

To:

Financial Supervisory Authority

Financial Instruments and Investments Sector

Bucharest Stock Exchange

CURRENT REPORT

In compliance with the provisions of Law no. 24/2017 on issuers of financial instruments and market operations and Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of the report: March 23, 2023

Name of issuer: STAR RESIDENCE INVEST S.A.

Headquarters: Cluj-Napoca, 119 Moșilor Street, Cluj County

Telephone: +40 735 514 941

Trade Register no/date: J40/12985/2020

Tax Identification Code: 43151040, **Subscribed and paid share capital:** 15.311.294,40 lei

Regulated market where issued securities are traded: Bucharest Stock Exchange, - Aero Premium Tier, SMT, market symbol: REIT

Important events to be reported: Decision of the Board regarding the convening of the Ordinary General Meeting of Shareholders for April 28 / May 2, 2023

Convener of the Ordinary General Meeting of Star Residence Invest SA Shareholders

REIT CAPITAL S.A., Romanian legal entity, with registered office in Cluj-Napoca, Calea Motilor no. 119, Cluj county, registered at the Cluj Trade Register under no. J12/2922/2020, unique registration code 43070891 (hereinafter referred to as the Sole Administrator), as the sole administrator of STAR RESIDENCE INVEST S.A., a company established and operating according to Romanian legislation, with its registered office in Cluj-Napoca, Calea Motilor no. 119, Cluj county, registered at the Office of the Trade Registry next to the Cluj Court under no. J12/46/06.01.2023, CUI 43151040, (hereinafter referred to as the Company), in accordance with Decision no. 1 of the Board dated 23.03.2023, of the provisions of the Company's constitutive act valid on the date of the convocation, of the Companies Law no. 31/1990, Law no. 24/2017 on issuers of financial instruments and market operations and ASF Regulation no. 5/2018 regarding issuers of financial instruments and market operations, with subsequent amendments and additions,

SUMMONS

The Ordinary General Meeting of Shareholders (hereinafter referred to as OGMS), on 28.04.2023, at 15:00, at the headquarters of the Sole Administrator of the Company, in Cluj-Napoca, Calea Moșilor no. 119, Cluj county, for all shareholders registered at the end of 13.04.2023, considered the reference date, in the Shareholders' Register kept by Depozitarul Central S.A., and in case of non-fulfillment of the statutory conditions or any other validity conditions, the OGMS will be held on 02.05.2023, at 15:00, in the same place, for all shareholders registered in the Register of Shareholders on the same reference date, with the following

AGENDA:

1. Approval of the audited annual financial statements of the Company, related to the financial exercise of 2022, based on the Administrator's Report and the Report of the Company's financial auditor.
2. Approval of the discharge of the Sole Administrator for the activity carried out in the financial year 2022, based on the reports presented.
3. Approval regarding to distribution of the net profit related to the financial year 2022 to the following destinations: legal reserve (5% of the profit) 32,859 lei, dividends (90% of the profit) 526,467 lei and the difference represents retained profit 58,496.10 lei.

4. Approval of the Investment Program and the Revenue and Expenditure Budget for the financial year 2023.
5. Approval of the remuneration policy for the year 2023.
6. Approval of remuneration report for 2022.
7. The election of the MBO Audit&Accounting financial auditor for the financial year 2023.
8. Approval of the date of 19.05.2023 as the date of registration (ex-date 18.05.2023) of the shareholders on whom the effects of the decisions adopted by the Ordinary General Meeting of Shareholders are reflected, according to art. 87 of Law no. 24/2017 and the approval of the date of 02.06.2023 as the payment date, according to art. 87 para. (2) from Law no. 24/2017.
9. Approval of the mandate of the Sole Administrator through his representative, Mrs. Monica-Adriana Ivan, with the possibility of substitution, to carry out all the procedures and formalities provided for by law for carrying out the decisions of the OGMS, to submit and receive documents and to sign for this purpose on behalf of The Company, in relation to the Trade Register, the Monitorul Oficial, the Financial Supervisory Authority, the Bucharest Stock Exchange and any other institutions.

At the Ordinary General Meeting of Shareholders, all shareholders registered at the end of 13.04.2023 set as reference date are entitled to participate and vote.

The access of the shareholders entitled to participate in "OGMS" is allowed by simple proof of their identity, made in the case of natural person shareholders with the identity document, and in the case of legal person shareholders and represented natural person shareholders, with a special or general power of attorney, given the natural person who represents him and the identity document of the representative. The power of attorney form can be obtained from the headquarters of the Company's administrator starting on **27.03.2023** and from the website www.starresidenceinvest.ro, being available in both Romanian and English.

