



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

Bucharest, District 1, 20 Maxim Gorki Street

J2007021705402, Sole Registration Code 22767862, EUID:
ROONRC.J2007021705402,

subscribed and fully paid-in share capital: RON 1,105,000,000

(the “**Company**”)

No. 80 dated 29 April 2026

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. J2007021705402, having Sole Registration Code 22767862, European Unique Identifier (EUID): ROONRC.J2007021705402, having subscribed and fully paid-up share capital of RON 1,105,000,000 (“**OUP**” or the “**Company**”), met today, 29 April 2026, at 10:00 (Romanian time) at address One Tower, 16th floor, 165 Calea Floreasca, District 1, Bucharest, Romania, in the Ordinary General Meeting of Shareholders (the “**OGMS**”) in accordance with the convening notice published in the Official Gazette of Romania, Part IV, number 1805 of 25 March 2026 and within Ziarul Bursa no. 55 of 25 March 2026, respectively the supplemented convening notice published in the Official Gazette of Romania, Part IV, number 2220 of 15 April 2026 and within Ziarul Bursa no. 67 of 15 April 2026 (the “**Convening Notice**”).

The OGMS was chaired by Mr. Claudio Cisullo, as Chairman of the Board of Directors (the “**OGMS Chairman**”).

The OGMS Chairman certifies that shareholders representing 89.5109% of the share capital and 90.3856% of the total voting rights are present or represented and informs the OGMS members that all the relevant conditions for holding the meeting have been fulfilled. The list of the present, represented shareholders or the ones that exercised their vote through correspondence is attached to the hereby minutes.

The OGMS Chairman presents the agenda as included in the Convening Notice.

The OGMS proceeds to debating each item included on the agenda, including the relevant documents in relation to the items on the agenda, as follows:

RESOLUTION NO. 1

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9998% (98,907,733 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0002% (194 votes) of the votes of the shareholders present, represented or who voted by mail (there are 592 abstentions



and 980 votes which were not expressed):

Approved:

The election of Mr. Alexandru-Victor Savi-Nims (and in his absence, the election of Mr. Ioniță Adrian-Alexandru) as meeting secretary of the OGMS, as well as of Mrs. Alexandra Jianu (and in her absence, the election of Mrs. Anca Minescu), as technical secretary of the OGMS, all of them having the identification data available at the Company's headquarters.

RESOLUTION NO. 2

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9989% (30,279,978 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.0011% (344 votes) of the votes of the shareholders present, represented or who voted by mail (there are 68,629,177 abstentions and 0 votes which were not expressed):

Approved:

The annual individual and consolidated financial statements prepared for the financial year ended on 31 December 2025, 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 2025, the Company has registered: (a) **RON 427,075,684** net profit at consolidated level, respectively (b) **RON 225,448,636** net profit at individual level, out of which **RON 11,663,731** will be registered as legal reserves, resulting a distributable net profit of **RON 213,784,905**.

For information purposes, for the 2025 financial year, the net profit per share is 3.86 RON/share and, relative to the market price of the share, the net profit yield is 13%. At the same time, the P/E ratio (price-to-earnings ratio) is 7.70.

RESOLUTION NO. 3

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9754% (98,882,518 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.0246% (24,370 votes) of the votes of the shareholders present, represented or who voted by mail (there are 2,611 abstentions and 0 votes which were not expressed):

Approved:

The distribution of dividends for the financial year 2025 in the amount of **RON 48,149,464** (gross dividend amount), representing a gross dividend per share of **RON 0.44**, which will be distributed according to this resolution, by reference to the number of shares entitled to dividends (excluding treasury shares). To the extent that treasury



shares are registered on the applicable registration date, such shares will not give the right to dividends.

For information purposes, according to the Resolution of the Ordinary General Meeting Shareholders of the Company no. 78 dated 15 November 2025, dividends in the amount of RON 39,397,971.60 were paid in November 2025, corresponding to the profit for the 2024 financial year, with dividends distributed during the 2025 financial year. Considering the above, the total gross dividend per share paid by the Company between November 2025 and June 2026 shall be RON 0.80.

