



INFORMATION NOTE ON ITEM 5 OF THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS (“EGMS”) ONE UNITED PROPERTIES S.A. (THE “COMPANY”)

This document aims to present the basis of the decrease of the Company’s share capital pursuant to Article 207 para. (1) letter c) of Law no. 31/1990 on companies (“**Law 31/1990**”), with the amount of RON 831,020, by cancelling a number of 83,102 own shares with an individual nominal value of RON 10, from the Company’s own shares.

Through the EGMS Resolution no. 62 dated 26 April 2022, the Company’s share buyback program was approved for a maximum number of 10,000,000 shares (equivalent to 200,000 shares, as a result of the consolidation of their nominal value) (the “**2022 Program**”), with the purpose of distributing shares to the beneficiaries of the stock options plans approved at the level of the Company.

Subsequently, through the EGMS Resolution no. 68 dated 9 October 2023, the Company’s share buyback program was approved for a maximum number of 10,000,000 shares (equivalent to 200,000 shares, as a result of the consolidation of their nominal value) (the “**2023 Program**”), also aiming to distribute shares to the beneficiaries of the stock options plans approved at the level of the Company.

According to art. 103¹ of Law 31/1990, the own shares acquired for their distribution to employees must be distributed within 12 months from the date of acquisition.

At the date of the EGMS convening, the Company did not use the shares acquired through the 2022 Program and the 2023 Program for the purposes for which they were repurchased. Therefore, for the shares acquired through the 2022 Program, the aforementioned 12-month deadline has expired, while, for the shares acquired through the 2023 Program, the deadline will be met in the current year.

For all these reasons, the Board of Directors proposes for the approval of the EGMS the reduction of the Company’s share capital with the amount of RON 831,020, by cancelling a number of 83,102 own shares with an individual nominal value of RON 10, from the Company’s own shares.