



NOTE ON ITEM 2 OF THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDER (“EGMS”) OF ONE UNITED PROPERTIES S.A. (the “COMPANY”)

The proposal regarding the increase of the Company share capital refers to the approval of the increase of the Company’s share capital with the amount of up to RON 350.000.000 (nominal value) (the “**Share Capital Increase**”) by issuance of a number of 1.750.000.000 new shares with a nominal value of RON 0.2 per share and a total nominal value of RON 350.000.000 (the „**New Shares**”), in the following conditions:

- a) The New Shares will be offered for subscription: (i) during the first phase, New Shares will be offered for subscription to shareholders registered in the Company’s shareholders’ registry held by Depozitarul Central S.A. at the registration date of 6 August 2024, on the basis of their preference rights, as well as to persons who have purchased preference rights from the Company’s shareholders registered with the Company’s shareholders’ registry held by Depozitarul Central S.A. at the registration date of 6 August 2024; and (ii) during the second phase, any unsubscribed New Shares in the first phase shall be offered via a private placement.
- b) The subscription price for one (1) New Share shall be (i) during the first phase, equal to the nominal value, i.e., RON 0.2; and (ii) during the second phase, determined through the decision of the Board of Directors, considering the price formed during the bookbuilding exercise carried out during the private placement.
- c) The total number of preference rights issued will be equal to the number of shares issued by the Company, as registered in the Company’s shareholders’ registry held by Depozitarul Central S.A. with the registration date of 6 August 2024. Each shareholder registered in the Company’s shareholders’ registry held by Depozitarul Central S.A. with the registration date of 6 August 2024 shall receive a number of preference rights equal with the number of shares held.
- d) For subscription of one New Share, during the period of exercise of preference rights, a person must hold 2.1879186 preference rights (the subscription ratio being determined by reference to a share capital of RON 765.771.503,4, increased from RON 759,530,863 according to the Decision of the Board of Directors no. 55 dated 19 April 2024) (if the case, with any rounding applicable under the regulations in force, including those drawn up by the Central Depository).
- e) The Share Capital Increase has as purpose obtaining funds to finance the current activity of the Company and its group, respectively to finance ongoing projects and/or new projects.