



ONE UNITED PROPERTIES S.A.

(a joint stock company incorporated in accordance with the laws of Romania, with its registered office located at 20 Maxim Gorki Street, District 1, Bucharest, Romania, registered with the Bucharest Trade Registry Office under no. J40 / 21705/2007, (EUID): ROONRC. J40 / 21705/2007, sole registration code 22767862)

INFORMATION DOCUMENT REGARDING THE DISTRIBUTION OF SHARES BY ONE UNITED PROPERTIES S.A.

This document (the “**Document**”) is issued in connection with the distribution of a number of 1,144,062,353 shares, each having a nominal value of RON 0.20 and a total nominal value of RON 228,812,470.60 to the shareholders of ONE UNITED PROPERTIES S.A., a joint stock company registered with the Trade Register attached to the Bucharest Tribunal under no. J40/21705/2007, EUID ROONRC. J40/21705/2007, unique registration code 22767862, having its registered office in Str. Maxim Gorki nr. 20, Sector 1, Bucharest, Romania (the “**Company**”) as this operation was approved by the Resolution of the Extraordinary General Meeting of Shareholders no. 60 (items 1¹, 2, 8¹ and 9 on the agenda) dated 10 September 2021 (“**EGMS Resolution 60/10 September 2021**”).

This document has been published and is made available to the public on the Company's website at <https://one.ro/>. The information in this Document is accurate only on the date mentioned on the first page of this Document.

1. RESPONSIBLE PERSONS

The Company, One United Properties SA, declares that it is a joint stock company established accordingly and validly operating in accordance with the laws of Romania, with its registered office in 20 Maxim Gorki street, District 1, Bucharest, Romania, registered with the Bucharest Trade Registry Office under no. J40 / 21705/2007, (EUID): ROONRC. J40 / 21705/2007, sole registration code 22767862 and accepts responsibility for the information contained in this Document. The persons responsible on behalf of the Company for the information contained in this Document are the members of the Board of Directors, respectively:

- a) CLAUDIO CISULLO – President of the Board of Directors;
- b) VICTOR CĂPITANU – executive member of the Board of Directors;



- c) ANDREI-LIVIU DIACONESCU – executive member of the Board of Directors;
- d) DRAGOȘ-HORIA MANDA – non-executive member of the Board of Directors;
- e) GABRIEL-IONUȚ DUMITRESCU – non-executive member of the Board of Directors;
- f) ADRIANA-ANCA DAMOUR – non-executive member of the Board of Directors;
- g) MARIUS-MIHAIL DIACONU – non-executive member of the Board of Directors.

Based on all the knowledge available to the Company (taking reasonable steps to ensure that it is correct), the information contained in this Document is in accordance with reality and does not contain omissions that may significantly affect this information.

2. INFORMATION ABOUT THE COMPANY

2.1 The company name is ONE UNITED PROPERTIES S.A.

One United Properties S.A. is a joint stock company established accordingly and validly operating in accordance with the laws of Romania, with its registered office in 20 Maxim Gorki street, District 1, Bucharest, Romania, registered with the Bucharest Trade Registry Office under no. J40/21705/2007, (EUID): ROONRC. J40 / 21705/2007, sole registration code 22767862 and has its fiscal residency in Romania. According to its articles of association, the Company operates for an undetermined period.

2.2 The share capital of the Company is 286,015,588.20 RON (of which RON 276,689,686.7 and EUR 1,922,633.5), fully subscribed and paid-up by the shareholders, divided into a number of 1,430,077,941 ordinary, nominative shares, dematerialized, having a nominal value of RON 0.20 /share, having the following holding structure:

NAME	NUMBER OF SHARES	VALUE	PERCENTAGE IN THE SHARE CAPITAL
VINCI VER HOLDING S.R.L.	425,562,457	85,112.491,4 RON	29.7580%
OA LIVIU HOLDING INVEST S.R.L.	425,562,457	85,112,491.4 RON	29.7580%
Individuals	300,928,045	60,185,609 RON	21.0428%
Legal entities	278,024,982	55,604,996.4 RON	19.4412%

3. INFORMATION ON THE ISSUANCE OF SHARES

3.1 Decision-making acts establishing the issuance of shares

The issuance of new shares was approved by EGMS Resolution 60/10 September 2021, thus approving the increase of the share capital by the amount of up to RON 228,812,470.60, by issuing a number of 1,144,062,353 new ordinary, nominative and dematerialized shares, with the nominal value of RON 0.20 per share, following the incorporation of approximately 80% of the issue premiums resulting from the public offer between June 22, 2021 and July 2, 2021 ("**Share Capital Increase**"), as well as the empowerment of the Board of Directors to adopt any decision and to carry out any acts or deeds that would be necessary, useful or advisable for the implementation of this decision.

