

**PROFILE AND NOMINATION POLICY OF THE BOARD OF NOMINEES OF
FONDUL PROPRIETATEA S.A. (THE "POLICY")**

1. Purpose

This Policy establishes: (i) the guidelines regarding the profile of the Board of Nominees (the “**BoN**”) of Fondul Proprietatea S.A. (the “**Company**”) and (ii) the principles and procedures for the nomination and evaluation of candidates for the positions of members of the BoN.

The policy pursues two main directions:

- firstly, it has the role of guaranteeing that the BoN structure is made up in such a way that its members, through the diversity of profiles, skills and experience, can effectively carry out their duties and responsibilities, while representing the interests of shareholders in accordance with the Company's strategic objectives; and
- secondly, the policy sets out the framework for future nomination and selection processes, taking into account compliance with legislation and corporate governance principles, as well as ensuring a fair, transparent and efficient selection mechanism for BoN members.

2. Composition and term of office of the members of the Board of Nominees

The BoN will consist of a number of members established in accordance with the provisions of the Company's articles of incorporation, appointed by the ordinary general meeting of shareholders (“**OGMS**”) for a term of office established in accordance with the Company's articles of incorporation.

According to the articles of incorporation of the Company that is currently in force, the BoN is composed of a number of **5 (five) members**, for a term of **3 (three) years**.

3. Independence of the members of the Board of Nominees

At least one third of the members of the BoN must be independent, according to the criteria set out in Annex A of the applicable Corporate Governance Code of the Bucharest Stock Exchange (“**BSE GC Code**”).

Based on these criteria, each independent member of the BoN will submit a declaration of independence at the time of nomination for election or re-election, as well as whenever there is a change in his or her status. The independence of each member will be periodically evaluated by the Company's Nomination and Remuneration Committee, and any changes of the status will be publicly communicated.

4. Diversity in the composition of the Board of Nominees

This Policy promotes a diverse and balanced composition of the BoN, to the extent that it allows the expression of a variety of opinions that enrich the decision-making process and the appropriate representation of the interests of the Company's shareholders. Diverse skills, experiences and perspectives contribute to creating an environment that encourages independent thinking and constructive discussions.

The BoN will pursue diversity in terms of gender, age, race, ethnicity, cultural diversity, geographical origin, international education and experience, as well as professional training, with the aim of meeting the following diversity criteria:

- gender equality will be promoted; to this end, the selection criteria of the BoN members set out in this Policy will be applied in a non-discriminatory manner throughout the selection process. As the Company is an externally managed alternative investment fund, which implies a governance structure distinct from that of traditional companies governed by Law no. 31/1990, the Company does not have a board of directors, and the executive management is fully exercised by the alternative investment fund manager (“AIFM”). Therefore, the gender balance objectives imposed by the provisions of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as subsequently amended and supplemented (“**Law no. 24/2017**”) do not apply to the corporate structure of the Company. Nonetheless, to ensure transparency and voluntary alignment with corporate governance best practices the Company shall aim to achieve that at least 40% of the BoN member positions to be occupied by members of the underrepresented sex¹;
- The BoN will include members who have relevant international experience in areas such as capital markets, investment fund management and asset management, in particular in the jurisdictions and sectors where the Company and its investment portfolio are or will become active. This experience is essential for understanding the dynamics of global financial markets and supporting the Company's investment objectives;
- the members of the BoN must have academic training and professional background that allows them to understand the Company's activity, structure and markets, the specifics of a closed-end alternative investment fund admitted to trading on a regulated market and the obligations towards shareholders;

¹ The criterion that at least 33% of all director positions (executive and non-executive) should be filled by members of the under-represented sex does not apply to the BoN (the BoN, by its nature, is made up of non-executive members).

- the BoN will aim to include members from different age groups, in order to bring diverse perspectives and experiences to the Company's activity; and
- the composition of the BoN must ensure a diversity of professional profiles that complement each other, according to the details presented in this Policy.

