

NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF META ESTATE TRUST S.A.

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, registered with the Trade Register under no. J2021004004401, 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,

CONVENES:

The Extraordinary General Meeting of Shareholders ("**EGMS**") to be held on **26.11.2025**, at **11:00** 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 14.11.2025, 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 eGMS is convened and set for **27.11.2025** at 11:00 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 EGMS is as follows:

1. Election of the meeting secretary, from the proposals of the shareholders present at the EGMS.
2. Approval of the reduction of the share capital by the amount of RON 16,864,417.64, namely by decreasing the nominal value of all shares issued by the Company (for the avoidance of any misunderstanding, this includes both Class A ordinary shares and Class B preferential shares with preferential dividend and without voting rights) from RON 1 per share to a nominal value of RON 0.86 per share. The reduction of the share capital is carried out in order to partially cover the retained loss resulting from the buyback and cancellation procedure of the Company's preferential shares (following the buyback process of preferential shares initially conducted in 2024 and finalized in 2025) in a total amount of RON 17,509,237.
3. Following the approval of item 2 on the agenda, the reduction of the Company's share capital from RON 120,460,126 to RON 103,595,708.36 is hereby approved, resulting in the following updated structure of the share capital:

The share capital of the Company amounts to a total of RON 103,595,708.36, fully subscribed and paid-up. The share capital is divided into 120,460,126 registered shares, each having a nominal value of RON 0.86, with a total nominal value of RON 103,595,708.36, divided into two distinct classes of shares, as follows:

Class A – Ordinary Shares: comprising a total of 118,937,504 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 102,286,253.44, representing 98.7360% of the issued, subscribed, and paid-up share capital of the Company and 100% of the voting rights in the Company.

Class B – Preferential Shares: comprising a total of 1,522,622 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 1,309,454.92, representing 1.2640% of the issued, subscribed, and paid-up share capital of the Company, and carrying no voting rights.

4. Approval of the amendment of the following articles of the Company's Articles of Association:

Article 4.1. shall read as follows:

"The share capital of the Company amounts to a total of RON 103,595,708.36, fully subscribed and paid-up. The share capital is divided into 120,460,126 registered shares, each having a nominal value of RON 0.86 and a total nominal value of RON 103,595,708.36, divided into two distinct classes of shares, as follows:

Class A – Ordinary Shares: comprising a total of 118,937,504 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 102,286,253.44, representing 98.7360% of the issued, subscribed, and paid-up share capital of the Company and 100% of the voting rights in the Company.

Class B – Preferential Shares: comprising a total of 1,522,622 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 1,309,454.92, representing 1.2640% of the issued, subscribed, and paid-up share capital of the Company, and carrying no voting rights."

Article 5.4.1: *"The shareholders undertake to determine the Company to issue preferential shares with priority dividend and without voting rights ("**Preferential Shares**") under the conditions provided by Law no. 31/1990 and in accordance with the following terms:*

- a) The Preferential Shares shall have a nominal value equal to that of the ordinary shares, namely RON 0.86;*
- b) The Preferential Shares shall at no time represent more than 25% (twenty-five percent) of the share capital;*
- c) The Preferential Shares shall grant their holders the right to a priority dividend amounting to 38% (thirty-eight percent) of the nominal value of a share of RON 0.86, i.e. a dividend of RON 0.3268 per share ("**Priority Dividend**"). The total annual amount of Priority Dividends to which the holders of Preferential Shares are entitled shall be capped at a maximum of 33% of the annual distributable profit determined in accordance with Law no. 31/1990, throughout the entire lifetime of the Preferential Shares. The capping mechanism of the total annual amount of Priority Dividends, as set out above, shall in no case result in the carry-forward to subsequent financial years of any difference between the total annual amount of Priority Dividends to which the holders of Preferential Shares would have been entitled at the rate of RON 0.3268 per share and the total amount of Priority Dividends effectively distributed as a result of the 33% cap applied to the total distributable net profit determined in accordance with Law no. 31/1990.*
- d) The holders of Preferential Shares shall be entitled to receive payment of the Priority Dividend from the Company each year, provided that the Company records a net profit, in accordance with Law no. 31/1990;*
- e) The holders of Preferential Shares shall have the right to receive the Priority Dividend in priority, before any other payment, except for the Company's legal payment obligations, but prior to the payment of dividends to the holders of ordinary shares;*

