

**DRAFT RESOLUTION OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
OF META ESTATE TRUST S.A.**

NO. [...] dated [7/8] December 2023

The Ordinary General Meeting of Shareholders ("OGMS" or "**Meeting**") of **META ESTATE TRUST S.A.**, a company established and operating under Romanian law, registered with the Trade Register under no. J40/4004/2021, Fiscal Identification Code 43859039, with registered office in Bucharest, District 1, 4-10 Munții Tatra Street, 4th Floor, (hereinafter referred to as the "**Company**"),

Considering the following;

- The convening notice of the OGMS published in the Official Gazette, Part IV no./ and in Bursa Newspaper no./, as well as the supplemented convening notice of the OGMS published in the Official Gazette, Part IV no./ and in Bursa Newspaper no./
- The provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented ("**Companies Law**")

Legally and statutorily convened on [7]/[8] December 2023, at 10:00AM, [first]/[second] convening, in 4-10 Munții Tatra Street, 4th floor, District 1, Bucharest, in the presence of shareholders holding a number of [.....] voting shares, representing [.....]% of the total voting rights, following the deliberations on the items on the agenda, the present shareholders approved the following resolutions, which were duly registered 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):

[Approves]/[Rejects]:

The revocation in part of the resolution adopted in accordance with item 3 on the agenda of the Ordinary General Meeting of the Shareholders dated 26 April 2023, by which the distribution of the amount of RON 3,757,429.68 from the Company's profit achieved in 2022 to other reserves was approved.

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):

[Approves]/[Rejects]:

The distribution of dividends in the amount of RON 3,757,429.68 (gross dividend) from the net profit achieved in the financial year 2022, representing a dividend of RON 0.0431713595/share (gross, by reference to the total number of shares issued by the Company as at the date of the OGMS convening, which may be rounded in accordance with the technical requirements applicable at the level of

Depozitarul Central S.A. or in accordance with any other technical requirements applicable in the context of the dividend payment operation).

RESOLUTION NO. 3

- 3.1. 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):

[Approves]/[Rejects]:

The appointment of [] as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.2. 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):

[Approves]/[Rejects]:

The appointment of [] as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.3. 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):

[Approves]/[Rejects]:

The appointment of [] as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.4. 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):

[Approves]/[Rejects]:

The appointment of [●] as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

- 3.5. 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):

[Approves]/[Rejects]:

The appointment of [●] as member of the Board of Directors, for a mandate of 4 (four) years, starting from the end of the current term of office, i.e., 27 January 2024.

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):

[Approves]/[Rejects]:

The appointment of [●] as Chairman of the Board of Directors.

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):

[Approves]/[Rejects]:

The approval of setting the date of:

- 5 January 2024 as registration date, identifying the shareholders holding ordinary Class A shares 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 (the registration date for shareholders holding Class B preference shares being 16 November 2023, established in accordance with the provisions of the Companies Law);
- 4 January 2024 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (l) of Regulation 5/2018, with respect to the shareholders holding ordinary Class A shares;

- 16 January 2024 as the date of payment, for both shareholders holding Class A ordinary shares and shareholders holding Class B preference shares, established in accordance with the provisions of art. 2 para. (2) letter h) and of art. 178 of Regulation 5/2018.

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):

[Approves]/[Rejects]:

The empowerment of Mr. Teodor Cristian Cartianu, as permanent representative of the Chairman of the Board of Directors of the Company and/or the managers of the Company, with the possibility to subdelegate, in the name and on behalf of the Company, with full power and authority, the signature of any of them being binding and enforceable against the Company, to sign any documents, including the resolution of the OGMS, to submit, to request the publication of the resolution in the Official Gazette of Romania Part IV, to collect any documents, to carry out any formalities required before the Trade Registry Office, as well as before any other authority, public institutions, legal entities or individuals, as well as to carry out any operations, in order to carry out and ensure the enforceability of the resolutions to be adopted by the OGMS.

This resolution was drafted and executed in the name and on behalf of the shareholders, today, [7]/[8] December 2023, in 2 original copies, by the chairman of the meeting, [●], and the secretary of the meeting, [●].

Chairman of the meeting

[●]

.....

Secretary

[●]

.....