



Fondul Proprietatea – Q3 2018 Results Conference Call

15 November 2018



Disclaimer

This presentation is made solely to the intended recipient and should not be distributed to, or acted upon by, any other person. It is for general information only and reflects the personal views of the presenter. Nothing herein is intended to constitute advice on investment, legal or tax matters, any form of personal recommendation nor is it an offering, placement or an invitation to buy or sell shares in Fondul Proprietatea SA ("the Fund") or in any other issuer of securities mentioned herein or to initiate any kind of transaction whatsoever. Neither the Fund nor its Fund Manager and its delegates accept any liability of any kind for any losses arising from making use of such information. Furthermore, this presentation is not intended, and should not be construed, as marketing of the Fund in the meaning of the Directive 2011/61/EU on alternative investment fund managers ("AIFMD") in any member states of the European Economic Area. Any person considering an investment in the Fund or any other security mentioned herein should refer to the relevant issuer's prospectus and consult their own legal, accounting and tax advisors in order to make an independent determination of the suitability and consequences of an investment in the securities. The Fund's prospectus, contains important information on the potential risks involved in such an investment which are not included in this presentation in certain jurisdictions may be restricted by law and persons who come into possession of it are required to inform themselves about and to observe such restrictions and limitations. Neither the Fund nor its Fund Manager or any of its delegates accepts any liability to any person in relation to the distribution or possession of the presentation in or from any jurisdiction. The shares issued by the Fund and those issued by the Company have not been and will not be registered under the US Securities Act of 1933, as amended, or with any securities authority of any state or territory within the jurisdiction of the United States of

The information contained in this presentation is as of its date, unless otherwise indicated, and is not a complete analysis of every material fact regarding the market, and any industry sector, security, or portfolio. Statements of fact cited by the manager have been obtained from sources considered reliable but no representation, warranty or undertaking is made as to the completeness or accuracy of such information and no liability is accepted by the Fund, the Fund Manager or any of its delegates in relation therewith. Furthermore, no responsibility is accepted for updating any facts or assumptions in this document. Because market and economic conditions are subject to rapid change, opinions provided are valid only as of the date of the materials. Any forward-looking statements are based upon certain assumptions; actual events are difficult to predict and are beyond the control of the author, therefore actual events may differ from those assumed. References to particular securities are only for the limited purpose of illustrating general market or economic conditions, as such exist at the date of this presentation, and are not recommendations to buy or sell a security or an indication of the author's or any managed account's holdings. The Fund Manager's or its delegates' opinions are intended solely to provide insight into how the Fund Manager analyses securities and are not a recommendation or individual investment advice for any particular security, strategy or investment product. No information hereof is to be considered, under any circumstances, as an information provided in accordance with Article 23 of the AIFMD as such was transposed by Article 22 of Law no. 74/2015 on managers of alternative investment funds.

The price of shares and income from them can go down as well as up and you may lose some or all of your capital invested. The previous results of a fund or company do not account for future performances. Currency fluctuations will affect the value of foreign investments. All investments are subject to certain risks. Generally, investments offering the potential for higher returns are accompanied by a higher degree of risk. Stocks and other equities representing an ownership interest in a corporation have historically outperformed other asset classes over the long term but tend to fluctuate more dramatically over the shorter term. Small or relatively new companies can be particularly sensitive to changing economic conditions due to factors such as relatively small revenues, limited product lines, and small market share. Smaller company stocks have historically exhibited greater price volatility than larger company stocks, particularly over the short term. The significant growth potential offered by Emerging Markets remains accompanied by heightened risks when compared to developed markets, including risks related to market and currency volatility, adverse social and political developments, and the relatively small size and lesser liquidity of these markets.

The Fund's headquarters are located at 78-80 Buzesti Street, 7th Floor, Bucharest, 1st District, 011017, Romania. Fund's Fiscal Identification Code is 18253260 and Trade Registry registration number is J40/21901/2005. The subscribed share capital is RON 4,771,610,196.08 and paid up share capital is RON 4,582,427,774.08.

Starting with 1 April 2016, in view of complying with the AIFMD, implemented in the Romanian legislation through Law no. 74/2015 on managers of alternative investment funds and Regulation no. 10/2015 on alternative investment fund management, Fondul Proprietatea SA, qualifying as an alternative investment fund, is managed by Franklin Templeton Investment Services S.A. R.L. ("FTIS"), a société à responsabilité limitée qualifying as an alternative investment fund manager under Article 5 of the Luxembourg Law of 12 July 2013 on alternative investment fund managers, authorized by the Commission de Surveillance du Secture Financiere under no. A00000154/21 November 2013, whose registered office is located at 8A rue Albert Borschette, L-1246 Luxembourg, registered with the Luxembourg Register of Commerce and Companies under number B 36.979, registered with the Romanian Financial Supervisory Authority ("FSA") under number PJM07.1AFIASMDLUX0037/10 March 2016.

This presentation herein is issued by Franklin Templeton Investment Management Limited ("FTIML"), registered with the FSA under no. PJM01SFIM/400005/14 September 2009, which is authorized and regulated in the UK by the Financial Conduct Authority, registered therein under the number 121779, registered as a foreign equivalent of an investment adviser with the US Securities Exchange

Commission, acting through its Romanian branch having its registered office at Premium Point, 78-80 Buzesti Str., 7-8th floors, 1st. District, Bucharest, Romania.

FTIML acts herein as a delegate of FTIS with respect to the portfolio management functions as well as administration services over the Fund.



