

To: The Bucharest Stock Exchange The Financial Supervisory Authority

# Current Report 9/2023

Prepared in accordance with Law no. 24/2017 on issuers of financial instruments and market operations (republished) 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 Code for the Multilateral Trading System.

Date of report:	27.03.2023
Name of the Company:	Meta Estate Trust S.A.
Registered office:	75-77 Buzesti Street, 9th floor, Office 13, District 1, Bucharest
E-mail:	investors@meta-estate.ro
Phone/fax:	021 589 7329
Website:	www.metaestate.ro
Trade Registry No.:	J40/4004/2021
Fiscal Code:	43859039
Subscribed and paid share capital:	RON 87.035.241
Total number of shares:	87,035,241 shares, of which 75,785,265 ordinary class "A" shares
	and 11,249,976 class "B" preferred shares
Symbol:	MET
Market where securities are traded:	SMT AeRO Premium

# <u>Important events to report</u>: Convening of the Ordinary General Meeting of Shareholders of Meta Estate Trust S.A. for April 26<sup>th</sup> 2023 (first calling) and April 27<sup>th</sup> 2023 (second calling)- erratum

The management of Meta Estate Trust S.A. (hereinafter referred to as "the Company") informs the market that the convening of the Ordinary General Meeting of Shareholders (OGMS) of the Company for 26/27.04.2023 has been retransmitted in order to correctly inform the investors, in the sense that in the mentioned convening notice the material error regarding the date from which the documents and informative materials related to the AGOA agenda are available was updated, respectively starting with the date 27.03.2023, instead of 27.04.2023.

Oriol Casellas Deig CEO





## CONVENING NOTICE FOR THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF META ESTATE TRUST SA

Persuant to Law no. 31/1990 on companies, republished, as subsequently amended and supplemented as well as to the Articles of Association, The Chairman of the Board of Directors of Meta Estate Trust SA, a company established and operating according to the Romanian law, registered at the Trade Register under no. J40/4004/2021, having Sole Registration Code no. 43859039, with registered office in Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13, hereinafter referred to as the "Company",

## CONVENES

The Ordinary General Meeting of Shareholders ("**OGMS**") to be held on **April 26<sup>th</sup>**, **2023**, at 17:30 hours, at the address from 75-77 Buzesti Street, 2<sup>nd</sup> Floor, District 1, Bucharest, to which the shareholders registered in the Shareholders Register kept by the Central Depository at the end of March 18<sup>th</sup>, 2023, established as the **Reference Date**, have the right to attend and vote.

In the event the necessary quorum is not present on the aforementioned date, pursuant to Article 118 of Law 31/1990, republished, the second OGMS shall be convened and established for April 27<sup>th</sup>, 2023, starting at 17:30 hours, at the same address, with the same agenda for all shareholders registered in the Shareholders Register on the same Reference Date.

## The agenda for the OGMS is as follows:

- 1. Approval of the meeting secretary, from the proposals of the shareholders present at the OGMS.
- 2. Approval of the Company's financial statements for the financial year 2022, prepared in accordance with the legislation in force, based on the Report of the financial auditor for the year 2022 and the Report of the Board of Directors.
- **3.** Approval of the distribution of the Company's net profit achieved in 2022, in the amount of RON 6,513,193.56, as follows: RON 2,396,393.64 covering the loss from previous years, RON 359,370.24 legal reserve and RON 3,757,429.68 other reserves.
- **4.** Approval of the Annual Report for 2022 executed according to Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations.
- 5. Approval of the discharge from liability of the members of the Board of Directors for the activity performed during the financial year 2022.
- **6.** Approval of the transfer of the amount of RON 6,456,495.14 lei, representing issue premiums (capital premiums) to the reserve account (other than the legal reserves) and the corresponding registration of the respective operation in the Company's accounting.
- 7. Approval of the income and expenditures budget of the Company for the financial year 2023.
- **8.** The reconfirmation of the financial auditor of the Company, respectively Mazars Romania SRL for a mandate that will end on 30.05.2024 and the authorization of the Board of Directors to conclude the audit contract.
- **9.** Approval of the election of a member in the Board of Directors, for a mandate period equal to that of the current Board of Directors of the Company elected in the OGMS from 27.01.2022, respectively until 27.01.2024, considering that, following the resignation of Mr. Nicolescu Ionut-Alin from the position of administrator of the Company, the company Cagils Invest SRL was appointed provisional administrator until the date of the first Ordinary General Meeting of the Company's Shareholders.
- **10.** Approval of the date of May 17<sup>th</sup>, 2023, as "Record Date" for the identification of the shareholders regarding the date on which the resolutions of the OGMS will take effect as established by the art. 87 Law no. 24/2017.
- 11. Approval of the date of May 16<sup>th</sup>, 2023, as "Ex-date", in accordance with the provisions of Article 187 item 11 of Regulation No. 5/2018 on issuers of financial instruments and market operations, issued by the Financial Supervisory Authority.
- 12. Approval of the empowerment of Mr. Oriol Casellas Deig, as General Manager of Meta Estate Trust SA, in order to carry out all the formalities and procedures necessary to implement the adopted resolutions and sign all the necessary documents in relation with the competent Trade Register Office, the Official Gazette, the Financial Supervisory Authority, the Bucharest Stock Exchange, and with any other institutions. In addition, Oriol Casellas Deig, may delegate, in turn, the task of fulfilling the advertising and registration formalities to another person or a lawyer.