5. Competences and expertise for the members of the Board of Nominees

The composition of the BoN should reflect diverse profiles, ensuring a balance between financial expertise, capital market knowledge and investment fund experience, in order to support the Company's main objectives — maximising shareholder value and ensuring that the portfolio is managed by the Company's AIFM in accordance with the objectives and principles set out in the investment policy, as well as with the laws and regulations applicable to the Company.

When analysing candidates for the positions of members of the BoN, attention will be paid to personality, integrity, absence of conflicts of interest, commitment (including by analysing the number of external positions held, to ensure that the time required does not compromise the commitment to the Company), gender equality and professionalism of the persons proposed for election. Candidates should meet the BoN profile in terms of independence, diversity, integrity, qualifications and practical experience, field knowledge, ability, and willingness to devote adequate time and effort to their responsibilities as members of the BoN.

BoN members may be shareholders of the Company or any other persons appointed by the shareholders and must cumulatively meet the following conditions:

1. must have the appropriate experience and knowledge to receive the reports of AIFMs and consultants and to make judgments based on the information received in relation to the management of the Company, within the limits of the objectives and principles set out in the investment policy, as well as by the applicable laws and regulations; and
2. it must be appropriately qualified to decide — if necessary, with the help of an independent consultant — whether the transactions proposed by the AIFM, which require the approval of the BoN, are carried out for the benefit of shareholders.

In order to ensure within the BoN the knowledge and experience considered essential in relation to the Company's activity, the following areas of expertise should be covered:

5.1 Capital markets and investment management

As a collective body, the BoN should have an appropriate level of knowledge and experience to **supervise and assess** the Company's activities in capital markets and investment management. This includes:

- a general understanding of capital markets and commonly used financial instruments, such as listed equities, unlisted participations, fixed-income instruments, and alternative investment structures;
- the ability to oversee portfolio composition, asset allocation principles, valuation approaches, and exit considerations;
- awareness of the regulatory and fiduciary framework applicable to alternative investment funds and the Company's obligations towards investors; and
- Experience relevant to overseeing significant corporate events affecting portfolio companies, such as listings, delistings, restructurings, or other material transactions.

This expertise may be acquired through senior management, board-level, advisory, or supervisory roles.

5.2 Financial, accounting, auditing and risk management

At least one BoN member should be capable of providing effective financial and risk oversight, including the ability to:

- review and assess financial statements and management reports at an individual and consolidated level;
- understand key financial indicators, risk exposures, and the overall financial position of the Company and its portfolio;
- oversee the adequacy of risk management frameworks, internal control systems, and financial reporting processes; and
- contribute, from a supervisory perspective, to discussions on financial performance, sustainability, and strategic financial decisions.

Relevant experience may derive from senior managerial, supervisory, or advisory roles involving:

- oversight of financial reporting or budgeting processes;
- interaction with finance functions, auditors, or risk managers;
- participation in audit committees or similar governance structures; or
- regular review of financial and risk reporting at board level.

5.3 Corporate governance and shareholder representation

At least one member of the BoN should have experience enabling them to oversee corporate governance arrangements and shareholder relations, including:

- a general understanding of corporate governance principles applicable to listed companies and investment entities;
- experience in supervising the exercise of shareholders' rights and their representation within governance structures;
- familiarity with interactions with relevant market and supervisory institutions, such as the Financial Supervisory Authority, the Bucharest Stock Exchange, and the Central Depository; and
- oversight of relationships with significant shareholders and institutional investors from a governance and transparency perspective.

5.4 Legal and regulatory expertise

At least one BoN member should possess sufficient legal and regulatory awareness to oversee compliance and governance matters, in particular with respect to:

- the general framework of company law and capital markets regulation;
- key regulatory requirements applicable to alternative investment funds and their managers;
- disclosure, transparency, and reporting obligations applicable to issuers; and
- legal considerations relevant to portfolio transactions, restructurings, and other significant corporate actions.

This requirement does not imply day-to-day legal execution, but the ability to understand issues, challenge proposals, and rely appropriately on expert advice.

