

WRITTEN MATERIALS

FOR THE GENERAL MEETING OF INTERCAPITAL PROPERTY DEVELOPMENT REIT,

which will be held on 28.06.2024 from 12:00 p.m Eastern European Summer Time - EEST
(09:00 Coordinated Universal Time - UTC),
in the city of Sofia, 6 Dobrudzha Street, 1st floor

The submitted written materials have been approved by the Company's Board of Directors.

Contents :

1. General provisions	3
2. Form of power of attorney for participation in the General Assembly by proxy (for natural person shareholders).	6
3. Form of power of attorney for participation in the General Meeting by proxy (for shareholders, legal entities).	10
4. Agenda of the General Meeting of Shareholders of INTERCAPITAL PROPERTY DEVELOPMENT REIT 14	
5. Written materials and applications (if necessary)	17

1. General

These written materials were prepared on the basis of Art. 224 of the Commercial Law, are approved by the Board of Directors of "INTERKAPITAL PROPERTY DEVELOPMENT" REIT and are provided free of charge to the company's shareholders.

[an invitation to the shareholders, announced in the Commercial Register and published](https://icpd.bg/general_meeting.html) on the company's website https://icpd.bg/general_meeting.html in accordance with the requirements of the Commercial Law, the Law on the Public Offering of Securities, the Law on the Commercial Register and the Register of Non-Profit Legal Entities and the Company's Articles of Association. The invitation is also provided to the Financial Supervision Commission and the public in accordance with Art. 100t, para. 1 and 3 of the Civil Procedure Code, as well as on the regulated market on which the shares of the Company are admitted to trading - "Bulgarian Stock Exchange" AD.

The general meeting of shareholders of INTERCAPITAL PROPERTY DEVELOPMENT REIT will be held on 28.06.2024 at 12:00 Eastern European Summer Time - EE S T, at the following address: city of Sofia, Dobrudzha St. No. 6, 1st floor.

of shareholders and persons authorized to represent shareholders begins at 11:30 a.m. on 28.06.2024 d. at the venue of the general meeting.

A shareholder or shareholders who jointly or individually own shares representing at least 5 percent of the company's capital pursuant to Art. 223a of the Commercial Law in connection with Art. 118, para. 2, item 4 of the Civil Procedure Code, after the announcement of the invitation, they may also include other issues in the agenda of the general meeting, as well as propose decisions on issues already included in the agenda of the general meeting. This right does not apply when the agenda of the general meeting includes an item whose subject is decision-making under Art. 114, para. 1 of the Civil Procedure Code. Persons do not have the right to include in the agenda of the general meeting new items for decision-making under Art. 114, para. 1 of the Civil Procedure Code. The list of new issues is submitted for announcement in the Commercial Register no later than 15 days before the date of the General Meeting. In this case, the shareholders should submit to the Commission for Financial Supervision, the regulated market and the company no later than the next business day after the announcement in the Commercial Register of the other issues included in the agenda of the General Assembly, the materials under Art. 223a, para. 4 of the Commercial Law. In this case, the Company is obliged to update the invitation and publish it together with the written materials. The right of shareholders to make substantial proposals for decisions on matters already included in the agenda of the general meeting can be exercised until the termination of the debates on this matter before voting of the decision by the general meeting.

Shareholders have the right to ask questions during the General Meeting in relation to the economic and financial situation and commercial activity of the Company, except for circumstances that constitute inside information. Shareholders may ask such questions regardless of whether they are related to the agenda. The shareholders' proxies have the same right.

