

THE VOTING RESULTS
**OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF FONDUL
PROPRIETATEA SA OF 26 MARCH 2024**

Point 1 on the agenda refers to:

„The approval of the terms of, along with the execution of, the Management Agreement (in the form set out in the supporting documentation) between Fondul Proprietatea and Franklin Templeton International Services S.à r.l. for a duration of one (1) year starting 1 April 2024 and until 31 March 2025.

Mrs. Ilinca von Derenthall, the Chairperson of the Board of Nominees is empowered (with authority to be substituted by another member of the Board of Nominees) to execute the mentioned Management Agreement and to perform/sign any related necessary, useful and/or opportune legal acts and deeds for and on behalf of Fondul Proprietatea.”

For point 1 on the agenda, 1,591,934,058 voting rights were registered, and the attendance quorum was 44.7622% of the total voting rights on the reference date.

Point 1 on the agenda **was not approved**, the voting result being the following:

- 341,285,275 votes „for”;
- 1,022,947,690 votes „against”, representing 64.2582% of the votes held by the present or represented shareholders;
- 228,692,283 abstentions;
- 18,902,183 votes „not given”;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Point 2 on the agenda refers to:

„The approval of the Remuneration Policy of Fondul Proprietatea in force starting 1 April 2024, as described in the supporting documentation, to reflect the provisions of the Management Agreement, subject to point 1 on the OGM agenda being approved.”

For item 2 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 2 on the agenda **was not approved**, the voting result being the following:

- 339,811,013 votes „for”;
- 1,023,080,108 votes „against”, representing 64.2191 % of the votes held by the present or represented shareholders;
- 229,030,022 abstentions;
- 19,906,288 votes „not given”;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Point 3 on the agenda refers to:

„The approval of 2024 budget of Fondul Proprietatea, in accordance with the supporting materials.”

For point 3 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 3 on the agenda **was not approved**, the voting result being the following:

- 726,390,956 votes „for”;
- 840,929,259 votes „against”, representing 52.7854% of the votes held by the present or represented shareholders;
- 24,702,961 abstentions;
- 19,804,255 votes „not given”;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Point 4.a. on the agenda refers to:

*„The appointment of a member of the Board of Nominees following the expiration of the mandate of Mr. Nicholas Paris on 6 April 2024; the mandate of the new member is valid for a period of three (3) years and shall produce its effects starting with 7 April 2024 or the acceptance date for the new mandate, whichever occurs later.
(secret vote)”*

For point 4.a. on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date. For this point, there were registered 179.447 unexpressed votes.

Four candidacies were received for this point, the results for each individual candidate being:

a) For the candidate **Mr. Nicholas Paris:**

- 713,163,406 votes „for”, representing 44.7655% of the votes held by the present or represented shareholders;
- 436,416,244 votes „against”;
- 233,110,476 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mr. Nicholas Paris was not appointed as a member of the Board of Nominees. Mr. Nicholas Paris’s mandate is extended by right in accordance with the provisions of the Constitutive Act of Fondul Proprietatea SA.

b) For the candidate **Mr. Dorin-Alexandru Badea:**

- 504,309,197 votes „for”, representing 31.6557% of the votes held by the present or represented shareholders;

- 876,787,299 votes „against”;
- 29,308,459 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mr. Dorin-Alexandru Badea was not appointed as a member of the Board of Nominees.

c) For the candidate **Mrs. Raluca Ana-Maria Nicolescu**:

- 373,170,920 votes „for”, representing 23.4241% of the votes held by the present or represented shareholders;
- 570,946,294 votes „against”;
- 261,743,387 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mrs. Raluca Ana-Maria Nicolescu was not appointed as a member of the Board of Nominees.

d) For the candidate **Mr. Marian Cristian Mocanu**:

- 769,757 votes „for”, representing 0.0483% of the votes held by the present or represented shareholders;
- 941,559,234 votes „against”;
- 261,899,911 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mr. Marian-Cristian Mocanu was not appointed as a member of the Board of Nominees.

Point 4.b. on the agenda refers to:

„The appointment of a member of the Board of Nominees following the expiration of the mandate of Mr. Omer Tetik on 6 April 2024; the mandate of the new member is valid for a period of three (3) years starting with 7 April 2024 or the acceptance date for the new mandate, whichever occurs later.

(secret vote)”

For point 4.b. on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date. For this point, there were registered 55,235,370 unexpressed votes.

