

To:  
Bucharest Stock Exchange  
Romanian Financial Supervisory Authority

## Current report 76/2023

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:	03.11.2023
Name of the Company:	Meta Estate Trust S.A.
Registered office:	4-10 Muntii Tatra Street, 4th Floor, District 1, Bucharest, Romania
E-mail:	<a href="mailto:investors@meta-estate.ro">investors@meta-estate.ro</a>
Phone number/ fax:	+40 372 934 455
Website:	<a href="http://www.metaestate.ro">www.metaestate.ro</a>
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:** Voting recommendations in connection with the EGMS convened on 28 November 2023 (first call), respectively on 29 November 2023

**META ESTATE TRUST SA.** (hereinafter referred to as the "**Company**") wishes to remind its shareholders that it has convened the Extraordinary General Meeting of Shareholders of the Company ("**EGMS**") on 28.11.2023 (first call), respectively on 29.11.2023 (second call). All supporting materials relating to the EGM and the AGM are available on the Company's website (<https://metaestate.ro/en/investor-relations/>).

In respect of the EGMS, the Company's Board of Directors recommends shareholders to vote "in favour" of the items on the agenda, based on the arguments set out in the voting recommendations attached to this current report.

The voting recommendations of the Board of Directors described herein are in no way binding and should not be considered in any way as a supporting document/argument for the substantiation of the vote, as shareholders are free to decide how they vote on each item on the agenda. The Board of Directors will carry out and comply with all decisions made by the shareholders, irrespective of its recommendations in this document, subject to compliance with the law and regulations.

Chairman of the Board of Directors,

META MANAGEMENT TEAM S.R.L., represented by Teodor Cristian Cartianu

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### Meta Estate Trust S.A.

4-10 Muntii Tatra St., 4<sup>th</sup> Floor, Bucharest, Romania  
Trade Register no.: J40/4004/2021; Sole Registration Code: 43859039  
Social paid-up capital: RON 87,035,241  
Phone no.: +40 372 93 44 55 | [office@meta-estate.ro](mailto:office@meta-estate.ro) | [metaestate.ro](http://metaestate.ro)



### VOTING RECOMMENDATIONS ON THE EGMS AGENDA

CONVENED ON 28 NOVEMBER 2023 (FIRST CONVENING), RESPECTIVELY ON 29 NOVEMBER 2023 (SECOND CONVENING)

NO. OF ITEM ON THE EGMS AGENDA	SUBJECT OF AGENDA ITEMS	VOTING RECOMMENDATIONS
Item 1	Approval of the amendment of Article 6.1. of the Articles of Association, in order to delete the reference to the right of the Founding Shareholders to propose two of the members of the Board of Directors.	<p>The Board of Directors recommends a vote <b>IN FAVOR</b> of item 1 on the EGMS agenda.</p> <p>The proposed amendment aims to align with the realities of the Company and considers the steps taken by the Board of Directors to eliminate the special right of the Founding Shareholders.</p>
Item 2	Approval of the amendment of Article 6.6. of the Articles of Association to reflect the fact that the Chairman of the Board of Directors is elected by the Board of Directors from among its members for a period of one year, with the possibility of re-election for subsequent terms.	<p>The Board of Directors recommends a vote <b>IN FAVOUR</b> of item 2 on the EGMS agenda.</p> <p>The appointment of the Chairman of the Board of Directors by its members (as opposed to the appointment by the General Meeting of Shareholders) is the rule both in terms of legal provisions (art. 1401 of the Companies Act no. 31/1990) and in terms of practice applied by listed companies. Considering the nature of a collective body, as well as in order to ensure a good collegiality at the level of the Board of Directors, the appointment of the Chairman of the Board of Directors is an appropriate and desirable solution.</p> <p>Moreover, the Board of Directors considers that this will avoid future situations where no candidate for the position of Chairman of the Board of Directors meets the quorum and majority requirements (as was the case at the Ordinary General Meeting of Shareholders on 27 September 2023).</p> <p>With regard to the term of office, the Board of Directors considers that the establishment of a one-</p>



		year term of office is a proposal to ensure a balance between the members of the Board of Directors and to give them the opportunity to review annually the compatibility of the incumbent member with the requirements and duties of the Board.
Items 3 and 4	Approval of the dissolution of the Advisory Board constituted at the level of the Company and the deletion of the article of the Articles of Association regulating its organization and functioning.	<p>The Board of Directors recommends a vote <b>IN FAVOR</b> of items 3 and 4 on the EGMS agenda.</p> <p>Given the current size of the Company and its current needs to date, as well as the limited mandate that the Advisory Board would have, the Board believes that such a corporate structure is too complex.</p>
Items 5 and 6	Items 5 and 6 relate to administrative matters, i.e., setting the relevant EGMS dates and empowering the Board of Directors to ensure the enforceability and implementation of the resolutions adopted by the EGMS.	The Board of Directors recommends a vote <b>IN FAVOR</b> of items 5 and 6 on the EGMS agenda.

**Meta Estate Trust S.A.**

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