RESOLUTION NO. 4

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9989% (30,279,722 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0011% (344 votes) of the votes of the shareholders present, represented or who voted by mail (there are 68,629,333 abstentions and 100 votes which were not expressed):

Approved:

The discharge of liability of the Board of Directors for the financial year ended on 31 December 2025.

RESOLUTION NO. 5

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9996% (98,908,011 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0004% (363 votes) of the votes of the shareholders present, represented or who voted by mail (there are 856 abstentions and 269 votes which were not expressed):

Approved:

The income and expenses budget for the financial year 2026, in accordance with the OGMS supporting documentation.

RESOLUTION NO. 6

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9480% (97,002,758 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0520% (50,502 votes) of the votes of the shareholders present, represented or who voted by mail (there are 2,406 abstentions and 1,853,833 votes which were not expressed):



Approved:

The Remuneration Report of the management of the Company for the financial year that ended on 31 December 2025, prepared by the Company's Nomination and Remuneration Committee, in accordance with the OGMS supporting documentation.

RESOLUTION NO. 7

7.1. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.8386% (98,748,058 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.1573% (155,626 votes) of the votes of the shareholders present, represented or who voted by mail (there are 2,404 abstentions and 3,411 votes which were not expressed):

Approved:

The appointment of Claudio Cisullo, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

7.2. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.8843% (98,793,236 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.1142% (112,955 votes) of the votes of the shareholders present, represented or who voted by mail (there are 3,308 abstentions and 0 votes which were not expressed):

Approved:

The appointment of Victor Căpitanu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

7.3. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the "for" vote of the shareholders representing 99.9868% (98,894,687 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing 0.0127% (12,589 votes) of the votes of the shareholders present, represented or who voted by mail (there are 1,844 abstentions and 379 votes which were not expressed):

Approved:

The appointment of Andrei-Liviu Diaconescu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.



7.4. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9722% (98,880,201 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0089% (8,782 votes) of the votes of the shareholders present, represented or who voted by mail (there are 17,016 abstentions and 3,500 votes which were not expressed):

Approved:

The appointment of Costel Lionăchescu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

7.5. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9698% (98,877,843 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0076% (7,468 votes) of the votes of the shareholders present, represented or who voted by mail (there are 18,137 abstentions and 6,051 votes which were not expressed):

Approved:

The appointment of Marius-Mihail Diaconu, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

7.6. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.3319% (98,246,866 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.1023% (101,211 votes) of the votes of the shareholders present, represented or who voted by mail (there are 555,371 abstentions and 6,051 votes which were not expressed):

Approved:

The appointment of Augusta Valeria Dragic, for a mandate of one (1) year, starting with the date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

7.7. In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9539% (98,862,071 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0274% (27,060 votes) of the votes of the shareholders present, represented or who voted by mail (there are 16,868 abstentions and 3,500 votes which were not expressed):

Approved:

The appointment of Uwe Krueger, for a mandate of one (1) year, starting with the



date of the OGMS resolution, 29 April 2026, valid until 29 April 2027.

RESOLUTION NO. 8

In the presence of shareholders representing 89.5109% (98,909,499 shares) of the share capital and 90.3856% (98,909,499 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9787% (86,697,348 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0213% (18,474 votes) of the votes of the shareholders present, represented or who voted by mail (there are 12,188,478 abstentions and 5,199 votes which were not expressed):

Approved:

The fixed remuneration of the non-executive members of the Board of Directors for the mandates starting with the date of the OGMS, i.e. the amount of EUR 2,083.33 per month (net amount) (payable in EUR to non-executive members of the Board of Directors who are non-residents in Romania, respectively payable in RON equivalent to non-executive members of the Board of Directors who are residents in Romania) payable to each non-executive member, to which will be added, as the case may be, the amount of EUR 416.66 per month (net amount) (payable in EUR to non-executive members of the Board of Directors who are non-residents in Romania, respectively payable in RON equivalent to non-executive members of the Board of Directors who are residents in Romania) for the position of Chairman of a Committee established at the level of the Board of Directors.

