CONVENING NOTICE OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

IMMO GURU S.A.

The Board of Directors of **IMMO GURU S.A.**, registered with the Trade Register under no. J2013001604236, unique registration code RO 31706228, with registered office in Ilfov County, Ștefănești de Jos, 50 Linia de Centură Street, 1st floor, room 8, Romania, having a subscribed and paid-up share capital of RON 17,866,690.00 (hereinafter the "Company"),

Pursuant to Companies Law no. 31/1990, republished, with subsequent amendments and supplements (the "**Companies Law**"), Law no. 24/2017 on issuers of financial instruments and market operations, with subsequent amendments and supplements ("**Law no. 24/2017**"), ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and supplements (the "**Regulation no. 5/2018**") and the Articles of Association of the Company (the "**Articles of Association**"),

CONVENES

the Extraordinary General Meeting of Shareholders ("EGMS") for 15 October 2026, 4:00 p.m. (first call), respectively for 16 October 2026, 4:00 p.m. (second call, if the quorum requirements are not met at the first call), at the Company's registered office in Ilfov County, Ștefăneștii de Jos, 50 Linia de Centură Street, 1st floor, room 8, Romania.

Shareholders registered in the shareholders' register kept by Depozitarul Central S.A. at the end of 5 October 2026, established as the reference date (the "Reference Date"), are entitled to attend and, as applicable, vote at the EGMS.

AGENDA OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Approval of the update of the acquisition transaction from AQUAMARIN INVEST S.R.L. of the immovable properties located in Bucharest, Sector 1, 50 Șos. București-Târgoviște, identified by cadastral numbers 274911, 274909, 274910 and 274912, together with the business carried out within the property, including the lease to third parties of the commercial spaces within the shopping gallery, as well as the rights and ancillary elements related to the project, as such transaction was approved by the EGMS in June 2026 and subsequently amended by Addendum no. 2, by establishing a purchase price not exceeding EUR 3,125,814, excluding VAT, the final purchase price to be set out in the transaction documentation and in no event to exceed such amount, and by updating the transaction deadlines under the terms provided in Addendum no. 2 and in the materials made available to the shareholders.

2. Approval of the contracting by the Company from Garanti Bank S.A. of a credit facility in an amount of up to EUR 3,065,000, for a contractual period of up to 144 months, including a repayment period of up to 120 months from the utilisation date, with the last utilisation date being 31 January 2027, as well as the approval of the creation, for the purpose of securing the credit facility, of the main security interests consisting of:

a) real estate mortgages over the assets to be acquired;

b) movable mortgages over the Company's accounts opened with Garanti Bank S.A.;

c) movable mortgages over present and/or future receivables arising from the lease agreements related to the Aquamarin project and over the guarantees related thereto;

d) movable mortgages over the insurance policies related to the project;

e) subsequent-ranking real estate and/or movable mortgages over certain existing assets in the Company's patrimony, including certain assets in the Cosmoville portfolio and certain receivables arising from the operation of blocks Q18 and A6, under the conditions presented in the supporting materials made available to the shareholders and in Annex 2 to the draft resolution.

3. Approval of the authorisation of the Chairman of the Board of Directors of the Company, Mr. **Ahmet Emre Buyukhanli**, with full powers and right of substitution, to negotiate and sign, in the name and on behalf of the Company, the sale-purchase agreement, the credit agreement, the security agreements, any addenda thereto, requests, annexes, notifications and any other documents necessary for the implementation of the transaction approved under items 1 and 2 above, including any other documents necessary for contracting and securing the credit facility and completing the approved acquisition.

4. Approval of 2 November 2026 as the registration date and 30 October 2026 as the ex-date, in accordance with the applicable legal provisions.

5. Empowerment of the Chairman of the Board of Directors of the Company, Mr. **Ahmet Emre Buyukhanli**, with right of substitution, to sign the EGMS resolution, as well as Annex 1 and Annex 2 thereto, and to carry out all formalities required for the implementation, filing, registration and publication of the resolution and/or the operations approved thereby, including representing the Company before any authorities, institutions, market operators, Depozitarul Central, the Trade Register Office and the Official Gazette of Romania for this purpose.

GENERAL INFORMATION REGARDING THE EGMS

According to the documentation supplied for this draft, the Company's share capital is RON 17,866,690.00, divided into 1,786,669 shares with a nominal value of RON 10/share, of which 1,777,789 ordinary, registered, dematerialised Class A shares admitted to trading on the Multilateral Trading System operated by the Bucharest Stock Exchange, AeRO Premium segment, under symbol IMMO and ISIN ROBN9PSSTX99, and 8,880 Class B preferred shares.