In accordance with the requirements of Art. 115g, para. 5 of the Law on the Public Offering of Securities and on the basis of Art. 92 of the Articles of Association, the Board of Directors of the Company has adopted and published on the website www.icpd.bg the following rules for the terms and conditions of voting by proxy and the method of obtaining proxies electronically:

1. The shareholders in INTERCAPITAL PROPERTY DEVELOPMENT REIT have the right to authorize any natural or legal person to participate and vote in the general meeting on their behalf.
2. The members of the Board of Directors may represent a shareholder in the event that the power of attorney explicitly states the method of voting on each item on the agenda. In the event that a member of the Board of Directors is a shareholder or a legal representative of a shareholder, he votes in the general meeting without restriction.
3. The written power of attorney meeting the requirements of Art. 116, para. 1 and para. 2 of the Civil Procedure Code, must be for the specific general meeting, be explicit and indicate at least the details of the shareholder and the proxy, the number of shares to which the proxy applies; the agenda of the issues proposed for discussion; the proposals for decisions on each of the issues on the agenda; the manner of voting on each of the matters or indicating that the proxy has the discretion as to whether and in what manner to vote; date and signature.
4. A sample of the power of attorney for voting by proxy is included in the written materials for the relevant general meeting, which are published on the company's website and are available to shareholders at the address of management, no later than the announcement of the invitation to the general meeting in the Commercial Register .
5. The power of attorney, drawn up on paper, is presented in original at the registration of the general meeting. A power of attorney issued in a foreign language must be accompanied by a legalized translation into Bulgarian. In case of inconsistency between the texts, the text in Bulgarian takes precedence.
6. Shareholders - natural persons, are identified with an identity document. The shareholders - legal entities, are represented by their legal representatives, who are legitimized with a certificate of current status and an identity document.
7. The proxies of the shareholders - individuals and legal entities, are legitimized by an express written power of attorney or by a power of attorney received by electronic means in accordance with these Terms, which must be issued by the shareholder for this general meeting of the company and meet the requirements of the law, a certificate for the current status of the legal entity - shareholder, as well as with an identity document of the authorized person. In the event that the proxy is a legal entity, its legal representative is legitimized, in addition to a power of attorney from the shareholder and a certificate of current status with a legal entity-shareholder, with a certificate of current status of the authorized legal entity and an identity document of the legal representative.
8. In case of sending the power of attorney by electronic means, the power of attorney is valid, which was received no later than one day before the day on which the general meeting is held, to the email address panteleeva@icpd.bg. The power of attorney should be manually signed and scanned, and the file should be attached to the electronic message. The electronic message must contain a statement of the authorizer to the Company, with which the company is notified of the authorization made, and must be signed as an electronic document with an electronic signature of the authorizer, within the meaning of the Electronic Document and Electronic Signature Act.

Written materials

9. If more than one paper power of attorney issued by the same shareholder is presented, the power of attorney with a later date is valid.
10. In case the authorizing person is a shareholder - a foreign person, the power of attorney received by electronic means is translated by a legalized translator by and at the expense of the company.
11. The withdrawal of an authorization made by electronic means must be done in the same order and manner as the authorization itself.
12. The company notifies those present at the general meeting of shareholders about the powers of attorney received at the opening of the general meeting.
13. For all cases not regulated by these Rules, the provisions of the Commercial Law and the Law on the Public Offering of Securities shall apply.

The re-authorization with the rights under granted powers of attorney, as well as the power of attorney given in violation of the requirements of the LPA, is null and void.

2. Form of power of attorney for participation in the General Assembly by proxy (for natural person shareholders).

POWER OF ATTORNEY

The undersigned, _____, TIN _____, with ID card No. _____, issued on _____ year by the Ministry of the Interior-_____, with permanent address: _____

in his capacity as a **shareholder** owning _____ number of shares from the capital of **INTERCAPITAL PROPERTY DEVELOPMENT REIT REIT**,

pursuant to Art. 226 of the Commercial Law in connection with Art. 116 of the Civil Code,

I AUTHORIZE:

_____, TIN _____, with ID card No. _____ issued in _____ year by the Ministry of the Interior-_____, with permanent address _____

with the following rights:

1. To represent me at the regular annual general meeting of shareholders of **INTERCAPITAL PROPERTY DEVELOPMENT REIT**, which will be held on 28.06.2024 at 1 2:00 p.m Eastern European Summer Time - EE S T, in the city of Sofia, "Dobrudzha" St. No. 6, floor 1, and in the absence of a quorum on the basis of Art. 115, para. 14 of the Civil Procedure Code, the meeting will be held on 15.07.2020 at the same time and at the same place, regardless of the capital presented to it.

