



RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF

ONE UNITED PROPERTIES S.A.

Bucharest, District 1, 20 Maxim Gorki Street

J2007021705402, Sole Registration Code 22767862, EUID:
ROONRC.J2007021705402,

subscribed and fully paid-in share capital: RON 1,105,831,020

(the “**Company**”)

No. [●] dated 4 September 2025

Shareholders of **ONE UNITED PROPERTIES S.A.**, having its headquarters in Bucharest, 20 Maxim Gorki Street, District 1, registered with the Bucharest Trade Registry under no. J2007021705402, having Sole Registration Code 22767862, European Unique Identifier (EUID): ROONRC.J2007021705402, having subscribed and fully paid-up share capital of RON 1,105,831,020 (“**OUP**” or the “**Company**”), met today, 4 September 2025, at 10:00 (Romanian time) at address One Tower, 16th floor, 165 Calea Floreasca, District 1, Bucharest, Romania, in the Extraordinary General Meeting of Shareholders (the “**EGMS**”) first calling, in accordance with the convening notice published in the Official Gazette of Romania, Part IV, number 3421 of 24 July 2025, on the website of Anuntul Bursa on 25 July 2025 and in Ziarul Bursa no. 136 of 28 July 2025.

Following the debates on the points included on the agenda, the shareholders present or represented at the EGMS adopted the following resolutions, which were duly recorded in the minutes of the meeting:

DECISION NO. 1

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The election of Mr. Alexandru-Victor Savi-Nims as meeting secretary of the EGMS, having the identification data available at the Company's headquarters.

DECISION NO. 2



In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The contracting by the subsidiary ONE UNITED TOWER S.R.L., a legal entity of Romanian nationality, with its registered office in Bucharest, Sector 1, 20 Maxim Gorki Street, registered with the Trade Registry Office attached to the Bucharest Tribunal under no. J2017020317401, (EUID) ROONRC.J2017020317401, with unique registration code 38586064 ("**OUT**"), from a bank financing an investment credit facility in the amount of up to a maximum of EUR 63,800,000, which will be used to repay in full the existing loan contracted by OUT from Banca Transilvania S.A., to repay existing loans contracted by OUT from its shareholder, and to grant intra-group loans (hereinafter referred to as the "**OUT Facility**"), under the following terms and conditions:

- In order to secure the OUT Facility, the Company (i) may grant the financing bank a mortgage on all present and future shares held by the Company in the share capital of OUT, as well as on all rights and accessories attached thereto, which will secure the OUT Facility and other related costs; and OUT (ii) may provide its own guarantees (including in the form of real estate mortgages, movable property mortgages, or any other guarantees of any kind), in accordance with the decision of the competent statutory body of OUT to be adopted in this regard; and
- In the context of contracting the OUT Facility, the Company may enter into a subordination agreement for the claims resulting from the loans granted to OUT, as well as for the dividends or other distributions of amounts owed by OUT to its shareholders.

DECISION NO. 3

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The increase of the existing credit facilities up to the amount of maximum EUR 42,459,357 (to be adjusted, including for the outstanding of existing loan amount, at the date of utilization), in addition to the loan facilities borrowed according with the loan



agreement dated 23.07.2021 as further amended (the “**Facility Agreement**”), by the subsidiaries ONE COTROCENI PARK OFFICE S.R.L. (formerly named One Cotroceni Park Office S.A.), registered at the Trade Registry Office of the Bucharest Court under no. J2020007032404, (EUID) ROONRC.J2020007032404, with sole registration code RO42688380 (“**OCPO**”) and ONE COTROCENI PARK OFFICE FAZA 2 S.R.L. (formerly named One Cotroceni Park Office Faza 2 S.A.), registered at the Trade Registry Office of the Bucharest Court under no. J2020006838407, (EUID): ROONRC.J2020006838407, with sole registration code 42671346 (“**OCPO2**”) to be granted by BANCA COMERCIALA ROMANA S.A. and BRD GROUPE SOCIETE GENERALE S.A. (together, the “**Finance Parties**”), for the purpose of the payment of any fees (including the increase fees and third-party fees (e.g. notary and lawyers’ fees etc.)), funding the debt service reserve account, reimbursement of the shareholders loans and reduction and repayment of the share capital (“**OCPO and OCPO2 Additional Credit Facilities**”), as well as signing of one or several framework agreements, credit support agreements, confirmation, transaction, schedule or other agreement to be executed between OCPO, OCPO2, BANCA COMERCIALA ROMANA S.A. and BRD GROUPE SOCIETE GENERALE S.A., as hedge counterparties for the purpose of hedging interest (Swap) payable for minimum 70 per cent of OCPO and OCPO2 Additional Credit Facilities (“**Hedging Agreements**”), under the following terms and conditions:

- In order to secure the OCPO and OCPO2 Additional Credit Facilities and the Hedging Agreements, as well as any other additional amounts owed or which may be owed under or in connection therewith, the Company may create guarantees and mortgages, in capacity as the majority shareholder of OCPO and OCPO2 and considering the corporate benefit of the Company resulting thereby, in favor of the Financing Parties, similar to those already approved under the Resolution of the Extraordinary General Meeting of the Shareholders no. 57/26.05.2021, the Decision of the Board of Directors no. 16/27.07.2021 and the Resolution of the General Meeting of the Shareholders no. 70/25.04.2024, namely (a) a movable mortgage over the shares owned by the Company in each of OCPO and OCPO2, (b) a movable mortgage over any and all present and future receivables, including those resulting from the loan agreements concluded between the Company, as lender and each of OCPO and OCPO2, as borrowers and (c) a personal guarantee pursuant to which the Company undertakes to pay any amounts whenever OCPO and/or OCPO2 fail to make such payment, subject to the terms and conditions agreed in the Facility Agreement, by executing amendment agreements to the existing documentation (including restatement and amendment of the Facility Agreement) and new agreements, as such will be agreed with the Finance Parties (together, the “**Additional Security**”), as well as the restatement and amendment of the existing subordination arrangements in favor of the Finance Parties.



