

To:
Bucharest Stock Exchange
Romanian Financial Supervisory Authority

Current report 89/2023

Pursuant to Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report:	29.11.2023
Name of the Company:	Meta Estate Trust S.A.
Registered office:	4-10 Muntii Tatra Street, 4th Floor, District 1, Bucharest, Romania
E-mail:	investors@meta-estate.ro
Phone number/ fax:	+40 372 934 455
Website:	www.metaestate.ro
Trade Registry No.:	J40/4004/2021
Fiscal code:	43859039
Subscribed and paid share capital:	RON 93,491,736
Total number of shares:	93,491,736 shares, out of which 82,241,760 class "A" ordinary shares and 11,249,976 Class "B" preferred shares
Symbol:	MET
Market where securities are traded:	MTS AeRO Premium

Important events to report: Resolutions of the Extraordinary General Meeting of the Shareholders dated 28 November 2023

Meta Estate Trust S.A. (hereinafter referred to as the "**Company**") informs the shareholders and the market that the Extraordinary General Meeting of the Company's Shareholders (the "**EGMS**") took place on 28 November 2023. The EGMS was chaired by Mr. Teodor Cristian Cartianu, as permanent representative of Meta Management Team S.R.L., the Chairman of the Board of Directors.

The resolutions adopted by the EGMS are attached to this current report.

Teodor-Cristian Cartianu
Permanent Representative of the Chairman of the Board of Directors

Meta Estate Trust S.A.

Str. Muntii Tatra nr. 4-10, Etaj 4, Sector 1, București, Romania
Nr. Reg. Comertului: J40/4004/2021; CUI 43859039
Capital social subscris: 93.491.736 RON
Tel: +40 372 93 44 55 | office@meta-estate.ro | metaestate.ro



**RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
META ESTATE TRUST S.A.
NO. 1/28.11.2023**

The Extraordinary 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. J40/4004/2021, Fiscal Identification Code 43859039, with registered office in Bucharest, District 1, 4-10 Munții Tatra Street, 4th Floor, (hereinafter referred to as the "**Company**"),

Considering the following;

- The convening notice of the EGMS published in the Official Gazette, Part IV no. 4810 dated 27 October 2023 and in Bursa Newspaper no. 201 dated 27 October 2023, as well as the supplemented convening notice of the EGMS published in the Official Gazette, Part IV no. 5115 dated 16 November 2023 and in Bursa Newspaper no. 215 dated 16 November 2023;
- The provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented ("**Companies Law**"),

Legally and statutorily convened on 28 November 2023, at 10:00AM, first convening, in 4-10 Munții Tatra Street, 4th floor, District 1, Bucharest, in the presence of shareholders holding a number of 62,606,557 voting shares, representing 76.3574% of the total voting rights, following the deliberations on the items on the agenda, the present shareholders approved the following resolutions, which were duly registered in the minutes of the meeting:

RESOLUTION NO. 1

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 22.5010% (14,130,106 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 65.0660% (40,859,781 votes) of the votes of the shareholders present, represented or who voted by mail (there are 94,041 abstentions and 7,713,496 votes which were not expressed):

Rejects:

The amendment of art. 6.1. of the Articles of Association, which will be read as follows:

"6.1. The Company is managed on a unitary basis by a Board of Directors consisting of 5 (five) members appointed by the Ordinary General Meeting of Shareholders for a maximum period of 4 (four) years, with the possibility of re-election for successive terms. The Board of Directors will include 4 (four) non-executive members, proposed by the Company's shareholders, and Meta Management Team SRL, in accordance with the Management Agreement."

RESOLUTION NO. 2

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 75.9852% (47,716,792 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 11.6791% (7,334,199 votes) of the votes of the shareholders present, represented or who voted by mail (there are 88,671 abstentions and 7,657,762 votes which were not expressed):

Approves:

Meta Estate Trust S.A.

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The amendment of art. 6.1. of the Articles of Association, which will be read as follows:

“6.1. The Company is managed on a unitary system by a Board of Directors consisting of 5 (five) members appointed by the Ordinary General Meeting of Shareholders for a maximum period of 4 (four years), with the possibility of re-election for successive terms.”

RESOLUTION NO. 3

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 43.8797% (27,555,351 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 42.4344% (26,647,752 votes) of the votes of the shareholders present, represented or who voted by mail (there are 847,781 abstentions and 7,746,540 votes which were not expressed):

Rejects:

The amendment of art. 6.6. of the Articles of Association, which will be read as follows:

“6.6. The Chairman of the Board of Directors is appointed by the Board of Directors from among its members for a term of 1 (one) year, with the possibility of re-election for subsequent mandates.”