2. To vote with all the shares held by me on the matters on the agenda of the meeting in the manner indicated below, namely:

Point one : Report of the management body on the Company's activities in 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the Board of Directors on the Company's activities in 2023.

Method of voting: "for", "against", "abstain"

Point two : Annual report of the Audit Committee of the Company on the activity in 2023;

Draft decision : The General Meeting of Shareholders accepts the annual report of the Company's Audit Committee on the activity in 2023.

Method of voting: "for", "against", "abstain"

Point three : Report of the selected registered auditor on the annual financial statement of the Company for 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the selected registered auditor on the Company's annual financial report for 2023.

Method of voting: "for", "against", "abstain"

Point four : Adoption of the Company's annual financial report for 2023;

Draft decision : The General Meeting of Shareholders adopts the annual financial report of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point five : Adoption of a decision regarding the financial result of the Company for 2023;

Draft decision : The general meeting of shareholders adopts a decision regarding the financial result of the Company for 2023 according to the proposal contained in the materials on the agenda.

Method of voting: "for", "against", "abstain"

Point six : Exoneration of the members of the Board of Directors for their activities during the period 01.01.2023 - 31.12.2023;

Draft decision : The General Meeting of Shareholders exempts from liability the members of the Board of Directors Velichko Stoychev Klingov, Tsvetelina Chavdarova Hristova and "AHELOY 2012" OOD, with EIK 202371390, for their activity during the period 01.01.2023 - 31.12.2023.

Method of voting: "for", "against", "abstain"

Point seven : Selection of a registered auditor for verification and certification of the Company's annual financial report for 2024;

Draft decision : To verify and certify the annual financial report of the Company for 2024. The General Meeting of Shareholders elects the registered auditor proposed by the Board of Directors and recommended by the Audit Committee, according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item Eight : Report of the Investor Relations Director;

Draft decision : The General Meeting of Shareholders adopts the report of the Investor Relations Director for 2023.

Method of voting : "for", "against", "abstain"

Point nine : Report of the management body on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023;

Draft decision : The General Meeting of Shareholders adopts the report of the Board of Directors on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point ten : Change of the Company's management address;

Draft decision : The General Meeting of Shareholders adopts a decision to change the address of the Company's management as follows: 6 Dobrudzha Street, 1st floor.

Method of voting: "for", "against", "abstain"

Item eleven : Adoption of changes to the Company's Articles of Association;

Draft decision: The General Meeting of Shareholders accepts changes to the Company's Articles of Association according to the proposal contained in the agenda materials;

Method of voting: "for", "against", "abstain"

Item twelve : Adoption of changes in the composition of the Board of Directors;

Draft decision : The General Meeting of Shareholders adopts changes in the Composition of the Board of Directors according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item thirteen : Adoption of a decision to renew the mandate of the Audit Committee;

Draft decision : The general meeting of shareholders re-elects the current members of the Audit Committee of the company Iva Chavdarova Chorapinova, Tsvetelina Chavdarova Hristova and Zhivka Dimitrova Stankova – Nikolova for a new 5-year term starting from the date of the general meeting.

Method of voting: "for", "against", "abstain"

Point fourteen : Adoption of a decision to empower the executive director;

Draft decision : The general meeting of shareholders assigns the executive director of the Company, personally or through duly authorized persons, to carry out all legal and factual actions necessary for the implementation of the adopted decisions, including, but not limited to,

Written materials

announcing those adopted by the general meeting of the shareholders, acts and decisions before the Commercial Register, the Financial Supervision Commission, the BSE and the public."

