

To: **Bucharest Stock Exchange
Financial Supervisory Authority**

Current report according to Article 99 letter s) of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments.

Important events to be reported:

Voting recommendations and supporting materials related to the 20/21 November 2025 shareholders' meetings

Franklin Templeton International Services S.Â R.L., in its capacity as alternative investment fund manager and sole director (the "**Fund Manager**") of Fondul Proprietatea S.A. ("**Fondul Proprietatea**" / the "**Fund**"), would like to remind shareholders that the Fund Manager has convened the Fund's Extraordinary ("**EGM**") and Ordinary ("**OGM**") General Shareholders' Meetings for **20 November 2025 (first convening) at "INTERCONTINENTAL ATHÉNÉE PALACE BUCHAREST" Hotel**, Le Diplomate Salon, 1-3 Episcopiei Street, 1st District, Bucharest, 010292, Romania, commencing 11:00 am (Romanian time) in case of EGM and 12:00 pm (Romanian time) in case of OGM.

Should the statutory quorum requirements for the EGM/OGM, laid down by the Companies' Law no. 31/1990 and/or the Company's Constitutive Act, not be met on the aforementioned date stated for the first convening, both meetings are convened on the date of **21 November 2025 (second convening) at "INTERCONTINENTAL ATHÉNÉE PALACE BUCHAREST" Hotel**, Vivaldi Conference Room, 1-3 Episcopiei Street, 1st District, Bucharest, 010292, Romania, commencing 11:00 am (Romanian time) in case of EGM and 12:00 pm (Romanian time) in case of OGM, with the same agenda as at the first convening.

The entire EGM and OGM supporting documentation is available for the shareholders' reference on the Fund's website, [here](#).

The deadline for proposing new items on the EGM & OGM agendas expired on **27 October 2025, 5:00 PM (Romanian time)**. The Fund received, within the deadline, a request from a shareholders' group holding more than 5% of the Fund's share capital to supplement the OGM agenda with two (2) new items. The OGM agenda was supplemented accordingly.

On **27 October 2025, 5:00 PM (Romanian time)** also expired the deadline for:

- (a) receiving candidate proposals for one (1) position as member in the Fund's Board of Nominees (who will also be a member of the Audit and Valuation Committee) of Fondul Proprietatea, who meets the requirements set out in Law no. 162/2017 on the statutory audit of annual financial statements and consolidated annual financial statements and amending certain legislative acts, as subsequently amended and

Report date:
13 November 2025

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

Registered office:
76-80 Buzesti Street
7th floor, district 1,
Bucharest, 011017

Phone/fax number:
Tel.: + 40 212 009 600
Fax: + 40 316 300 048

Email:
office@fondulproprietatea.ro

Internet:
www.fondulproprietatea.ro

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

**Order number in the Trade
Register:**
J2005021901408

**Subscribed and paid-up
share capital:**
RON 1,664,407,948.32

**Number of shares in issue
and paid-up:**
3,200,784,516

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

supplemented (“**Law no. 162/2017**”) – **item 1 on the OGM agenda**, and the following proposals were received:

- Mrs. Maria-Iulia Sobolevschi-David – *proposed by the Ministry of Finance*;
- Mr. Andrei-Gabriel Benghe-Mălăieș – *proposed by SAI Capital Point SA, as director of the funds FDI Certinvest BET Index, FDI Certinvest BET-FI Index, FDI Certinvest XT Index*.

(b) receiving candidate proposals for three (3) positions in the Fund’s Board of Nominees – **item 2 on the OGM agenda**, and the following proposals were received:

- Mr. Armand-Radu Tănase – *proposed by himself*;
- Mr. Marian-Cristian Mocanu – *proposed by himself*;
- Mr. Ovidiu-Ionel Negru – *proposed by himself*;
- Mr. Florian Munteanu – *proposed by Cristina Andrei*;
- Mr. Codrin Cocieriu – *proposed by himself*;
- Mr. Marius-Alin Andrieș – *proposed by Estinvest SA*;
- Mr. Andrei-Octav Moise – *proposed by himself*;
- Mr. Matej Rigelnik – *proposed by Axor Holding d.d. and Intus Invest d.o.o.*;
- Mr. Tănase Stamule – *proposed by the Ministry of Finance*;
- Mr. Valeriu-Andrei Steriu – *proposed by the Ministry of Finance*;
- Mr. Mihai Sebea – *proposed by himself*.

