

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

In accordance with the provisions of Companies Law no. 31/1990, republished, as subsequently amended and supplemented, Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, and the Articles of Incorporation,

The Board of Directors of Meta Estate Trust S.A., a company incorporated and operating under Romanian law, registered with the Trade Register under no. J2021004004401, tax identification number 43859039, with its registered office in Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor, hereinafter referred to as the “Company”, through the Chairman of the Board of Directors,

## CONVENES:

The Extraordinary General Meeting of Shareholders (“EGMS”) on April 29, 2026, at 11:00 a.m., at the Company’s registered office in Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor, where shareholders registered in the Shareholders’ Register kept by the Central Depository at the end of the day of April 15, 2026, set as the Reference Date, are entitled to participate and vote.

If the required quorum is not met on the aforementioned date, pursuant to art. 118 of Law no. 31/1990, the second EGMS is hereby convened and scheduled for April 30, 2026, starting at 11:00 a.m., at the same location, with the same agenda, for all shareholders registered in the Shareholders’ Register at the same Reference Date.

## The agenda of the EGMS is as follows:

1. Election of the meeting secretary from among the proposals of the shareholders present at the EGMS.
2. Approval of 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.
3. As a result of the approval of item 2 on the agenda, approval of 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.*

4. Approval of the update of the following articles of the Company's Articles of Incorporation:  
Art. 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.”*
5. Approval of the authorization of the Chairman of the Board of Directors and the meeting secretary to jointly sign the EGMS resolutions.
6. 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 Petrișor may further delegate the authority to complete publication and registration formalities to another person or to a lawyer.
7. Approval 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.
8. Approval 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 (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 EGMS agenda only if such questions are accompanied by a copy of the shareholder's valid identification document (in the case of natural persons: ID card/identity card/passport; respectively, in the case of legal entities/entities without legal personality: ID card/identity card/passport of the legal representative). Questions may be submitted in writing, if applicable, by April 20, 2026, 6:00 p.m., as follows:

- in a sealed envelope (handwritten document in original), submitted in person, by post or courier services, to the Company's registered office in Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor, clearly marked on the envelope: “FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026”;

- by e-mail with an extended electronic signature incorporated in accordance with Law no. 455/2001 on electronic signatures, to the e-mail address: [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026".

The Company will publish the answers to the questions submitted in accordance with this notice and the applicable legal provisions on the Company's website: [www.metaestate.ro](http://www.metaestate.ro), and will provide a general answer for questions with identical content. The Company's obligation to respond will be subject to safeguarding confidentiality and the Company's interests.

Shareholders registered at the Reference Date may exercise their right to participate and vote in the EGMS:

1. in person (through the legal representative, in the case of legal entity shareholders).
2. through an appointed representative granted a special power of attorney or a general power of attorney.
  - a) General powers of attorney shall be submitted, prior to their first use, as a copy bearing the mention "true copy of the original" signed by the representative, either in person or by post/courier to the Company's registered office (Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor), in a sealed envelope clearly marked: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026", or by e-mail with an extended electronic signature (to the e-mail address [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026"), so as to be received by the Company at least 72 hours prior to the date of the EGMS, respectively by April 26, 2026, 11:00 a.m., under the sanction of losing the right to vote in the EGMS. Copies of the general powers of attorney shall be retained by the Company, with mention thereof in the minutes. Shareholders may notify the appointment of their 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](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026").

For the validity of the general power of attorney, the representative must have the capacity either of an intermediary (in accordance with the provisions of art. 2 para. (1) point 19 of Law no. 24/2017 (republished)) or of a lawyer of the Company's shareholder. The representative must not be in a conflict of interest, in particular in any of the following situations:

- (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 entity, as provided under item (i);
- (iii) is an employee or auditor of the Company or of a majority shareholder or of a controlled entity, as provided under item (i);
- (iv) is the spouse, relative or in-law up to the fourth degree inclusive of any of the natural persons referred to in items (i)–(iii) above.

The general power of attorney signed by the Company's shareholder, including by attaching an extended electronic signature, where applicable, must be accompanied by an affidavit issued by the legal representative of the intermediary or by the lawyer who received the power of attorney, containing the following statements: (i) that the shareholder has granted the power of attorney to the intermediary or lawyer in their capacity as client, and (ii) that the general power of attorney is signed by the shareholder. This affidavit shall be submitted together with the general power of attorney prior to its first use.