Method of voting: "for", "against", "abstain"

The proxy's declaration of will for the proxy's voting method is made by noting (underlining or enclosing) the options for voting on each of the proposed decisions on the issues on the agenda.

In cases of failure to indicate the voting method for the proposed decisions on the issues on the agenda, the proxy has the right to decide whether to vote and in what way.

The authorization also covers the voting on issues that are included in the agenda under the conditions of Art. 231, para. 1 T&C and have not been notified or announced in accordance with Art. 223 and Art. 223a of the Civil Code. On these matters, the proxy has the right, at its own discretion, to decide whether and how to vote.

According to Art. 116, paragraph 4 of the Civil Procedure Code, re-authorization with the rights listed above is null and void.

Date: _____ yr.

Authorizer: _____

city. _____

3. Form of power of attorney for participation in the General Assembly by proxy (for shareholders, legal entities).

POWER OF ATTORNEY

The undersigned, _____, TIN _____, with ID card No. _____, issued on _____ year by the Ministry of the Interior- _____, in the capacity of _____ " _____ " _____, with headquarters and address of management _____, entered in the Commercial Register at the Registration Agency, with EIC _____,

in his capacity as a **shareholder** owning _____ number of shares of the capital of **"INTERKAPITAL PROPERTY DEVELOPMENT" REIT**,

pursuant to Art. 226 of the Commercial Law in connection with Art. 116 of the Civil Code,

I AUTHORIZE:

_____, TIN _____, with ID card No. _____ issued in _____ year by the Ministry of the Interior- _____, with permanent address _____

with the following rights:

1. To represent the company at the regular annual general meeting of shareholders of **INTERCAPITAL PROPERTY DEVELOPMENT REIT**, which will be held on 28.06.2024 at 12:00 p.m Eastern European Summer Time - EE S T, in the city of Sofia, "Dobrudzha" St. No. 6, floor 1, and in the absence of a quorum on the basis of Art. 115, para. 14 of the Civil Procedure Code, the meeting will be held on the 15 07.2024 at the same time and at the same place regardless of the capital presented to him.

2. To vote with all shares owned by the company on the issues on the agenda of the meeting according to the manner indicated below, namely:

Point one : Report of the management body on the Company's activities in 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the Board of Directors on the Company's activities in 2023.

Method of voting: "for", "against", "abstain"

Point two : Annual report of the Audit Committee of the Company on the activity in 2023;

Draft decision : The General Meeting of Shareholders accepts the annual report of the Company's Audit Committee on the activity in 2023.

Method of voting : "for", "against", "abstain"

Point three : Report of the selected registered auditor on the annual financial statement of the Company for 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the selected registered auditor on the Company's annual financial report for 2023.

Method of voting: "for", "against", "abstain"

Point four : Adoption of the Company's annual financial report for 2023;

Draft decision : The General Meeting of Shareholders adopts the annual financial report of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point five : Adoption of a decision regarding the financial result of the Company for 2023;

Draft decision : The general meeting of shareholders adopts a decision regarding the financial result of the Company for 2023 according to the proposal contained in the materials on the agenda.

Method of voting: "for", "against", "abstain"

Point six : Exoneration of the members of the Board of Directors for their activities during the period 01.01.2023 - 31.12.2023;

Draft decision : The General Meeting of Shareholders exempts from liability the members of the Board of Directors Velichko Stoychev Klingov, Tsvetelina Chavdarova Hristova and "AHELOY 2012" OOD, with EIK 202371390, for their activity during the period 01.01.2023 - 31.12.2023.

Method of voting: "for", "against", "abstain"

Point seven : Selection of a registered auditor for verification and certification of the Company's annual financial report for 2024;

Draft decision : To verify and certify the annual financial report of the Company for 2024. The General Meeting of Shareholders elects the registered auditor proposed by the Board of Directors and recommended by the Audit Committee, according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item Eight : Report of the Investor Relations Director;

Draft decision : The General Meeting of Shareholders adopts the report of the Investor Relations Director for 2023.

