

***MEMO REGARDING THE EX-DATE AND THE REGISTRATION DATE AND THE EMPOWERMENT OF MR. JOHAN MEYER TO SIGN THE RESOLUTIONS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS' MEETING OF FONDUL PROPRIETATEA***

In accordance with the provisions of Regulation no. 5/2018 and of Article 86 paragraph (1) of Law no. 24/2017 on issuers of financial instruments and market operations (“**Issuers’ Law**”), the **registration date** is that calendar date, expressly specified as dd/mm/y, set by the general meeting of shareholders, used to identify the shareholders that are to benefit from dividends or other rights affected by the resolutions of the general meetings of shareholders. **The registration date** shall be calculated subsequent to the date of the general shareholders’ meeting with at least 10 business days.

In accordance with the provisions of Article 2 paragraph (2) letter (1) of Regulation no. 5/2018, the **ex-date** represents “*that date falling one settlement cycle minus one business day before the registration date, as of which the financial instruments forming the object of the corporate bodies’ resolutions are traded without the rights resulting from such resolution; the ex-date is computed taking into consideration the settlement cycle of T+2 business days*”.

Therefore, considering the above-mentioned legal provisions and also those of Article 176 paragraph (1) of Regulation no. 5/2018, the Fund Manager proposes to the shareholders the approval of **1 February 2021** as the **Ex – Date**, computed in accordance with the provisions of Article 2 paragraph (2) letter (1) of Regulation no. 5/2018, and **2 February 2021** as the **Registration Date**, computed in accordance with the provisions of Article 86 paragraph (1) of Issuers’ Law.

As they are not applicable to this GSM, 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.

Fondul Proprietatea operates, among others, under the provisions of Companies’ Law no. 31/1990 as amended and supplemented (“**Law no. 31/1990**”). According to Article 22 paragraph (1) of Law no. 26/1990 on Trade Registry, republished, as subsequently amended and supplemented, the shareholders’ resolutions approved according to the provisions of Law no. 31/1990 should be registered within maximum 15 days since the date of their approval.

Considering the large number of shareholders, the fact that many of them are not from Bucharest and the short deadline for registering the said resolutions, we propose to the shareholders to vote for the empowerment, with authority to be substituted, of Johan Meyer to sign the shareholders’

resolutions and the amended and restated form of the Constitutive Act, 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' resolutions, including formalities for publication and registration thereof with the Trade Registry or with any other public institution.

**FRANKLIN TEMPLETON INTERNATIONAL SERVICES S.À R.L., acting as Sole  
Manager of Fondul Proprietatea SA**

**Johan Meyer**

**Permanent Representative**