Under the Articles of Association, each ordinary Class A share carries one voting right. Class B preferred shares are non-voting, subject to the circumstances in which voting rights are acquired under the law and the Articles of Association. If the non-voting status of Class B remains unchanged, the voting rights are allocated as follows: Class A – 1,777,789; Class B – 0; total – 1,777,789.

For the version intended for publication, the Company will confirm the actual voting rights for each class and the total number of voting rights as at the convening date.

SHAREHOLDERS’ RIGHTS REGARDING THE EGMS

Information materials and questions regarding the agenda

From the publication date of this convening notice until the date of the EGMS, shareholders may consult and obtain the documents relating to the EGMS at the Company’s registered office in Ilfov County, Ștefăneștii de Jos, 50 Linia de Centură Street, 1st floor, room 8, Romania, on each business day, as well as on the Company’s website at https://www.immoguru.ro/.

The materials made available to shareholders will include at least: this convening notice; the total number of shares and voting rights as at the convening date; the draft resolution proposed for approval by the EGMS; Annex 1 and Annex 2 to the draft EGMS resolution; the presentation note/supporting material regarding the Aquamarin transaction; the special power of attorney forms; the voting by correspondence forms; and any other documents required by law.

Each shareholder has the right to submit questions regarding the items on the agenda of the EGMS until 12 October 2026, 6:00 p.m., and the answers will be provided during the meeting or by publication on the Company’s website.

For the exercise of this right, individuals shall submit a copy of their identity document, while legal entities shall submit a copy of the identity document of the legal representative and a certificate issued by the Trade Register/equivalent document issued by the competent authority evidencing the capacity as legal representative, issued no more than 30 days before the publication date of the convening notice. Questions may be submitted by post, courier or electronically to investors@immoguru.ro.

Right to add new items to the agenda and to submit draft resolutions

One or more shareholders representing, individually or jointly, at least 5% of the share capital have the right, within no more than 15 days from the publication of the convening notice, namely by 30 September 2026 inclusive:

a) to request the inclusion of new items on the agenda of the EGMS, provided that each proposed item is accompanied by a justification or a draft resolution proposed for approval; and/or

b) to submit draft resolutions for the items included or proposed to be included on the agenda of the EGMS.

Requests and draft resolutions shall be sent by post, courier or electronically to the Company’s registered office or to investors@immoguru.ro, bearing the mention: “PROPOSAL OF NEW ITEMS ON THE AGENDA / DRAFT RESOLUTIONS FOR THE EGMS OF IMMO GURU S.A. DATED 15 OCTOBER 2026”.

If the exercise of this right results in an amendment to the agenda already communicated to shareholders, the Company will publish the revised agenda, using the same procedure as for the initial convening notice, by 2 October 2026 inclusive, before the Reference Date and in accordance with the applicable legal provisions.

Participation in the EGMS

Entitled shareholders may attend and vote at the EGMS in person, physically or online, by correspondence, or through a representative based on a special or general power of attorney, in accordance with Law no. 24/2017 and ASF Regulation no. 5/2018.

Participation in person

For participation in person, individual shareholders shall prove their identity with a valid identity document, while legal entity shareholders shall present the identity document of the legal representative together with

a certificate issued by the Trade Register or another equivalent document issued by the competent authority in the state where the shareholder is legally incorporated, evidencing the capacity as legal representative. Documents evidencing the capacity as legal representative of a legal entity shareholder must be issued no more than 30 days before the publication date of this convening notice.
Shareholders physically attending the meeting may cast their vote using paper voting ballots or, as applicable, by electronic voting means, in accordance with the procedures approved by the Board of Directors and the applicable legal provisions.

Online participation and voting

Online participation by electronic voting means, in accordance with art. 197 of ASF Regulation no. 5/2018, shall be carried out by accessing https://immo.evote.ro/login from any internet-connected device.
For identification and online access to the EGMS, shareholders shall provide the Company with the following information and documents:
a) Individuals:
- name and surname;
- personal identification number;
- email address;
- copy of a valid identity document;
- telephone number (optional).

b) Legal entities:
- name of the legal entity;
- unique registration code;
- name and surname of the legal representative;
- personal identification number of the legal representative;
- email address;
- copy of the identity document of the legal representative;
- certificate issued by the Trade Register or equivalent document issued by the competent authority in the state where the legal entity shareholder is legally incorporated, submitted in original or certified true copy.

