



Company IMMO GURU SA

Headquarters: County Ilfov, Stefanestii de Jos, no.50 Linia de Centura Street,
1st floor, room 8

Unique registration code: 31706228

Order number in the Trade Register: J2013001604236

Share capital: 17,866,690 lei

RESOLUTION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

DATED 19 OCTOBER 2026

IMMO GURU S.A.

The Extraordinary General Meeting of Shareholders (EGMS) of IMMO GURU S.A., registered with the Trade Register under no. J2013001604236, unique registration code RO 31706228, with registered office in Ilfov County, Ștefăneștii de Jos, 50 Linia de Centură Street, 1st floor, room 8, Romania, having subscribed and paid-up share capital of RON 17,866,690.00 (hereinafter the “Company”),

held at the first call on 19 October 2026 at 4:00 p.m., in accordance with Companies Law no. 31/1990, Law no. 24/2017, ASF Regulation no. 5/2018 and the Articles of Association of the Company,

pursuant to the convening notice published in the Official Gazette of Romania, Part IV, in Financial Intelligence, on the Company’s website and through the applicable market disclosure channels,

with 4 shareholders participating electronically and representing 541,192 voting rights, i.e. 30.4419% of the 1,777,789 voting rights of the Company and 30.2906% of its 1,786,669 issued shares, the legal and statutory quorum requirements for the first call being met, as evidenced by the eVote attendance report,

based on the votes cast and recorded through eVote, as recorded in the minutes of the meeting and in the eVote voting results report dated 19 October 2026, in accordance with Article 115 of Companies Law no. 31/1990,

RESOLVES

1. With 541,192 votes “for” (100.0000% of the votes validly cast), 0 votes “against” and 0 abstentions, approves the update of the acquisition transaction from AQUAMARIN INVEST S.R.L., a Romanian legal entity, with registered office in the municipality of Sibiu, str. Dealului no. 24, Sibiu County, registered with the Trade Register Office under no. J32/990/2009, with CUI RO 26315215, regarding the immovable properties located in Bucharest, Sector 1, Șos. București-Târgoviște no. 50, 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 previously approved by the EGMS resolution adopted in June 2026 and subsequently amended by Addendum no. 2, at 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, together with the update of the transaction deadlines under Addendum no. 2 and the materials made available to the shareholders, as detailed in Annex 1 to this Decision.

2. With 541,192 votes “for” (100.0000% of the votes validly cast), 0 votes “against” and 0 abstentions, approves 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 on the assets to be acquired;

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

- c) movable mortgages over present and/or future receivables resulting from the lease contracts related to the Aquamarin project and on the guarantees related to them;
- d) movable mortgages over the insurance policies related to the project;
- e) mortgages on real estate and/or movable property of subsequent rank on existing assets forming part of the Company's patrimony, including on certain assets in the **Cosmoville** portfolio and on certain receivables resulting from the exploitation of blocks **Q18** and **A6**, under the conditions presented in the supporting materials made available to shareholders and in **Annex 2** to this Resolution.

3. With 541,192 votes “for” (100.0000% of the votes validly cast), 0 votes “against” and 0 abstentions, approves the authorization 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 guarantee agreements, ancillary documents, requests, annexes, notifications and any other documents necessary for the implementation of the transaction approved in points 1 and 2 above, including any other documents necessary for the contracting and guaranteeing of the credit facility and the completion of the acquisition approved by this Resolution.

4. With 541,192 votes “for” (100.0000% of the votes validly cast), 0 votes “against” and 0 abstentions, approves 4 November 2026 as the registration date for identifying the shareholders to whom the effects of this Decision apply and 3 November 2026 as the ex-date, in accordance with the applicable legal provisions.

5. With 541,192 votes “for” (100.0000% of the votes validly cast), 0 votes “against” and 0 abstentions, approves the authorization of the Chairman of the Board of Directors of the Company, Mr. Ahmet Emre Buyukhanli, with the right of substitution, to sign this Resolution, as well as Annex 1 and Annex 2 thereto, and to fulfill all the necessary formalities for the implementation, filing, registration and publication of the resolution together with Annex 1 and Annex 2 and/or the operations approved thereby, including the representation of the Company before any authorities, institutions, market operators, the Central Depository, the Trade Register Office and the Official Gazette of Romania, for this purpose.

All five agenda items were adopted, each with 541,192 votes “for” (100.0000% of votes validly cast), 0 votes “against”, 0 abstentions, 0 invalid votes and 0 uncast votes. This Resolution, together with Annex 1 and Annex 2, forms part of the documentation of the EGMS held on 19 October 2026.

Person authorised to sign pursuant to item 5 of this Resolution:

Ahmet Emre Buyukhanli
Chairman of the Board of Directors

Signature: Ahmet-Emre Buyukhanli
Digitally signed by
Ahmet-Emre Buyukhanli
Date: 2026.10.19 18:55:26
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