

**DRAFT RESOLUTION OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING
OF THE COMPANY META ESTATE TRUST S.A. NO. []/28.04.2025**

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. J2021004004401, CUI 43859039, with its registered office in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor (hereinafter referred to as the “**Company**”),

Considering the following:

- A. The notice of the OGMS published in the Official Gazette, Part IV no. 1482/26.03.2025,
- B. 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,
- C. The meeting is legally and statutorily convened on 28.04.2025, at 10:00, within the first call, in Bucharest, Sector 1, Str. Munții Tatra, no. 4-10, et. 4, by the presence of shareholders holding a number of [] shares with voting rights, representing []% of the total voting rights,

DECIDED

1. Approves/rejects the election of the meeting secretary, in the person of Ms./Mr. [].

This item is adopted with [] votes, representing []% of the total votes held by shareholders present or represented.

No. of votes cast: total = [] votes, of which: [] votes "for"; [] votes "against"; [] "abstentions"; [] votes "not cast".

2. Approves/rejects 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.

This item is adopted with [] votes, representing []% of the total votes held by shareholders present or represented.

No. of votes cast: total = [] votes, of which: [] votes "for"; [] votes "against"; [] "abstentions"; [] votes "not cast".

3. Approves/rejects the Report of the Board of Directors for the year 2024.

This item is adopted with [] votes, representing []% of the total votes held by shareholders present or represented.

No. of votes cast: total = [] votes, of which: [] votes "for"; [] votes "against"; [] "abstentions"; [] votes "not cast".

4. Approves/rejects the Financial Auditor's Report for the year 2024.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

5. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

6. Approves/rejects the income and expenditure budget of the Company for the financial year 2025.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

7. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

8. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

9. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

10. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

11. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

12. Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 13.** Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 14.** Approves/rejects the empowerment of the Chairman of the Board of Directors and the secretary of the meeting to jointly sign the resolutions of the OGMS.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 15.** Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 16.** Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 17.** Approves/rejects 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.

This item is adopted with votes, representing % of the total votes held by shareholders present or represented.

No. of votes cast: total = votes, of which: votes "for"; votes "against"; "abstentions"; votes "not cast".

- 18.** Approves/rejects 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.

This item is adopted with [] votes, representing []% of the total votes held by shareholders present or represented.

No. of votes cast: total = [] votes, of which: [] votes "for"; [] votes "against"; [] "abstentions"; [] votes "not cast".

This is the will of the Ordinary General Meeting of Shareholders of the Company, expressed by the valid vote in the meeting legally convened and held on 28.04.2025, for which reason this resolution is adopted and signed.

Chairman of the Shareholders' Meeting

Secretary

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