

To: **Bucharest Stock Exchange  
Financial Supervisory Authority**

Current report according to Article 99 of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments.

**Events to be reported:**

### **Approval of the Prospectus related to the secondary listing of Fondul Proprietatea on the London Stock Exchange**

Franklin Templeton Investment Management Ltd. United Kingdom Bucharest Branch ("**the Fund Manager**"), in its capacity as sole director and fund manager of Fondul Proprietatea S.A. ("**the Fund**"), would like to inform shareholders that the Prospectus related to the secondary listing of the Fund on the London Stock Exchange has been approved by the UK Financial Conduct Authority ("**FCA**").

The Prospectus, in the form approved by the FCA, is available on the webpages noted in the announcement enclosed herein.

A Romanian version of the Prospectus will be made available shortly.

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

**Adrian Cighi**  
Legal Representative

**Report date:**

23 April 2015

**Name of the issuing entity:**

Fondul Proprietatea S.A.

**Registered office:**

78-80 Buzesti St.,  
7<sup>th</sup> floor, district 1,  
Bucharest, postal code 011017

**Phone/fax number:**

Tel.: + 40 21 200 9600  
Fax: + 40 21 200 9631

**Sole Registration Code with the Trade Register Office:**

18253260

**Order number in the Trade Register:**

J40/21901/2005

**Subscribed share capital:**

RON 11,575,064,733.65

**Paid share capital:**

RON 11,229,443,001.15

**Number of shares in issue:**

12,184,278,667

**Number of paid shares:**

11,820,466,317

**Regulated market on which the issued securities are traded:**

Bucharest Stock Exchange

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For the purposes of the UK Prospectus Rules, this announcement is an advertisement and not a prospectus and not an offer of securities for sale in any jurisdiction, including in or into the United States, Australia, Canada or Japan. Investors should not subscribe for or purchase any securities referred to in this announcement except on the basis of information in the prospectus (the "**Prospectus**") published by Fondul Proprietatea S.A. ("**Fondul Proprietatea**" or the "**Company**") on 23 April 2015 in connection with its application for admission to trading of global depository receipts representing the Company's shares to the Specialist Fund Market of the London Stock Exchange. The Prospectus will shortly be available on the website of the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and on the website of the Company at <http://www.fondulproprietatea.ro>.



**FONDUL PROPRIETATEA S.A.**

*(A joint stock company incorporated under the laws of Romania managed by Franklin Templeton Investment Management Limited, United Kingdom, Bucharest Branch)*



FOR IMMEDIATE RELEASE

23 April 2015

**FONDUL PROPRIETATEA ANNOUNCES THE PUBLICATION OF A PROSPECTUS IN CONNECTION WITH ITS PROPOSED APPLICATION FOR ADMISSION TO TRADING OF GDRs REPRESENTING ITS SHARES ON THE SPECIALIST FUND MARKET OF THE LONDON STOCK EXCHANGE**

Further to its announcement on 21 April 2015, Fondul Proprietatea today announces the publication of a prospectus (the "**Prospectus**") in connection with its proposed application for admission to trading on the Specialist Fund Market of the London Stock Exchange plc (the "**London Stock Exchange**") of Global Depository Receipts (the "**GDRs**") representing interests in its shares ("**Admission**").

It is expected that Admission will take place on 29 April 2015.

The Prospectus has been approved by the UK Financial Conduct Authority (the "**FCA**") and will be available on the website of the London Stock Exchange at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html> and on the website of the Company at <http://www.fondulproprietatea.ro>.

The Prospectus has also been submitted to the National Storage Mechanism and will be available at <http://www.morningstar.co.uk/uk/>.

**Enquiries**

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Jefferies, which is authorised and regulated by the FCA in the United Kingdom, is acting exclusively for the Company and no one else in connection with Admission, and will not regard

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No reliance may be placed for any purpose on the information contained in this announcement or its accuracy, completeness or fairness. The information in this announcement is subject to change. Any purchase of GDRs following the Admission by an investor should be made solely on the basis of information contained in the Company's prospectus to be issued by the Company in connection with the Admission in due course.

Certain figures contained in this announcement, including financial information, have been subject to rounding adjustments. Accordingly, in certain instances, the sum or percentage change of the numbers contained in this announcement may not conform exactly with the total figure given.