

**LIST OF CANDIDATES AS AT 18 MARCH 2022**

**(a) The appointment of a member of the Board of Nominees following the resignation of Mr. Mark Gitenstein**

<i>Candidate's full name</i>	<i>Domicile</i>	<i>Professional qualification</i>	<i>The shareholder that proposed the candidate</i>	<i>Shareholder of Fondul Proprietatea SA</i>	<i>Fiscal Record</i>	<i>Criminal Record</i>	<i>Independence</i>
Jansen Petrus Antonius Maria	France	Doctor in Management, MBA	Jansen Petrus Antonius Maria	Yes	No	No	Independent, based on the statement attached
Bernstein Martin	Connecticut U.S.A.	Investor  Dartmouth College – Bachelor of Arts in History  Additional Qualifications: Mar 2021 – present B. Riley Financial - Head of Private Investments  July 2021 – present Synchronoss Technologies - Board Director  2014 – Feb 2021	SPCP Luxembourg Strategies S.à.r.l. (a Silver Point Capital controlled shareholding entity)	No	No	No	Independent, based on the statement attached

		<p>Anchorage Capital - Director</p> <p>2013 – 2014 Bocage Capital - Analyst</p> <p>2010 – 2013 Howard Hughes Medical Institute - Associate Investment Analyst</p> <p>2009 The World Bank - Consultant</p>					
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PETRUS ANTONIUS  
MARIA JANSEN

**Questionnaire for candidates for Board members of Fondul Proprietatea:**

<b>Question</b>	<b>Response</b>	<b>Please provide details if the response is Yes</b>
<b>Have you been the CEO/executive officer/senior employee of the Fund, of a company controlled by the Fund, or a similar position for the previous five years?</b>	<i>No</i>	
<b>Have you been the CEO/executive officer/senior employee of the Fund Manager of a company from Fund Manager group, or a similar position for the previous five years?</b>	<i>No</i>	
<b>Have you been a director, employee or professional adviser of or to other investment companies or Funds that are managed by the same investment manager or alternative investment fund manager as the investment manager or as the alternative investment fund manager of the Fund, or managed by any other company in the same group as the investment manager or alternative investment fund manager of the Fund?</b>	<i>No</i>	
<b>Have you been an employee of the Fund, of a company controlled by the Fund, or of the Fund Manager of a company from Fund Manager group for the previous five (5) years?</b>	<i>No</i>	
<b>Do you hold any cross-directorships or significant links with other CEO/executive officer/senior employee of the Fund Manager of a company from Fund Manager group through involvement in other companies or bodies?</b>	<i>No</i>	
<b>Have you 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 group for the previous five (5) years (apart from those corresponding to the quality of member of the Board)?</b>	<i>No</i>	
<b>Have you been an employee of, or have you had any relationship, during the previous year, with a significant shareholder of the Fund, controlling more than 10% of voting rights applicable to the last quorum of the GSM, with a director, employee or professional adviser of such</b>	<i>No</i>	

<b>significant shareholder or with a company controlled by it?</b>		
<b>Have you had during the previous 3 years a business or professional substantial relationship with the Fund or with a company controlled by the Fund, or of the Fund Manager of a company from Fund Manager group, either directly or as a customer, partner, shareholder, member of the Board/ Director, CEO/executive officer or employee of a company having such a relationship?</b>	<i>No</i>	
<b>Have you been in the last three years the external or internal auditor or a partner or salaried associate of the current external financial or internal auditor of the Fund or a company controlled by it, or of the Fund Manager of a company from Fund Manager group?</b>	<i>No</i>	
<b>Have you been a CEO/executive officer in another company where another CEO/executive officer of the Fund or of the Fund Manager of a company from Fund Manager group is a non-executive director?</b>	<i>No</i>	
<b>Have you been a member of the Board for more than three mandates of four years?</b>	<i>No</i>	
<b>Do you have any family ties with a person in the situations referred to at points above?</b>	<i>No</i>	
<b>Do you have more than 4 roles in your current activity (board / employee roles in Funds, companies, trusts or NGOs)?</b>	<i>No</i>	
<b>Do you have any facts registered in your fiscal record?</b>	<i>No</i>	
<b>Have you ever been convicted for a criminal act?</b>	<i>No</i>	
<b>Do you hold shares in Fondul Proprietatea? If response is yes, please mention the details on your direct and indirect holdings.</b>	<i>Yes</i>	