Documents evidencing the capacity as legal representative of a legal entity shareholder must be issued no more than 30 days before the publication date of this convening notice. Documents drawn up in a language other than Romanian or English shall be accompanied by an authorised translation into Romanian or English.
Electronic copies of the above documents shall be uploaded online in the dedicated fields. Uploaded files may have one of the following extensions: .jpg, .pdf, .png.
A shareholder may cast and change an electronic vote on the eVote platform before the EGMS and/or during the meeting, within the time windows set out in the procedures approved by the Board of Directors. Only the last valid vote cast and registered shall be taken into account, in accordance with the law and those procedures.
Identification performed by the Company for individuals grants access to the EGMS to the extent that the relevant person is registered as a shareholder on the Reference Date. Identification performed by the Company for legal entities, special or general powers of attorney grants access after verification of the validity of the capacity as legal representative or proxy, as applicable.

If discrepancies arise during the identification process between the information provided by the shareholder and the information in the shareholders' register as at the Reference Date, the shareholder will be informed and instructed to contact the Company at investors@immoguru.ro.

Representation of shareholders

Shareholders may be represented at the EGMS by proxies based on a special or general power of attorney, in accordance with Law no. 24/2017 and ASF Regulation no. 5/2018.

Special or general powers of attorney shall be filed/submitted so as to be registered with the Company no later than 48 hours before the meeting for which they are granted, under the sanction provided by law:

- either in original, on paper, at the Company's registered office in Ilfov County, Ștefăneștii de Jos, 50 Linia de Centură Street, 1st floor, room 8, Romania;
- or by email to investors@immoguru.ro, with electronic signature, in accordance with the law.

Regardless of the submission method, the documents shall bear the relevant mention: "SPECIAL / GENERAL POWER OF ATTORNEY FOR THE EGMS OF IMMO GURU S.A. DATED 15 OCTOBER 2026".

A special power of attorney granted to a credit institution providing custody services, as well as a general power of attorney granted to an intermediary or a lawyer, shall be accepted under the conditions provided by Law no. 24/2017 and ASF Regulation no. 5/2018.

Shareholders may not be represented at the EGMS under a general power of attorney by a person who is in a conflict-of-interest situation under the applicable legal provisions. If a shareholder submits several powers of attorney, the power of attorney bearing the most recent date and registered within the legal deadline shall be taken into account.

Voting by correspondence

Shareholders have the right to vote by correspondence prior to the EGMS by completing, signing and submitting the voting by correspondence form made available by the Company at its registered office and on the Company's website.

A voting by correspondence form submitted on paper or by email shall be registered with the Company no later than 48 hours before the meeting for which the vote is cast:

- either on paper, at the Company's registered office, in a sealed envelope bearing the relevant mention "VOTE BY CORRESPONDENCE FOR THE EGMS OF IMMO GURU S.A. DATED 15 OCTOBER 2026";
- or by email to investors@immoguru.ro, with electronic signature, in accordance with the law.

Electronic voting through the eVote platform shall take place as described in the "Online participation and voting" section above. An electronic vote cast during the meeting constitutes participation and voting at the EGMS, not the late submission of a voting by correspondence form.

Voting by correspondence forms on paper or sent by email may be submitted up to the deadline stated above. The possibility of participating and voting electronically during the meeting does not extend that deadline.

If a shareholder who cast a vote by correspondence subsequently attends the meeting in person or through a representative and casts another valid vote, only the last valid vote cast will be taken into account.

A vote by correspondence may also be cast by a representative only to the extent that the representative has received from the shareholder a special/general power of attorney filed with the issuer within the legal deadline and under the conditions of this convening notice.

Supporting documents

Special/general powers of attorney and voting by correspondence forms shall be accompanied by documents evidencing the capacity as shareholder and, as applicable, the capacity as legal representative or proxy, respectively:

- copy of the identity document of the individual shareholder;
- registration certificate of the legal entity shareholder, certified true copy;
- certificate issued by the Trade Register/equivalent document evidencing the capacity as legal representative of the signatory, issued no more than 30 days before the publication date of this convening notice;
- copy of the identity document of the legal representative or proxy, as applicable.

Documents drawn up in a language other than Romanian or English shall be accompanied by an authorised translation into Romanian or English.

Powers of attorney, voting by correspondence forms, requests and supporting documents submitted after the deadlines indicated in this convening notice, as well as incomplete, illegible documents or documents not accompanied by the required supporting documents, will not be taken into account.

Additional information may be obtained at the Company's registered office or by email at investors@immoguru.ro.

Chairman of the Board of Directors
Ahmet Emre Buyukhanli

Ahmet-Emre Buyukhanli

Digitally signed by Ahmet-Emre Buyukhanli
Date: 2026.09.11 13:53:19 +03'00'