



## **EXPLANATORY NOTES REGARDING THE ITEMS OF THE AGENDA OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS (“OGMS”) OF ONE UNITED PROPERTIES S.A. (THE “COMPANY”)**

### **Items 1 and 2**

In accordance with the Company’s individual financial statements, the Company has registered profit for the previous years, which, according to the ordinary general meeting of shareholders approving the annual financial statements, remained undistributed. The total amount of undistributed profit registered by the Company is of RON 39,907,749.

The Board of Directors therefor proposes the distribution of an amount of RON 25,000,000 or, alternatively, of the amount of RON 32,500,000 to the Company’s shareholders. The affirmative vote on item 1 of the OGMS agenda, is alternative to the affirmative vote on item 2 of the OGMS agenda (equals to a negative vote on the respective point of the OGMS agenda – and vice versa).

### **Item 3**

Considering that Mr. Daniel Dines, through the company controlled by him, Icevulcan Properties Ltd, holds a number of 65,003,544 ordinary shares, representing 4.55% of the share capital and of the voting right in the Company, respectively his capacity of founder and shareholder controlling UiPath, the first company founded in Romania listed on the New York Stock Exchange, the Board of Directors proposes to the shareholders the appointment of Mr. Daniel Dines or of a suitable representative of Mr. Daniel Dines, approved by the executive members of the Board of Directors, as permanent invitee to the Board of Directors meetings.

The Board of Directors thus aims to benefit from the extensive experience and expertise of the permanent invitee within the meetings.

The permanent invitee will be subject to confidentiality obligations, as well as specific obligations resulting from the provisions of Regulation (EU) no. 596/2014 of the European Parliament and of the Council of 16 April 2014 on market abuse (regulation on market abuse) and repealing Directive 2003/6 / EC of the European Parliament and of the Council and Directives 2003/124 / EC, 2003 / 125 / EC and 2004/72 / EC of the Commission.

