

To:
Bucharest Stock Exchange
Romanian Financial Supervisory Authority

Current report 16/2025

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:	26.03.2025
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 102.429.372
Total number of shares:	102.429.372 acțiuni, din care 91.179.396 acțiuni ordinare clasa „A” și 11.249.976 acțiuni preferențiale clasa „B”
Symbol:	MET
Market where securities are traded:	SMT AeRO Premium

Important events to report: Convening of the Ordinary General Meeting of Shareholders for 28/29 April 2025

The management of Meta Estate Trust S.A. (“Company”) informs the shareholders and the market of the convening of the Ordinary General Meeting of Shareholders of the Company (“**OGMS**”) for 28.04.2025 (first convening). If the quorum present for the first meeting is not met, the OGMS will be held at the second convening on 29.04.2025 with the same agenda.

Pursuant to 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, and of the Articles of Incorporation,

The Board of Directors of Meta Estate Trust S.A., a company incorporated and operating under the Romanian law, Fiscal Registration No. 43859039, with registered office in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor, hereinafter referred to as the “**Company**”, through the Chairman of the Board of Directors,

Meta Estate Trust S.A.

4-10 Muntii Tatra St., 4th Floor, Bucharest, Romania
Trade Register no.: J40/4004/2021; Sole Registration Code: 43859039
Social paid-up capital: RON 102.424.339,00
Phone no.: +40 372 93 44 55 | office@meta-estate.ro | metaestate.ro



SUMMONS:

The Ordinary General Meeting of Shareholders ("**OGMS**") to be held on **28.04.2025**, at **10:00** a.m., at the Company's registered office in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor, at which shareholders registered in the Register of Shareholders kept by the Central Depository at the end of the day of 16.04.2025, established as the Reference Date, are entitled to attend and vote.

In the event that the required quorum is not reached on the aforesaid date, pursuant to art. 118 of Law no. 31/1990, the second OGMS is convened and set for **29.04.2025** at 10:00 a.m., at the same address, with the same agenda for all shareholders recorded in the Shareholders' Register on the same Reference Date.

The agenda for the OGMS is as follows:

1. Election of the meeting secretary, from the proposals of the shareholders present at the OGMS.
2. Approval of the annual financial statements for the financial year 2024, prepared in accordance with the applicable law, supported by the Financial Auditor's Report and the Report of the Board of Directors of the Company for the year 2024.
3. Approval of the Report of the Board of Directors for the year 2024.
4. Approval of the Financial Auditor's Report for the year 2024.
5. Approval of the Annual Report for the year 2024 prepared in accordance with Financial Supervisory Agency Regulation No. 5/2018 on issuers of financial instruments and market operations, as amended and supplemented.
6. Approval of the income and expenditure budget of the Company for the financial year 2025.
7. Approval of the extension of the mandate of the financial auditor of the Company, namely Mazars Romania - S.R.L., with registered office in 4B and 2-4 Ing. George Constantinescu St., room 2, 5th floor, District 2, Bucharest, registered with the Trade Register under no. J40/756/1995, sole registration no. 6970597, represented by Mr. Adrian Vasile, for an additional period ending on 31.05.2026 and empowerment of the executive directors to conclude the audit contract, in the above sense.
8. To approve the distribution of the Company's net profit as registered in 2024, in the amount of RON 10,873,939.34, as follows:
 - 8.1. Distribution of the amount of RON 629.235,94 to reserves representing the legal reserve constituted in accordance with the legislation in force.
 - 8.2. Distribution of the total gross dividend in the amount of RON 578,596.36, respectively of a gross dividend per share in the amount of RON 0.38 (and calculated at par value) for the preference shares remaining after the repurchase process (class B shares) in a number of 1,522,622 preference shares, in accordance with art. c) of the Articles of Incorporation of the Company, also capped at a maximum of 33% of the distributable annual profit for the year 2024, to the shareholders holding preferred shares with priority dividend, in proportion to their shareholding in the class of preferred shares (class B).

Pursuant to Article 5.4.1. let. h) of the Company's Articles of Incorporation, the priority dividend is paid by allotment of free ordinary shares. The allotments will be made within the framework of the share capital increase operation, under conditions of granting of preferential rights, through the issuance of ordinary shares in exchange for the cash contribution, where the claim of the entitled shareholders against the Company (which will arise on the dividend payment date), will be converted into ordinary shares.



