



**RESOLUTIONS 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. [●] 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**”) first calling, 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.

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:

RESOLUTION 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 (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 [●]% ([●] 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 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 [●]% ([●] 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 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 [●]% ([●] 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 2025.

RESOLUTION 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 2026, in accordance with the OGMS supporting documentation.

RESOLUTION 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 2025, prepared by the Company's Nomination and Remuneration Committee, in accordance with the OGMS supporting documentation.



RESOLUTION 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 appointment of the members of the Board of Directors amongst the candidates proposed by the Company's Nomination and Remuneration Committee and shareholders of the Company, for a mandate of one (1) year, starting with the date of the OGMS resolution. The candidates which have been proposed by the Company's Nomination and Remuneration Committee are the following:

- Claudio Cisullo;
- Victor Căpitanu;
- Andrei-Liviu Diaconescu;
- Costel Lionăchescu;
- Marius-Mihail Diaconu;
- Augusta Valeria Dragic; and
- Uwe Krueger.

RESOLUTION NO. 8

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 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 [●]% ([●] 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 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 [●]% ([●] 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 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 [●]% ([●] 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:

- 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 (l) 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 [●]% ([●] 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, 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.

This Resolution was drafted and signed in the name and on behalf of the shareholders, 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]