



DECISIONS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF ONE UNITED PROPERTIES S.A.

Bucharest, 20 Maxim Gorki Street, District 1

J40/21705/2007, Sole Registration Code 22767862, EUID: ROONRC.J40/21705/2007,

subscribed and fully paid-in share capital:

RON 740,563,717.2

No. 65 dated 25 April 2023

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. J40/21705/2007, having Sole Registration Code 22767862, (EUID): ROONRC.J40/21705/2007, having subscribed and fully paid-up share capital of RON 740,563,717.2 (“**OUP**” or the “**Company**”), met today, 25 April 2023, at 9:00 A.M. (Romanian time) at address One Cotroceni Park Office, Building A, 1st floor, 44 Sergent Nuțu Ion Street, District 5, Bucharest, Romania, in the Ordinary General Meeting of Shareholders (the “**OGMS**”), first calling, in accordance with the convening notice published in the Official Gazette of Romania, Part IV, number 1400 of 24 March 2023 and Ziarul Bursa, number 56 of 24 March 2023.

Following the ascertainment of the fulfilment of all legal and statutory conditions for holding the OGMS and the debates on the points included on the agenda, the shareholders present or represented at the OGMS adopted the following resolutions, which were duly recorded in the minutes of the meeting:

DECISION NO. 1

Approved:

The election of Mr. Victor-Savi Nims as meeting secretary of the OGMS and Ms. Irena Pavel, technical secretary of the OGMS, both of them having the identification data available at the Company's headquarters.

DECISION NO. 2

Approved:

The annual individual and consolidated financial statements prepared for the financial year ended on 31 December 2022, together with the annual report prepared by the Board of Directors and the independent auditor's report. In the financial year ended on 31 December 2022, the Company has registered: (a) RON 502,477,465 net profit at consolidated level respectively (b) RON 116,815,996 net profit at individual level, out of which RON 6,015,276 will be registered as legal reserves and RON 110,800,720 is distributable net profit.

DECISION NO. 3

Approved:

The distribution of dividends in value of RON 73,130,615.64 (gross dividend amount), corresponding to the financial year 2022, as follows: (i) the amount of RON 36,102,481.22 (gross dividend amount) has been distributed in advance as a result of the Resolution of the Company's Ordinary General Meeting of Shareholders no. 63 of 28 September 2022, respectively (ii) the amount of RON 37,028,134.42 gross dividend amount), representing a gross dividend per share of RON 0.01 which



will be distributed according to this resolution.

DECISION NO. 4

Approved:

The discharge of liability of the Board of Directors for the financial year ended on 31 December 2022.

DECISION NO. 5

Approved:

The income and expenses budget for the financial year 2023, in accordance with the materials presented.

DECISION NO. 6

Approved:

The Remuneration Report of the management of the Company for the financial year that ended on 31 December 2022, prepared by the Company's Nomination and Remuneration Committee, in accordance with the materials presented.

DECISION NO. 7

7.1 Approved:

The appointment of Mr. Victor Căpitanu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.2 Approved:

The appointment of Mr. Andrei-Liviu Diaconescu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.3 Approved:

The appointment of Mr. Claudio Cisullo, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.4 Approved:

The appointment of Mr. Dragoș-Horia Manda, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.5 Approved:

The appointment of Mr. Marius-Mihail Diaconu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.6 Approved:

The appointment of Ms. Augusta Valeria Dragic, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

7.7 Approved:



The appointment of Ms. Magdalena Součková, for a mandate of one (1) year, starting with the date of the OGMS resolution, 25 April 2023, valid until 25 April 2024.

DECISION NO. 8

Approved:

Setting the date of:

- 12 May 2023 as registration date, identifying the shareholders who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 11 May 2023 as “ex-date”, computed in accordance with the provisions of art. 2 (2) letter (I) of Regulation no. 5/2018; and
- 30 May 2023 as payment date, computed in accordance with the provisions of art. 178 (2) of Regulation no. 5/2018.