5.5 Leadership Experience

At least one BoN member should demonstrate leadership experience relevant to a supervisory and collective decision-making role, including:

- experience contributing to or leading discussions within boards, supervisory bodies, or comparable collegial structures;
- prior service in a governance, supervisory, or senior advisory capacity within a company or institution of comparable complexity; and
- the ability to engage constructively with senior management, regulators, and other key external stakeholders.

5.6 Investor relations and Transparency Oversight

At least one BoN member should be able to oversee investor relations and shareholder communication, including:

- Supervising the Company's approach to communication and transparency towards institutional and retail investors;
- Understanding, at a general level, investor expectations and market practices relevant to listed alternative investment funds;
- Overseeing the organisation and conduct of shareholder information processes, such as general meetings, investor briefings, or consultations; and
- Ensuring that investor relations activities are conducted in line with regulatory requirements and good governance standards.

6. Board of Nominees skills matrix

A skills matrix may be used by the Nomination and Remuneration Committee as an assessment tool to evaluate whether the candidates proposed by shareholders are aligned with, and contribute to, the defined profile of the BoN. Should a skill matrix be used by the Nomination and Remuneration Committee such skills matrix shall be completed (either internally or with the support of an external consultant), based on curriculum vitae, professional experience, education, self-assessments, questionnaires and, if necessary, interviews with the candidates.

A member of the BoN may be considered to have relevant expertise in a particular area if he or she meets most of the sub-criteria referred to in the skill matrix or demonstrates equivalent practical experience. Each member of the BoN is not expected to meet all areas of expertise.

7. The role of the Nomination and Remuneration Committee in the process of nominating the members of the Board of Nominees

Without prejudice to the statutory rights of shareholders, the Company's Nomination and Remuneration Committee is responsible for initiating, coordinating and guiding the process of assessing the suitability and nominating the members of the BoN. In carrying out its work, the Nomination and Remuneration Committee may use internal resources (e.g. the legal department of the AIFM) or may call on external independent professionals, to carry out search activities and/or to provide expert opinions on candidates for the position of member of the BoN.

The Nomination and Remuneration Committee will review the list of candidates and the application documentation and make preliminary recommendations to the BoN.

8. Proposal of candidates

Candidates for the position of member of the BoN may be proposed by any shareholder of the Company, regardless of their shareholding. Candidates must be appropriate in terms of eligibility, competence and diversity criteria set out in the applicable regulatory framework in this Policy, as well as according to the needs of the composition of the BoN at the time.

When an OGMS is convened that has on the agenda the appointment of the BoN members, the Company will prepare and publish the following documents, which will be used in the process of proposing candidates:

- a standard candidate proposal form;
- a standard form for the questionnaire and the related statement, to be completed by the candidate, certifying whether or not he/she meets the applicable independence criteria;
- a standard statement, to be completed by the candidate, with regards to potential conflicts of interest, including whether he/she has business, family or other relationships that could affect his/her performance as members of the Board of Nominees; and
- a standard consent form and information note for the collection and processing of personal data in the recruitment process.

The templates to be used by the AIFM for the purposes of this Policy shall be in a form substantially like those set out in Annex 1 hereto.

Also, candidates will submit a letter of intent describing the reasons that support the candidacy for the position of member of the BoN.

The candidates' proposal will be made by sending a written proposal to the Company, within the deadline and according to the procedure provided for in the relevant OGMS call, and will be accompanied by at least:

- curriculum vitae including the name, address, professional qualifications and expertise of the proposed candidate, as well as current professional commitments, executive and non-executive positions held in other organisations;
- the candidate's proposal forms, completed with the necessary information and signed by the candidate; and
- copy of a valid identity document of the candidate (identity card/passport).

Daily, during the proposal period, and immediately after its end, the Company will make available to the shareholders the list of candidates, together with the application documentation submitted in this regard.

The information made available to shareholders on each nomination proposal will include at least:

- curriculum vitae and letter of intent of the candidate;
- the candidate's current and previous professional commitments and involvements, including executive and non-executive positions in companies, public authorities, non-profit organisations or other entities;
- any existing or potential conflicts of interest (including business, family or other relationships) that could affect their performance as members of the BoN; and
- the shareholder who made each proposal.

