

CANDIDATE PROPOSAL

For the position of Member in the Board of Nominees of Fondul Proprietatea S.A.

The _____ undersigned
[_____] ,
(*name of the shareholder to be inserted*), identification number (or similar data which allows
identification in the shareholders' registry)
[_____]

In my capacity of shareholder of FONDUL PROPRIETATEA S.A.,

I hereby propose the following person(s) as candidate(s) for the election of member(s) in the Board of Nominees of Fondul Proprietatea SA, election to be held on **27 September 2024**, as follows:

No.	Surname and forename	Citizenship	Domicile	Professional qualification	Proposed candidate is a shareholder in Fondul Proprietatea S.A. (YES/NO)
1.					

Note:

For each proposed candidate, the followings documents must be attached to this form:

- the attached independence questionnaire with responses for all questions, filled in and signed by the candidate;
- the consent form and information note for the collection and processing of personal data in the recruitment process, filled in and signed by the candidate;
- a letter setting out the reasons supporting the candidacy (a statement from the candidate setting out the reasons why shareholders should support their election to the Board of Nominees);
- a copy of the ID card (passport);
- the resume which details his/her current professional activity;
- fiscal record / a self-liability statement (if the candidate is not a Romanian citizen);
- criminal record / a self-liability statement (if the candidate is not a Romanian citizen).

All candidates for the two (2) vacant positions in the Board of Nominees will be put for being voted on the same list, with the first two (2) candidates who obtain the highest number of votes in favor, but no less than 50% + 1 of the casted votes of all shareholders attending or being represented in this OGM (the statutory majority for adopting a decision), being elected

to the Board of Nominees. Each shareholder may vote “FOR” for up to two (2) candidates, as there are two (2) members to be appointed to the Board of Nominees.

The candidate proposal must be submitted to the Company’s headquarters in Bucharest, 76-80 Buzesti Street, 7th floor, 1st district, postal code 011017 or by e-mail at agafp@fondulproprietatea.ro by **30 August 2024, 5:00 PM (Romanian time)**.

Date: [_____]

Shareholder’s Name: [_____]

Shareholder’s Legal Representative
Name: [_____]

Signature: [_____]

Questionnaire for candidates for Board members of Fondul Proprietatea:

Question	Response	Please provide details if the response is Yes
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?		
Have you been the CEO/executive officer/senior employee of the Fund Manager or of a company from the Fund Manager's group, or a similar position for the previous five years?		
Have you been a director, employee, or professional adviser of or to other investment companies or Funds that are managed by the same alternative investment fund manager as the alternative investment fund manager of the Fund, or managed by any other company in the same group as the alternative investment fund manager of the Fund?		
Have you been an employee of the Fund, of a company controlled by the Fund, or of the Fund Manager of a company from the Fund Manager's group for the previous five (5) years?		
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?		
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)?		
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		

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?		
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?		
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?		
Have you been a member of the Board for more than three mandates of three years each?		
Do you have any family ties with a person in the situations referred to all points above?		
Do you have more than 4 roles in your current activity (board / employee roles in Funds, companies, trusts or NGOs)?		
Do you have any facts registered in your fiscal record?		
Have you ever been convicted of a criminal act?		
Do you hold shares in Fondul Proprietatea? If the response is affirmative, please mention the details regarding your direct and indirect holdings.		

Name _____ Signature _____

Date ____/____/____

CONSENT FORM AND INFORMATION NOTE FOR THE COLLECTION AND PROCESSING OF PERSONAL DATA IN THE RECRUITMENT PROCESS

As part of any recruitment process, Fondul Proprietatea S.A. („**Fondul Proprietatea**”, „**Controller**”, „**Company**”, „**Fund**” „**we**”) collects and processes personal data relating to candidates as further detailed („**Candidate Data**”). The Company is committed to being transparent about how it collects and uses that data and to meeting its data protection obligations. This Consent Form and Information Note for the Collection and Processing of Personal Data in the Recruitment Process are aimed at informing you of how and why your personal data will be used, namely for the purposes of the recruitment exercise, and how long it will be retained for. It provides you with certain information that must be provided to you pursuant to the General Data Protection Regulation ((EU) 2016/679) („**GDPR**”).