Method of voting: "for", "against", "abstain"

Point nine : Report of the management body on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the Board of Directors on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point ten : Change of the Company's management address;

Draft decision : The General Meeting of Shareholders adopts a decision to change the address of the Company's management as follows: 6 Dobrudzha Street, 1st floor.

Method of voting: "for", "against", "abstain"

Item eleven : Adoption of changes to the Company's Articles of Association;

Draft decision: The General Meeting of Shareholders accepts changes to the Company's Articles of Association according to the proposal contained in the agenda materials;

Method of voting: "for", "against", "abstain"

Item twelve : Adoption of changes in the composition of the Board of Directors;

Draft decision : The General Meeting of Shareholders adopts changes in the Composition of the Board of Directors according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item thirteen : Adoption of a decision to renew the mandate of the Audit Committee;

Draft decision : The general meeting of shareholders re-elects the current members of the Audit Committee of the company Iva Chavdarova Chorapinova, Tsvetelina Chavdarova Hristova and Zhivka Dimitrova Stankova – Nikolova for a new 5-year term starting from the date of the general meeting.

Method of voting: "for", "against", "abstain"

Point fourteen : Adoption of a decision to empower the executive director;

Draft decision : The general meeting of shareholders assigns the executive director of the Company, personally or through duly authorized persons, to carry out all legal and factual actions necessary for the implementation of the adopted decisions, including, but not limited to,

Written materials

announcing those adopted by the general meeting of the shareholders, acts and decisions before the Commercial Register, the Financial Supervision Commission, the BSE and the public."

Method of voting: "for", "against", "abstain"

The proxy's declaration of will for the proxy's voting method is made by noting (underlining or enclosing) the options for voting on each of the proposed decisions on the issues on the agenda.

In cases of failure to indicate the voting method for the proposed decisions on the issues on the agenda, the proxy has the right to decide whether to vote and in what way.

The authorization also covers the voting on issues that are included in the agenda under the conditions of Art. 231, para. 1 T&C and have not been notified or announced in accordance with Art. 223 and Art. 223a of the Civil Code. On these matters, the proxy has the right, at its own discretion, to decide whether and how to vote.

According to Art. 116, para. 4 of the Civil Procedure Code reauthorization with the rights listed above is null and void.

Date: _____ year

Authorized person: _____

city. _____

4. Agenda of the General Meeting of Shareholders of INTERCAPITAL PROPERTY DEVELOPMENT REIT

Point one : Report of the management body on the Company's activities in 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the Board of Directors on the Company's activities in 2023.

Method of voting: "for", "against", "abstain"

Point two : Annual report of the Audit Committee of the Company on the activity in 2023;

Draft decision : The General Meeting of Shareholders accepts the annual report of the Company's Audit Committee on the activity in 2023.

Method of voting: "for", "against", "abstain"

Point three : Report of the selected registered auditor on the annual financial statement of the Company for 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the selected registered auditor on the Company's annual financial report for 2023.

Method of voting: "for", "against", "abstain"

Point four : Adoption of the Company's annual financial report for 2023;

Draft decision : The General Meeting of Shareholders adopts the annual financial report of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point five : Adoption of a decision regarding the financial result of the Company for 2023;

Draft decision : The general meeting of shareholders adopts a decision regarding the financial result of the Company for 2023 according to the proposal contained in the materials on the agenda.

Method of voting: "for", "against", "abstain"

Point six : Exoneration of the members of the Board of Directors for their activities during the period 01.01.2023 - 31.12.2023;

Draft decision : The General Meeting of Shareholders exempts from liability the members of the Board of Directors Velichko Stoychev Klingov, Tsvetelina Chavdarova Hristova and "AHELOY 2012" OOD, with EIK 202371390, for their activity during the period 01.01.2023 - 31.12.2023.