Within the deadline mentioned in the relevant OGMS call, the Nomination and Remuneration Committee, with the assistance of the AIFM, will prepare and update the preliminary list of candidates, which the Company will publish on its website, as part of the documentation related to the OGMS, and it will be updated daily based on the proposals received. The list will include: (i) the candidate's name, (ii) domicile, professional qualifications and expertise, including current professional commitments, executive and non-executive positions held in other organisations; (iii) the shareholder proposing that candidate; (iv) the capacity as shareholder; (v) fiscal record and criminal records; (vi) information on the independence status of each candidate, if applicable; and (vii) any existing or potential conflicts of interest, if any.

The final list of candidates will be published within the deadline set out in the relevant OGMS convening and will be reflected in the updated postal ballots and updated special powers of attorney.

9. Evaluation of candidates

Each proposed candidate will be subject to an assessment by the Company's Nomination and Remuneration Committee in accordance with this Policy, including with regard to sufficient time availability, knowledge, skills and experience, reputation, honesty and integrity and, where applicable, independence.

The Nomination and Remuneration Committee will assess the independence of candidates for the position of member of the BoN, taking into account their self-assessment and

considering whether there are any business or other personal relationships that could significantly affect the independence and objectivity of the candidates, as well as their ability to act in the best interests of the Company, shareholders and other stakeholders.

As part of the assessment of a candidate's suitability, the Nomination and Remuneration Committee may, if necessary, request evidence from the candidate attesting to the veracity of the information provided to the Company. He may also seek information on the suitability of the candidate and the correctness of the information provided, through various channels and tools (e.g. diplomas and certificates, letters of recommendation, curriculum vitae, interviews, questionnaires, public registers).

The BoN will interview each proposed candidate. If a member of the BoN has been proposed for re-election, that member does not participate in any interviews with the candidates. The duration of each interview will be reasonable and proportionate to the other interviews organized for this purpose.

The BoN will carry out an independent and objective assessment of each candidate, taking into account the documentation of the proposal, and will determine that the candidate meets the criteria set out in the skills matrix, consequently documenting the evaluation and decision-making process.

Based on the results of the interviews, the BoN will issue a voting recommendation detailing the fulfilment of the BoN profile, in accordance with the guidelines indicated in the skills matrix, highlighting, in particular, any findings regarding the candidates' independence, experience and current willingness to carry out their duties as members of the Committee. The BoN recommendation is not binding on shareholders. The BoN will issue recommendations only in favour of one or more candidates.

If the BoN does not consider that a candidate is suitable for the position of member of the BoN, it shall refrain from making any recommendations concerning that candidate.

In accordance with the applicable rules on gender equality, if the BoN concludes that two or more candidates are equally qualified in terms of professional skills, competences and performance, it will issue a recommendation giving priority to the candidate of the under-represented sex, except in exceptional cases where more legally compelling reasons — such as the application of other diversity policies, relied on in the context of an objective assessment, taking into account the specific situation of a candidate of the opposite sex and on the basis of non-discriminatory criteria — favour the candidate of the opposite sex.

The results of the evaluation of the candidates will be presented to the shareholders, in order to allow them to make an informed decision, in the form of observations that will be included

in the final list of candidates published according to the deadline set in the relevant OGMS convening. If a candidate is deemed unsuitable, he or she will not be removed from the list, as all candidates must be put to a shareholder vote.

If a successful candidate of the under-represented sex proves, before a court or other competent authority, the existence of facts which may lead to the presumption that the candidate held qualifications equivalent to those of the candidate of the opposite sex who was selected, the Company is required to demonstrate that there has been no breach of the principle of priority.

Based on the information provided by the BoN and the independent research and judgment of each shareholder, the OGMS decides on the selection of a candidate and his appointment as a member of the BoN.

This Policy shall enter into force as of the date of its adoption by the BoN. This Policy is to be updated periodically to reflect any legislative, regulatory or organisational changes relevant to the Company.

ANNEX 1

CANDIDATE PROPOSAL FORM

For the position of Member in the Board of Nominees of Fondul Proprietatea S.A.