One or more shareholders representing, individually or jointly, at least 5% of the share capital of the Company have the right, within 15 days from the date of publication of the notice of convening, i.e. until April 8<sup>th</sup> 2023, inclusive:



- to place items on the agenda of the General Meetings, provided that each proposed item is accompanied by a justification or a draft resolution proposed for adoption by the General Meeting;
- to submit draft resolutions for items proposed for inclusion on the agenda of the General Meeting.

Proposals for the introduction of new items on the agenda of the General Meetings, accompanied by a copy of the shareholder's valid identity document (in the case of natural persons, identity card/passport, respectively in the case of legal entities/entities without legal personality, identity card/passport of the legal representative), as well as a justification or a draft resolution proposed for approval by the General Meetings, may be submitted as follows:

- in a closed envelope (original holograph document), by post or messenger, at the Company's registered office in Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13, with the clearly written observation: "FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING ON 26/27.04.2023";
- by e-mail with an extended electronic signature incorporated in accordance with Law 455/2001 on electronic signatures, to the e-mail address: <u>office@meta-estate.ro</u>, mentioning in the subject line: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26/27.04.2023".

If the case may be, the Company will publish the updated agenda before the reference date of the OGMS, namely 18.04.2023.

The Company's shareholders, regardless of the share held in the share capital, can submit proposals for candidates for appointment as member of the Board of Directors, including information regarding: the name/designation, domicile/headquarters and professional qualification of the proposed persons, information accompanied by a copy of the candidate's valid identity document, the proposed person's *curriculum vitae*, the candidate's *affidavit* for the position of independent member regarding the compliance with all eligibility criteria (if applicable), the form for informing the candidate about the processing of personal data, as follows:

- in a closed envelope (original holograph document), by post or messenger, at the Company's registered office in Bucharest, District 1, 75-77 Buzesti Street, 9th Floor, Office no. 13, until the latest 07.04.2023, with the clearly written observation: "PROPOSAL OF CANDIDATES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS" or
- by e-mail with an extended electronic signature incorporated in accordance with Law 455/2001 on electronic signatures, to the e-mail address: <u>office@meta-estate.ro</u>, until 07.04.2023 the latest, with the clearly written observation: "PROPOSAL OF CANDIDATES FOR THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS"

The list containing information on the names, place of residence and professional qualifications of the persons nominated for the position of member of the Board of Directors will be updated daily until 07.04.2023 and will be published on the Company's website in the Investor Relations section.

Documents and Information materials regarding the agenda of the OGSM, the present convening notice, the draft resolutions, the total number of shares and voting rights on the date of the convening, as well as the special power of attorney forms and voting forms by mail, may be obtained by the shareholders from the date March 27<sup>th</sup> 2023 until the date set for the general meeting, at the company's registered office in Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13, every working day and will be made available on the company's website <u>www.metaestate.ro</u>, Investor Relations section.

