

ANNOUNCEMENT

regarding the tender offer, with payment in cash, for up to 4,770,000 Shares of One United Properties S.A. at a price of RON 33 per Share

This announcement refers to a tender offer (the “**Tender Offer**”) initiated by One United Properties S.A., a joint-stock company incorporated under the laws of Romania, (the “**Offeror**” or the “**Issuer**”, as the case may be) for existing ordinary shares paid in full with a nominal value of RON 10 each (the “**Shares**”). The Tender Offer comprises an offer for up to 4,770,000 Shares representing up to 4.32 % of the subscribed and paid-up share capital of the Issuer. The shares are admitted to trading on the regulated spot market of the Bucharest Stock Exchange S.A. (“**Bucharest Stock Exchange**” or “**BVB**”), Premium category, with the market symbol “**ONE**”, ISIN ROJ8YZPDHWW8.

The Tender Offer is addressed to all holders of Shares (each an “**Investor**”).

The Tender Offer will be carried out exclusively in accordance with the terms and conditions of the tender offer document drafted by the Offeror and approved by the Financial Supervisory Authority (“**FSA**”) in accordance with Law no. 24/2017 on issuers of financial instruments and market operations (“**Capital Markets Law**”) and Regulation no. 5/2018 on issuers of financial instruments and market operations issued by the FSA (“**Tender Offer Document**”). The Tender Offer document was approved by the FSA by Decision no. 641 of 25.06.2026.

The Tender Offer Document will be made available: (i) in electronic format, on the website of SSIF BRK Financial Group S.A., the intermediary of the Tender Offer (the “**Intermediary**”), respectively <https://www.brk.ro/>, on the website of the Bucharest Stock Exchange (www.bvb.ro), as well as on the website of the Offeror (www.one.ro); and (ii) on paper, free of charge, at the request of the Investors addressed to the Offeror or the Intermediary, in accordance with the provisions of the Tender Offer Document, starting with the date of publication of the announcement regarding the Tender Offer.

Offer Period: The Tender Offer will commence on 01.07.2026 and will cease on 14.07.2026 (the “**Offer Period**”). The acceptance of the Tender Offer by the shareholders may be made during the entire duration of the Offer Period, on working days from Monday to Friday between 10:00 a.m. and 5:00 p.m., except for the closing date of the Tender Offer, when the schedule will be 10:00 a.m. - 1:00 p.m.

Issuer/Offeror: **ONE UNITED PROPERTIES S.A.**, a company established and operating in accordance with the legislation of Romania, having its registered office at 20 Maxim Gorki Street, Sector 1, Bucharest, Romania, registered with the Trade Register Office under no. J2007021705402, CUI 22767862, EUID: ROONRC.J2007021705402, subscribed and fully paid-up share capital: RON 1,105,000,000.

THE APPROVAL OF THE OFFER DOCUMENT HAS NO GUARANTEE VALUE AND DOES NOT REPRESENT ANY OTHER FORM OF ASSESSMENT BY THE FSA REGARDING THE OPPORTUNITY, ADVANTAGES OR DISADVANTAGES, PROFIT OR RISKS THAT THE TRANSACTIONS CONCLUDED BY ACCEPTING THE TENDER OFFER SUBJECT TO THE APPROVAL DECISION COULD PRESENT. THE APPROVAL DECISION CERTIFIES ONLY THE



REGULARITY OF THE TENDER DOCUMENT WITH REGARD TO THE REQUIREMENTS OF THE LAW AND THE NORMS ADOPTED IN ITS APPLICATION.

The Issuer's object of activity, as described by NACE Code 642, is "Activities of holding companies and financing channels".

The Issuer is one of the largest residential and mixed-use real estate developers and investors in Romania. The Company has a history of sustainable development of residential, mixed-use and office real estate in Bucharest and Constanta (Mamaia). The main activities of the Issuer include the construction and sale of apartments, the construction and rental of office properties, as well as the construction and rental or sale of commercial premises.

The Issuer is managed by a board of directors consisting of seven (7) members, of which two (2) directors are responsible for the day-to-day management of the Issuer, and five (5) are non-executive directors, who do not have such responsibilities.

At the date of this announcement, the Offeror held 1,069,400 Shares.