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

DECISION NO. 9

Approved:

Approval of the appointment of Deloitte Audit S.R.L. for a term of 1 (one) year for the revision of the individual and consolidated financial statements of the Company starting with the financial year that will end on 31 December 2023, as well as the authorization of the Board of Directors, in the name and on behalf of Society, with full power and authority:

- to negotiate the terms and conditions of the mandate of Deloitte Audit S.R.L., as well as to negotiate, approve and sign any documents, respectively to perform any necessary, useful or opportune acts and deeds in relation to the above; and
- authorize representatives of the Company to sign any such documents, perform any such formalities and perform any such actions.

DECISION NO. 10

Approved:

Approval of 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, but without limitation, the Resolutions of the OGMS of the Company, the Articles of Association, to file and to request the publication of the Resolutions 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 OGMS.



This decision was drafted and signed in the name and on behalf of the shareholders, today, 25 April 2023, in two (2) original copies, by the chairman of the meeting, Mr. Claudio Cisullo, and the secretary of the meeting, Mr. Alexandru-Victor Savi-Nims.

Chairman of the Ordinary General Meeting of Shareholders

CLAUDIO CISULLO

Secretary of the Ordinary General Meeting of Shareholders

ALEXANDRU-VICTOR SAVI-NIMS



DECISIONS OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF ONE UNITED PROPERTIES S.A.

Bucharest, 20 Maxim Gorki Street, District 1

J40/21705/2007, Sole Registration Code 22767862, EUID: ROONRC.J40/21705/2007,

subscribed and fully paid-in share capital:

RON 740,563,717.2

No. 66 dated 25 April 2023

The 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. J40/21705/2007, having Sole Registration Code 22767862, (EUID): ROONRC.J40/21705/2007, having subscribed and fully paid-up share capital of RON 740,563,717.2 (“**OUP**” or the “**Company**”), met today, 25 April 2023, at 10:00 a.m. (Romanian time) at address One Cotroceni Park Office, Building A, 1st floor, 44 Sergent Nuțu Ion Street, District 5, 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 1400 of 24 March 2023 and Ziarul Bursa, number 56 of 24 March 2023.

Following the ascertainment of the fulfilment of all legal and statutory conditions for holding the EGMS and 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

Approved:

The election of Mr. Victor-Savi Nims as meeting secretary of the EGMS and Ms. Irena Pavel, technical secretary of the EGMS, both of them having the identification data available at the Company's headquarters.

DECISION NO. 2

Approved:

The empowerment of the Board of Directors to issue any decision and to fulfil all the necessary, useful and / or opportune legal acts and deeds, respectively to update the provisions of article 12.3 of the Articles of Association, for the fulfilment of the decisions to be adopted by the OGMS in accordance with point 7 of the OGMS agenda.

DECISION NO. 3

Approved:

The amendment of the Articles of Association, by amending Articles 1.2 and 1.5 of the Articles of Association, which will have the following content:

“1.2. The Company is an open Romanian legal entity, incorporated and existing as a joint-stock company in accordance with the applicable laws in Romania and with these Articles of Incorporation.”



“1.5. The Company is registered and existing for an undetermined period.”

DECISION NO. 4

Approved:

Setting the date of:

- 12 May 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; and
- 11 May 2023 as “ex-date”, computed in accordance with the provisions of art. 2 (2) letter (I) 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 art. 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and payment date.

DECISION NO. 5

Approved:

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 resolutions of the EGMS of the Company, the Articles of Association, to file, to request the publication of the resolutions 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, 25 April 2023, in two (2) original copies, by the chairman of the meeting, Mr. Claudio Cisullo, and the secretary of the meeting, Mr. Alexandru-Victor Savi-Nims.

Chairman of the Extraordinary General Meeting of Shareholders

CLAUDIO CISULLO

Secretary of the Extraordinary General Meeting of Shareholders

ALEXANDRU-VICTOR SAVI-NIMS
