

*Unofficial translation of the Romanian document communicated to the Fund's Manager by the requesting shareholders. In case of any discrepancies, please refer to the document in the Romanian language.*

LC no. 590/27.04.2026

To:

Fondul Proprietatea S.A.  
Str. Buzești no. 76-80, 7th floor, sector 1, Romania, Trade Registry No.  
J2005021901408, Unique Registration Code 18253260  
[office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro) ; [investor.relations@fondulproprietatea.ro](mailto:investor.relations@fondulproprietatea.ro)

The undersigned, Lion Capital S.A., headquartered in Bucharest, Sector 2, Str. Serghei Vasilevici Rahmaninov no. 46-48, 3rd floor, registered with the Trade Registry under no. J1992001898023, having the unique registration code RO2761040, holder of a number of 339,127,028 shares issued by Fondul Proprietatea S.A., representing 10.5951% of the share capital of Fondul Proprietatea S.A., we request you, based on art. 117 1 of Law no. 31/1990, art. 105 para. (3) letter a) and para. (5) of Law no. 24/2017 and art. 189 of ASF Regulation no. 5/2018, the introduction of the following items on the agenda of the Extraordinary General Meeting of Shareholders of Fondul Proprietatea S.A. (hereinafter referred to as the "Company" or "Fondul Proprietatea"), convened for 05/28-29/2026 (hereinafter referred to as the "Meeting"):

**1. Approval of the amendment of art. 10 of the Articles of Incorporation of the Company, as follows:**

*"Art. 10 - Bonds*

*Fondul Proprietatea is authorized to issue bonds under the conditions of the law."*

**2. Approval of the amendment of art. 25 of the Articles of Incorporation of the Company, as follows: follows:**

*"Art. 25 - Financing of Own Activities*

*For the fulfillment of its business purpose, including for investment purposes, Fondul Proprietatea uses the sources of financing provided by applicable laws and regulations."*

Justification of introducing the items on the agenda of the meeting:

In order for Fondul Proprietatea ("the Fund") to maintain (or increase, as the case may be) its ownership stakes in the share capital of certain companies in its portfolio, in cases where increases in share capital of those companies are approved, it is necessary to ensure the availability of financial resources within, as a rule, a very short time frame.

Increasing the share capital of Fondul Proprietatea is a process that can take approximately 6-8 months, as it requires going through several stages, namely: convening the EGSM, publishing the EGSM decision in the Official Gazette, preparing a prospectus for the public offer of shares offered to shareholders for exercising their preemptive right, and obtaining authorization from the Financial Supervisory Authority. To avoid the reduction of the Fund's ownership in portfolio companies and to ensure the preservation of investments in the interest of investors, it is necessary to have the possibility to access funding sources (e.g., bank loans, bonds, borrowings, etc.).

Loans can represent a source of funding that can be accessed in a shorter time frame compared to other sources; therefore, limiting financial resources can lead to inefficient use of capital and potential economic losses at the Fund level.

We attach to this request the following documents:

- certificate issued by the Trade Registry for Lion Capital S.A., allowing its identification in the shareholders' register kept by the Central Depository - S.A. and its legal representative;
- account statement showing the status as shareholder of Fondul Proprietatea of Lion Capital S.A. and the number of shares held by Lion Capital S.A. in Fondul Proprietatea;
- copy of the identity document of the legal representative of Lion Capital S.A.
- draft resolutions for the items proposed to be included on the agenda of the Extraordinary General Meeting of Shareholders of Fondul Proprietatea on 28/29.05.2026.

This request to supplement the agenda is sent with electronic signature to the email addresses of Fondul Proprietatea, namely to [office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro) and [investor.relations@fondulproprietatea.ro](mailto:investor.relations@fondulproprietatea.ro).

Respectfully,

Bogdan Alexandru Drăgoi

President, Chief Executive Officer

[D R A F T]

**RESOLUTIONS**

**of the Extraordinary General Meeting of Shareholders of**

**Fondul Proprietatea S.A.**

**dated 28 May 2026**

**Resolution no. 1**

**The amendment of Article 10 of the Company's Articles of Association is hereby approved, as follows:**

***“Article 10 – Bonds***

***Fondul Proprietatea is authorized to issue bonds in accordance with the law.”***

approved by a majority of .....% of the validly cast votes, following the casting of a total number of ..... valid votes corresponding to a number of shares held by shareholders present, represented or who exercised their vote by correspondence, representing .....% of the share capital of the Company, of which ..... votes “in favor”, ..... votes “against”, and “abstentions”.

**Resolution no. 2**

**The amendment of Article 25 of the Company's Articles of Association is hereby approved, as follows:**

***“Article 25 – Financing of own activity***

***For the fulfillment of its business purpose, including for investment purposes, Fondul Proprietatea uses the sources of financing provided by applicable laws and regulations.”***

approved by a majority of .....% of the validly cast votes, following the casting of a total number of ..... valid votes corresponding to a number of shares held by shareholders present, represented or who exercised their vote by correspondence, representing .....% of the share capital of the Company, of which ..... votes “in favor”, ..... votes “against”, and “abstentions”.