DECISION NO. 4

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The Company's attendance (as majority shareholder of OCPO and OCPO2) and voting in favour of any resolutions of the general meeting of shareholders of OCPO and OCPO2, including, without limitation:

- approval of any amendment agreements to the Facility Agreement (including by way of an amendment and restatement of the Facility Agreement), to reflect the OCPO and OCPO2 Additional Credit Facilities, as well as the amendment of any other commercial terms;
- approval of the Hedging Agreements;
- approval of any addenda to the existing security, as well as any new security agreements over OCPO and OCPO 2 movable and immovable assets (as shall be further detailed in each shareholders' resolution), including registrations with the relevant land book(s), registrations in the National Register for Movable Publicity and the Trade Registry;
- approval of any amendments and restatement (if the case) of the existing subordination arrangements in favour of the Finance Parties;
- approval of any other agreements and any other finance documents.

DECISION NO. 5

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The empowerment of the executive members of the Board of Directors, with full and individual powers, with the right of sub-delegation, so that, in the name and on behalf of the Company, they may negotiate, sign, submit or deliver the documentation relating to the facilities and guarantees approved pursuant to items 2 - 4 on the agenda and take or cause to be taken any and all actions that the executive members of the Board of Directors shall deem necessary, appropriate or advisable to carry out the resolutions pursuant to items 2 - 4 on the agenda, including, without limitation:



a) to negotiate, execute and deliver, in the name and on behalf of the Company, credit agreements, amendments and restatements of the credit agreements, security agreements, amendments to the security agreements, subordination agreements or affidavits or amendments and restatements of the subordination agreements or affidavits, and any other documents to be issued or executed by the Company to give effect to the resolutions in items 2 - 4 on the agenda and any correspondence to be executed and delivered pursuant to or in connection therewith, it being understood that the executive members of the Board of Directors are authorised and empowered to agree, on behalf of the Company, to any amendments, modifications or changes to be made thereto (if any, including changing the relevant credit institution which shall grant the facilities, securities), any other contracts, documents or instruments to which the Company is a party or is intended to be a party, as they shall think fit, subject to the provisions of law and the Articles of Association;

b) to register any guarantees, amendments to the security agreements, loan agreements, amendments and restatements of the credit agreements, movable share mortgage agreements, subordination agreements or affidavits (if required) or amendments and restatements of the subordination agreements or affidavits, and any other documents required to be issued or signed by the Company to give effect to the resolutions under items 2 - 4 on the agenda to which the Company is a party or is intended to be a party, if required, and to complete any and all formalities and take any other necessary steps, appropriate or advisable, to give full effect to the resolutions under items 2 - 4 on the agenda (including, without limitation, the registration to be made with the National Registry of Movable Publicity, the Trade Registry or the representation and signing of any necessary documents before the notary public or any other persons, institutions, authorities with competence in respect of registration in any public registers; and

c) to individually represent the Company at the general meeting of the shareholders of the subsidiaries referred to in the resolutions under items 2 - 4 on the agenda for the purpose of approving the facilities and guarantees approved thereunder; and

d) to the extent that under the financing structures as will be approved by the banks, new or modifying conditions will be further added to those already approved above, the executive members of the Board of Directors are authorized together to decide, as they deem appropriate, regarding to the aspects not mentioned and approved under items 2 - 4 on the agenda (including but not limited to creation of the securities, new financial conditions etc.), with the observance of the limits set in the resolutions to be approved according to items 2 - 4 on the agenda, the Articles of Association and the applicable law.

DECISION NO. 6

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders



representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

Setting the date of:

- 25 September 2025 as registration date for the identification of the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of Article 87 para. (1) of Law no. 24/2017; and
- 24 September 2025 as "ex-date", computed in accordance with the provisions of Article 2 para. (2) letter (l) of no. Regulation 5/2018.

As they are not applicable to this EGMS, the shareholders do not decide on the other aspects set out in Article 176 para. (1) of Regulation no. 5/2018 such as date of the guaranteed participation and payment date.

DECISION NO. 7

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved] / [Rejected]:

The authorisation of the executive members of the Board of Directors and/or the Company's Managers, acting jointly or severally, with the right to sub-delegate, in the name and on behalf of the Company, with full power and authority, to execute any documents, including the EGMS resolution, to file and to request the publication of the resolution in Part IV of the Official Gazette of Romania, to pick up any documents, as well as to fulfil any necessary formalities in front of the Trade Registry Office, as well as in front of any other authority, public institution, legal entities and individuals, as well as to carry out any acts for implementing and ensuring the opposability of the resolutions which will be adopted by the EGMS.

This decision was drafted and signed in the name and on behalf of the shareholders, today, 4 September 2025, in two (2) original copies, by the chairman of the meeting, Mr. Claudio Cisullo and the secretary of the meeting, Alexandru-Victor Savi-Nims.

[SIGNATURES PAGE FOLLOWS]