For the year 2026, the fixed remuneration will be paid in a single instalment in the period between the date of the last meeting of the Board of Directors of the year and 31 December 2026.

RESOLUTION NO. 9

In the presence of shareholders representing 89.5111% (98,909,797 shares) of the share capital and 90.3859% (98,909,797 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 91.2438% (38,748,109 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 8.7562% (3,718,474 votes) of the votes of the shareholders present, represented or who voted by mail (there are 56,442,756 abstentions and 458 votes which were not expressed):

Approved:

The terms and conditions of, and the execution and performance by the Company of a stock option plan for the benefit of the executive members of the Board of Directors for the years 2026 – 2030 (the “SOP”), having the rules regarding the grant, accessing and exercising stock options by the eligible participants to the SOP set out in the OGMS presentation material available.



RESOLUTION NO. 10

In the presence of shareholders representing 89.5111% (98,909,797 shares) of the share capital and 90.3859% (98,909,797 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 98.1448% (97,073,900 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 1.8552% (1,834,925 votes) of the votes of the shareholders present, represented or who voted by mail (there are 614 abstentions and 358 votes which were not expressed):

Approved:

The authorisation of the Board of Directors and of the Nomination and Remuneration Committee, as applicable in accordance with their prerogatives, to issue any decisions and to carry out any acts and deeds which are necessary, desirable and/or convenient for implementing the resolution adopted by the OGMS under item 9 on the agenda, including, but not limited to, in relation to the following matters:

- negotiating, concluding, drafting, signing, executing, sending, transmitting, modifying or completing any documents or notifications necessary or useful for the implementation of SOP for any reference period for which SOP is concluded, including, but not limited to, any notices, option agreements or other documents regarding the implementation of SOP;
- submitting and/or receiving in the name and on behalf of the Company any necessary or useful documents for the implementation of SOP; and
- fulfilling all actions and formalities and signing all necessary or useful documents in order to implement the resolution adopted by the OGMS under item 9 hereunder.

RESOLUTION NO. 11

In the presence of shareholders representing 89.5111% (98,909,797 shares) of the share capital and 90.3859% (98,909,797 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9807% (98,890,209 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0193% (19,119 votes) of the votes of the shareholders present, represented or who voted by mail (there are 11 abstentions and 458 votes which were not expressed):

Approved:

Setting the date of:

- 20 May 2026 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 Article 87 para. (1) of Law no. 24/2017; and

- 19 May 2026 as “ex-date”, computed in accordance with the provisions of Article 2 para. (2) letter (I) of Regulation no. 5/2018; and
- 5 June 2026 as payment date, computed in accordance with the provisions of Article 178 para. (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 Article 176 para. (1) of Regulation no. 5/2018 such as date of the guaranteed participation.

RESOLUTION NO. 12

In the presence of shareholders representing 89.5111% (98,909,797 shares) of the share capital and 90.3859% (98,909,797 voting rights) of the total voting rights, with the “for” vote of the shareholders representing 99.9997% (98,908,979 votes) of the votes of the shareholders present, represented or who voted by mail, with the votes “against” of the shareholders representing 0.0003% (344 votes) of the votes of the shareholders present, represented or who voted by mail (there are 11 abstentions and 463 votes which were not expressed):

Approved:

The authorisation of the executive members of the Board of Directors, 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 to, the resolution of the OGMS, to file and to request the publication of the resolution 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 adopted by the OGMS.

Without any other items to be discussed on the agenda, the OGMS Chairman declared the OGMS session over at 10:38.

These minutes were drafted and signed today, 29 April 2026, in two (2) original copies, by the chairman of the meeting, Mr. Claudio Cisullo, and the secretary of the meeting, Alexandru-Victor Savi-Nims.

[SIGNATURES PAGE FOLLOWS]