November 2018





Fund Information

The Fund – Key facts

| FON | D | U | L |
|--------|----|----|----|
| PROPRI | ΕT | ΑТ | ΕA |

| Fund Details ¹ | RON | USD | |
|---|----------|----------------------|--|
| NAV | 10.00 bn | 2.43 bn ² | |
| NAV/Share | 1.3747 | 0.3341 ² | |
| Price/Share | 0.9410 | 0.2287 ² | |
| Price/GDR | 47.31 | 11.50 | |
| Market Capitalization as at 14 November 2018 ³ | 6.87 bn | 1.66 bn ³ | |
| Discount/Share as at 14 November 2018 | 30.2 | 24% | |
| Discount/GDR as at 14 November 2018 | 30.4 | 42% | |
| Number of Paid Shares less Treasury Shares ⁴ | 7,269,4 | 457,752 | |
| Investment Objective | | | |
| Dividend/Share for FY 2017 | RON | 0.0678 | |
| Dividend Yield for FY 2017 ⁵ | 7.5 | 54% | |
| Maximization of returns and per-share capital appreciation via investments mainly in Romanian equities and equity-linked securities | | | |

Source: BVB, FP Report as at 31 October 2018 report.

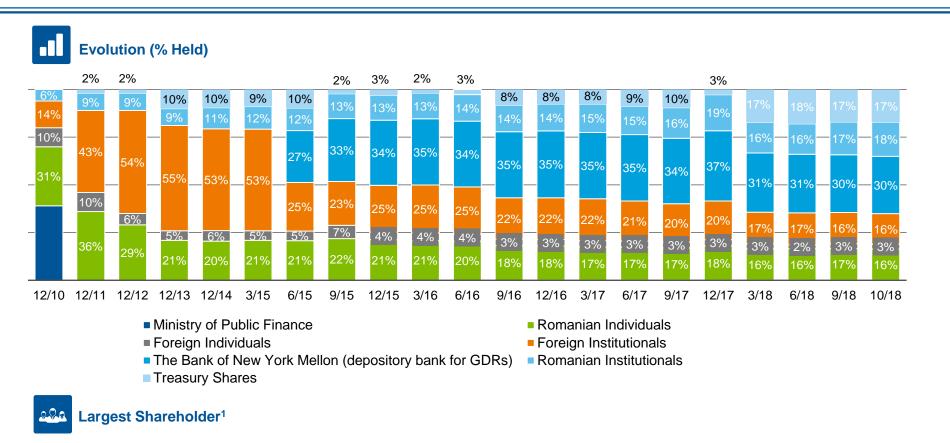
- 1. Based on local regulator methodology.
- 2. Computed using the NBR USD/RON FX rate as at 31 October 2018 .
- 3. Excluding Treasury shares and the equivalent number of shares corresponding to the GDRs, repurchased as at 9 November 2018. Computed using the NBR USD/RON FX rate as at 14 November 2018.

4. As at 9 November 2018.

- 5. Based on the BVB share price as at 11 June 2018, the Registration date for the FY 2017 dividend.
- 6. Source: Bloomberg, BVB, until 14 November 2018.



Shareholders structure



| Anchorage Capital Group | 6.70% |
|---|-------|
| NN Group | 5.02% |
| Total Number of Shareholders ² | 6,185 |

1. Based on the total voting rights. Source: Ownership disclosures submitted by NN Group on 27 March 2017 and Anchorage Capital Group on 20 September 2018. 2. Shareholders structure as at 31 October 2018.

Note: Based on paid share capital starting 31 July 2011. Source: Central Depository.



FONDUL PROPRIETATEA

Since

| M |
|----------|
|----------|

Cumulative Performance

| | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 9mo 2018 | YTD ¹ | Performance Inception ¹ |
|----------------------------|----------|--------|--------|--------|---------|-------|--------|----------|------------------|---------------------------------------|
| NAV (RON) | (0.47)% | 8.91% | 13.29% | 1.39% | (0.60)% | 7.33% | 13.10% | 15.27% | 16.98% | 75.75% |
| Ordinary Share Price (RON) | (30.32)% | 38.30% | 61.34% | 14.53% | (4.06)% | 4.90% | 21.46% | 15.87% | 17.12% | 154.94% |
| GDR (USD) | N/A | N/A | N/A | N/A | N/A | 1.15% | 35.88% | 7.40% | 7.40% | 35.06% |

| w Av | Average Annual Discount | | | | | | | | |
|--------|-------------------------|--------|--------|--------|--------|--------|--------------------------|--|--|
| 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018 YTD ² | Current Share Price Discount ³ | Current GDR Price Discount ³ |
| 55.67% | 50.09% | 40.74% | 30.87% | 29.12% | 32.08% | 28.05% | 29.20% | 30.24% | 30.42% |

Source: BVB, LSE, Bloomberg, FP NAV reports.

Note: The discount is calculated based on the latest published NAV available for the day of the calculation.

The Performance Inception date for the NAV is 31 December 2010, for the Share Price is 25 January 2011, and for the GDRs is 29 April 2015.

1. As at 31 October 2018.

2. For the period 3 January – 14 November 2018.

3. As at 14 November 2018.



Attribution to NAV Performance for Q3 2018



Top Performers

| Company | Status | Weight in total NAV ¹ | Change in NAV performance for Q3 2018 | % Change in share price/ NAV value per share in Q3 2018 |
|---------------------------------|----------|----------------------------------|--|---|
| OMV Petrom SA | Listed | 20.7% | 2.43% | 13.1% |
| Societatea Nationala a Sarii SA | Unlisted | 2.6% | 0.43% | 0.0% |
| BRD Groupe Societe Generale SA | Listed | 2.3% | 0.07% | 3.2% |
| Nuclearelectrica SA | Listed | 1.6% | 0.02% | 1.1% |
| IOR SA | Listed | 0.0% | 0.00% | 5.0% |



Bottom Performers

| Company | Status | Weight in total NAV ¹ | Change in NAV performance for Q3 2018 | % Change in share price/ NAV value per share in Q3 2018 |
|-----------------|----------|----------------------------------|--|---|
| Alro SA | Listed | 2.2% | (0.94)% | (29.5)% |
| Posta Romana SA | Unlisted | 0.2% | (0.18)% | (50.6)% |
| Romaero SA | Listed | 0.3% | (0.06)% | (14.7)% |
| Mecon SA | Listed | 0.0% | 0.00% | (6.1)% |

1.9%

TOTAL NAV PER SHARE CHANGE Q3 2018

Note: The amounts are adjusted with the dividends declared by the companies, according with FP accounting policy. 1. NAV report as at 28 September 2018.