All information we ask from you is provided by you on a voluntary basis; if you choose not to provide the information that we seek during the recruitment process we may not be able to continue the recruitment process within the Company.

1. Controller’s and data protection officer’s identity and contact data

1.1. The data controller is „Fondul Proprietatea” - S.A, with the registered office at Buzesti str. no. 76-80, Premium Point Building, 7th floor, 1st district, Bucharest, postal code 011017, Romania, fiscal code 18253260, registered with the Trade Registry under no. J40/21901/2005, sole identification code (EUID) ROONRC.J40/21901/2005, telephone +40-21-200-96-00, fax +40-21-316-300-048, email office@fondulproprietatea.ro.

1.2. The data protection officer („**DPO**”) is April Ponton, email april.ponton@franklintempleton.com / DataProtectionOfficer@franklintempleton.com.

2. Candidate Data

In connection with your application, we will process (including by collecting, using, making available on the Company’s website, storing etc.) the following categories of personal data obtained from you, your named referees, and publicly accessible sources:

- a) **Identification data**, such as name, surname, date and place of birth, gender, marital status, family details, nationality/ citizenship, signature, photos (e.g. from the identity documents or social media), data from the identity card/ passport (e.g. number, series, validity);
- b) **Contact data**, such as telephone/ fax number (personal, office), address, e-mail address, social media contact details, actual workplace address;
- c) **Professional data**, such as job title(s) and name of current / past workplace(s), CV and the information contained therein such as educational and work experience, employment history, professional memberships, educational achievements, diplomas, transcripts, languages;
- d) **Reputational data**, such as those contained in the fiscal and criminal record or data contained in the solemn statement, if the candidate is not a Romanian citizen;
- e) **Data related to the independence of the candidate**, *i.e.* specific relationships or positions, such as candidate’s status or history as, or relationship with a member of the board of the Company, CEO, executive officer, senior employer of the Company /

Franklin Templeton, of a company controlled by the Fund/ company from Fund Manager group, and other positions and/or relationships described in the questionnaire the candidates must complete as part of the recruitment documents, including information about family ties and shareholdings in the Company, if the case;

- f) **Information about entitlement to work in Romania**, such as work authorizations and permits;
- g) **Data related to the recruitment process**, such as the information on evaluation results, correspondence via e-mails, telephone calls and letters, appeals *etc.*;
- h) **Data generated by us** as part of the activities we perform, such as profiling based on the interaction with you or your referees or information resulting from reputation checks;
- i) **Other personal data** such as photographs, voice, video recordings or other recordings associated with attendance at recruitment events hosted by us (as the case may be), data from social networks and publicly available online sources, any personal data provided to us about you by your referees (if applicable);
- j) Other data similar to the broad categories mentioned above.

3. Purposes

3.1. The Candidate Data is processed for the purpose of assessing the suitability, eligibility, and qualification for a position in the Board of Nominees of Fondul Proprietatea. This includes, without limitation, identifying and evaluating you for the role, contacting you, appraising your suitability for the role, deciding whether to conclude the mandate agreement with you, conducting background or reference checks, maintaining records in relation to the recruitment process, analyzing the hiring process and outcome, comply with legal or regulatory requirements as well as other legitimate human resources and business management purposes.

3.2. We will also process certain categories of data which have a sensitive or special nature, as mentioned above, based on your express consent below and for the following purposes:

- a) we will process sensitive data provided by you related to criminal and fiscal records, for background check and integrity purposes.
- b) we will use data about your nationality, to assess whether a work permit and a visa will be necessary for the role.

3.3. We also use your data for purposes concerning (i) IT management infrastructure, (ii) video monitoring and security, (iii) legal and procedural compliance, (iv) legal protection of the Company, (v) restructuring and reorganization process, including mergers and spin-offs.

