

**MEMO**  
**FOR PRESENTING POINT 1 ON THE AGENDA OF THE EXTRAORDINARY**  
**GENERAL SHAREHOLDERS MEETING ON 28 APRIL 2014**

Fondul Proprietatea S.A. operates, among others, under the provisions of Law no. 31/1990 on trading companies as amended and supplemented (“Law no. 31/1990”).

According to article 117 paragraph (6) of Law no. 31/1990, the convening notice published by Fondul Proprietatea SA with respect of the legislation in force mentioned the agenda of the meeting.

Taking into consideration the fact that the agenda of the meeting was proposed by the Sole Administrator of Fondul Proprietatea SA, we propose to have the same understanding regarding the agenda of the meeting and to have it approved by the shareholders, even if it is not a legal requirement.

**Franklin Templeton Investment Management Ltd United Kingdom Bucharest**  
**Branch, acting as Sole Administrator on behalf of FONDUL PROPRIETATEA S.A.**

**Oana Valentina Truța**  
**Legal Representative**