

**COMPARATIVE TABLE ON THE PROPOSED CHANGE OF FONDUL PROPRIETATEA'S CONSTITUTIVE ACT
- 25 September 2023 EXTRAORDINARY SHAREHOLDERS' MEETING¹ –**

Article	Current form	Proposed changes	Comments
Amendment of Article 19 paragraph (3)	(3) The mandate of the AIFM is of 2 years. The AIFM will call an Ordinary General Meeting of Shareholders to be held at least 6 months before the expiry of the mandate of the AIFM and will ensure that the agenda for such meeting will include points granting the options to (i) approve the renewal of the AIFM's mandate and (ii) appoint a new AIFM in accordance with the legal provisions in force, with the shareholders being granted the opportunity to propose candidates for such position; the agenda will also include provisions for the authorization of the negotiation and execution of the relevant investment management agreement and fulfilment of all relevant formalities for the authorization and legal completion of such appointment.	(3) The mandate of the AIFM is of 4 2 years. The AIFM will call an Ordinary General Meeting of Shareholders to be held at least 6 months before the expiry of the mandate of the AIFM and will ensure that the agenda for such meeting will include points granting the options to (i) approve the renewal of the AIFM's mandate and (ii) appoint a new AIFM in accordance with the legal provisions in force, with the shareholders being granted the opportunity to propose candidates for such position; the agenda will also include provisions for the authorization of the negotiation and execution of the relevant investment management agreement and fulfilment of all relevant formalities for the authorization and legal completion of such appointment.	<p>The approval of item 1 on the EGM agenda is subject to the approval by the OGM of any of item 1 or item 2 of the 25 September 2023 OGM agenda.</p> <p>The proposed amendment of Article 19 paragraph (3) of the Constitutive Act is intended for the purpose:</p> <ul style="list-style-type: none"> (1) to align the provisions of the Constitutive Act with the maximum limit of the mandate of company managers provided in art. 153 ^ 12 para. (1) of Companies Law; (2) to ensure greater stability at the level of FP management.

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

Johan Meyer

Permanent representative

¹ If approved by shareholders, these amendments will be effective after the registration with Trade Registry, following FSA's authorization