Attribution to NAV Performance for 9 months 2018



Top Performers

| Company | Status | Weight in total NAV ¹ | Change in NAV performance for 9 months 2018 | % Change in share price/ NAV value per share in 9 months 2018 |
|---------------------------------|----------|-------------------------------------|--|---|
| OMV Petrom SA | Listed | 20.7% | 5.83% | 26.7% |
| Hidroelectrica SA | Unlisted | 35.7% | 2.06% | (1.0)% |
| CN Aeroporturi Bucuresti SA | Unlisted | 8.0% | 0.84% | 2.2% |
| Societatea Nationala a Sarii SA | Unlisted | 2.6% | 0.73% | 10.7% |
| BRD Groupe Societe Generale SA | Listed | 2.3% | 0.47% | 5.0% |



Bottom Performers

| Company | Status | Weight in total NAV ¹ | Change in NAV performance for 9 months 2018 | % Change in share price/ NAV value per share in 9 months 2018 |
|--|----------|-------------------------------------|--|---|
| Posta Romana SA | Unlisted | 0.2% | (0.19)% | (50.6)% |
| Zirom SA | Unlisted | 0.3% | (0.03)% | (4.0)% |
| IOR SA | Listed | 0.0% | (0.01)% | (72.0)% |
| CN Administratia Porturilor Dunarii Maritime SA | Unlisted | 0.0% | 0.00% | (16.3)% |

TOTAL NAV PER SHARE CHANGE 9 MONTHS 2018

9.5%



Note: The amounts are adjusted with the dividends declared by the companies, according with FP accounting policy. 1. NAV report as at 28 September 2018.

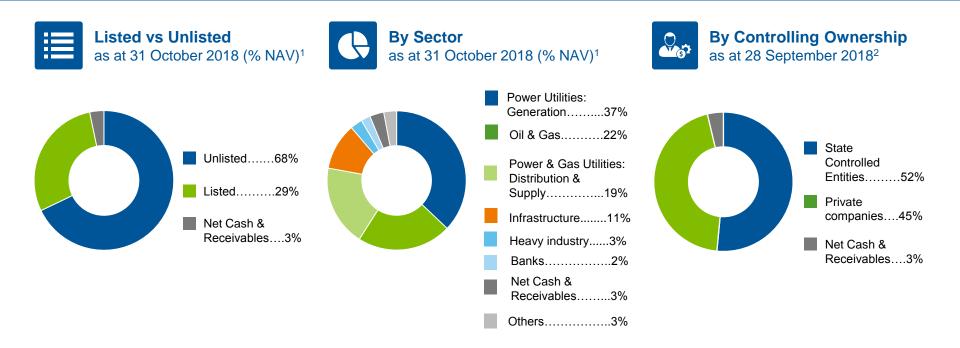






Portfolio structure





- As at 31 October 2018, the portfolio included stakes in 35 companies (8 listed and 27 unlisted)
- Net cash and receivables position as at 31 October 2018 was USD 80.4 mn.
- The Fund Manager contracted a revolving credit facility for a maximum amount of RON 400 mn³ from BRD Groupe Societe Generale SA. The
 purpose of this credit facility is for general corporate and operational use, including buybacks of own shares, distributions to shareholders, but
 excluding investments. The credit facility is available until June 2020.

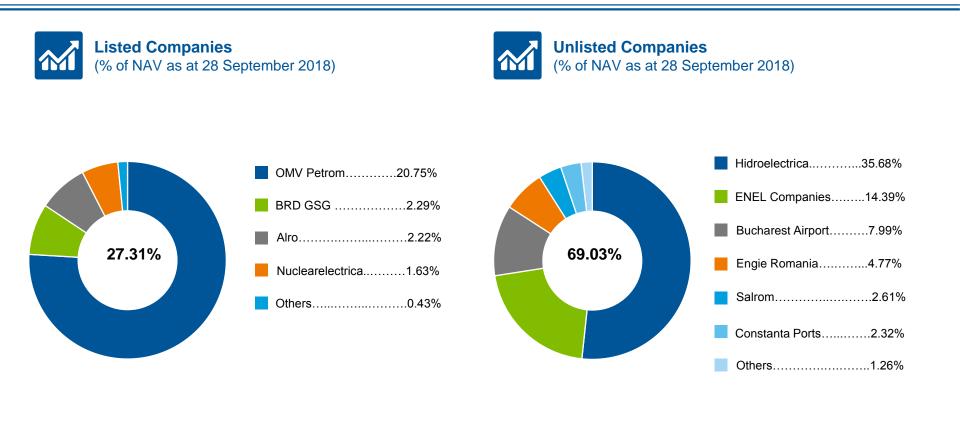
1. Source: FP 31 October 2018 Factsheet.

- 2. FP 28 September 2018 Detailed statement of Investments.
- 3. Maximum committed amount of RON 400 million, plus the possibility to access, at any given time, an additional amount of RON 200 million, subject to the Bank's approval and in accordance with the provisions of the Credit Facility, without exceeding RON 600 mn in total.



