



**DECISIONS OF THE ORDINARY 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, [29]/[30] April 2025, 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”) [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 OGMS 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 OGMS and Mrs. Anca Minescu as technical secretary of the OGMS, 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 annual individual and consolidated financial statements prepared for the financial year ended on 31 December 2024, 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 2024, the Company has registered: (a) RON 372,625,552 net profit at consolidated level respectively (b) RON 120,992,871 net profit at individual level, out of which RON 6,307,086 will be registered as legal reserves, resulting a distributable net profit of RON 114,685,785.

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 distribution of dividends in value of RON 77,750,066.01 (gross dividend amount), corresponding to the financial year 2024, as follows: (i) the amount of RON 38,152,523.73 (gross dividend amount) has been distributed in advance as a result of the Resolution of the Company's Ordinary General Meeting of Shareholders no. 73 of 10 October 2024, respectively (ii) the amount of RON 39,597,542.28 (gross dividend amount), representing a gross dividend per share of RON 0.36, will be distributed according to this resolution, related to 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.

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 discharge of liability of the Board of Directors for the financial year ended on 31 December 2024.

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 income and expenses budget for the financial year 2025, in accordance with the OGMS supporting documentation.

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]:

The Remuneration Report of the management of the Company for the financial year that ended on 31 December 2024, prepared by the Company's Nomination and Remuneration Committee, in accordance with the OGMS supporting documentation.

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 amendment of the Company's remuneration policy, in accordance with the OGMS supporting documentation, in order to align its provisions with the updated version of the Corporate Governance Code of the Bucharest Stock Exchange.



DECISION NO. 8

8.1. 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 appointment of Claudio Cisullo, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

8.2. 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 appointment of Victor Căpitanu, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

8.3. 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 appointment of Andrei-Liviu Diaconescu, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

8.4. 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):



votes which were not expressed):

[Approved]/ [Rejected]:

The appointment of Dragoș-Horia Manda, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

- 8.5. 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 appointment of Marius-Mihail Diaconu, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

- 8.6. 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]:

The appointment of Augusta Valeria Dragic, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.

- 8.7. 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 appointment of Dirk Pahlke, for a mandate of one (1) year, starting with the date of the OGMS resolution, [29]/[30] April 2025, valid until [29]/[30] April 2026.



DECISION NO. 9

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 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 1,500 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 500 per month (net amount) (payable in EUR to non-executive members of the Board of Directors who are non-resident in Romania, respectively payable in RON equivalent to non-executive members of the Board of Directors who are resident in Romania), for the position of Chairman of a Committee established at the level of the Board of Directors.

For the year 2025, 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 2025.

DECISION NO. 10

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, identifying the shareholders who will benefit from the effects of the resolutions adopted by the OGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017; and
- 20 May 2025 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation no. 5/2018; and
- 29 May 2025 as payment date, computed in accordance with the provisions of art. 178 (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 art. 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation.

DECISION NO. 11

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 authorisation 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, but without limitation, 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 which will be adopted by the OGMS.

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].