For this point, four candidacies were received, out of which three candidacies remained (Ms. Raluca Ana-Maria Nicolescu withdrew her candidacy on March 15, 2024), the results for each individual candidate being:

a) For the candidate **Mr. Marius Alin Andrieş**:

- 1,167,382,666 votes „for”, representing 73.2770% of the votes held by the present or represented shareholders;
- 82,867,994 votes „against”;

- 16,505,449 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mr. Marius-Alin Andrieș was appointed as a member of the Board of Nominees.

b) For the candidate **Mrs. Daniela Camelia Nemoianu**:

- 325,908,446 votes „for”, representing 20.4574% of the votes held by the present or represented shareholders;
- 855,696,200 votes „against”;
- 240,890,746 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mrs. Daniela Camelia Nemoianu was not appointed as a member of the Board of Nominees.

c) For the candidate **Mr. Marian-Cristian Mocanu**:

- 24,675,416 votes „for”, representing 1.5489 % of the votes held by the present or represented shareholders;
- 902,256,835 votes „against”;
- 246,567,228 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mr. Marian-Cristian Mocanu was not appointed as a member of the Board of Nominees.

d) For the candidate **Mrs. Raluca Ana-Maria Nicolescu**:

- 4,275,179 votes „for”, representing 0.2684% of the votes held by the present or represented shareholders;
- 917,212,672 votes „against”;
- 245,058,173 abstentions;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Mrs. Raluca Ana-Maria Nicolescu was not appointed as a member of the Board of Nominees.

Point 5 on the agenda refers to:

"Alternative to item 1 of the OGMS Convening Notice –

The approval of the terms of, along with the execution of, the Management Agreement between Fondul Proprietatea and Franklin Templeton International Services S.à r.l. for a period of one (1) year starting 1 April 2024 and until 31 March 2025 in the form set out in the supporting documentation relating to OGMS agenda item 1, with a change in the base fee rate such that the base fee is 1.35%, subject to item 1 of the OGMS agenda not being approved by the OGMS."

Mrs. Ilinca von Derenthall, the Chairperson of the Board of Nominees is empowered (with authority to be substituted by another member of the Board of Nominees) to execute the mentioned Management Agreement and to perform/sign any related necessary, useful and/or opportune legal acts and deeds for and on behalf of Fondul Proprietatea.

(Item added on the agenda at the request of the shareholder Ministry of Finance)”

For point 5 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 5 on the agenda **was approved**, the voting result being the following:

- 1,266,436,562 votes „for”, representing 79.4947% of the votes held by the present or represented shareholders;
- 314,615,561 votes „against”;
- 10,554,099 abstentions;
- 20,221,209 votes „not given”;
- 0 votes annulled from correspondence;
- 0 votes annulled in the OGM meeting.

Point 6 on the agenda refers to:

"Alternative to item 2 of the OGMS Convening Notice –

*The approval of the Remuneration Policy of Fondul Proprietatea in force starting 1 April 2024, to reflect the provisions of the Management Agreement, in the form provided in the supporting documentation related to item 2 on the OGMS agenda with a change in the base commission rate so that the base commission is 1.35 %, **subject to item 2 of the OGMS agenda not being approved by the OGMS.***

(Item added on the agenda at the request of the shareholder Ministry of Finance)”

For point 6 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 6 on the agenda **was approved**, the voting result being the following:

- 1,266,023,565 votes „for”, representing 79.4687% of the votes held by the present or represented shareholders;
- 316,793,063 votes „against”;
- 8,818,098 abstentions;
- 20,192,705 votes „not given”;
- 0 votes annulled from correspondence;
- 0 votes annulled in the OGM meeting.

Point 7 on the agenda refers to:

“The approval of the Strategy of the Fund applicable to the mandate period 1 April 2024 to 31 March 2025 so that it includes the preservation of the current portfolio managed by Franklin Templeton International Services S.à r.l.

(Item added on the agenda at the request of the shareholder Ministry of Finance)

For point 7 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 7 on the agenda **was not approved**, the voting result being the following:

- 712,385,063 votes „for”;
- 860,777,658 votes „against”, representing 54.0313% of the votes held by the present or represented shareholders;
- 19,597,956 abstentions;
- 19,066,754 votes „not given”;
- no votes from correspondence annulled;
- no votes from the OGSM meeting annulled.

Point 8 on the agenda refers to:

„The approval of:

- (a) *The date of **11 April 2024** as the **Ex – Date**, in accordance with Article 176 paragraph (1), computed with the provisions of Article 2 paragraph (2) letter (l) of Regulation no. 5/2018; and of*

*The date of **12 April 2024** as the **Registration Date**, in accordance with Article 176 paragraph (1) of Regulation no. 5/2018, computed with the provisions of Article 87 paragraph (1) of Issuers’ Law.*

As they are not applicable to this OGM, the shareholders do not decide on the other aspects provided by Article 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and the payment date.

- (b) *The empowerment, with authority to sub-delegate, of Johan Meyer to sign the shareholders’ resolutions, 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 the shareholders’ resolution, including formalities for publication and registration thereof with the Trade Registry or with any other public institution.”*

For point 8 on the agenda, 1,593,108,931 voting rights were registered, and the attendance quorum was 44.7952% of the total voting rights on the reference date.

Point 8 on the agenda **was approved**, the voting result being the following:

- 1,591,892,086 votes „for”, representing 99.9236% of the votes held by the present or represented shareholders;
- 786,987 votes „against”;
- 151,203 abstentions;
- 18,997,155 votes „not given”;
- 0 votes annulled from correspondence;
- 0 votes annulled in the OGM meeting.