Name Dr. PAM Jansen Signature



Date 16/03/2022

## CURRICULIM VITAE

Name: Dr. Peter A.M. Jansen  
Nationality: Dutch

### SUMMARY

Experienced non-executive director, strategy and management consultant, academic lecturer and general manager.

Competences: Non-Executive Director, Strategy & Management Consulting, Principal Lecturer/Visiting professor, General Management.

Areas of expertise: Corporate strategy, Corporate Governance and Ethics, Board Effectiveness, Mergers & Acquisitions, Sustainable Business Development, Entrepreneurship and Innovation, International Marketing.

Industries: Oil & Gas, Utilities, Shipping, Professional Services, Higher Education, Media & Advertising.

### OVERALL PROFESSIONAL EXPERIENCE

#### **2021-now**

*Member of the supervisory board* of SN Damen Shipyards Mangalia, the largest shipyard in Romania with more than 2000 staff ( <https://www.damen.com/companies/damen-shipyards-mangalia> ).

#### **2013-March 2021**

*Member of the Board of Directors* (Independent Director) and President of the Strategy Committee at SNGN Romgaz SA, one of the largest natural gas producers in Eastern Europe. The company has a turnover of 1 billion euro and 6.500 employees ([www.romgaz.ro](http://www.romgaz.ro)) and also exploits a gas-fired power plant.

#### **2013-Now**

*Principal Lecturer* (PG level) at London School of Business and Finance (LSBF), specialized in Corporate strategy, Corporate Governance and Ethics, Mergers & Acquisitions, Sustainable Business Development/Carbon Management and Entrepreneurship, Global Marketing Management, Project Management and Leadership, Management Consultant Toolkit, Entrepreneurship and Innovation, Current Issues in Oil, Gas and Energy, Internet Marketing Management, Innovation and Product Development.

**2018-now**

Visiting professor at GISMA Business School Berlin, teaching Corporate Governance, Mergers & Acquisitions and Global Marketing Management at PG level.

**2021-now**

Visiting professor at Kingston University Hamburg, teaching Corporate Social Responsibility and Sustainability at PG level.

**January 2022-now**

Visiting professor at SKEMA Business School Nice-Sophia Antipolis, teaching Environmental Economics and Policy at UG level.

**2014-2017**

Program Director MSc in Marketing at Interactive/LSBF Online, responsible for the academic health and leadership of the program. In that role, I plan, coordinate and develop, in association with teaching staff and Module Leaders, the program's academic content.

**2002-Now**

Co-founder and partner of Cohn&Jansen JWT. Cohn&Jansen JWT is an *advertising and communication* agency, specialized in creation (ATL), communication strategy and on-line concepts. Since 2010, the agency is part of JWT, the 4<sup>th</sup> largest advertising network in the world.

**2006-2008**

Representative of Boston Consulting Group (BCG) in Romania. BCG is one of the leading *strategy consultancy* firms in the world (<https://www.bcg.com>).

**October 1999 – July 2005**

*General Manager* Sanoma Hearst Romania (SHR), a joint venture between Sanoma (Finland/Netherlands) and Hearst (USA). SHR was one of the leading magazine *publishing* companies in Romania (National Geographic, FHM, Cosmopolitan, Marie Claire, etc) with 150-200 employees.

**1998 -1999**

Vice President Business Development VNU Magazines Netherlands (now Sanoma Magazines), the largest *magazine publisher* in the Netherlands.

**1995 –1998**

Senior strategy consultant Boer & Croon Management Consultants in The Netherlands. As a *senior strategy consultant* I was engaged in and leading high profile strategic assignments for top 100 Dutch and multinational companies.

**1990 –1995**

*Management consultant* KPMG Management Consultants in The Netherlands, specialized in marketing and strategy.

