

**DRAFT RESOLUTION OF THE EXTRAORDINARY GENERAL SHAREHOLDERS'
MEETING OF THE COMPANY META ESTATE TRUST S.A. NO. []/29/30.04.2026**

The Ordinary General Meeting of Shareholders (“EGMS” 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 EGMS published in the Official Gazette, Part IV no. 1849 din 26.03.2026, and in Bursa newspaper edition dated 26.03.2026,
- B. Supplementing the notice for the EGMS at the request of the shareholders CERTROM S.R.L. and CERT MASTER STANDARD S.R.L., jointly holding 5.45% of the total number of ordinary shares and voting rights of the Company, and publishing the updated version of the notice in the Official Gazette of Romania, Part IV, no. (...) of 09.04. 2026, and in the Bursa Newspaper, edition of 09.04.2026
- C. 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,
- D. The meeting is legally and statutorily convened on 29.04.2026, at 11:00, 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 cancellation of a number of 1,910,925 ordinary shares held by the Company, each having a nominal value of RON 0.86 and a total nominal value of RON 1,643,395.50, representing 1.5863% of the Company's share capital, repurchased by the Company under the ordinary shares buyback program approved by EGMS Resolution no. 5 dated April 25, 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 pursuant to the approval of item 2 on the Agenda, the cancellation of the repurchased ordinary shares and the reduction of the Company's share capital from RON 103,595,708.36 to RON 101,952,312.86, with the updated share capital structure as follows:

The Company's share capital amounts to RON 101,952,312.86, fully subscribed and paid. The share capital is divided into 118,549,201 registered shares, each with a nominal value of RON 0.86 and a total nominal value of RON 101,952,312.86, structured into two distinct classes of shares, as follows:

Class A – Ordinary shares: comprising a total of 117,026,579 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 100,642,857.94, representing 98.7156% of the issued, subscribed and paid share capital and 100% of the voting rights in the Company.

Class B – Preference 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 1.2844% of the issued, subscribed and paid share capital, with no voting rights attached.

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 update of the following articles of the Company's Articles of Incorporation:

Article 4.1. shall have the following wording:

"The Company's share capital amounts to RON 101,952,312.86, fully subscribed and paid. The share capital is divided into 118,549,201 registered shares, each with a nominal value of RON 0.86 and a total nominal value of RON 101,952,312.86, structured into two distinct classes of shares, as follows:

Class A – Ordinary shares: comprising a total of 117,026,579 shares, each with a nominal value of RON 0.86 and a total nominal value of RON 100,642,857.94, representing 98.7156% of the issued, subscribed and paid share capital and 100% of the voting rights in the Company.

Class B – Preference 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 1.2844% of the issued, subscribed and paid share capital, with no voting rights attached."

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 buyback of a maximum number of 1,000,000 ordinary shares, in compliance with the applicable legal provisions and having the following main characteristics:

- a. The Company shall repurchase 1,000,000 shares, representing 0.84% of the Company's share capital, for the purpose of fulfilling the legal obligations for settlement in financial instruments under a stock option plan program ("SOP" or the "Plan") for the distribution of shares to the Company's employees;
- b. The buyback of up to a maximum number of 1,000,000 shares shall be carried out on the market where the shares are currently traded, through market transactions and/or by means of a public tender offer;
- c. Minimum price per share: RON 0.1; maximum price per share: RON 1.2;
- d. The buyback operation shall be carried out over a maximum period of 18 months from the date of registration with the Trade Register, in compliance with the provisions of art. 103¹ para. (1) letter a) of Companies Law no. 31/1990;

- e. The implementation of the buyback operation shall be financed from the Company's own sources, respectively from distributable profit and/or the Company's available reserves recorded in the last approved annual financial statements, except for legal reserves..

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 authorization of the Board of Directors to undertake all steps necessary for the implementation, management and execution of the SOP, with full powers to:
 - a. Draft, approve and sign all documents related to the Plan, including, but not limited to: the SOP Rules, the Grant Letters, the participation agreements/contracts between the Company and the beneficiaries, as well as any other ancillary documents;
 - b. Identify and appoint an authorized intermediary (investment firm/credit institution), as well as the legal or tax advisers necessary for the implementation of the SOP and the transfer of shares;
 - c. Represent the Company in its dealings with the Bucharest Stock Exchange (BVB), the Financial Supervisory Authority (ASF), the Central Depository and any other public authorities, including for the purpose of making the necessary reports and completing the required disclosure formalities;
 - d. Set and amend the vesting and exercise schedule of the options, so that the SOP complies with the conditions for granting the tax facilities provided by the Fiscal Code;
 - e. Establish the performance criteria, identify the beneficiaries and determine the number of shares individually allocated, within the limits approved by the EGMS.

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 change of the Company's name from "Meta Estate Trust S.A." to "Novere Capital S.A.", following the obtaining of the proof of availability and reservation of the company name issued by the Trade Register Office under no. 1469370/06.04.2026.

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 authorization of the Board of Directors of the Company to undertake all actions and formalities necessary, useful or appropriate for the purpose of:
 - a. Changing the Company's stock exchange ticker symbol on the Bucharest Stock Exchange (BVB), including the selection of the new symbol following the approval of the change of the Company's name;
 - b. Updating the Company's name in its dealings with all relevant institutions and authorities, in particular: the Bucharest Stock Exchange (BVB), the Financial Supervisory Authority (ASF), Depozitarul Central S.A., as well as in its relations with any contractual partners, banks or other

- public and private entities;
- c. Signing any documents (applications, notifications, addenda, forms) necessary to reflect the new name and the new ticker symbol in the relevant registers and trading systems;
 - d. Carrying out the necessary legal registrations before the Trade Register regarding the update of the Company's Articles of Association following the change of the Company's name.

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 updating the Company's Articles of Association to reflect the new name of the Company by amending the following article of the Articles of Association:

"2.1. The name of the Company is Novere Capital S.A."

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 amendment of art. 7.2.3 of the Company's Articles of Association by removing from the competencies of the OGMS the approval of the Company's policies, so that the updated version of art. 7.2.3 shall read as follows:

"7.2.3. to establish the general business strategy of the Company;"

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 authorization of the Chairman of the Board of Directors and the meeting secretary to jointly sign the EGMS resolutions.

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 authorization of Mr. Dan Petrișor, in his capacity as Chief Executive Officer of Meta Estate Trust S.A., to carry out all formalities and procedures necessary for the implementation of the adopted resolutions and to sign all necessary documents in relation to the competent Trade Register Office, the Official Gazette, following the publication in the Official Gazette of the present resolution (after the completion of the opposition period regarding the share capital reduction), the Financial Supervisory Authority, the Central Depository, the Bucharest Stock Exchange, and any other institutions. Mr. Dan

Petrişor may further delegate the authority to complete publication 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".

13. Approves/rejects the date of **30 July 2026** as the **“Record Date”** for the identification of shareholders, in accordance with the provisions of Art. 87 of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently 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".

14. Approves/rejects the date of **29 July 2026** as the **“Ex-date”**, in accordance with the provisions of Art. 187 point 11 in conjunction with Art. 2 para. (2) letter (1) of Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, 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".

This is the will of the Extraordinary General Meeting of Shareholders of the Company, expressed by the valid vote in the meeting legally convened and held on 29.04.2026, for which reason this resolution is adopted and signed.

Chairman of the Shareholders' Meeting

Secretary

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