



**DECISIONS OF THE EXTRAORDINARY GENERAL MEETING OF  
SHAREHOLDERS OF**

**ONE UNITED PROPERTIES S.A.**

Bucharest, District 1, 20 Maxim Gorki Street

J40/21705/2007, Sole Registration Code 22767862, EUID:  
ROONRC.J40/21705/2007,

subscribed and fully paid-in share capital: RON 1,105,831,020

(the “**Company**”)

**No. [●] dated [29]/[30] April 2025**

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. J40/21705/2007, having Sole Registration Code 22767862, European Unique Identifier (EUID): ROONRC.J40/21705/2007, having subscribed and fully paid-up share capital of RON 1,105,831,020 (“**OUP**” or the “**Company**”), met today, [25]/[26] April 2024, at 11:00 (Romanian time) at address One Tower, 16th floor, 165 Calea Floreasca, District 1, Bucharest, Romania, in the Extraordinary General Meeting of Shareholders (the “**EGMS**”) [first]/[second] calling, in accordance with the convening notice published in the Official Gazette of Romania, Part IV, number 1482 of 26 March 2025 and Ziarul Bursa no. 54 of 26 March 2025.

Following the debates on the points included on the agenda, the shareholders present or represented at the EGMS adopted the following resolutions, which were duly recorded in the minutes of the meeting:

**DECISION NO. 1**

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

The election of Mr. Alexandru-Victor Savi-Nims as meeting secretary of the EGMS and Ms. Anca Minescu, technical secretary of the EGMS, both of them having the identification data available at the Company's headquarters.



## DECISION NO. 2

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

The update of the Company's main object of activity in accordance with the Classification of the Activities in the National Economy, CAEN Rev. 3 (approved through the Order of the President of the National Institute of Statistics no. 377/17.04.2024). Therefore, the Company's object of activity is as follows:

The main business domain: 642 Activities of holding companies and financing channels

The main activity of the Company: 6421 Activities of holding companies

## DECISION NO. 3

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

The empowerment of the Board of Directors (i) to issue any decision and to fulfil all the necessary, useful and / or opportune legal acts and deeds for the amendment, respectively the update of the secondary object of activity of the Company in accordance with the Classification of the Activities in the National Economy, CAEN Rev. 3 (approved through the Order of the President of the National Institute of Statistics no. 377/17.04.2024), respectively (ii) to update the provisions of articles 2, 3 and 12.3 of the Articles of Association of the Company, for the fulfilment of the decisions to be adopted by the OGMS in accordance with point 8 of the OGMS agenda and by the EGMS in accordance with point 2 and this point of the EGMS agenda, respectively.



## DECISION NO. 4

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

The ratification of the Decision of the Board of Directors no. 67 of 4 December 2024, through which it was approved the amendment of the relevant dates for the operation of consolidation of the nominal value of the Company's shares 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 reduction of the total number of shares.

## DECISION NO. 5

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

The decrease of the Company's share capital pursuant to Article 207 para. (1) letter c) of Law no. 31/1990 on companies, 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 shares repurchased by the Company in accordance with the share buyback programs approved through the EGMS Resolution no. 62 dated 26 April 2022, respectively through the EGMS Resolution no. 68 dated 9 October 2023.

Once the share capital decrease approved pursuant to this point 5 on the EGMS agenda is finalised, the subscribed and paid-up share capital of the Company will amount to RON 1,105,000,000, divided into 110,500,000 shares, with a nominal value of RON 10/share.

Article 4.1. of the Articles of Association of the Company shall be amended after the finalisation of the share capital decrease approved pursuant to this paragraph 5, as follows:

*"The subscribed and paid-up share capital of the Company is of RON 1,105,000,000*



*(of which RON 1,095,674,098.5 and EUR 1,922,633.5) fully subscribed and paid-up by the shareholders, divided into 110,500,000 ordinary, nominative and dematerialized shares, having a nominal value of RON 10/share.”*

The share capital decrease operation approved in accordance with this point 5 on the EGMS agenda will take effect once all of the following conditions have been met:

- a) This EGMS resolution is published in the Official Gazette of Romania, Part IV for a period of at least two months; and
- b) This EGMS resolution is registered with the Trade Registry Office attached to the Bucharest Tribunal.

## DECISION NO. 6

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):

[Approved]/ [Rejected]:

Setting the date of:

- 21 May 2025 as registration date for the identification of the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of Article 87 para. (1) of Law no. 24/2017; and
- 20 May 2025 as "ex-date", computed in accordance with the provisions of Article 2 para. (2) letter (l) of no. Regulation 5/2018.

As they are not applicable to this EGMS, 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 and payment date.

## DECISION NO. 7

In the presence of shareholders representing [●]% ([●] shares) of the share capital and [●]% ([●] voting rights) of the total voting rights, with the "for" vote of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail, with the votes "against" of the shareholders representing [●]% ([●] votes) of the votes of the shareholders present, represented or who voted by mail (there are [●] abstentions and [●] votes which were not expressed):



[Approved]/ [Rejected]:

The authorization of the executive members of the Board of Directors and/or the Company's Managers, 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 the EGMS resolution, the Articles of Association of the Company, 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 which will be adopted by the EGMS.

This decision was drafted and signed in the name and on behalf of the shareholders, today, [29]/[30] April 2025, in two (2) original copies, by the chairman of the meeting, [Mr. Clausio Cisullo] and the secretary of the meeting, [Alexandru-Victor Savi-Nims].