4. Legal basis for processing

4.1. The legal basis for processing Candidate Data is your express consent given herein (in accordance with article 6, paragraph 1, letter a) and article 9 paragraph (2) letter a) of the GDPR).

4.2. You can withdraw your consent at any time by contacting the DPO. Withdrawal of consent does not affect the legality of data processing carried out prior to withdrawal. Withdrawing the GDPR consent before **30 August 2024, 5:00 PM** (Romanian time),

represents withdrawing the candidate proposal to be a member of the Board of Nominees. Withdrawing the GDPR consent after **30 August 2024, 5:00 PM** (Romanian time), will lead to the deletion of the candidate presentation made public on the Company's website.

4.3. For the successful candidates, after the recruitment, the Candidate Data will be processed based on the agreement concluded with the Company (article 6, paragraph 1, letter b) of the GDPR) and otherwise in connection with the information note that will be provided to you.

4.4. Processing for the purposes indicated at point 3.3 above takes place based on the Company's legitimate interests, including legitimate interest to secure the management of the IT infrastructure, to ensure the security of the Company's assets and personnel, to protect the Company's rights and interests, to pursue various opportunities or needs aimed at the restructuring or reorganization of the Company's patrimony.

5. Retention period

5.1. We will process and keep the Candidate Data as long as your recruitment process is ongoing and further:

5.1.1. for successful candidates: if you succeed in your application, we will keep and process the Candidate Data according to our data protection policies that will be communicated upon/ after confirmation of your application.

5.1.2. unsuccessful candidates: if you are unsuccessful in your application, we will remove your Candidate Data within a reasonable amount of time after the position has been occupied, but no longer than the general statute of limitation of 3 years from the date of giving your consent. In case you withdraw consent, Candidate Data may be removed after consent withdrawal, except for data which may be needed further for example for the purposes referred to in point 3.3 above in which case they will be generally retained for the general statute of limitation of 3 years.

6. Automated decision-making

In relation to the Candidate Data, we do not implement profiling or decision-making systems producing legal effects concerning you or similarly significantly affecting you, based solely on automated processing (i.e. without human intervention).

7. Recipients of Candidate Data

For the fulfillment of the above-mentioned purposes, some of your Candidate Data will be made available to the public, by being posted on the Company's website, based on your consent below.

Also, in some cases, it may be necessary to transfer personal data to other entities, such as public authorities, service providers and contractual partners of the Controller, for example, to entities providing technical and administrative support services (e.g. servicing of IT systems and software) or entities providing legal or fiscal advice.

8. International Data Transfers

No international transfer of Candidate Data to countries outside the European Union or the European Economic Area is envisaged. If we need to transfer personal data to these

countries, we will take steps to make sure your personal data is protected and safeguarded, in accordance with GDPR.

9. Your rights

Under certain circumstances, you have the following rights recognized by law: the right to access, right to rectify personal data; right to restrict the use of personal data; right to request that personal data is erased; right to object to processing of personal data; right to personal data portability; right to lodge a complaint with a supervisory authority; right to withdraw your consent.

If you would like to exercise any of these rights, or you have any other complaints or requests please contact us using the details provided at the item 1 above in relation to our DPO.

10. Our Privacy policy

More details in relation on how we process personal data may be found in our Privacy policy available at <https://www.fondulproprietatea.ro/home/privacy---cookie-notice.html>.

11. Candidate Consent

I hereby give my express consent to the processing of my Candidate Data, including sensitive / special data by the Controller in the conditions specified herein. I acknowledge that the Controller shall archive this Consent Form for the purpose of fulfilling the Controller's statutory obligation to be able to demonstrate that my consent to the processing has been obtained. I hereby give my express consent for the publication on the Controller's website of my personal data including my name, locality of residence, professional qualification, capacity as shareholder, fiscal record and criminal record, the independence questionnaire and this consent form and information note for the collection and processing of personal data in the recruitment process.

Name _____ Signature _____
Date ____/____/____