

NOTICE

for Ordinary and Extraordinary General Meetings of Shareholders of the company IMOTRUST S.A. ("The Company") dated 24.04.2024/25.04.2024

The Administrative Council of IMOTRUST S.A. ("The Company"), a joint-stock company managed in an unitary system, with headquarters in Arad, Mihai Eminescu street, no. 5, ap. 2, Arad county, registered at the Trade Registry Office next to the Arad Court under no. J02/541/1991, having C.U.I. RO 1680630, in the meeting of 21.03.2024, decides, accordingly with art. 117 of Law no. 31/1990 republished and amended, of Law no. 24/2017 regarding issuers of financial instruments and market operations and of the A.S.F. Regulation. no. 5/2018, as well as with the Articles of Incorporation of the Company, the convocation of the Ordinary General Meeting of Shareholders and the Extraordinary General Meeting of Shareholders of IMOTRUST S.A. at the Company's headquarters, for 24.04.2024, at 10:00 a.m. and 11:00 a.m., respectively. In the event that the attendance quorum is not met at the first convocation, the second convocation is for 25.04.2024, in the same place and at the same time, with the maintenance of the agenda.

The general meetings will be held at the headquarters of the Company in Arad, Mihai Eminescu street, no. 5, ap. 2, Arad county, for all the shareholders registered in the shareholders' register kept by Depozitarul Central S.A. on the date of 12.04.2024 established as the reference date, who have the right to participate in the deliberations of the general meetings and to vote within them, with the following AGENDA:

Agenda for the Ordinary General Meeting of Shareholders:

1. Presentation and acknowledgment of the financial auditor's report regarding the financial exercise of 2023.
2. Presentation and acknowledgment of the annual report of the Administrative Council drawn up according to ASF Regulation no. 5/2018, related to the financial exercise of 2023.
3. Presentation, discussion and approval of the audited annual financial statements of the Company, related to the financial exercise of 2023 and the approval of the financial result corresponding to the year 2023.
4. Approval of the proposal of the Administrative Council to use the net profit related to the financial 2023 for the following purposes: i) for the establishment of legal reserves and ii) the difference remains undistributed for reinvestment in the projects developed by the Company.
5. Approval of the members of the Administrative Council's discharge of management for the activity related to the financial exercise of 2023.
6. Presentation, discussion and approval of the income and expenditure budget (business plan) of both the Company and its Branches, for the period 01.01.2024-31.12.2024.

7. Approving the re-election of the financial auditor or choosing another financial auditor, establishing the duration of the mandate and his fee, as well as mandating a person to negotiate and sign the financial audit contract.

8. Approving the re-election of the members of the Administrative Council, establishing the duration of their mandates, as well as mandating a person to negotiate and sign the related mandate contracts. The list containing information regarding the name, place of residence and professional qualification of the persons proposed for the position of administrator is available to the shareholders and can be consulted and completed by them until 12.04.2024.

9. Establishing the gross remuneration granted to the members of the Administrative Council and granting other rights according to the income and expenses budget of the Company provided at point 6 of this convening notice, as well as the mandate of a person in order to sign the management contracts.

10. Approval of 17.05.2024 as registration date and 16.05.2024 as ex-date.

11. Approval of mandating the President of the Administrative Council of the Company with the possibility of sub-delegation, to draw up and sign in the name and on behalf of the Company, with full power and authority, any documents, including but not limited to AGM decisions, as well as to make any other necessary steps/formalities in front of any authority, public institution, legal or natural person, in order to implement and ensure the opposability of the decisions to be adopted by the AGM.

Agenda for the Extraordinary General Meeting of Shareholders:

1. Approval of the amendment of art. 14.2. from the company's Articles of Association, which will have the following content: "The members of the Administrative Council are: 1. Berar Luisa Maria, identified by, appointed as an administrator, for a mandate of years, respectively for the period-.....; 2. Kocsis Josan Ioana, identified by, appointed as administrator, for a mandate of years, respectively for the period-.....; Cristea Adela Camelia, identified by, appointed as administrator, for a mandate of years, respectively for the period of-....." *(...) represents personal data.

2. Approval of the updated Articles of Incorporation of the Company.

3. Approval of the Resolution of the Extraordinary General Meeting of IMOTRUST S.A. Shareholders No. 2 / 26.04.2023 'revocation and, by way of consequence, the approval of the cancellation of the Stock Option Plan ("SOP"), the reward program of the Company's employees, administrators and/or directors approved by AGEA Resolution No. 2 / 26.04.2023, not initiated by the Administrative Council and the approval of the elimination of the provisions related to "SOP" from the Remuneration Policy for the members of the Company's Administrative Council.

4. Approval of 17.05.2024 as registration date and 16.05.2024 as ex-date.

5. Approval of mandating the President of the Company's Administrative Council with the possibility of sub-delegation, to draw up and sign in the name and on behalf of the Company, with full power and authority, any documents, including but not limited to AGM decisions, updated Articles of Incorporation, as well as to take any other steps/formalities necessary before any authority, public institution, legal or natural person, in order to implement and ensure the opposability of the decisions to be adopted by the AGM.

Shareholders representing, together or individually, at least 5 % of the share capital, are entitled within 15 days from the publication of the notice in The Official Gazette of Romania, to add items on the agenda and to present resolution drafts for the items included or proposed to be included on the agenda. The shareholders may exercise these rights only in writing and the documents will be transmitted by courier services or by email with the extended electronic signature attached, to the email address: office@imotrustarad.ro.

Every shareholder is entitled to ask questions to the company regarding the items on the agenda of the meeting until 21 April 2024.

The documents regarding the items included on the agenda, including the voting forms for voting by correspondence, the special powers of attorney, the drafts of the decisions, will be available and may be obtained from the headquarters of the company between 10-15, or from the website www.imotrustarad.ro, starting with 22 March 2024.

The shareholders may participate personally in the general meeting, may appoint a representative or may vote by correspondence, and they will attest their quality in the conditions and with the documents provided by ASF Regulation no 5/2018. Shareholders' representation may be realised also by other persons than the shareholders, based on special or general powers of attorney.

The special power of attorney for representation in general meetings contains specific voting instructions from the shareholder who grants it.

A shareholder may grant a power of attorney valid for a period not exceeding 3 years, allowing its representative to vote on all issues under debate in the general assembly of shareholders of one or more companies identified in the power of attorney, including disposal documents, provided that the authority to be given by the shareholder as a customer, to an intermediate defined in Art. 2 para. (1) pct. 19 of Law no. 24/2017, or to a lawyer.

Special or general powers of attorney and the voting forms for voting by correspondence will be submitted at the company's headquarters personally, by letter with acknowledgment of receipt, on which is written down the address of the sender (shareholder) or by e_mail at: office@imotrustarad.ro, having attached an extended electronic signature, until 21 April 2024.

In accordance with the legal provisions in force, we note that the position of "abstention" adopted by a shareholder regarding the items on the agenda of the meetings does not represent a vote.

Non-compliant powers of attorney or ballots, which do not meet the legal conditions or which are submitted after the expiration of the term mentioned above, will be considered null and void.

President of the Administrative Council

Berar Luisa Maria