**1989**

Junior researcher at the Research department of the European Parliament in Luxembourg  
(Robert Schuman scholarship)

## ASSOCIATIONS

**2018-**

Member of the Association of Independent Directors, Romanian chamber, responsible for the Chapter Zero CEE initiative.

**2009-2011**

President of the Romanian Advertising Agency Association (UAPR)

**2006-2011**

Founding member of the Netherlands-Romanian Chamber of Commerce

## EDUCATION

**2015-2020**

SMC University, Switzerland.

*Doctorate in Management.*

Title thesis: "Inside the black box of the board: Macro- and micro-level determinants of board effectiveness in European listed enterprises. A comparative analysis of Romania and the United Kingdom".

**1992 – 1993**

Netherlands Institute for MBA Studies (NIMBAS) Utrecht / University of Bradford (UK)

*Master of Business Administration.*

**1999**

Stanford Professional Publishing Course, Stanford California

**1988**

Netherlands Institute for International Relations "Clingendael", The Hague.

**1987**

University of Nijmegen

*Master in Educational Theory*

**1979 – 1986**

University of Nijmegen



*Master in Modern History* with minors in *Management & Organization* and *International Law*.

**1973 – 1979**

Canisius College Nijmegen, B Grammar / A High School (Gymnasium)

## LANGUAGES

Dutch: mother tongue  
English: fluent  
German: fluent  
Romanian: fluent  
French: advanced

## REFERENCES

Steven van Groningen  
CEO Raiffeissen Bank Romania  
Former Member of the Board of Nominees at Fondul Proprietatea

Prof. dr. ir. Michiel Boersma, professor of Corporate Governance of (former) utility companies, Tilburg University, LAB TIAS.  
President of the Board of Directors at Telegraaf Media Group  
Board member at PostNL  
Board member at Prometheus Energy  
Board member at Electrica (Roemenie)

## PUBLICATIONS

Jansen, P.A.M. and Raita, G.V. (2021). Macro-Level Determinants of Board Effectiveness in UK and Romanian Listed Companies: A Conceptual Approach. *CECCAR Business Review*, No 10/2021, pp. 60-72, DOI: <http://dx.doi.org/10.37945/cbr.2021.10.08>.

Jansen, P.A.M. (2021). Board processes revisited: an exploration of the relationship between board processes, board role performance and board effectiveness in comparable European listed companies. *Corporate Governance. International Journal for Business and Society*, Vol. 21 No. 7 2021, pp. 1337-136. DOI:10.1108/CG-08-2020-0361

Jansen, P.A.M. (2019). Inside the black box of the board: Towards a global comparative model of board effectiveness for listed companies. *Journal Of Corporate Governance Research*, 3.

Peter A.M. Jansen (2019). Climate change: Science and Scepticism. Open Access Government. Available at: <https://www.openaccessgovernment.org/climate-change-science-and-scepticism/66067/>

Peter A.M. Jansen (2018). Sustainable business development: Latest fad or strategic business practice? Global Banking and Finance Review. Available at: <https://www.globalbankingandfinance.com/sustainable-business-development-latest-fad-or-strategic-business-practice/>

Drs. PAM Jansen MBA, Why entrepreneurs don't scale up, Business Week Romania, February 2007

Drs. PAM Jansen MBA, Strategic Alliances, in: Business Week Romania, November 2006

Drs. PAM Jansen MBA, New rules for people businesses, Business Week Romania, August 2006

Drs. PAM Jansen MBA, To spend or not to spend: A new approach to advertising and promotion, in: Business Week Romania, July 2006

Drs. PAM Jansen MBA, Successful M&A, in: Business Week Romania, June 2006

Drs. PAM Jansen MBA, Realizing the growth potential of multi-business companies, Business Week Romania, May 2006

Drs. PAM Jansen MBA, Why Strategy still matters, in: Business Week Romania, May 2006

Jan Alberdingk Thijm and Peter AM Jansen, Strategies for successful organizational change, in: Holland Management Review nr 50, 1996