Portfolio structure – Listed vs. Unlisted







Source: FP 28 September 2018 Detailed statement of Investments.



| Portfolio Company | Status | Majority Shareholder | % Stake ¹ | NAV as at 31 October 2018 (USD mn) | % in NAV as at 31 October 2018 |
|---|----------|-------------------------|----------------------|--|--------------------------------------|
| Hidroelectrica SA | Unlisted | Romanian State | 19.9% | 858.27 | 35.29 |
| OMV Petrom SA | Listed | OMV | 9.9% | 536.19 | 22.05 |
| CN Aeroporturi Bucuresti SA | Unlisted | Romanian State | 20.0% | 192.27 | 7.91 |
| E-Distributie Banat SA | Unlisted | Enel Group | 24.1% | 132.47 | 5.45 |
| Engie Romania SA | Unlisted | Engie | 12.0% | 114.73 | 4.72 |
| E-Distributie Muntenia SA | Unlisted | Enel Group | 12.0% | 101.84 | 4.19 |
| E-Distributie Dobrogea SA | Unlisted | Enel Group | 24.1% | 83.13 | 3.42 |
| SN a Sarii Salrom SA | Unlisted | Romanian State | 49.0% | 62.71 | 2.58 |
| CN Administratia Porturilor Maritime SA | Unlisted | Romanian State | 20.0% | 55.91 | 2.30 |
| BRD Groupe Societe Generale SA | Listed | Groupe Societe Generale | 2.4% | 53.10 | 2.18 |
| Top 10 Portfolio Holdings | | | | 2,190.62 | 90.09 |
| NAV | | | | 2,431.72 | 100.00 |
| NAV Per Share (USD) | | | | 0.3341 | |

Note: Values in USD calculated using the USD/RON FX rate as at 31 October 2018. Source: FP 31 October 2018 Factsheet. 1. Based on the FP 28 September 2018 Detailed Statement of Investments.



| Company | FP NAV (%) ¹ | FP Stake Value (USD mn) ¹ | Financial Adviser Selected | Status |
|----------------|----------------------------|---|---------------------------------------|--|
| Hidroelectrica | 35.3% | 858.3 | Citigroup Global Markets Ltd, UBS Ltd | Ongoing |
| Salrom | 2.6% | 62.7 | UniCredit | Ongoing |
| Engie Romania | 4.7% | 114.7 | - | Request for IPO submitted for shareholders' approval (GSM on 28 November 2018) |
| Total | 42.6% | 1,035.7 | | |



1. Source: FP Factsheet as at 31 October 2018.



| | EBITDA | (RON mn) | Net profit (RON mn) | | |
|--------------------------------|----------|----------|---------------------|----------|--|
| Company | 9mo 2017 | 9mo 2018 | 9mo 2017 | 9mo 2018 | |
| Hidroelectrica SA | 1,687.3 | 2,409.9 | 1,014.0 | 1,675.8 | |
| OMV Petrom SA | 4,886.4 | 5,817.5 | 1,847.7 | 2,667.2 | |
| CN Aeroporturi Bucuresti SA | 395.5 | 469.2 | 270.8 | 334.7 | |
| SN a Sarii Salrom SA | 89.7 | 85.9 | 53.4 | 61.9 | |
| BRD Groupe Societe Generale SA | - | - | 1,065.5 | 1,141.6 | |
| Alro SA | 423.1 | 401.8 | 256.8 | 223.5 | |
| Nuclearelectrica SA | 705.5 | 798.0 | 250.2 | 321.0 | |
| Total | 8,187.5 | 9,982.3 | 4,758.4 | 6,425.7 | |
| Weighted Total | 1,041.1 | 1,295.5 | 536.7 | 771.0 | |



Source: Companies Q3 2018 financial statements. Note: EBITDA is calculated as Operational result + Depreciation and Amortization.

Hidroelectrica – Update

FP received RON 226 mn dividends for the 2017 financial year.

Gross profit for the 9months increased by 66% to RON 1.98 billion. Revenues increased to RON 3.2 billion, similar to the revenues registered in the FY 2017, whereas production increased to 14.2 TWh compared to 11.1 TWh registered in the same period last year.

The Consortium's mandate for the IPO was not extended during the

In the shareholders' meeting held on 12 September 2018, the

members according to the provisions of Law's 111/2016.

Government approved the extension of the interim Board for an

The Ministry of Energy is currently conducting the selection of Board

shareholders meeting on 6 August 2018.

Corporate Governance:

additional 4 month period.

Dividends:

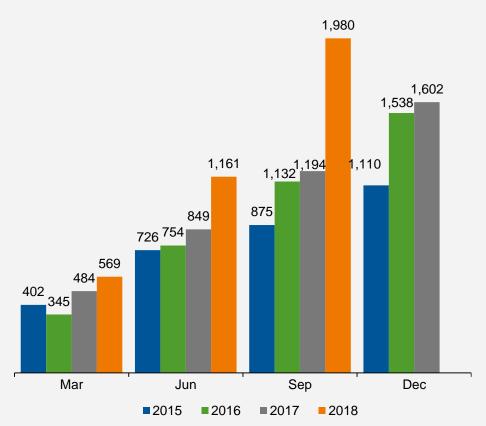
Financials:

Listing:

Ξ









Source: Hidroelectrica 2009 – 2017 Annual reports and financial statements, Hidroelectrica monthly press releases, reports, and presentations, press articles.