The Company does not impose a specific format for general powers of attorney, and they are valid for a maximum period of 3 years, unless a longer term is expressly provided. The proxy appointed by the shareholder may not further delegate their authority to another person for the purpose of exercising the right to participate and vote in the EGMS, unless such prerogative has been expressly granted by the shareholder through the power of attorney. A proxy that is a legal entity may appoint any person from its management or administrative bodies, or from among its employees, to exercise the mandate granted by the shareholder.

The special power of attorney form will be available on the Company's website [www.metaestate.ro](http://www.metaestate.ro) or at the Company's registered office, in Romanian and English. The special power of attorney must be submitted in the form provided by the Company and must contain specific voting instructions for each item on the EGMS agenda. The special power of attorney is valid only for the EGMS for which it has been granted. It shall be executed in three original copies (one for the Company's shareholder, one for the representative, and one for the Company).

Special powers of attorney shall be submitted in original, either in person or by post/courier to the Company's registered office (Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor), in a sealed envelope marked "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026", or by e-mail with an extended electronic signature (to the e-mail address [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026"), so as to be received by the Company at least 72 hours prior to the date of the EGMS, respectively by April 26, 2026, 11:00 a.m., under the sanction of losing the right to vote in the EGMS. The special powers of attorney shall be retained by the Company, with mention thereof in the minutes.

The verification and validation of the special powers of attorney shall be carried out by the EGMS secretariat. The confidentiality of voting instructions shall be ensured until the moment when the other votes cast by the shareholders present or their representatives participating in the EGMS become known.

If the agenda is supplemented, the special powers of attorney shall be updated and made available to the Company's shareholders, and may be obtained from the Company's registered office or from the Company's website [www.metaestate.ro](http://www.metaestate.ro) starting with April 15, 2026.

3. By correspondence, using the voting ballot available on the Company's website [www.metaestate.ro](http://www.metaestate.ro) or at the Company's registered office, in Romanian and English. The voting ballot provided by the Company must include specific instructions for casting the vote on each item on the agenda.

The correspondence voting ballots in Romanian or English, duly completed and signed, accompanied by a copy of the shareholder's valid identification document (in the case of natural persons: ID card/identity card/passport; respectively, in the case of legal entities/entities without legal personality: ID card/identity card/passport of the legal representative), shall be submitted in original, either in person or by post/courier to the Company's registered office (Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor), in a sealed envelope marked "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026", or by e-mail with an extended electronic signature (to the e-mail address [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026"), so as to be received by the Company by the date and time of the EGMS, respectively by April 29, 2026, 11:00 a.m.

Correspondence voting ballots that are not received in the form and within the deadlines stipulated in this notice shall not be taken into account for determining the quorum and voting results in the EGMS.

The verification and validation of correspondence voting ballots shall be carried out by the EGMS secretariat. The confidentiality of votes shall be ensured until the moment when the other votes cast in secret by the shareholders present or their representatives participating in the EGMS become known. If the agenda is supplemented, the correspondence voting ballots shall be updated and made available to the Company's shareholders, and may be obtained from the Company's registered office or from the Company's website [www.metaestate.ro](http://www.metaestate.ro) starting with April 15, 2026.

One or more shareholders representing, individually or jointly, at least 5% of the share capital have the right:

- a) to introduce items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the general meeting; and
- b) to submit draft resolutions for items included or proposed to be included on the agenda of the general meeting.

The rights to supplement the agenda may be exercised only in writing, with the proposals to be submitted by courier services or by electronic means. Shareholders may exercise the above rights within 15 days from the date of publication of the convening notice.

In cases where the exercise of the right to supplement the agenda leads to the amendment of the agenda already communicated to the shareholders, the Company shall make available a revised agenda, using the same procedure as the one used for the previous agenda, prior to the reference date of the general meeting of shareholders, as defined by the FSA regulations, and in compliance with the 10-day deadline before the general meeting, as specified in the initial convening notice, so as to allow other shareholders to appoint a representative or, where applicable, to vote by correspondence.

