

TO: The Bucharest Stock Exchange
The Romanian Financial Supervisory Authority Financial Instruments and Investments Sector

20 August 2021

CURRENT REPORT

PURSUANT TO Law no. 24/2017 on issuers of financial instruments and market operations and to the Romanian Financial Supervisory Authority Regulation no. 5/2018 on issuers and operations with securities, as subsequently amended and supplemented and the provisions of Article 99 of the Bucharest Stock Exchange Code, Title II, Issuers and Financial Instruments.

Report date:	August 20, 2021
Name of the issuer:	One United Properties S.A. (the “ Company ”)
Registered office:	20 Maxim Gorki Street, District 1, Bucharest, Romania
Registration number with the Bucharest Trade Registry Office:	J40/21705/2007
Sole registration code:	22767862
Share Capital:	RON 286,015,588.20
Number of shares in issue:	1,430,077,941 ordinary shares
Number of listed shares:	1,430,077,941 ordinary shares
Regulated market on which the issued financial instruments are traded:	Bucharest Stock Exchange, Main Segment, Category Premium (Shares)

Important events to report: The intention to establish a new class of shares with multiple voting rights in the share capital of the Company according to the convening notice of the Extraordinary General Meeting of Shareholders for 10/11 September 2021, as supplemented pursuant to the request dated 19 August 2021

The Company wishes to inform shareholders and investors about certain aspects related to items 3 to 6 (respectively items 3¹ – 6¹ added to the agenda pursuant to the request dated 19 August 2021) on the agenda of the Extraordinary General Meeting of Shareholders convened for 10/11 September 2021 regarding the intention to establish a new class of shares with multiple voting rights in the share capital of the Company.

According to those indicated in the public offer prospectus dated 16 June 2021, on 26 May 2021 the Extraordinary General Meeting of Shareholders of the Company approved the establishment of a new class of shares with multiple voting in the share capital of the Company.



Subsequently, on 3 June 2021, the Trade Register Office attached to the Bucharest Tribunal rejected the Company's request to register the changes occurred within the Resolution of the Extraordinary General Meeting of Shareholders dated 26 May 2021, despite the Company's arguments regarding the legality of the resolution, supported both by Romanian and European legal arguments and by the applicable practice of the High Court of Cassation and Justice, which, by decision no. 1148/2011 of 16 March 2011, established that the provisions of Companies Law no. 31/1990 grant shareholders the freedom to establish by the articles of incorporation that certain shares give the right to more than one voting right per share. Moreover, the rejection solution ignores the provisions of the capital market legislation, applicable to the Company after the admission to trading of its shares, which contain express references to classes of shares with different voting rights in Articles 42 and 43, Article 69 para. (1) of Law no. 24/2017 on issuers of financial instruments and market operations, Art. 2 para. (2) point (e), Article 188 and Article 201 of Regulation 5/2018 on issuers of financial instruments and market operations.

In relation to the above, the Company's shareholders adopted a new resolution of the extraordinary general meeting by which the Resolution of the Extraordinary General Meeting of Shareholders of the Company dated 26 May 2021 was revoked, the Company deciding to postpone the establishment of a new class of shares with multiple voting in the share capital of the Company until after the moment of admission to trading of its shares on the regulated market administered by the Bucharest Stock Exchange.

With regard to items 3 to 6 (respectively items 3¹ to 6¹ added to the agenda, as supplemented pursuant to the request dated 19 August 2021) of the agenda of the Extraordinary General Meeting of Shareholders convened for 10/11 September 2021, regarding the intention to establish a new class of shares with multiple voting rights in the share capital of the Company, the Company also wishes to inform the shareholders and investors that, to the extent that these decisions are approved by the Extraordinary General Meeting of Shareholders, if the request to register the mentions related to these items on the agenda will be rejected by the Trade Register Office attached to the Bucharest Tribunal, the Company intends to use all the legal means available against this solution.

Manager,

Victor Căpitanu