Peter AM Jansen and Gerard Putman, The Cultural Agenda: the negotiations between Fokker Aircraft and DASA, in Holland Management Review nr. 33, 1992

Drs. PAM Jansen, Corporate strategy in a single European market, Kluwer/VNO, KPMG Klynveld Management Consultants 1991 (ISBN 90 200 1447 1)

Drs. PAM Jansen, Eye on 1992. The consequences of the completion of the Internal Market for Dutch Small and Medium-sized enterprises: VNO (Dutch Employers Association) Charter for the best thesis on the consequences of the Single Market for Dutch enterprises; honorable mention, 1989

BERNSTEIN  
MARTIN

**Questionnaire for candidates for Board members of Fondul Proprietatea:**

Question	Response	Please provide details if the response is Yes
<b>Have you been the CEO/executive officer/senior employee of the Fund, of a company controlled by the Fund, or a similar position for the previous five years?</b>	<i>No</i>	
<b>Have you been the CEO/executive officer/senior employee of the Fund Manager of a company from Fund Manager group, or a similar position for the previous five years?</b>	<i>No</i>	
<b>Have you been a director, employee or professional adviser of or to other investment companies or Funds that are managed by the same investment manager or alternative investment fund manager as the investment manager or as the alternative investment fund manager of the Fund, or managed by any other company in the same group as the investment manager or alternative investment fund manager of the Fund?</b>	<i>No</i>	
<b>Have you been an employee of the Fund, of a company controlled by the Fund, or of the Fund Manager of a company from Fund Manager group for the previous five (5) years?</b>	<i>No</i>	
<b>Do you hold any cross-directorships or significant links with other CEO/executive officer/senior employee of the Fund Manager of a company from Fund Manager group through involvement in other companies or bodies?</b>	<i>No</i>	
<b>Have you 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 group for the previous five (5) years (apart from those corresponding to the quality of member of the Board)?</b>	<i>No</i>	
<b>Have you been an employee of, or have you had any relationship, during the previous year, with a significant shareholder of the Fund, controlling more than 10% of voting rights applicable to the last quorum of the GSM, with a director, employee or professional adviser of such</b>	<i>No</i>	

# FONDUL

PROPRIETATEA

significant shareholder or with a company controlled by it?		
Have you had during the previous 3 years a business or professional substantial relationship with the Fund or with a company controlled by the Fund, or of the Fund Manager of a company from Fund Manager group, either directly or as a customer, partner, shareholder, member of the Board/ Director, CEO/executive officer or employee of a company having such a relationship?	No	
Have you been in the last three years the external or internal auditor or a partner or salaried associate of the current external financial or internal auditor of the Fund or a company controlled by it, or of the Fund Manager of a company from Fund Manager group?	No	
Have you been a CEO/executive officer in another company where another CEO/executive officer of the Fund or of the Fund Manager of a company from Fund Manager group is a non-executive director?	No	
Have you been a member of the Board for more than three mandates of four years?	No	
Do you have any family ties with a person in the situations referred to at points above?	No	
Do you have more than 4 roles in your current activity (board / employee roles in Funds, companies, trusts or NGOs)?	No	
Do you have any facts registered in your fiscal record?	No	
Have you ever been convicted for a criminal act?	No	
Do you hold shares in Fondul Proprietatea? If response is yes, please mention the details on your direct and indirect holdings.	No	

Name Martin Bernstein

Signature



Date Mar / 2 / 2022

# Martin F. Bernstein

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<b>Experience</b>	Mar 2021 - present	B. Riley Financial	Greenwich, CT
	Head of Private Investments		
	July 2021 – present	Synchronoss Technologies	
	Board Director		
	2014 – Feb 2021	Anchorage Capital	New York, NY and London
	Director		
	2013 – 2014	Bocage Capital	San Francisco, CA
	Analyst		
	2010 – 2013	Howard Hughes Medical Institute	Chevy Chase, MD
	Associate Investment Analyst		
	2009	The World Bank	Washington, DC
	Consultant		
<b>Education</b>	2005 - 2009	Dartmouth College	Hanover, NH
	A.B, History		