OMV Petrom – Update



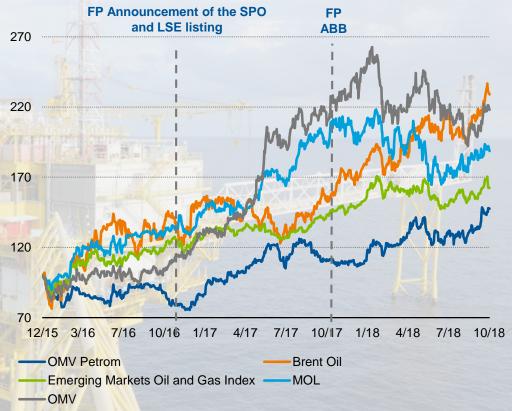
9months 2018 results¹

- Sales increased to RON 16.1 bn in the first nine months of the year, by over 11% compared to the similar period in 2017, on the back of higher oil and gas prices and higher electricity sales volumes.
- Operating profit increased to RON 3.5 bn, over 29% higher vs the 2017 9month period, while the net profit increased to RON 2.7 bn, over 30% higher compared to same period of 2017.

Taxation

- The revised offshore royalties law was passed by the Parliament on 24 October 2018. The main provisions are:
- stable fiscal framework ;
- Tax on additional revenues: 30% for the gas prices up to RON 85 per MWh; 15% for the gas prices between RON 85 per MWh and RON 100 per MWh, and 30% for gas prices between RON 100 per MWh and RON 115 per MWh
- up to 30% tax deduction on additional revenues for investments
- sale restrictions: 50% of the gas must be sold on the gas trading exchange (not via bilateral contracts) and 50% of the gas quantity must be sold in Romania;
- royalties remain the same, up to 13%, depending on the size of the hydrocarbon deposits.

OMV Petrom – Share Price Performance % in USD





Source: Group's quarterly historical IFRS figures presentation from OMV Petrom 's website.

Note: Clean CCS (current cost of supply) figures exclude special items and inventory holding effects (CCS effects) resulting from Downstream Oil; starting with Q1/17, special items include temporary effects from commodity hedging (in order to mitigate Income Statement volatility).

C.N. Aeroporturi Bucuresti – Update

| Financial Performance | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 9mo 2017 | 9mo 2018 | %yoy | 2018 budget |
|-----------------------------|-------|-------|-------|-------|-------|-------|---------|-------------|-------------|--------|----------------|
| Operating revenues (mn RON) | 501.5 | 555.5 | 582.6 | 672.1 | 755.6 | 882.3 | 1,052.8 | 788.3 | 746.4 | (5.3)% | 1,189.2 |
| Operating profit (mn RON) | 88.5 | 80.9 | 94.0 | 124.4 | 213.5 | 276.6 | 393.4 | 314.9 | 390.4 | 24.0% | 428.4 |
| Net Income (mn RON) | 52.6 | 53.1 | 72.0 | 98.8 | 178.8 | 234.5 | 337.6 | 270.8 | 334.7 | 23.6% | 368.3 |
| Number of passengers (mn) | 7.45 | 7.54 | 7.67 | 8.32 | 9.28 | 10.99 | 12.84 | 9.77 | 10.51 | 7.6% | 14.00 |



Passenger Traffic

- Increased by 7.6% in the first nine months, compared to the same period last year, reaching 10.51 million passengers.
- Aircraft movements increased by 5.6% to 104.54 thousands
- Cargo traffic increased by 8.3%, to 29.40 thousands tonnes

FUI

9mo 2018 Financials

- Operating revenues reached RON 746.4 million, and the Operating profit RON 390.4 million.
- Net income registered for the period is RON 334.7 million, 23.6% higher than the net income registered for the same period last year.

Board and Management

• The interim Board appointed in September 2018 an interim General manager for a 4-month mandate.

GSM

 On 6 November 2018 the shareholders approved a share capital increase with the land previously owned by the state. The total value of the share capital increase is RON 336.4 mn consisting of RON 269.1 mn as in-kind contribution with the land and RON 67.3 mn as cash contributed by Fondul Proprietatea in order to preserve its stake in the company.



Source: CN Aeroporturi Bucuresti financial statements and annual reports, company press releases and statistics, 2018 Budget.

Enel companies – Update (I)



| 2014 – 2018 (3 rd Regulatory Period) | 2019 – 2023 (4 th Regulatory Period) |
|--|--|
| | Regulated rate of return |
| • 7.70% | 5.66% for current regulated asset base6.66% for new investments (not yet approved by ANRE) |
| | Regulated Asset Base (RAB) |
| Initial RAB at the privatization + Follow on investments after privatization + Scheduled estimated in the new regulatory period | Initial RAB at the privatization – Undepreciated value of the existing assets at the privatization which were sold/ idled + Follow on investments after privatization + Scheduled estimated in the new regulatory period |
| Regul | ated revenues and controllable costs |
| Reference controllable costs at the beginning of the regulatory period are based on the actual costs in the last year of the previous regulated period after deducting half of the average efficiency gains from the previous regulated period | In determining the regulated revenues, the following type of costs are no longer recognized¹: salary expenses for management/ board of directors representing bonuses; compensatory salary expenses with management and board members (expenses related to laying offs resulted from a restructuring program are still recognized) financial costs Reference controllable costs at the beginning of the regulatory period are based on a comparative analysis between the distribution companies in the previous regulated period and adjusted for each individual company (elements considered: length of the network, number of users etc.) |

Source: Fondul Proprietatea, based on ANRE Order 72/ 2 October 2013, ANRE Order 168/ 17 September 2018, Order 169/ 18 September 2018, and ANRE press release dated 17 September 2018. 1. The list is not exhaustive.