The share capital increase operation described above will be carried out in accordance with the decisions of the Company's Board of Directors, which will be made based on the exercise of the powers delegated to it by resolution EGMS no. 4/11.12.2024, and will be finalized within a period not exceeding 6 months from the date of this OGMS.

- 8.3. The amount of RON 9,666,107.04, part of the distributable net result, will be transferred to reserves, at the Company's disposal, and the Company's Board of Directors will decide on the increase of the share capital by incorporation of reserves, with the issuance and allocation of free ordinary shares to the shareholders holding ordinary shares, in accordance with the powers delegated by the resolution of the EGMS no. 4/11.12.2024.
9. To approve the discharge of the Administrator Ilinca von Derenthall for the activity corresponding to the period as of the date of her appointment as a member of the Board of Directors until 31.12.2024;
10. To approve the discharge of the Administrator Alexandru Voicu for the activity corresponding to the period as of the date of his appointment as a member of the Board of Directors until 31.12.2024;
11. To approve the discharge of the Administrator Cert Master Standard S.R.L. for the activity corresponding to the period as of the date of its appointment as a member of the Board of Directors until 31.12.2024;
12. To approve the discharge of the Administrator Adivi Estate S.R.L. for the activity corresponding to the period as of the date of its appointment as a member of the Board of Directors until 31.12.2024;
13. To approve the discharge of the Administrator Dumitru Daniel Popa for the activity corresponding to the period as of the date of his appointment as a member of the Board of Directors until 31.12.2024;
14. Approve the empowerment of the Chairman of the Board of Directors and the secretary of the meeting to jointly sign the resolutions of the OGMS.
15. To approve the empowerment Mr. Alexandru-Mihai Bonea, as General Manager of Meta Estate Trust S.A., to carry out all necessary formalities and procedures in order to implement the adopted resolutions and to sign all necessary documents in relation with the competent Trade Register Office, the Official Gazette, the Financial Supervisory Authority, the Bucharest Stock Exchange and any other institutions. Also, Mr. Alexandru-Mihai Bonea may delegate, in his turn, the task of carrying out the publicity and registration formalities to another person or to a lawyer.
16. Approval of the date of 01.07.2025 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.
17. Approval of the date of 30.06.2025 as "Ex-date", in accordance with the provisions of art. 187 item 11 of Regulation no. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and additions, issued by the Financial Supervisory Authority.
18. Approval of the date of 02.07.2025 as the Dividend Payment Date for the preferred shares, in accordance with the provisions of Art. 2 paragraph (2) letter h) and Art. 178 paragraph (4) of Regulation no. 5/2018, i.e. the date on which the claim of the shareholders entitled to the dividend related to the preference shares against the Company shall be constituted and shall be converted into ordinary shares in their favor, as provided for by item 8.2. of the agenda.

Shareholders may exercise their right to ask questions regarding the items on the agenda of the OGMS, only accompanied by a copy of the valid identity document of the shareholder (in case of natural persons, ID card/passport, respectively in case of legal persons/legal entities without legal personality, ID card/passport of the legal representative). Questions may be submitted in writing, if the case may be, until 20.04.2025, 18:00, as follows:



- in a sealed envelope (original handwritten document), submitted in person, by post or courier service, to the Company's registered office in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor, with the mention clearly written on the envelope: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025"
- by e-mail with extended electronic signature incorporated in accordance with Law 455/2001 on electronic signature, to the e-mail address: secretariat.aga@meta-estate.ro, mentioning in the subject line: "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025".

The Company will publish the answers to the questions raised under the terms of this convening notice and the applicable legal provisions on the Company's website: www.metaestate.ro, and will formulate a general answer to questions with the same content. The Company's obligation to respond shall be subject to the protection of confidentiality and interests of the Company.

Shareholders on record on the Record Date may exercise their right to attend and vote at the OGMS:

1. in person (through a legal representative in the case of legal entity shareholders).
2. by an appointed representative who has been granted a special or general power of attorney.
 - a) The general powers of attorney shall be submitted, before the first use, in copy, with the mention of conformity with the original under the signature of the representative, in person or by post/courier to the Company's registered office (Bucharest, District 1, 4-10 Munții Tatra St., 4th floor) in a sealed envelope marked "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04. 2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro mentioning in the subject line: "FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING OF 28.04.2025"), so as to be received at the Company 72 hours prior to the date of the OGMS, i.e. by 10:00 a.m. on 25.04.2025, under penalty of forfeiture of voting rights at the OGMS. Copies of the General Powers of Attorney in will be retained by the Company with a mention to this effect in the minutes. Shareholders may submit the notice of the appointment of the proxy only in writing, either in person, by post or courier services or by electronic means (to the e-mail address secretariat.aga@meta-estate.ro mentioning in the subject line "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 04/28/2025").