Shareholders may exercise their right to ask questions regarding the items on the agenda of the General Meetings, only accompanied by a copy of the shareholder's valid identity document (in the case of natural persons, identity card/passport, respectively in the case of legal entities/entities without legal personality, identity card/passport of the legal representative). Written questions may be submitted, if necessary, until April 21<sup>st</sup>, 2023, 17:00 hours, as follows:

- in a closed envelope (original holograph document), by post or messenger, at the Company's registered office in Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13, with the clearly written observation: "FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING ON 26/27.04.2023".
- by e-mail with an extended electronic signature incorporated in accordance with Law 455/2001 on electronic signatures, to the e-mail address: <u>office@meta-estate.ro</u>, mentioning in the subject line: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26/27.04.2023".

The Company will publish the answers to the questions asked under the terms of this convening notice on the Company's website: <u>www.metaestate.ro</u>.

Shareholders registered at the date of reference may exercise their right to attend and vote at the General Meeting:

- 1. in person
- 2. through a legal representative or a designated representative who has been granted a special power-of-attorney or a general power-of-attorney. Power- of- attorneys must be submitted in original or by post/messenger at the Company's registered office (Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13) in a sealed envelope titled "For the OGMS of 26/27.04.2023") or by e-mail with electronic signature



(at the e-mail address <u>office@meta-estate.ro</u>) 48 hours before the date of the Meeting, under penalty of losing the right to vote in these meetings. Power- of- attorneys will be kept by the Company and a mention of this will be made in the minutes. The representatives of the shareholders who are legal entities shall present their identity document (identity card for Romanian citizens or passport for foreign citizens) and the power- of- attorney granted in this respect. The special power-of-attorney form will be available on the website <u>www.meta-estate.ro</u>.

- 3. By post using the postal ballot paper available on the website <u>www.meta-estate.ro</u>. The completed and signed postal ballot papers in Romanian, accompanied by a copy of the shareholder's valid identity document (in the case of individuals, identity card/passport, respectively in the case of legal entities/entities without legal personality, identity card/passport of the legal representative) shall be submitted in original or by post/ messenger to the Company's registered office (Bucharest, District 1, 75-77 Buzesti Street, 9<sup>th</sup> Floor, Office no. 13) in a closed envelope titled "For the OGMS of 26/27.04.2023") or by e-mail with electronic signature (to the e-mail address <u>office@meta-estate.ro</u>) 48 hours before the date of the Meeting. Postal ballot papers not received in the form and within the time limit stipulated in this notice will not be taken into account for determining the quorum for attendance and voting and for counting votes at General Meetings.
- 4. By online voting using the "e-vote" system by accessing the link <u>https://met.evote.ro/login</u> from any device connected to the internet.

For identification and online access to the General Meetings, shareholders provide the following information:

Individuals:

a.

- Name Surname;
- Personal Identification Number (CNP);
- E-mail address;
- Copy of identity document (identity card, identity card, passport, residence permit);\*
- Telephone number (optional).
- b. Legal entities:
  - Name of legal entity;
  - Sole registration code (CUI);
  - Name and First name of the legal representative;
  - Personal Identification Code (CNP) of the legal representative;
  - E-mail address;
  - Identity document of legal representative (identity card, identity card, passport, residence permit);
  - Copy of the certificate issued by the trade register or any equivalent document issued by a competent authority of the State in which the shareholder is legally registered, presented in original or certified copy. The documents attesting the legal representative status of the legal entity shareholder shall be issued no later than 30 days before the reference date\*.
  - Telephone number (optional)

Documents submitted in a language other than Romanian and/or English must be accompanied by a translation into Romanian/English by an authorized translator.

The electronic copy of the above-mentioned documents will be uploaded online in the dedicated fields.

\*Uploadable files can have one of the following extensions: .jpg, .pdf, .png. Shareholders may log in and vote whenever they wish within the timeframe designated for postal and/or live voting, the last voting option being the registered one.

The identification made by the Company in the case of natural persons gives access to the General Meetings of the Company in the event that the said natural person is a shareholder on the relevant reference dates.

The identification made by the Company in the case of legal persons, special or general proxies gives access to the General Meetings of the Company after proving the validity of the legal representative or the person empowered to act.

All requests and any information regarding the convening and holding of the OGMS shall be sent to, or obtained from, the Company's registered office, by telephone +4021 589 73 29 or by e-mail <u>office@meta-estate.ro</u>.

Chairman of the Board of Directors Meta Management Team SRL By Voicu Eugen Gheorghe