| 2014 – 2018 (3 rd Regulatory Period) | 2019 – 2023 (4 th Regulatory Period) | | | | | | |
|--|---|--|--|--|--|--|--|
| Technological losses (non-controllable costs) | | | | | | | |
| Set by ANRE | Set by ANRE based on the current grid losses for each distributor (different targets if the losses are currently > 15%, between 14-15%, between 13-14%) | | | | | | |
| 50% of efficiency gains on low voltage grid and 25% for the high and medium voltage grid above the target star with the company if the actual technological losses are | voltage grid above the target stays with the company if the actual | | | | | | |
| Iower than approved losses Acquisition cost of the energy used to cover the losses is estimated using the acquisition cost | Acquisition cost of the energy used to cover the losses is estimated using the same reference price for all distributors = an average of the acquisition cost for the distributors and the transporter for the previous 12 months, after eliminating the 2 extreme values | | | | | | |
| Efficie | ency gains (controllable costs) | | | | | | |
| Efficiency factor is applied to all controllable costs Efficiency factor is at least 1.5% 50% of efficiency gains above the target stay with consumers | Efficiency factor is applied to all controllable costs, except salary costs Efficiency factor is maximum 2% 50% of efficiency gains above the target stay with consumers | | | | | | |



Source: Source: Fondul Proprietatea, based on ANRE Order 72/ 2 October 2013, ANRE Order 168/ 17 September 2018, Order 169/ 18 September 2018, and ANRE press release dated 17 September 2018.





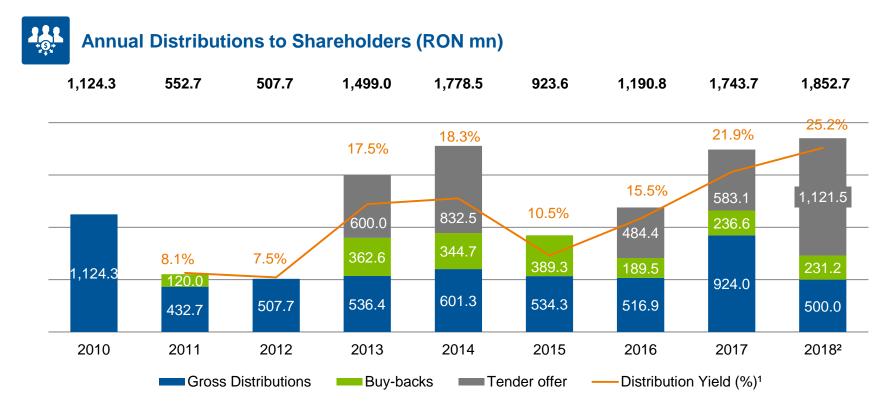
Corporate Actions

This material is intended solely for the recipient and should hot be reproduced, copied or re-transmitted. Not for public use

-

-





The total distributions through buy-backs and cash would amount to RON 11.17 bn/USD 3.09 bn³

Note: Values exclude related acquisition fees. USD values based on the NBR average USD/RON FX for each year. For 2018, average USD/RON FX as at 14 November. 1. Based on the total annual distributions through buy-backs and cash, based on the average closing share price on BVB for the respective year and the average number of

paid shares, excluding Treasury shares. For 2018, average closing share price as at 14 November.

FRANKLIN TEMPLETON INVESTMENTS

2. For buy-backs, the values are as at 9 November 2018.

3. As at 9 November 2018.

Buy-back programs



| Program | Period | Status | No. of shares to be repurchased/ % of the Fund's issued share capital | Average share price (RON/share) | Broker | Cancellation of shares ¹ |
|---------|---------------------------|--------------------------|--|---------------------------------------|------------------------------------|--|
| Seventh | 29 Sep 16 – 26 May 17 | Finalized | 830.2 mn/8.2% | 0.8967 | Wood & Co., Goldman Sachs Int. | Cancellation approved by the shareholders during the 3 May '17 ² and 26 Sep '17 ³ EGMs |
| Eight | 30 May – 10 Nov 2017 | Finalized | 141.9 mn/1.4% | 0.8624 | Wood & Co., Jefferies Internat. | Partial cancellation of 67.7 mn shares approved by shareholders during the 26 Sep '17 EGM ³ Partial cancellation of 74.21 mn shares submitted for shareholders' approval during the 4 Sept '18 EGM |
| Ninth | Started on 14 Nov 2017 | Ongoing | 1,761.0 mn/19.2% | 0.9320 ⁴ | Wood & Co., Jefferies Internat. | The cancellation of shares will be subject to shareholders' approval in 2019 |
| Tenth | 1 Jan – 31 Dec 2019 | Approved by shareholders | 750 mn | - | - | The cancellation of shares will be subject to shareholders' approval in 2020 |

1. To be effective, the FSA endorsement is legally required, and the shareholders' resolution for the share capital decrease needs to be registered with the Trade Register.

2. Effective starting 29 November 2017.

3. Effective starting 29 June 2018.

4. As at 9 November 2018. Estimated value based on the 1,468,693,164 shares repurchased (855,895,464 ordinary shares and 612,797,700 equivalent shares of the GDRs repurchased).