The _____ undersigned
[_____] ,
(*name of the shareholder to be inserted*), identification number (or similar data which allows
identification in the shareholders' registry)
[_____]

In my capacity of shareholder of FONDUL PROPRIETATEA S.A.,

I hereby propose the following person(s) as candidate(s) for the election of member(s) in the Board of Nominees of Fondul Proprietatea SA, election to be held on [●], as follows:

No.	Surname and forename	Citizenship	Domicile	Professional qualification	Proposed candidate is a shareholder in Fondul Proprietatea S.A. (YES/NO)
1.					

Note:

For each proposed candidate, the followings documents must be attached to this form:

- the attached statement of independence, fully filled in and signed by the candidate;
- the consent form and information note for the collection and processing of personal data in the recruitment process, filled in and signed by the candidate;
- a letter setting out the reasons supporting the candidacy (a statement from the candidate setting out the reasons why shareholders should support their election to the Board of Nominees);
- a copy of the ID card (passport);
- the resume which details his/her current professional activity;
- fiscal record / a self-liability statement (if the candidate is not a Romanian citizen);
- criminal record / a self-liability statement (if the candidate is not a Romanian citizen).

All candidates for the vacant position in the Board of Nominees will be put for being voted on the same list, with the candidate who obtains the highest number of votes in favor, but no less than 50% + 1 of the casted votes of all shareholders attending or being represented in this OGM (the statutory majority for adopting a decision), being elected to the Board of

Nominees. Each shareholder may vote “FOR” for one candidate, as there is one member to be appointed to the Board of Nominees.

The candidate proposal must be submitted to the Company’s headquarters in Bucharest, 76-80 Buzesti Street, 7th floor, 1st district, postal code 011017 or by e-mail at agafp@fondulproprietatea.ro by [●], [●] (Romanian time).

Date: [_____]

Shareholder’s Name: [_____]

Shareholder’s Legal Representative
Name: [_____]

Signature: [_____]

Statement of independence for candidates for Board of Nominees members of Fondul Proprietatea S.A. (the “Fund”)

The undersigned _____ (*name of the shareholder, natural person*), identified through _____ (*identity document*), series _____, number _____, issued by _____, at date _____, domiciled at _____,
personal code _____

or

The company _____ (*name of the shareholder legal entity*), headquartered at _____, registered with the Trade Registry under the number J _____, EUID: ROONRC.J _____, having the Sole Registration Code _____, legally represented by _____, in [his/her/its] capacity as _____,

in capacity as candidate proposed for the position as member of the Board of Nominees of the Fund,

in accordance with the provisions of Law no. 31/1990 on companies, republished, as subsequently amended, and those of the Corporate Governance Code of the Bucharest Stock Exchange, being aware of the provisions of Article 326 of the Criminal code regarding false statements, I hereby declare on my own responsibility the following:

(each statement below to be completed as true. In the case of a statement relating to one of the following situations occurring, details shall be given as to why the declaration has been so)

Statement	Please provide details in case of a statement concerning one of the below situations
I [have been] / [have not been] the CEO/executive officer/senior employee of the Fund, of a company controlled² by the Fund, and I [have held] / [have not held] a similar position for the previous five (5) years.	

² For the purpose of this statement, the term “controlled” is understood as “controlled undertaking” according to Law 24/2017 on issuers of financial instruments and market operations, namely “any legal person:

- a) in which a natural person or legal entity has a majority of the voting rights; or
- b) of which a natural person or legal entity has the right to appoint or remove a majority of the members of the administrative, management or supervisory body and is at the same time a shareholder in, or an associate of, the undertaking in question; or
- c) of which a natural person or legal entity is a shareholder or associate and alone controls a majority of the shareholders” or associates” voting rights, respectively, pursuant to an agreement entered into with other shareholders or associates of the undertaking in question; or
- d) over which a natural person or legal entity has the power to exercise, or actually exercises, dominant influence or control;”.