In order for the general power of attorney to be valid, the representative must be either an intermediary (in accordance with the provisions of Art. 2 paragraph 1 item 19 of Law no. 24/2017 (R)) or as an attorney of the Company's shareholder. The representative must not be in a conflict of interest, in particular in one of the following cases:

- (i) is a majority shareholder of the Company or a person controlled by such shareholder;
- (ii) is a member of an administrative, management or supervisory body of the Company, of a majority shareholder or of a controlled person as referred to in let. (i);
- (iii) is an employee or an auditor of the Company or of a majority shareholder or controlled entity, as referred to in let. (i)
- (iv) is the spouse, relative or in-law up to and including the fourth degree of kinship of an individual referred to in let. (i) to (iii) above.

The general power of attorney signed by the shareholder of the Company, including by attaching the extended electronic signature, if applicable, must be accompanied by an affidavit given by the



legal representative of the intermediary or attorney who received the power of attorney, which shall contain the following statements: (i) that the shareholder has granted the power of attorney to the intermediary or attorney as client and (ii) that the general power of attorney is signed by the shareholder. This declaration shall be presented 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 they are valid for a maximum period of 3 years, unless a longer period has been provided for. The proxyholder may not in turn appoint another person to exercise the right to vote at the OGMS, unless this power has been expressly granted by the shareholder in the proxy. The legal person proxy holder may appoint any person who is a member of its management or administrative bodies or one of its employees to exercise the power of attorney granted by the shareholder.

The special proxy form will be available on the website www.metaestate.ro or at the registered office of the Company in Romanian and English.

The special proxy must be in the form provided by the Company and must contain express voting instructions for each item on the agenda of the OGMS. The special proxy is valid only for the OGMS for which it has been granted. The special proxy shall be drawn up in three originals (one for the Company's shareholder, one for the proxy holder and one for the Company).

The special proxies shall be deposited in original, in person or by post/ courier at the Company's registered office (Bucharest, District 1, 4-10 Munții Tatra St., 4th floor) in a sealed envelope marked "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04. 2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro mentioning in the subject line: " FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04. 2025"), so as to be received at the Company 72 hours prior to the date of the OGMS, i.e. by 10:00 a.m. on 25.04.2025, under penalty of forfeiture of voting rights at the OGMS. The special proxies shall be retained by the Company and a record thereof shall be entered in the minutes.

The verification and validation of special proxies will be done by the secretariat of the OGMS. The confidentiality of the voting instructions will be ensured until such time as the other votes cast in secret by the shareholders present or proxies attending the OGMS are known.

Verificarea și validarea împuternicirilor speciale se va face de către secretariatul AGOA. Confidențialitatea instrucțiunilor de vot va fi asigurată până la momentul în care sunt cunoscute și celelalte voturi exprimate în secret de acționarii prezenți sau reprezentanții care participă la AGOA.

If the agenda will be supplemented, the special proxies will be updated and made available to the shareholders of the Company and may be obtained by them at the registered office of the Company or on the Company's website www.metaestate.ro as of April 15, 2025.

3. By mail, using the postal ballot available on the website www.metaestate.ro or at the registered office of the Company in Romanian and English. The ballot paper provided by the Company must



contain specific instructions on how to execute the vote for each agenda item. Postal ballots in Romanian or English, completed and signed, accompanied by a copy of the valid identity document of the shareholder (in the case of natural persons, identity card/passport, respectively in the case of legal persons/entities without legal personality, identity card/passport of the legal representative) shall be submitted in original, in person or by post/mail/ courier to the registered office of the Company (Bucharest, District 1, 4-10 Munții Tatra St., 4th floor) in a closed envelope marked "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro with the subject: " FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025"), so that they are received by the Company by the date and time of the OGMS, i.e. by 28.04.2025, 10:00 a.m. Postal ballots which are not received in the form and within the time stipulated in this Notice shall not be counted for the purpose of determining the quorum and voting quorum and for counting the votes at the OGMS.