- f) *The holders of Preferential Shares shall have all other rights provided under Law no. 31/1990, including but not limited to the right to attend General Meetings and the right to vote only in the event that the Company fails to pay the Priority Dividends;*
 - g) *The Preferential Shares are equal among themselves, entitling their holders to the same Priority Dividend per share and to the same rights;*
 - h) *Payment of the Priority Dividend shall commence in 2023 (for the financial year 2022) and shall be made by allocating ordinary shares in lieu of the amounts owed as Priority Dividend. The allocation of Ordinary Shares in respect of the Priority Dividend shall be carried out through a share capital increase, such increase being addressed to all shareholders of the Company, who shall have the opportunity to maintain their shareholding by participating in the respective capital increase."*
5. Approval of the empowerment of the Chairman of the Board of Directors and the meeting secretary to jointly sign the resolutions of the Extraordinary General Meeting of Shareholders (EGMS).
 6. Empowerment of Mr. Bogdan Gramanschi, in his capacity as Chief Financial Officer of Meta Estate Trust S.A., to carry out all necessary formalities and procedures for the implementation of the resolutions adopted and to sign all necessary documents in relation with the competent Trade Registry Office, the Official Gazette (following publication of this resolution in the Official Gazette and after the expiry of the opposition period regarding the share capital reduction), the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, and any other relevant institutions. Mr. Bogdan Gramanschi is also authorized to delegate, in turn, the power to perform publicity and registration formalities to another person or to a lawyer.
 7. Approval of 15 December 2025 as the "Record Date" for identifying the shareholders entitled to benefit from the effects of the EGMS resolutions, in accordance with the provisions of Article 87 of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented.
 8. Approval of 12 December 2025 as the "Ex-Date", in accordance with the provisions of Article 187 point 11, correlated with Article 2 paragraph (2) letter (I) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, issued by the Financial Supervisory Authority.

Shareholders may exercise their right to ask questions regarding the items on the agenda of the EGMS, 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 11.11.2025, 18:00 hours, as follows:

- in a sealed envelope (original handsigned 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025"
- 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025".

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 eGMS:

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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025" 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 EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF 26.11.2025"), so as to be received at the Company 48 hours prior to the date of the EGMS, i.e. by 11:00 a.m. on 24.11.2025, under penalty of forfeiture of voting rights at the EGMS. Copies of the General Powers of Attorney 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025").

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 EGMS, 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 EGMS. The special proxy is valid only for the EGMS 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025" 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025"), so as to be received at the Company 48 hours prior to the date of the OGMS, i.e. by 11:00 a.m. on 24.11.2025, under penalty of forfeiture of voting rights at the EGMS. 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 EGMS. 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 EGMS are known.

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 November 14, 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro with the subject: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025"), so that they are received by the Company by the date and time of the EGMS, i.e. by 26.11.2025, 11:00 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 EGMS.

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 EGMS. 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 EGMS 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 November 14, 2025.

Where a shareholder who has cast a postal vote attends the EGMS 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 EGMS 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 EGMS 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 EGMS 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 EGMS 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 EGMS 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 EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025" or by e-mail with an extended electronic signature (to the e-mail address secretariat.aga@meta-estate.ro with the subject " FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ON 26.11.2025"), so that it is received by the Company 48 hours before the date of the OGMS, i.e. by 24.11.2025, 11:00 a.m., under penalty of losing the right to vote at the EGMS.
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 EGMS, 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 EGMS, 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 October 24, 2025 until the date set for the general meeting, from the registered office of the Company in Bucharest, District 1, 4-10 Munții 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 EGMS 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