<p>I [have been] / [have not been] the CEO/executive officer/senior employee of the Fund Manager and I [have held] / [have not held] or of a company within the Fund Manager’s group³, and I [have held] / [have not held] a similar position for the previous 5 (five) years.</p>	
<p>I [have been] / [have not been] a director, employee, or professional adviser of or to other investment companies or Funds that are managed by the same alternative investment fund manager as the alternative investment fund manager of the Fund, or managed by any other company from the Fund Manager’s group.</p>	
<p>I [have been] / [have not been] an employee of the Fund, of a company controlled by the Fund, or of the Fund Manager of a company within the Fund Manager’s group and I [have been] / [have not been] in such a position for the previous five (5) years.</p>	
<p>I [hold] / [do not hold] any cross-directorships and I [have] / [do not have] significant links with other CEO/executive officer/senior employee of the Fund Manager of a company from Fund Manager’s group through involvement in other companies or bodies.</p>	
<p>I [have received] / [have not received] any remuneration or other advantages from the Fund or from a company controlled by the Fund, or of the Fund Manager of a company from Fund Manager’s group for the previous five (5) years (apart from those corresponding to the quality of non-executive member of the Board of Nominees / board of directors / board of supervisors / management board).</p>	
<p>I [am] / [am not] a significant shareholder of the Fund or of a company controlled by the Fund or of the Fund Manager or of a company from the Fund Manager’s group or a shareholder that controls such a significant shareholder.</p>	
<p>I [have represented] / [have not represented] in any way a significant shareholder of the Fund or of the Fund Manager or of a company from the Fund Manager’s group in the previous year or a shareholder which controls such a significant shareholder.</p>	

³ For the purpose of this statement, the term “a company from the Fund Manager’s group” is understood as a company controlled by the Fund Manager.

<p>I [have had] / [have not had] during the previous 3 years a business relationship with the Fund or with a company controlled by the Fund, or with the Fund Manager or with a company from Fund Manager’s group, either directly or as a shareholder, member of the board of directors / board of supervisors / management board, director / CEO / executive officer or employee of a company having such a relationship with the Fund or with the Fund Manager, which, by their substantial character, are likely to affect my objectivity.</p>	
<p>I [have been] / [have not been] in the last three (3) years shareholder or employee of the current or previous the external or internal auditor of the Fund or a company controlled by it, or of the Fund Manager of a company from Fund Manager’s group.</p>	
<p>I [have been] / [have not been] a CEO/executive officer in another company where another CEO/executive officer of the Fund or of the Fund Manager is a non-executive director.</p>	
<p>I [have been] / [have not been] a member of the Board of Nominees for more than three (3) mandates of three (3) years each.</p>	
<p>I [have] / [do not have] any family ties with a person in the situations referred to in all points above.</p>	
<p>I [have] / [do not have] any family relations with a person who:</p> <ul style="list-style-type: none"> a) is or has been in the last five (5) years member of the Board of Nominees or employee of the Fund or of the Fund Manager; or b) has or has had within the last year a significant business relationship with the Fund or the Fund Manager, either directly or as a shareholder, member in the Board of Nominees or employee of an entity having such a relationship; or c) is or has been in the last three (3) years external auditor (or employee of the external auditor) of the Fund or the Fund Manager; or d) is member of executive management in a company where the members of the executive management of the Fund or of the Fund Manager serve as members 	

of the board of directors / board of supervisors / management board.	
I [have] / [do not have] any facts registered in your fiscal record.	
I [have been] / [have not been] convicted of a criminal act.	
[I hold at the date hereof a number of [●] shares in Fondul Proprietatea, representing [●]% of the share capital and [●]% of the voting rights of the Fund] / [I do not hold shares in Fondul Proprietatea].	