Annual dividend income – Top 20 portfolio companies (I)



| | Dividend Payout (%) | | | | | | FP Net Dividend (RON mn) | | | | | |
|---|---------------------|------|------|------|------|------|--------------------------|-------|-------|-------|-------|-------|
| Top 20 Holdings ¹ | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018 |
| Hidroelectrica SA | - | - | 80 | 80 | 90 | 90 | - | - | 128.9 | 134.6 | 206.6 | 226.2 |
| OMV Petrom SA | 40 | 36 | 35 | - | 94 | 46 | 319.0 | 331.4 | 120.5 | - | 106.8 | 107.6 |
| CN Aeroporturi Bucuresti SA | 85 | 85 | 50 | 75 | 90 | 90 | 9.1 | 12.3 | 10.2 | 27.4 | 41.2 | 61.2 |
| E-Distributie Banat SA | - | - | 50 | 44 | 40 | 39 | - | - | 20.7 | 16.8 | 8.9 | 7.7 |
| Engie Romania SA | 50 | 60 | 51 | - | 30 | 50 | 22.8 | 33.6 | 24.0 | - | 13.3 | 20.2 |
| E-Distributie Muntenia SA | - | - | - | - | - | - | - | - | - | - | - | - |
| E-Distributie Dobrogea SA | - | - | 50 | 44 | 37 | 36 | - | - | 10.5 | 12.0 | 6.6 | 4.3 |
| SN a Sarii Salrom SA | 92 | 85 | 85 | - | 90 | 100 | 9.3 | 19.8 | 10.2 | - | 13.8 | 42.3 |
| CN Administratia Porturilor Maritime SA | 75 | 78 | 50 | 75 | 90 | 25 | 5.4 | 10.1 | 6.5 | 14.1 | 11.0 | 4.1 |
| BRD Groupe Societe Generale | - | - | - | 50 | 70 | 83 | - | - | - | 7.7 | 17.6 | 34.5 |
| Alro SA | - | - | - | - | 100 | 100 | - | - | - | - | 6.9 | 39.0 |
| Nuclearelectrica SA | 83 | 81 | 68 | 70 | 88 | 93 | 2.3 | 27.9 | 6.9 | 8.6 | 8.6 | 18.5 |
| Enel Energie Muntenia SA | - | - | - | - | - | _3 | - | - | - | - | - | _3 |
| Enel Energie SA | - | - | 50 | 50 | - | _3 | - | - | 7.4 | 2.1 | - | _3 |
| Complexul Energetic Oltenia SA ² | 85 | - | - | _3 | _3 | - | 10.3 | - | - | _3 | _3 | - |
| Romaero SA | _3 | _3 | _3 | _3 | _3 | _3 | _3 | _3 | _3 | _3 | _3 | _3 |
| Zirom | _3 | - | _3 | _3 | _3 | _3 | _3 | - | _3 | _3 | _3 | _3 |
| A.I. Timisoara – Traian Vuia SA | 80 | _3 | _ | _ | - | 37 | 0.7 | _3 | 0.0 | 0.0 | 0.0 | 0.6 |

Note: Calculations based on the companies' annual financial statements. Dividends are distributed based on individual financial statements.

1. Source: FP 28 September 2018 Detailed Statement of Investments.

2. The company was registered in May 2012 and created through the merger of CE Craiova SA, CE Rovinari SA, CE Turceni SA and SNLO. 3. The company registered losses.



Dividend income – Top 20 portfolio companies (II)



| | Dividend Payout (%) | | | | | | FP Net Dividend (RON mn) | | | | | |
|--|----------------------|------|------|------|------|------|--------------------------|----------------------------|---------------------|---------------------|---------------------|--------|
| Top 20 Holdings ¹ | 2012 | 2013 | 2014 | 2015 | 2016 | 2017 | 2013 | 2014 | 2015 | 2016 | 2017 | 2018 |
| Posta Romana SA | _9 | _9 | - | _9 | - | - | _9 | _9 | - | _9 | - | - |
| CN Administratia Canalelor Navigabile SA | 85 | 85 | 50 | 100 | 90 | 25 | 0.9 | 0.2 | 0.2 | 0.6 | 0.3 | 0.1 |
| Total Top 20 Holdings (RON mn) | | | | | | | 379.8 | 435.3 | 346.0 | 223.9 | 441.6 | 566.3 |
| Total Dividends from Listed Companies (RON mn) | | | | | | | | 538.6 | 251.5 | 36.0 | 148.1 | 199.6 |
| Total Dividends from Unlisted Companies (RON mn) | | | | | | | | 143.5 | 315.9 | 315.2 | 404.5 | 366.9 |
| Total Annual Dividend Income (RON mn) | | | | | | | 649.7 | 682.1 | 567.4 | 351.2 | 552.6 | 566.5 |
| Total Special Dividend Income (RON mn |) | | | | | | - | - | - | - | 185.2 | - |
| Total Dividends (RON mn) | | | | | | | 649.7 | 682.1 | 567.4 | 351.2 | 737.8 | 566.5 |
| Total Annual Dividend Income per Share | € (RON)² | | | | | | 0.04954 | 0.05674 | 0.05310 | 0.0331 | 0.0750 | 0.0779 |
| Total Special Dividend Income per Share | e (RON) ² | | | | | | - | - | - | - | 0.0251 | - |
| Dividend/Distribution per Share (RON) | | | | | | | 0.05000 | 0.05000 | 0.05000 | 0.05000 | 0.06780 | |
| Share Price (RON) | | | | | | | 0.76404 | 0.8130 ⁵ | 0.7200 ⁶ | 0.9180 ⁷ | 0.8990 ⁸ | |
| Yield | | | | | | | | 5.84% | 6.94% | 8.76% | 7.54% | |
| Yield for Romanian companies (BET) | | | | | | | 5.10% | 3.50% | 4.56% | 7.07% | 8.59% | |

i.

Note: Calculations based on the companies' annual financial statements. Dividends are distributed based on individual financial statements.

1. Source: FP 28 September 2018 Detailed Statement of Investments.

2. Calculation based on the number of paid shares at the registration date for each year excluding treasury shares at the same date. For 2018, the calculation is based on the number of paid shares excluding treasury shares acquired as at 2 November 2018.

