

**MATERIAL FOR O.G.M.S. and E.G.M.S.  
IMOTRUST S.A. dated 24/25.04.2024**

IMOTRUST S.A. has a share capital amounting 55.561.326,80 lei, representing 555,613,268 shares at the date of the notice.

For the O.G.M.S. and E.G.M.S. dated on 24.04.2024, respectively on 25.04.2024, when legal requirements are not met at the first call, the Administrative Council proposes 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.