As at the date of this announcement, the persons with whom the Offeror acts in concert held the following Shares:

- Mr. Victor Căpitanu (indirectly through Vinci VER Holding S.R.L.) – 28,220,764 Shares;
- Mr. Andrei Diaconescu (indirectly through OA Liviu Holding Invest S.R.L.) – 28,220,764 Shares;
- Mr. Claudio Cisullo (indirectly through CC Trust Group AG) - 5,531,868 Shares;
- Mr. Marius Diaconu (directly and indirectly through Altius S.A.) – 5,670,689 Shares;
- Mrs. Augusta Valeria Dragic (indirectly through D Craig Holding S.A.) – 130,900 Shares.

Tender Offer: The Offeror intends to acquire through the Tender Offer up to 4,770,000 Shares (which, for the avoidance of doubt, do not include the Shares already held by the Offeror on the date of the Tender Offer Document).

An Investor may (but is not obliged to) participate in the Tender Offer with all or only part of its Shares, following the procedures described in the Tender Offer Document. Alternatively, an Investor may choose not to participate in the Tender Offer with any of its Shares (in which case no action is required from that Investor).

The Tender Offer is part of the buyback program approved by the Resolution of the Extraordinary General Meeting of Shareholders of the Offeror no. 79 of 15 October 2025 and published in the Official Gazette of Romania, Part IV, no. 5307 of 5 November 2025, with the purpose to decrease the share capital of the Offeror.

After the closing of the Tender Offer, the Offeror intends to cancel all the Shares acquired through the Tender Offer and decrease its share capital by the nominal value corresponding to these cancelled Shares.

Intermediary: SSIF BRK FINANCIAL GROUP S.A., a joint-stock company established under Romanian law, registered with the FSA Registry under no. PJR01SSIF/120072 registered with the Cluj Trade Registry Office under no. J1994003038124, EUID: ROONRC. J1994003038124, sole

registration code 6738423, with its registered office at Calea Motilor, No. 119, Cluj-Napoca, Cluj County.

Subscription method and places: The subscription to the Tender Offer is made in accordance with the terms and conditions of the Tender Offer Document (i) through the Intermediary or (ii) at the headquarters of investment firms or credit institutions, which have the quality of participants in the trading system of the BVB, and which (a) have signed and sent to the Intermediary an irrevocable and unconditional commitment to comply with the terms and conditions of the Tender Offer and applicable laws and (b) have received access to the market segment of BVB used for the Tender Offer (the “**Eligible Participants**”). The list of Eligible Participants can be found on the website of the Bucharest Stock Exchange (www.bvb.ro).

Important information

The information contained in this announcement is for informational purposes only and is not intended to be exhaustive or complete. No warranty, express or implied, is given as to the information presented in this announcement or its accuracy, correctness or completeness. This announcement is not intended for, and does not represent, or form part of, an offer to sell or an invitation to buy, exchange or subscribe for securities in any jurisdiction. This announcement does not represent a prospectus or a document equivalent to a prospectus.

The transmission, publication or distribution of this announcement in jurisdictions other than Romania may be restricted by law and, as a result, any persons to whom the laws of any jurisdictions other than Romania apply must inform themselves and comply with any applicable requirements. This announcement has been prepared to comply with the laws of Romania and the information presented may not be the same as if it had been presented if this announcement had been prepared in accordance with the laws and regulations of any other jurisdictions.

The Tender Offer is addressed exclusively to the holders of Shares of the Issuer and will be carried out exclusively in accordance with the procedures established by the Tender Offer Document.

The Offeror does not intend to acquire any other Shares other than as specified in the Tender Offer Document or under this Tender Offer during the period in which such Tender Offer is open for subscription.

Neither the Offeror, nor its directors, managers, employees or affiliates, make any statements of any kind relating to the Tender Offer Document or the Tender Offer, and none of the Offeror, the board of directors or managers of the Offeror, or the Intermediary (nor its directors, managers, employees or affiliates) make any recommendation to any Investor to participate in or refrain from offering Shares. No person has been authorized to make any recommendation on behalf of the Offeror, the board of directors or managers of the Offeror, or the Intermediary, whether or not Investors should offer for sale Shares pursuant to this Tender Offer, or to make any statement or provide information in connection with this Tender Offer, other than those included in this announcement. If any such recommendation, statement or information is submitted, it shall not be used as if authorized by the Offeror, the Offeror's board of directors or managers, or by the Intermediary. Investors are urged to carefully evaluate all information in the Tender Offer Document, the Subscription Form and



other related materials and to consult with their own investment and tax advisors and to make their own decisions as to whether to offer the Shares they hold for sale.