Postal votes may be cast by a proxy of a shareholder of the Company only if the proxy has received a special or general proxy that is filed with the Company within the deadline for filing general or special proxies, or if the proxy is a credit institution that provides custodian services, in compliance with Article 105 paragraph 11 of Law 24/2017 (R).

The verification and validation of postal ballots will be carried out by the secretariat of the OGMS. The confidentiality of the votes will be ensured until such time as the other votes cast in secret by the shareholders present or proxies attending the OGMS are known.

If the agenda will be supplemented, the postal voting ballots will be updated and made available to the Company's shareholders and may be obtained by them at the Company's registered office or on the Company's website www.metaestate.ro, starting from April 17, 2025.

Where a shareholder who has cast a postal vote attends the OGMS in person or by proxy (provided that a special/general proxy has been submitted in compliance with the conditions set out in this convocation), the postal vote cast for that OGMS will remain valid unless the shareholder expresses another voting option in person or by proxy.

If the person representing the shareholder by personal attendance at the OGMS is other than the person who cast the postal vote, in order for the vote to be valid, he or she may submit to the OGMS a written revocation of the postal vote signed by the shareholder or the proxy who cast the postal vote.

4. By representation of the shareholder by a credit institution providing custodian services. Where a shareholder is represented by a custodian credit institution, it will be able to vote at the OGMS on the basis of voting instructions received from the shareholder. In this situation, it is no longer necessary for the shareholder to prepare a general or special proxy. The credit institution must submit an affidavit in accordance with Article 207 of Regulation 5/2018, stating (i) the name/name of the shareholder on whose behalf the credit institution participates and votes at the OGMS 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 deposited in original, in person or by post/ courier at the registered office of the Company (Bucharest, District 1, 4-10 Munții Tatra



St., 4th floor), in a closed envelope marked "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro with the subject " FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON 28.04.2025"), so that it is received by the Company 72 hours before the date of the OGMS, i.e. by 25.04.2025, 10:00 a.m., under penalty of losing the right to vote at the OGMS.

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

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

- a. Natural persons:
 - Last Name, First Name;
 - Personal Number Code (CNP);
 - E-mail address;
 - Copy of identity document (identity card, ID card, passport, residence permit);*
 - Telephone number (optional).
- b. Legal persons:
 - Name of legal person;
 - Sole registration code (CUI);
 - Name of the legal representative;
 - Personal Identification Number (CNP) of the legal representative;
 - Email address;
 - Identity document of the legal representative (ID 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 country where the shareholder is legally registered, presented in original or certified true copy. Documents proving the legal representative status of the legal entity shareholder shall be issued no later than 30 days before the Reference Date;
 - Telephone number (optional).

The documents and information materials relating to the agenda of the OGMS, this convening notice, the draft resolutions, the total number of shares and voting rights on the date of convening, as well as the special proxy forms and postal voting forms, may be obtained by shareholders as of March 28, 2025 until the date set for the general meeting, from the registered office of the Company in Bucharest, District 1, 4-10 Muntii Tatra St., 4th floor, every working day, during business hours, from 09:00 to 18:00, and will be made available on the Company's website www.metaestate.ro, Investor Relations section.

In the event that: (i) natural person shareholders have not registered their valid and updated identification data in the system of the Central Depository S.A., then they will also present a copy of the updated identity document (DNI, identity card/passport/residence permit, etc.); (ii) the legal representative of the legal person shareholders is not mentioned in the list of shareholders of the Company as of the Reference

Date received from the Central Depository S.A., then they will also present a document attesting to this capacity (proof issued by the Trade Register or another similar authority in the state in which the

shareholder is registered). For dates other than the Reference Date, in order to prove the capacity as a shareholder, they will submit the following documents: (i) the account statement showing the capacity as a shareholder and the number of shares held, (ii) documents attesting to the registration of the information regarding the legal representative with the Central Depository S.A.

Documents submitted in a language other than Romanian and/or English will be accompanied by a translation made by an authorized translator in Romanian/English. The electronic copy of the above-mentioned documents will be uploaded online in the dedicated fields.

*The files that can be uploaded can have one of the following extensions: .jpg, .pdf, .png. Shareholders can connect and vote whenever they wish during the designated period for voting by correspondence and/or live, the last voting option being the registered one.

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

Chairman of the Board of Directors
Cert Master Standard S.R.L.
By Mr. Laurentiu Mihai Dinu

