

To: Bucharest Stock Exchange
Financial Supervisory Authority
London Stock Exchange

Important events to be reported:

The Guidance Letter of the Board of Nominees related to 26 March 2024 Ordinary General Shareholders' Meeting

The Board of Nominees (the "**Board**") of Fondul Proprietatea S.A. (the "**Fund**"), would like to issue a Guidance Letter for **Item 4 on the agenda of the Fund's Ordinary General Shareholders' Meeting ("OGM"), as supplemented, called for 26 March 2024** at "Intercontinental Athénée Palace Bucharest" Hotel, Le Diplomate Salon, 1-3 Episcopiei Street, 1st District, Bucharest, 010292, Romania, commencing 11:00 am (RO time) related to:

"4. The appointment for a period of three (3) years of two members in the Board of Nominees of Fondul Proprietatea following the expiration of two mandates on 6 April 2024, as follows:

- a. The appointment of a member of the Board of Nominees following the expiration of the mandate of Mr. Nicholas Paris on 6 April 2024; the mandate of the new member is valid for a period of three (3) years and shall produce its effects starting with 7 April 2024 or the acceptance date for the new mandate, whichever occurs later. (secret vote)*
- b. The appointment of a member of the Board of Nominees following the expiration of the mandate of Mr. Omer Tetik on 6 April 2024; the mandate of the new member is valid for a period of three (3) years starting with 7 April 2024 or the acceptance date for the new mandate, whichever occurs later. (secret vote)"*

Considering the final list of candidates received for the two positions for the Fund's Board of Nominees, as detailed on the Fund's webpage, [here](#), the Board has undertaken the following steps:

The Board of Nominees has reviewed the new candidates on the final list. The Board's analysis takes into consideration the independence of each candidate, their experience with closed-end funds, financial institutions and capital markets, relevant independent non-executive board director experience of the candidates, senior management or senior civil service experience as well as the overall skill matrix required by the Board.

The Board of Nominees considers that all candidates are eligible for the two positions for the Fund's Board of Nominees. As regards the candidate Alin Andries, the Board is of the opinion that Mr. Alin Andries is an eligible candidate, however, he does not qualify as an independent candidate, due to its public

Report date:
15 March 2024

Name of the issuing entity:
Fondul Proprietatea S.A.

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Internet:
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Sole Registration Code with
the Trade Register Office:
18253260

Order number in the Trade
Register:
J40/21901/2005

Subscribed and paid-up
share capital:
RON 2,947,779,186.56

Number of shares in issue
and paid-up:
5,668,806,128

Regulated market on which
the issued securities are
traded:
Shares on Bucharest Stock
Exchange

GDRs on London Stock
Exchange

function. Mr. Nicholas Paris, who is also a candidate, did not take part in interviews, for his position, in order to avoid a potential conflict of interest and he abstained from issuing any opinion related to candidates applying for the position vacated by his mandate expiring.

The guidance letter of the Board is not binding in any way and should not be deemed under any circumstances as supporting documentation / argument for substantiating one's vote in the OGM. The Fund Manager, along with Board of Nominees, will implement and will comply with all the decisions taken by the Fund's shareholders, subject to compliance with law and regulation.

THE BOARD OF NOMINEES OF FONDUL PROPRIETATEA S.A.