



NOTE ON ITEMS 2, 3, 4 AND 5 ON THE AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS ("EGMS") ONE UNITED PROPERTIES S.A. ("THE COMPANY")

The purpose of this document is to present the basis for the consolidation of the nominal value of a share issued by the Company from the nominal value of RON 0.2/share to the nominal value of RON 10/share, by increasing the nominal value of the shares concomitantly with the decrease of the total number of shares (50 shares with a nominal value of RON 0.2/share will represent one share with a nominal value of RON 10/share) ("**Nominal Value Consolidation**").

The Nominal Value Consolidation will be achieved using an exchange ratio of 50 current shares to one (1) new share, which means that for every 50 existing shares of the Company, one (1) new share will be allocated.

If fractions of shares will result from the application of this exchange ratio, the number of shares will be rounded down to the next natural number, according to the legal provisions applicable on the matter. The shareholders who will register fractions of shares will also be compensated for them. The compensation price, which is based on the average adjusted trading price over the last 12 months for the non-consolidated share, multiplied by 50 (to reflect the consolidation ratio), has been established, in line with applicable legislation, at RON 46.225 per consolidated share. The terms and conditions of payment, as well as the calculation instructions for the amounts to be paid to shareholders for the compensation of the fractions of shares resulting from the Nominal Value Consolidation process are provided in the information document and the procedure on consolidation operations, made available to shareholders as supporting material to item 3 on the EGMS agenda.

Following the Consolidation of the Nominal Value, the nominal value of one share of the Company will increase from 0.2 RON/share to 10 RON/share, the total number of shares issued by the Company will be equal to the number of shares issued prior to the Nominal Value Consolidation divided by 50 (adjusted in accordance with the legal provisions in force, in the case of fractional shares), and the share capital of the Company will be determined by multiplying the total number of shares resulting from the Nominal Value Consolidation, adjusted, as the case may be, with the new nominal value of one share, *i.e.*, RON 10/share.

The Nominal Value Consolidation will be carried out after the share capital increase with cash contribution concluded on 25 September 2024, when the increased value of the Company's share capital will be taken into account for the consolidation operation.

This proposal aims to reduce the number of shares, aiming for a positive effect on the overall dynamics of share trading. The transaction contributes to increasing the long-term value for the Company's shareholders. This consolidation will not affect the value



of shareholder holdings, except for minor adjustments due to rounding of fractional shares, without any dilution effect.

The registration date for the transaction is proposed to be 11 December 2024, so that shareholders who acquire shares of the Company until 9 December 2024 will benefit from the consolidation operation. Shareholders will not have to take any steps to benefit from the application of the consolidation. The Nominal Value Consolidation will be carried out automatically, and the changes will be reflected in the shareholders' accounts on the effective date of 12 December 2024.