With respect to items 1[^]1 and 2[^]1 included on the OGM agenda, at the request of a shareholders’ group holding more than 5% of the Fund’s share capital, the Fund Manager hereby reminds shareholders that, as per the provisions of the Supplemented Convening Notice:

- (a) **item 1[^]1 on the OGM agenda** – Mrs. Bago Kristine-Monica is standing as candidate, having been proposed by the shareholders’ group that requested the supplementation of the OGM agenda;
- (b) **item 2[^]1 on the OGM agenda** - considering the request to supplement the OGM agenda:
 - (i) the candidacies submitted for the vacant positions corresponding to item 2 on the OGM agenda have also been included for the vacant positions corresponding to item 2[^]1 on the OGM agenda, both items concerning the

appointment of members to the Board of Nominees with identical characteristics;

- (ii) the candidacy of Mr. Andrei-Gabriel Benghea-Mălăieș submitted for the vacant position corresponding to item 1 on the OGM agenda has also been included for the vacant positions corresponding to item 2¹ on the OGM agenda;
- (iii) the candidacy of Mrs. Maria-Iulia Sobolevschi-David submitted for the vacant position corresponding to item 1 on the OGM agenda was not included for the vacant positions corresponding to item 2¹ on the agenda, considering the refusal expressed by the candidate.

Regarding the items on the EGM agenda, as detailed in the supplemented GSM Convening Notice published on the Fund's website [here](#), **the Fund Manager recommends voting in favour on items 1 and 3 on the EGM agenda. Item 2 on the EGM agenda is not subject to a vote, being included at the request of the Financial Supervisory Authority following the authorization of the amendments to the Fund's Constitutive Act.**

Regarding the items on the OGM agenda, as detailed in the supplemented GSM Convening Notice published on the Fund's website [here](#):

Items proposed by the Fund Manager:

- **The Fund Manager refrains from making any voting recommendation on items 1 and 2 on the OGM agenda, as candidates for the Board of Nominees are appointed and approved by shareholders, but recommends shareholders to exercise their voting right only after reviewing the Supplemented Convening Notice, the final lists of candidates and the related information available on the Fund's website [here](#).**

With respect to item 1 on the OGM agenda, each shareholder may cast a "FOR" vote for one (1) candidate only, as there is a single vacant position that must meet the conditions set forth under Law no. 162/2017.

With respect to item 2 on the OGM agenda, the following rules shall apply:

- (a) Each shareholder may cast a "FOR" vote for up to three (3) candidates, as there are three (3) members to be appointed to the Board of Nominees under this item on the OGM agenda;

(b) Item 2 on the OGM agenda shall be submitted to a vote during the OGM, and the votes cast by correspondence or through the eVote/ eVotePRO platforms shall be validated only if:

(i) item 1 on the agenda of OGM is approved by the OGM; or

(ii) both item 1 and item 1¹ on the agenda of this OGM are rejected by the OGM.

- **The Fund Manager recommends voting in favour on items 3 and 4 on the OGM agenda.**

Items proposed by a shareholders' group holding more than 5% of the share capital:

The Fund Manager refrains from making any voting recommendation on items 1¹ and 2¹ on the OGM agenda, proposed by shareholders.

Item 1¹ on the OGM agenda, shall be submitted to a vote during the OGM, and the votes cast by correspondence or through the eVote/ eVotePRO platforms shall be validated only if item 1 on the agenda of this OGM is not approved by the OGM.

Item 2¹ on the OGM agenda, shall be submitted to a vote during the OGM, and the votes cast by correspondence or through the eVote/ eVotePRO platforms shall be validated only if (i) item 1 on the agenda of this OGM is not approved by the OGM, and (ii) item 1¹ on the agenda of this OGM is approved by the OGM. Each shareholder may cast a "FOR" vote for up to four (4) candidates, as there are four (4) members to be appointed to the Board of Nominees under this item on the OGM agenda.

The Fund Manager's voting recommendations contained herein are not binding in any way and should not be deemed under any circumstances as supporting documentation/argument for substantiating one's vote. The Fund Manager will implement and will comply with all the decisions taken by the Fund's shareholders, irrespective of its recommendations herein, subject to compliance with law and regulation.

Franklin Templeton International Services S.À R.L, in its capacity of alternative investment fund manager and sole director of FONDUL PROPRIETATEA S.A.

Daniel NAFTALI
Permanent Representative