The Board of Directors subsequently adopted Decision No. 19 dated 6 December 2021, which confirmed the final amount of the Share Capital Increase, respectively the amount of RON 228,812,470.60, by issuance of 1,144,062,353 new ordinary, nominative and dematerialized shares, with the nominal value of RON 0.20 per share.

3.2 Registration date for identifying the shareholders who will benefit from the shares distribution and who will be allotted shares

By the EGMS Resolution 60/10 September 2021 the following dates have been set:

- 17 December 2021 as registration date, identifying the shareholders who will benefit from the effects of the resolutions adopted by the EGMS, in accordance with the provisions of art. 87 para. (1) of Law no. 24/2017;
- 16 December 2021 as "ex-date", computed in accordance with the provisions of art. 2 (2) letter (l) of no. Regulation 5/2018;
- 15 December 2021 – as the date of guaranteed participation, in accordance with the provisions of art. 2 para. (2) letter j) of Regulation no. 5/2018;
- 20 December 2021 as payment date, computed in accordance with the provisions of art. 178 (4) of Regulation no. 5/2018; and
- 27 December 2021 as payment date, computed in accordance with the provisions of art. 178 (1) of Regulation no. 5/2018, for the payment of the price for the settlement of the shares fractions resulting from the implementation of the specific algorithm of the Share Capital Increase.

3.3 Description of the operation: the total value of the shares, the reason for the issuance and distribution of the shares, the number of newly issued shares and by which the share capital will be increased



Among the reasons for the Share Capital Increase is primarily the Company's desire to strengthen its relationship with its shareholders. The company registered as an issue premium resulting from the public offer in the period 22 June 2021 – 2 July 2021 (the “**Initial Public Offer**”) the amount of RON 233,111,060.28, representing the difference between the total amount paid as subscription price for all the new subscribed shares and the total nominal value of all the new shares subscribed under the Initial Public Offering (the “Issue Premiums”). Subsequently, by means of the EGMS Resolution 60/10 September 2021, the increase of the share capital by the amount of up to RON 228,812,470.60 was approved, by issuance of up to 1,144,062,353 new ordinary, nominative and dematerialized shares, with the nominal value of RON 0.20 per share, following the incorporation of approximately 80% of the Issue Premiums. Thus, the goal pursued by the implementation of the Share Capital Increase is that all the shareholders of the Company benefit from the success of the Initial Public Offer.

Subsequently, by the Decision of the Board of Directors no. 19 dated 6 December 2021, the total amount of the Share Capital Increase was confirmed, respectively the amount of RON 228,812,470.60 by issuance of 1,144,062,353 new ordinary, nominative and dematerialized shares, each having a nominal value of RON 0.20.

The New shares will be allotted to the Company's shareholders in proportion to their current holdings in the share capital of the Company; within the Share Capital Increase, for every 5 shares already held, 4 New Shares will be allotted. If the number of shares to which a shareholder would be entitled in the Share Capital Increase is not a natural number, the number of shares that will be effectively allotted to that shareholder will be rounded down to the next lower natural number, and the settlement price for the fractions of shares resulting from the application of the algorithm shown above and the rounding of the results is RON 2, while the New Shares resulting from the share fractions will be allotted to the Company. The rights related to the shares allotted to the Company, including the voting rights, shall be suspended for the entire period of their holding by the Company.

3.4 Description of the type and class of securities allotted

The New Shares are ordinary, nominative, dematerialized shares, having a nominal value of RON 0,20/share. The ISIN Code of the New Shares is ROJ8YZPDHWW8. The currency of the New Shares is RON, the national currency of Romania. The denomination per unit of the New Shares is RON 0.20 and the number of New Shares is 1,144,062,353.

Th rights related to the New Shares:

- Right to participate and to vote within the general meeting of shareholders (each New Share attaching one (1) vote);
- Right to dividends, namely to participate in the distribution of the Company's net profit;
- Preference right;
- Right to information;



- Right to elect, and be elected to, the management bodies;
- Right of withdrawal in certain cases and conditions provided by law;
- Right to participate in the distribution of assets in case of liquidation;
- The right to challenge the decisions of the general meeting of shareholders;
- The right to secure registration and confirmation of the ownership of shares issued by the Company;
- Other shareholders rights;
- Obligation to report an important shareholding; and
- Provisions regarding shareholders' squeeze-out from the Company.

3.5 The number of shares allotted for holding one share

For each 5 shares already held, 4 New Shares will be allotted, subject to the mentions regarding the shares fractions, as reflected under item 3.3. above.

3.6 The value of the increased share capital

Pursuant to the issuance of the New Shares, the Company's share capital shall be in value of RON 514,828,058.8, divided into 2,574,140,294 shares, each having a nominal value of RON 0.20.

COMPANY

ONE UNITED PROPERTIES S.A.

By: Diaconescu Andrei-Liviu

In capacity of: General Manager

Signature: _____