If a shareholder who has cast their vote by correspondence participates in the EGMS in person or through a representative (subject to a special/general power of attorney having been submitted in compliance with the conditions set out in this convening notice), the correspondence vote expressed for that EGMS shall remain valid only if the shareholder does not express a different voting option in person or through a representative.

If the person representing the shareholder by attending the EGMS in person is different from the one who cast the vote by correspondence, for the vote to be valid, such person may submit at the EGMS a written revocation of the correspondence vote, signed by the shareholder or by the representative who cast the correspondence vote.

4. Representation of the shareholder by a credit institution providing custody services. When a shareholder is represented by a credit institution providing custody services, it may vote in the EGMS based on the voting instructions received from the shareholder. In this case, it is no longer necessary for the shareholder to prepare a general or special power of attorney. The credit institution must submit an affidavit in accordance with art. 207 of Regulation no. 5/2018, specifying: (i) the name/denomination of the shareholder on whose behalf the credit institution participates and votes in the EGMS, and (ii) that the credit institution provides custody services for that shareholder. This affidavit, signed by the legal representative of the credit institution, shall be submitted in original, either in person or by post/courier to the Company's registered office (Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor), in a sealed envelope marked "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026", or by e-mail with an extended electronic signature (to the e-mail address [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), stating in the subject line: "FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF APRIL 29, 2026"), so as to be received by the Company at least 72 hours prior to the date of the EGMS, respectively by April 26, 2026, 11:00 a.m., under the sanction of losing the right to vote in 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 shall provide the following information:

- a. Individuals:
  - Full name and personal Identification Number (CNP);
  - Email address;
  - Copy of identification document (ID card/identity card/passport/residence permit);\*
  - Phone number (optional).
- b. Legal entities:
  - Company name;
  - Unique Registration Code (CUI);
  - Full name of the legal representative;

- Personal Identification Number (CNP) of the legal representative;
- Email address;
- Identification document of the legal representative (ID card/identity card/passport/residence permit);
- Copy of the registration certificate issued by the Trade Register or any equivalent document issued by a competent authority in the country where the legal entity shareholder is duly registered, submitted in original or as a certified true copy. Documents attesting the capacity of legal representative of the legal entity shareholder must be issued no more than 30 days prior to the Reference Date;
- Phone number (optional).

The documents and informational materials related to the EGMS agenda, this convening notice, draft resolutions, the total number of shares and voting rights at the date of convening, as well as the special power of attorney forms and the correspondence voting forms, may be obtained by shareholders starting with March 28, 2026, until the date set for the general meeting, from the Company's registered office in Bucharest, Sector 1, 4–10 Munții Tatra Street, 4th floor, on each working day, during business hours, between 09:00 a.m. and 06:00 p.m., and will also be available on the Company's website [www.metaestate.ro](http://www.metaestate.ro), in the Investor Relations section.

If: (i) individual shareholders have not registered valid and updated identification data in the system of Depozitarul Central S.A., they shall also provide a copy of the updated identification document (identity card/ID card/passport/residence permit, etc.); (ii) the legal representative of legal entity shareholders is not mentioned in the list of shareholders of the Company at the Reference Date received from Depozitarul Central S.A., they shall also provide a document attesting such capacity (certificate issued by the Trade Register or another similar authority from the country where the shareholder is legally registered). For dates other than the Reference Date, in order to prove shareholder status, they shall submit the following documents: (i) account statement evidencing shareholder status and the number of shares held, (ii) documents attesting the registration of information regarding the legal representative with Depozitarul Central S.A.

Documents submitted in a language other than Romanian and/or English shall be accompanied by a translation performed by an authorized translator into Romanian/English. Electronic copies of the above-mentioned documents shall be uploaded in the designated fields. \*Files that may be uploaded must have one of the following extensions: .jpg, .pdf, .png. Shareholders may log in and vote as many times as they wish during the period designated for correspondence and/or live voting, with the last voting option recorded being the one taken into account. All requests and any information regarding the convening and holding of the EGMS shall be submitted, respectively obtained, at the Company's registered office, by phone at +40 21 589 73 29 or by e-mail at [secretariat.aga@meta-estate.ro](mailto:secretariat.aga@meta-estate.ro), on working days, between 09:00 a.m. and 06:00 p.m.

Chairman of the Board of Directors  
Cert Master Standard S.R.L.  
Represented by Mr. Laurențiu Mihai Dinu