Name _____ Signature _____

Date ____ / ____ / _____

CONSENT FORM AND INFORMATION NOTE FOR THE COLLECTION AND PROCESSING OF PERSONAL DATA IN THE RECRUITMENT PROCESS

As part of any recruitment process, Fondul Proprietatea S.A. („**Fondul Proprietatea**”, „**Controller**”, „**Company**”, „**Fund**” „**we**”) collects and processes personal data relating to candidates as further detailed („**Candidate Data**”). The Company is committed to being transparent about how it collects and uses that data and to meeting its data protection obligations. This Consent Form and Information Note for the Collection and Processing of Personal Data in the Recruitment Process are aimed at informing you of how and why your personal data will be used, namely for the purposes of the recruitment exercise, and how long it will be retained for. It provides you with certain information that must be provided to you pursuant to the General Data Protection Regulation ((EU) 2016/679) („**GDPR**”).

All information we ask from you is provided by you on a voluntary basis; if you choose not to provide the information that we seek during the recruitment process we may not be able to continue the recruitment process within the Company.

1. Controller’s and data protection officer’s identity and contact data

1.1. The data controller is „Fondul Proprietatea” - S.A, with the registered office at Buzesti str. no. 76-80, Premium Point Building, 7th floor, 1st district, Bucharest, postal code 011017, Romania, fiscal code 18253260, registered with the Trade Registry under no. J40/21901/2005, sole identification code (EUID) ROONRC.J40/21901/2005, telephone +40-21-200-96-00, fax +40-21-316-300-048, email office@fondulproprietatea.ro.

1.2. The data protection officer („**DPO**”) is April Ponton, email april.ponton@franklintempleton.com / DataProtectionOfficer@franklintempleton.com.

2. Candidate Data

In connection with your application, we will process (including by collecting, using, making available on the Company’s website, storing etc.) the following categories of personal data obtained from you, your named referees, and publicly accessible sources:

- a) **Identification data**, such as name, surname, date and place of birth, gender, marital status, family details, nationality/ citizenship, signature, photos (e.g. from the identity documents or social media), data from the identity card/ passport (e.g. number, series, validity);
- b) **Contact data**, such as telephone/ fax number (personal, office), address, e-mail address, social media contact details, actual workplace address;
- c) **Professional data**, such as job title(s) and name of current / past workplace(s), CV and the information contained therein such as educational and work experience, employment history, professional memberships, educational achievements, diplomas, transcripts, languages;
- d) **Reputational data**, such as those contained in the fiscal and criminal record or data contained in the solemn statement, if the candidate is not a Romanian citizen;
- e) **Data related to the independence of the candidate**, *i.e.* specific relationships or positions, such as candidate’s status or history as, or relationship with a member of the

board of the Company, CEO, executive officer, senior employer of the Company / Franklin Templeton, of a company controlled by the Fund/ company from Fund Manager group, and other positions and/or relationships described in the statement the candidates must complete as part of the recruitment documents, including information about family ties and shareholdings in the Company, if the case;

- f) **Information about entitlement to work in Romania**, such as work authorizations and permits;
- g) **Data related to the recruitment process**, such as the information on evaluation results, correspondence via e-mails, telephone calls and letters, appeals *etc.*;
- h) **Data generated by us** as part of the activities we perform, such as profiling based on the interaction with you or your referees or information resulting from reputation checks;
- i) **Other personal data** such as photographs, voice, video recordings or other recordings associated with attendance at recruitment events hosted by us (as the case may be), data from social networks and publicly available online sources, any personal data provided to us about you by your referees (if applicable);
- j) Other data similar to the broad categories mentioned above.

3. Purposes

3.1. The Candidate Data is processed for the purpose of assessing the suitability, eligibility, and qualification for a position in the Board of Nominees of Fondul Proprietatea. This includes, without limitation, identifying and evaluating you for the role, contacting you, appraising your suitability for the role, deciding whether to conclude the mandate agreement with you, conducting background or reference checks, maintaining records in relation to the recruitment process, analyzing the hiring process and outcome, comply with legal or regulatory requirements as well as other legitimate human resources and business management purposes.

3.2. We will also process certain categories of data which have a sensitive or special nature, as mentioned above, based on your express consent below and for the following purposes:

- a) we will process sensitive data provided by you related to criminal and fiscal records, for background check and integrity purposes.
- b) we will use data about your nationality, to assess whether a work permit and a visa will be necessary for the role.