The special or general power of attorney will be drawn up in three original copies (one for the company, one for the principal, one for the trustee). Proxies and a copy of the identity document or the registration certificate and the ascertaining certificate issued by the trade register or any other document issued by a competent authority in the state where the shareholder is legally registered (with a maximum of 3 months of age relative to date of publication of the convenor of the general meeting) will be submitted/sent in original to the Company's headquarters or sent by e-mail until 26.04.2023 at 15.00, to the e-mail address office@reit-capital.ro.

In the case of the special power of attorney granted by a shareholder to a credit institution that provides custody services, it will be signed by the respective shareholder and will be accompanied by a declaration on its own responsibility given by the credit institution that received the power of representation through the special power of attorney, from which it appears that:

- the credit institution provides custody services for the respective shareholder,
- the instructions in the special power of attorney are identical to the instructions in the SWIFT message received by the credit institution to vote on behalf of that shareholder,
- the special power of attorney is signed by the shareholder.

On the date of the meeting, upon entering the meeting room of the general meeting, the appointed representative will hand over the original power of attorney, if it was sent by e-mail with an embedded electronic signature, and a copy of his identification documents.

One or more shareholders, individually or together representing at least 5% of the share capital, have the right to introduce items on the agenda of the General Meetings.

The proposals regarding the introduction of new items on the agenda of the general meeting, respectively the draft decisions for the items included or proposed to be included on the agenda of the general meeting, will be accompanied by the copies of the identification documents of the initiators. These refer to identity documents (passport/identity card) in the case of natural persons and registration and verification certificates or any other document issued by a competent authority in the state in which the shareholder is legally registered (with an age of no more than 2 Monday relative to the date of publication of the convenor of the general meeting) indicating the holders of the capacity of legal representatives for the legal persons who are shareholders of the Company. The documents attesting the legal representative status drawn up in a foreign language other than English will be accompanied by a translation made by an authorized translator, in Romanian or English, and the legal representative status will be established based on the list of shareholders made available by the Central Depository.

The proposals will be submitted to the headquarters of the Company's administrator no later than **10.04.2023**, 17:00, in a sealed envelope, with the mention written clearly and in capital letters "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS" or sent by e-mail, with incorporated electronic signature according to Law no. 455/2001, regarding the electronic signature, within the same period to the address: office@reit-capital.ro, mentioning in the subject "FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS".

It is brought to the attention of the shareholders that with regard to the proposals regarding the introduction of new items on the agenda of the meeting, it is necessary that for each item proposed by the initiators there is a justification or a draft resolution proposed for adoption by the general meeting.

The latest updated version of the proxies and postal ballots will be available on the company's website starting from **12.04.2023** at **17.00**.

Each shareholder has the right to address written questions to the Sole Administrator before the date of the general meeting, regarding the items on the agenda, according to art. 198-199 of the ASF Regulation no. 5/2018. The answer is considered given if the requested information is published on the company's website.

Shareholders registered on the reference date in the shareholders' register have the possibility to vote by mail, before the date of the meeting by using the voting by mail form. The voting form by mail, together with the copy of the identity document and/or the registration certificate and the ascertaining certificate issued by the ORC or any other document of the shareholder, issued by a competent authority in the state in which the shareholder is legally registered (with a age of no more than 3 months compared to the date of publication of the convenor of the general meeting) will be sent to the Company, in original, at its headquarters or by e-mail, with the extended electronic signature, incorporated according to Law no. 455/2001, to the email address office@reit-capital.ro, until **26.04.2023** at 15.00. The forms will be written either in Romanian or in English. Shareholders who voted by special proxies or postal ballots can change their initial voting option or the means of expressing the vote, the last vote expressed and registered until **26.04.2023**, **15.00**, being considered valid.

In the situation where the shareholder who cast his vote by mail participates in person or through a representative at the general meeting, the vote by mail expressed for that general meeting will be canceled. In this case, only the vote expressed in person or by representative will be taken into account.

Mail ballot forms, special power of attorney forms (both available in Romanian and English), documents and informative materials related to the issues included on the agenda, including draft resolutions, are made available to shareholders starting from of **27.03.2023**, at **17.00** on the company's website at www.starresidenceinvest.ro and at the headquarters of the company's administrator in Cluj-Napoca, Motilor str. no. 119.

The Sole Administrator recommends shareholders to consult the supporting materials for the OGMS, available on the website www.starresidenceinvest.ro starting with the date of publication of the Convocation in the Monitorul Oficial of Romania, part IV.

Monica Ivan

General Manager of REIT Capital (administrator of STAR Residence Invest SA)