RESOLUTION NO. 4

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 53.7854% (33,775,870 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 33.4102% (20,980,762 votes) of the votes of the shareholders present, represented or who voted by mail (there are 382,816 abstentions and 7,657,976 votes which were not expressed):

Approves:

The amendment of Article 6.6. of the Articles of Association, which will have the following content:

“The Chairman of the Board of Directors is appointed by the Board of Directors from among its members.”

RESOLUTION NO. 5

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 72.2959% (45,400,008 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 13.1769% (8,274,798 votes) of the votes of the shareholders present, represented or who voted by mail (there are 1,459,272 abstentions and 7,663,346 votes which were not expressed):

Approves:

The dissolution of the Shareholders' Representatives Committee established at the level of the Company.

RESOLUTION NO. 6

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 73.1036% (45,907,202 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 12.9480% (8,131,019 votes) of the votes of

the shareholders present, represented or who voted by mail (there are 1,101,441 abstentions and 7,657,762 votes which were not expressed):

Approves:

The deletion of art. 8 of the Articles of Association, which regulates the organization and functioning of the Shareholders' Representatives Committee, subject to the approval of point 5 of the EGMS agenda by the EGMS. The following articles of the Articles of Association will be renumbered accordingly.

RESOLUTION NO. 7

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 81.5185% (51,191,535 voturi) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 5.8459% (3,671,135 votes) of the votes of the shareholders present, represented or who voted by mail (there are 276,992 abstentions and 7,657,762 votes which were not expressed):

Approves:

The empowerment of the new board of directors to be elected at the expiration of the mandate of the Board of Directors currently in office (respectively on 27.01.2024) to renegotiate, in its entirety, the management agreement concluded by the Company with Meta Management Team S.R.L. in order to corroborate the contractual provisions with the provisions of the applicable legislation and manage conflicts of interest, until the negotiation of the termination of this agreement.

RESOLUTION NO. 8

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 76.9633% (48,330,992 voturi) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 7.5043% (4,712,548 votes) of the votes of the shareholders present, represented or who voted by mail (there are 2,096,122 abstentions and 7,657,762 votes which were not expressed):

Approves:

The empowerment of the Board of Directors to develop a strategy regarding the implementation by the Company of a loyalty program for the Company's management, by buying back its own shares in order to carry out programs such as stock option plans.

RESOLUTION NO. 9

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 87.5744% (54,994,518 voturi) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0% (0 votes) of the votes of the shareholders present, represented or who voted by mail (there are 145,144 abstentions and 7,657,762 votes which were not expressed):

Approves:

Setting the date of:



- 20 December 2023 as registration date, identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017;
- 19 December 2023 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (I) of Regulation 5/2018.

As they are not applicable to this EGMS, the shareholders will not decide on the other aspects described by art. 176 para. (1) of Regulation 5/2018, such as the date of guaranteed participation and payment date.

RESOLUTION NO. 10

In the presence of shareholders representing 67.1690% (62,797,424 shares) of the share capital and 76.3574% (62,797,424 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 86.3391% (54,218,793 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 1.0647% (668,651 votes) of the votes of the shareholders present, represented or who voted by mail (there are 223,741 abstentions and 7,686,239 votes which were not expressed):

Approves:

The empowerment of the Chairman of the Board of Directors of the Company and/or the managers of the Company, with the possibility to sub-delegate, in the name and on behalf of the Company, with full power and authority, the signature of any of them being binding and enforceable against the Company, to sign any documents, including the resolution of the EGMS, the Articles of Association of the Company, to submit, to request the publication of the resolution in the Official Gazette of Romania Part IV, to collect any documents, to carry out any formalities required before the Trade Registry Office, as well as before any other authority, public institutions, legal entities or individuals, as well as to carry out any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the EGMS.



This resolution was drafted and executed in the name and on behalf of the shareholders, today, 28 November 2023, in 2 original copies, by the chairman of the meeting, Meta Management Team S.R.L., represented by Teodor Cristian Cartianu as permanent representative, and the secretary of the meeting, Mr Laurentiu Dinu.

Chairman of the meeting

Meta Management Team S.R.L.

Represented by: Teodor Cristian Cartianu

Capacity: reprezentant permanent

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Secretary

Laurentiu Dinu

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