3.3. We also use your data for purposes concerning (i) IT management infrastructure, (ii) video monitoring and security, (iii) legal and procedural compliance, (iv) legal protection of the Company, (v) restructuring and reorganization process, including mergers and spin-offs.

4. Legal basis for processing

4.1. The legal basis for processing Candidate Data is your express consent given herein (in accordance with article 6, paragraph 1, letter a) and article 9 paragraph (2) letter a) of the GDPR).

4.2. You can withdraw your consent at any time by contacting the DPO. Withdrawal of consent does not affect the legality of data processing carried out prior to withdrawal.

Withdrawing the GDPR consent before [●], [●] (Romanian time), represents withdrawing the candidate proposal to be a member of the Board of Nominees. Withdrawing the GDPR consent after [●], [●] (Romanian time), will lead to the deletion of the candidate presentation made public on the Company's website.

4.3. For the successful candidates, after the recruitment, the Candidate Data will be processed based on the agreement concluded with the Company (article 6, paragraph 1, letter b) of the GDPR) and otherwise in connection with the information note that will be provided to you.

4.4. Processing for the purposes indicated at point 3.3 above takes place based on the Company's legitimate interests, including legitimate interest to secure the management of the IT infrastructure, to ensure the security of the Company's assets and personnel, to protect the Company's rights and interests, to pursue various opportunities or needs aimed at the restructuring or reorganization of the Company's patrimony.

5. Retention period

5.1. We will process and keep the Candidate Data as long as your recruitment process is ongoing and further:

5.1.1. for successful candidates: if you succeed in your application, we will keep and process the Candidate Data according to our data protection policies that will be communicated upon/ after confirmation of your application.

5.1.2. unsuccessful candidates: if you are unsuccessful in your application, we will remove your Candidate Data within a reasonable amount of time after the position has been occupied, but no longer than the general statute of limitation of 3 years from the date of giving your consent. In case you withdraw consent, Candidate Data may be removed after consent withdrawal, except for data which may be needed further for example for the purposes referred to in point 3.3 above in which case they will be generally retained for the general statute of limitation of 3 years.

6. Automated decision-making

In relation to the Candidate Data, we do not implement profiling or decision-making systems producing legal effects concerning you or similarly significantly affecting you, based solely on automated processing (i.e. without human intervention).

7. Recipients of Candidate Data

For the fulfillment of the above-mentioned purposes, some of your Candidate Data will be made available to the public, by being posted on the Company's website, based on your consent below.

Also, in some cases, it may be necessary to transfer personal data to other entities, such as public authorities, service providers and contractual partners of the Controller, for example, to entities providing technical and administrative support services (e.g. servicing of IT systems and software) or entities providing legal or fiscal advice.

8. International Data Transfers

No international transfer of Candidate Data to countries outside the European Union or the European Economic Area is envisaged. If we need to transfer personal data to these countries, we will take steps to make sure your personal data is protected and safeguarded, in accordance with GDPR.

9. Your rights

Under certain circumstances, you have the following rights recognized by law: the right to access, right to rectify personal data; right to restrict the use of personal data; right to request that personal data is erased; right to object to processing of personal data; right to personal data portability; right to lodge a complaint with a supervisory authority; right to withdraw your consent.

If you would like to exercise any of these rights, or you have any other complaints or requests please contact us using the details provided at the item 1 above in relation to our DPO.

10. Our Privacy policy

More details in relation on how we process personal data may be found in our Privacy policy available at <https://www.fondulproprietatea.ro/home/privacy---cookie-notice.html>.

11. Candidate Consent

I hereby give my express consent to the processing of my Candidate Data, including sensitive / special data by the Controller in the conditions specified herein. I acknowledge that the Controller shall archive this Consent Form for the purpose of fulfilling the Controller's statutory obligation to be able to demonstrate that my consent to the processing has been obtained. I hereby give my express consent for the publication on the Controller's website of my personal data including my name, locality of residence, professional qualification, capacity as shareholder, fiscal record and criminal record, the statement of independence and this consent form and information note for the collection and processing of personal data in the recruitment process.

Name _____ Signature _____
Date ____ / ____ / _____