

**SPECIAL POWER OF ATTORNEY FOR THE EXTRAORDINARY
GENERAL MEETING OF SHAREHOLDERS OF META ESTATE TRUST S.A.
called on 29/30.04.2026**

The undersigned citizen....., born on, in the city of, domiciled in, identified with ID/ID/Passport series number..... issued by..... on..... valid until....., personal identification number,

or

The undersigned, Romanian legal entity, with registered office in registered with the Trade Register Office under no., Fiscal registration no., legally represented by, in the capacity of,

Shareholder on the reference date, namely **16.04.2026**, of the company Meta Estate Trust S.A. (the "**Company**"), a company established and operating under Romanian law, registered with the Trade Register Office attached to the Bucharest Court under no. J2021004004401, CUI 43859039, with headquarters in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor,

holder of a number of ordinary, registered, dematerialized shares, issued by the Company, which confer the right to a number of voting rights in the Extraordinary General Meeting of Shareholders, representing% of the total voting rights, hereby appoint and constitute as special proxy for the following:

....., citizen, born on in the city of, domiciled in, identified with ID/ID/Passport series number issued by on, valid until, personal identification number

or

..... legal entity, with registered office in, registered with the Trade Register Office under no., Fiscal registration no., legally represented by, in the capacity of, in the capacity of conventional representative of the shareholder of the Company.based on the general/special power of attorney/declaration on one's own responsibility no., dated, ("the **Proxy**"),

to represent me in the **Extraordinary General Meeting of Shareholders of Meta Estate Trust S.A.**, which will take place on **29.04.2026, starting at 11:00** or on **30.04.2026, starting at 11:00** (in case the quorum is not met at the first convening notice) at the address in Bucharest, District 1, 4-10 Munții Tatra St., 4th floor, as well as to participate in the debates and exercise the voting right related to my holdings on the reference date of **15.04.2026**, on all items on the agenda, as follows:

1. Election of the meeting secretary from among the proposals of the shareholders present at the EGMS.

IN FAVOUR	AGAINST	ABSTENTION

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.

IN FAVOUR	AGAINST	ABSTENTION

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.

IN FAVOUR	AGAINST	ABSTENTION

4. The approval of the amendment of the following articles of the Company’s Articles of Association.

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.”

IN FAVOUR	AGAINST	ABSTENTION

5. Approval of 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 “SOP 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.

IN FAVOUR	AGAINST	ABSTENTION

6. Approval of the authorization of the Board of Directors to undertake all steps necessary for the implementation, management and execution of the Plan, 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 Plan 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 Plan 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.

IN FAVOUR	AGAINST	ABSTENTION

7. Approval of 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.

IN FAVOUR	AGAINST	ABSTENTION

8. 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.

IN FAVOUR	AGAINST	ABSTENTION

9. 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."

IN FAVOUR	AGAINST	ABSTENTION

10. Approval of 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;"

IN FAVOUR	AGAINST	ABSTENTION

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

IN FAVOUR	AGAINST	ABSTENTION

12. Approval of the empowerment 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.

IN FAVOUR	AGAINST	ABSTENTION

13. Approval of 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.

IN FAVOUR	AGAINST	ABSTENTION

14. Approval of the date 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.

IN FAVOUR	AGAINST	ABSTENTION

We attach to this power of attorney a copy of the valid identity document (e.g. identity card/passport in the case of natural persons, respectively in the case of legal persons/entities without legal personality, identity card/passport of the legal representative).

This power of attorney is valid only for the EGMS for which it was requested, and the representative is obliged to vote in accordance with the instructions formulated by the shareholder who appointed him, under penalty of the vote being annulled.

Drawn up in 3 original copies, having the same legal force, one for the undersigned, one for the representative and the third to be registered with the Company by **26.04.2026, 11.00 a.m., under the sanction of losing the right to vote in the EGMS.**

Notes:

1. Please indicate your vote by checking with an „X” one of the boxes corresponding to „IN FAVOUR”, „AGAINST” or „ABSTENTION”. If more than one box is checked with an "X" or none at all, the respective vote is considered null/not having been exercised.
2. Please fill in this ballot in its entirety.
3. If the shareholder submits successively more than one special power of attorney, the Company shall consider that the special power of attorney with the most recent date revokes all previously transmitted special powers of attorney.

Date...../...../.....

Name of Shareholder,

.....

[last and first name of natural person shareholder, or of the legal representative of the legal person shareholder]

Signature _____