

Decision no. 10 / 25 April 2013 of the Shareholders' Ordinary General Meeting of
S.C. FONDUL PROPRIETATEA S.A.

Headquarters: 78-80 Buzesti St, 7th floor, sector 1, Bucharest, registered with the Trade Register under number J40/21901/2005, fiscal registration code 18253260

Today, 25 April 2013, 11:00am, the shareholders of S.C. Fondul Proprietatea S.A. ("the Fund") have met during the Shareholders' Ordinary General Meeting ("OGM") of the Fund, at its first summoning, at Hotel JW Marriott – Constanta Ballroom located at 13 Septembrie Street no. 90, 5th District, Bucharest, the OGM being opened by its Chairman, namely Mr. Grzegorz Maciej Konieczny, in his capacity of legal representative of Franklin Templeton Investment Management Limited United Kingdom, Bucharest Branch, having its headquarters in Bucharest, 78-80 Buzesti Street, 7th and 8th floors, 1st District, Bucharest, registered with the Trade Register under no. J40/8587/2009, sole identification code 25851096 ("the Sole Administrator") and with the Public Register of the Romanian National Securities Commission ("CNVM") under number PJM05SSAM/400001.

Whereas:

- The notice of the OGM was published in the Official Gazette Part IV, number 1409 of 15 March 2013, in "România Liberă" newspaper on 15 March 2013, as well as on the Fund's website – www.fondulproprietatea.ro on 15 March 2013, and the supplemented notice of the OGM published in the Official Gazette Part IV number 1775 on 3 April 2013, in "România Liberă" newspaper on 3 April 2013 and on the website of S.C. Fondul Proprietatea S.A. – www.fondulproprietatea.ro on 3 April 2013,
- The provisions of in force Articles of Association of the Fund ("Articles of Association"),
- The applicable legislation,

At the beginning of the meeting, the Chairman notes there are 190 shareholders present or represented, holding a number of 5,240,644,356 shares, representing 39.07% of the paid-up share capital, holding a number of 5,083,314,367 voting rights, representing 38.59% of the total voting rights. The quorum condition is fulfilled in accordance with Article 14 (1), first paragraph of the Articles of Association and Article 112 (1), first paragraph of Companies' Law no. 31/1990 ("Law no. 31/1990"). Thus, the Chairman acknowledges that the OGM is statutory and legally established and it can adopt valid decisions regarding the items on its agenda.

In accordance with Article 129 of Law no. 31/1990, the Fund's shareholders appoint Mr. Daniel Gavrilă as OGM secretary and the Sole Administrator appoints Mrs. Loredana Văduva as OGM technical secretary.

Following the debates, the Fund's shareholders decide as follows:

I. The approval of the OGM agenda.

This item is adopted with 4,914,756,280 votes representing 99.68180% of the total validly casted votes, in accordance with Article 14 (1), second paragraph of the Articles of Association and Article 112 (1), second paragraph of Law no. 31/1990. The casted votes have been recorded as follows: 4,914,756,280 votes "for" and 15,688,342 votes "against". Also, there have been recorded 951,900 "abstains" and 157,329,989 votes have been annulled.

II. The approval of the appointment of Franklin Templeton Investment Management Limited United Kingdom Bucharest Branch, having its headquarters in Bucharest, 78-80 Buzesti Street, 7th and 8th floors, 1st District, Bucharest, sole identification code 25851096, registered with the Trade Register under no. J40/8587/2009, legally represented by Mr. Grzegorz Maciej Konieczny, Polish citizen, born on 22.11.1970 in Slupsk, Poland, having the domiciled declared in Poland, identified with ID issued by the Polish authorities on 14.05.2009, valid until 14.05.2019, Personal Identification Number 7011220001, by Mr. Adrian Cighi, Romanian citizen, domiciled in Bucharest, 57 Aron Cotrus street, entrance D, floor 5, ap. D31, sector 1, identified with ID series RT no. 768358 issued

by S.P.C.E.P. Sector 1 on 18.05.2011, valid until 10.08.2021, Personal Identification Number 1830810314000 and by Mrs. Oana-Valentina Truța, Romanian citizen, domiciled in Cluj-Napoca, 18 Iuliu Moldovan street, ap. 13, Cluj county, identified with ID series KX, no. 361489, issued by Municipiul Cluj-Napoca on 08.06.2004 and valid until 20.08.2014, Personal Identification Number 2800820260032, as Sole Administrator of SC Fondul Proprietatea SA and as Fund Manager pursuant to Law 297/2004 regarding the capital market and according to Investment Management Agreement signed on 25 February 2010. The appointment of the Sole Administrator produces effects in accordance with the provisions of the Law 31/1990, beginning with the acceptance of the mandate. The mandate expires on 29 September 2014, subject to renewal in accordance with the provisions of the Constitutive Act of SC Fondul Proprietatea SA.

This item is adopted with 4,929,261,260 votes representing 99.96713% of the total validly casted votes, in accordance with Article 14 (1), second paragraph of the Articles of Association and Article 112 (1), second paragraph of Law no. 31/1990. The casted votes have been recorded as follows: 4,929,261,260 votes “for” and 1,620,486 votes “against”. Also, there have been recorded 0 “abstains” and 157,329,989 votes have been annulled.

III. The empowerment, with the authority to delegate, of Mrs. Oana-Valentina Truța, Romanian citizen, domiciled in Romania, identified with ID series KX, no. 361489, issued by Municipiul Cluj-Napoca on 08.06.2004 and valid until 20.08.2014, Personal Identification Number 2800820260032, to sign on behalf of the shareholders the resolutions issued during the general meeting of 25 April 2013, as well as any other documents in connection therewith, and to carry out all procedures and formalities set out by law for the purpose of implementing these shareholders’ resolutions, including formalities for publication and registration thereof with the Trade Register or with any other public institution.

This item is adopted with 4,911,940,323 votes representing 100% of the total validly casted votes, in accordance with Article 14 (1), second paragraph of the Articles of Association and Article 112 (1), second paragraph of Law no. 31/1990. The casted votes have been recorded as follows: 4,911,940,323 votes “for” and 0 votes “against”. Also, there have been recorded 584,736 “abstains” and 157,329,989 votes have been annulled.

IV. The approval of 15 May 2013, as the registration date, in accordance with the provisions of Article 238, paragraph (1) of Law no. 297/2004.

This item is adopted with 4,895,405,302 votes representing 100% of the total validly casted votes, in accordance with Article 14 (1), second paragraph of the Articles of Association and Article 112 (1), second paragraph of Law no. 31/1990. The casted votes have been recorded as follows: 4,895,405,302 votes “for” and 0 votes “against”. Also, there have been recorded 28,600 “abstains” and 157,329,989 votes have been annulled.

This decision is drafted and signed on behalf of the shareholders in 3 (three) original counterparts by:

Oana – Valentina Truța
Empowered through the Shareholders’ Ordinary General Meeting

Daniel Gavrilă
Meeting secretary

Loredana Văduva
Technical secretary