Method of voting : "for", "against", "abstain"

Written materials

Point seven : Selection of a registered auditor for verification and certification of the Company's annual financial report for 2024;

Draft decision : To verify and certify the annual financial report of the Company for 2024. The General Meeting of Shareholders elects the registered auditor proposed by the Board of Directors and recommended by the Audit Committee, according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item Eight : Report of the Investor Relations Director;

Draft decision : The General Meeting of Shareholders adopts the report of the Investor Relations Director for 2023.

Method of voting: "for", "against", "abstain"

Point nine : Report of the management body on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023;

Draft decision : The General Meeting of Shareholders accepts the report of the Board of Directors on the implementation of the Policy on the remuneration of the members of the Board of Directors of the Company for 2023.

Method of voting: "for", "against", "abstain"

Point ten : Change of the Company's management address;

Draft decision : The General Meeting of Shareholders adopts a decision to change the address of the Company's management as follows: 6 Dobrudzha Street, 1st floor.

Method of voting: "for", "against", "abstain"

Item eleven : Adoption of changes to the Company's Articles of Association;

Draft decision: The General Meeting of Shareholders accepts changes to the Company's Articles of Association according to the proposal contained in the agenda materials;

Method of voting: "for", "against", "abstain"

Item twelve : Adoption of changes in the composition of the Board of Directors;

Draft decision : The General Meeting of Shareholders adopts changes in the Composition of the Board of Directors according to the proposal contained in the agenda materials.

Method of voting: "for", "against", "abstain"

Item thirteen : Adoption of a decision to renew the mandate of the Audit Committee;

Draft decision : The general meeting of shareholders re-elects the current members of the Audit Committee of the company Iva Chavdarova Chorapinova, Tsvetelina Chavdarova Hristova and Zhivka Dimitrova Stankova – Nikolova for a new 5-year term starting from the date of the general meeting.

Method of voting: "for", "against", "abstain"

Point fourteen : Adoption of a decision to empower the executive director;

Draft decision : The general meeting of shareholders assigns the executive director of the Company, personally or through duly authorized persons, to carry out all legal and factual actions necessary for the implementation of the adopted decisions, including, but not limited to, announcing those adopted by the general meeting of the shareholders, acts and decisions before the Commercial Register, the Financial Supervision Commission, the BSE and the public."

Method of voting: "for", "against", "abstain"

5. Written materials and applications (if required)

Materials under Item 1 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders accepts the report of the Board of Directors on the Company's activities in 2023 "

Appendix No. 1: Report of the Board of Directors on the Company's activities in 2023, published on the Company's website: <http://icpd.bg/financial.html>

Materials under Item 2 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders accepts the annual report of the Company's Audit Committee on the activity in 2023. "

Appendix No. 2 : Annual report of the Company's Audit Committee on the activity in 2023.

Materials under Item 3 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders accepts the report of the selected registered auditor on the Company's annual financial report for 2023. "

Appendix No. 3 : Report of the selected registered auditor on the Company's annual financial report for 2023, published on the Company's website: <http://icpd.bg/financial.html>

Materials under Item 4 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders adopts the annual financial report of the Company for 2023 "

Appendix No. 4: Annual financial report of the company for 2023, published on the website of the Company: <http://icpd.bg/financial.html>

Materials under Item 5 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The general meeting of shareholders adopts a decision not to distribute a dividend, since according to the verified and audited financial report for 2023, no positive financial result subject to distribution, determined in accordance with Art. 29, para. 3 of the ZDSITSDS . " The accounting financial result for 2023 - profit in the amount of BGN 573,165.30 (five hundred seventy-three thousand one hundred sixty-five BGN and thirty cents) - is treated as retained earnings."