3. Includes dividends from Romgaz and Nuclearelectrica, which were unlisted at that time.

4. As at 30 April 2014.

5. As at 29 May 2015.

8. As at 11 June 2018.9. The company registered losses.

6. As at 9 June 2016. 7. As at 6 June 2017.



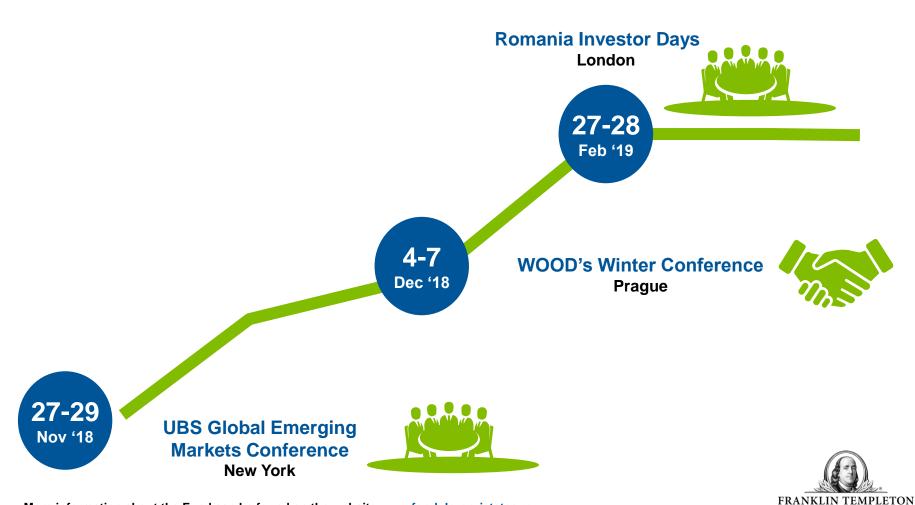


| Portfolio company | Gross dividend (RON mn) |
|-----------------------|---|
| Nuclearelectrica SA | 238.0 ¹ |
| Bucharest Airports SA | To be approved by shareholders on 7 December 2018 based on prior recommendation from the Board ² |
| Total | 238.0 |



1. Based on the company's GSM calling notice. To be approved by shareholders during the December 2018 GSM. 2. As at 30.09.2018 the company had Cash and cash equivalents worth of RON 341m.

Investor relations – Upcoming events



More information about the Fund can be found on the website www.fondulproprietatea.ro

This material is intended solely for the recipient and should not be reproduced, copied or re-transmitted. Not for public use.

INVESTMENTS

FONDUL PROPRIETATEA





Financial Results



Statement of Financial Position



| RON mn | 30 September 2018 Unaudited | 31 December 2017 Audited |
|------------------------------|--------------------------------|-----------------------------|
| Cash and current accounts | 23.3 | 19.2 |
| Deposits with banks | 213.3 | 1,276.7 |
| Treasury bills | - | 46.3 |
| Government bonds | 147.3 | 195.9 |
| Dividends receivable | 12.0 | - |
| Equity investments | 9,533.5 | 9,278.2 |
| Other assets | 4.5 | 10.7 |
| Total assets | 9,933.9 | 10,827.0 |
| Payables | 13.4 | 15.2 |
| Other liabilities | 25.0 | 21.6 |
| Total liabilities | 38.4 | 36.8 |
| Total equity | 9,895.5 | 10,790.2 |
| Total liabilities and equity | 9,933.9 | 10,827.0 |



Source: FP Quarterly Report for the quarter ended 30 September 2018.

Statement of Comprehensive Income



| RON mn | Q3 2018 Unaudited | Q3 2017 Unaudited | 9-month period ended 30 Sept 2018 Unaudited | 9-month period ended 30 Sept 2017 Unaudited |
|--|----------------------|----------------------|--|--|
| Gross dividend income | 42.4 | 184.4 | 575.0 | 724.3 |
| Net gain / (loss) from equity investments at fair value through profit or loss | 132.0 | 26.2 | 425.9 | 185.2 |
| Interest income | 2.3 | 0.4 | 6.8 | 7.7 |
| Reversal of impairment losses on receivables, net | (0.3) | (0.3) | (0.2) | 36.4 |
| Net gain on disposal of equity investments available for sale | N/A | 17.3 | N/A | 38.3 |
| Net loss from disposal of non-current assets held for sale | N/A | (14.5) | N/A | (14.5) |
| Other (expense) / income, net ¹ | (0.5) | (0.5) | 6.5 | 2.0 |
| Net operating income / (loss) | 175.9 | 213.0 | 1,014.0 | 979.4 |
| Administration fees recognised in profit and loss | (9.9) | (12.4) | (36.5) | (66.4) |
| Other operating expenses | (5.5) | (10.0) | (18.7) | (22.2) |
| Operating expenses | (15.4) | (22.4) | (55.2) | (88.6) |
| Finance costs | (0.2) | (0.2) | (0.2) | (0.2) |
| Profit before income tax | 160.3 | 190.4 | 958.6 | 890.6 |
| Income tax | 0.1 | 6.7 | (8.4) | 15.8 |
| Profit for the period | 160.4 | 197.1 | 950.2 | 906.4 |
| Other comprehensive income | - | (60.8) | - | 46.1 |
| Total comprehensive income for the period | 160.4 | 136.3 | 950.2 | 952.5 |

Source: FP Quarterly Report for the guarter 30 September 2018.

1. Other income/ (expenses), net included mainly the net gain / (loss) from revaluation of government securities through profit or loss, net foreign exchange gain / (loss) and other operating income/ (expenses).



Fondul Proprietatea Premium Point Buzesti Street 78-80, 1st District Bucharest 011017 www.fondulproprietatea.ro



FRANKLIN TEMPLETON INVESTMENTS