

To:
Bucharest Stock Exchange
Romanian Financial Supervisory Authority

Current report 12/2025

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:	11.03.2025
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/fax:	+40 372 934 455
Website:	www.metaestate.ro
Trade Registry No.:	J40/4004/2021
Fiscal Code:	43859039
Subscribed and paid share capital:	RON 102.424.339
Total number of shares:	102.424.339 shares, of which 91.174.363 ordinary class "A" shares and 11,249,976 class "B" preferred shares
Symbol:	MET
Market where securities are traded:	SMT AeRO Premium

Important events to report: Conclusion of preferred share repurchase program and approval of share capital increase

The management of Meta Estate Trust S.A. informs the shareholders and the market about the completion of the preferred share repurchase program approved by the EGMS Resolutions no. 3/11.12.2024 and 4/11.12.2024. The Company's management also informs about the approval by the Board of Directors of the share capital increase for the conversion of the claim resulting from the preferential share repurchase program.

Under the preferred share repurchase program, a total of 9,727,354 preferred shares were repurchased by the Company, each with a par value of 1 leu, representing 9.4966% of the Company's share capital. They were repurchased at a price of 2.8 lei per preference share.

Pursuant to EGMS Resolutions no. 3/11.12.2024 and 4/11.12.2024, the Board of Directors approved the increase of the Company's share capital, through cash contribution and conversion of receivables on the Company, with an amount of up to 36,469,745 lei through the issuance of a maximum of 36,469,745 ordinary shares, with a par value of 1 leu/share. Therefore, this Decision has been signed by the members of the Administrative Board on 10.03.2025, in electronic form.



The share capital increase shall take place under the following conditions:

1. The issue price, in both stages, will be equal to the nominal value, i.e. 1 leu/share.
2. **In the first stage:**
 - ✦ The newly issued shares will be offered for subscription to all shareholders holding ordinary shares registered in the register of shareholders (class A) on the Record Date, in order to give them the possibility to keep their shareholding in the Company's share capital unchanged. The number of pre-emptive rights will be equal to the number of ordinary shares issued by the Company on the date of the decision. Each shareholder holding ordinary shares will receive a number of pre-emptive rights equal to the number of shares held on the record date.
 - ✦ The subscription ratio is 0.40, i.e. for the subscription of one newly issued share, the shareholder must hold 2.5 pre-emptive rights. A shareholder holding pre-emptive rights may subscribe for a number of newly issued shares equal to the product of the number of pre-emptive rights held and the subscription rate, rounded down to the nearest whole number if the result of the product is not a whole number.
 - ✦ The exercise period of the pre-emptive rights will be 31 calendar days.
 - ✦ Any newly issued shares that remain unsubscribed after the completion of the first phase will be offered for subscription in a second phase private placement.
3. **In the second stage**, within the limit of the shares remaining unsubscribed in the first stage, claims up to RON 27,236,568 held against the Company by creditors participating in the preferred share repurchase program shall be converted into newly issued shares.
4. The ordinary shares issued and remaining unsubscribed following the conclusion of the second stage will be canceled by decision of the Board of Directors.
5. Approve the date of March 26, 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, as amended and supplemented. the date of March 25, 2025 as the "Ex-date", " and, respectively, the date of March 27, 2025 as the Date of Payment of preferential rights (the attached decision is only available in Romanian).

Bogdan Gramanschi, CFO Meta Estate Trust: *"Through this transaction, we aimed to optimize the capital structure by reducing the class of preferred shares. These were initially allocated to Meta investors prior to the listing as a reward for their trust and commitment to a project then in its infancy. Their redemption is correlated with the share capital increase, realized through the conversion of the related debt, at a price of RON 2.8/share.*

The share capital increase is an important step in strengthening the company's presence in the capital market. By deciding to issue shares at par value, we offer existing shareholders the opportunity to maintain their stake on fair terms, thus protecting the interests of those who have supported us in the company's development.

According to MET's statutes, preference shares benefit from a priority dividend of RON 0.38/share, limited to 33% of the distributable profit, paid in ordinary shares through capital increase. By significantly reducing this class of shares, the potential distribution of profits to capital market investors will increase, allowing us to attract new investors interested in the real estate sector, with the potential for higher return on investment.

This decision is part of a broader strategy to increase transparency, improve liquidity and strengthen interest in MET shares. In this respect, we continue to implement the resolutions adopted by the shareholders, including the share capital increase and the preparation of the company for the transition to the regulated market of the BVB."

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All details regarding the subscription procedure, the effective subscription period, the procedure and method of payment, and the method of validation of the subscription in the share capital increase will be included in the Prospectus to be approved by the Financial Supervisory Authority in connection with the share capital increase.

Alexandru Bonea
Managing Director

Meta Estate Trust S.A.

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