Appendix No. 5 : Reference under Art. 29, para. 3 of the ZDSITSDS, published on the Company's website: <http://icpd.bg/financial.html>

Materials under Item 6 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The general meeting of shareholders exempts the members of the Board of Directors Velichko Stoychev Klingov, Tsvetelina Chavdarova Hristova and "AHELOY 2012" E OOD, with EIK 202371390, from responsibility for their activities during the period 01.01.2023 - 12.31.2023 "

Materials under Item 7 of the Agenda :

The Chairman of the Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

"The general meeting of shareholders elects the registered auditor recommended by the Audit Committee, namely Katerina Krasimirova Shopova - a registered auditor with Diploma No. 0864 in IDES for a registered auditor, who will perform an inspection and certification of the annual financial report of the Company for 2024 .

Appendix No. 6 : Reference from the IDES register.

Materials under Item 8 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders adopts the report of the Investor Relations Director for 2023 "

Annex No. 7 : Report on the activities of the Investor Relations Director for 2023 .

Materials under Item 9 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The General Meeting of Shareholders accepts the report of the Board of Directors on the implementation of the Policy for the remuneration of the members of the Board of Directors of the Company for 2023. "

Appendix No. 8 : Report of the Board of Directors on the implementation of the Policy for the remuneration of the members of the Board of Directors of the Company for 2023.

Materials under Item 10 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

"The general meeting of shareholders adopts a decision to change the address of the Company's management, as follows: 6 Dobrudzha Street, 1st floor."

Materials under Item 11 of the Agenda :

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

"The general meeting of shareholders adopts a change in the Company's Articles of Association, approved by Decision No. 353 - DSIT dated 23.05.2024 of the Financial Supervision Commission, as follows: point 6 of the Company's Articles of Association acquires the following wording: "The address of the Company's management is: city of Sofia, Sredets district, "Dobrudzha" street No. 6, floor 1.

Appendix No. 9 : Draft of the amended statute of the Company;

Appendix No. 10 : Decision No. 353 - DSIT dated 23.05.2024 of the Financial Supervision Commission.

Materials under Item 12 of the Agenda:

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

"The General Meeting of Shareholders adopts the following changes in the composition of the Board of Directors:

- 1) Releases "AHELOY 2012" EOOD, with EIK 202371390, as a member of the Board of Directors;
- 2) Elects Petya Georgieva Yordanova as a new member of the Board of Directors, provided that she receives approval from the Commission for Financial Supervision in accordance with Art. 15, para. 1 of the ZDSITSDS;
- 3) The general meeting of shareholders adopts a decision that the newly elected member of the Board of Directors shall not receive a monthly remuneration for his activities as a member of the Board of Directors of "INTERKAPITAL PROPERTY DEVELOPMENT" REIT and not to submit a guarantee for management under Art. 116c, para. 2 of the Civil Procedure Code.

Appendix No. 11 : Diploma of completed higher education, professional curriculum vitae, criminal record certificate and a set of declarations from the person proposed as a member of the Board of Directors, according to the requirements of the Commercial Code, the Civil Code and the Civil Code.

Materials under Item 13 of the Agenda

The Board of Directors, on the recommendation of the Chairman of the Board of Directors, proposes to the General Meeting of Shareholders the following draft decision:

"The general meeting of shareholders re-elects the current members of the Company's Audit Committee Iva Chavdarova Chorapinova, Tsvetelina Chavdarova Hristova and Zhivka Dimitrova Stankova - Nikolova for a new 5-year term starting from the date of the general meeting."

Appendix No. 12 : Diplomas and declarations from the members of the Audit Committee according to Art. 107 of ZNFO, professional resume.

Materials under Item 14 of the Agenda

The Board of Directors proposes to the General Meeting of Shareholders the following draft decision:

" The general meeting of shareholders assigns the executive director of the Company, personally or through duly authorized persons, to perform all legal and factual actions necessary for the implementation of the adopted decisions, including, but not limited to, announcing the acts adopted by the general meeting of shareholders and decisions before the Trade Register, Financial Supervision Commission, BSE and the public ."

