**NOTE ON ITEMS 3 TO 5 OF THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EMGS") ONE UNITED PROPERTIES S.A. (THE "COMPANY")**

The proposal to conduct one or more public purchase offers with payment in cash (“**Public Tender Offers**” and each of them, a “**Public Tender Offer**”) aims to approve the acquisition by the Company of its own shares, which shall be subsequently cancelled in order to decrease the share capital (the "**Share Capital Decrease**"), subject to the following conditions:

1. The number of repurchased shares will be up to 20% of the value of the subscribed and paid-up share capital;
2. The duration of the Public Tender Offer program will be a maximum of 18 months from the adoption of the EGMS resolution, depending on market conditions, shareholder participation, and regulatory approvals;
3. The purchase price of the repurchased shares will be between RON 25 and RON 40, with a maximum amount allocated for this operation of RON 884,000,000;
4. The Share Capital Decrease will be achieved by cancelling the shares purchased under the Public Purchase Offers, in accordance with legal provisions, taking into account the cancellation of a maximum of 22,100,000 own shares with a nominal value of RON 10 and representing 20% of the Company's share capital;
5. The purpose of the cancellation of shares and the Share Capital Decrease is to optimize the Company's capital structure and increase long-term value for shareholders;
6. The members of the Board of Directors, including the co-founders of the Company, will maintain the number of shares they hold and will not participate in the Public Tender Offers.