

FOR IMMEDIATE DISTRIBUTION: 14 DECEMBER 2018

**FONDUL PROPRIETATEA ASKS FULL TRANSPARENCY AND SAFEGUARDS AGAINST  
POTENTIAL CONFLICT OF INTEREST IN THE BOARD OF PORTUL CONSTANTA**

Bucharest, 14 December 2018 – Following the recent surprising introduction in the convener for the next ordinary General Shareholders Meeting at C.N. Administratia Porturilor Maritime S.A. Constanta (“Portul Constanta”/ “APM”), scheduled for 17 December 2018, of the revocation and appointment of members to the Board of Directors, Johan Meyer, CEO of Franklin Templeton Investments Management Limited Bucharest Branch and Portfolio Manager of Fondul Proprietatea, makes the following statement:

“Fondul Proprietatea wishes to express its extreme disapproval of the lack of transparency fromf the Ministry of Transport, as majority shareholder who proposed the revocation and appointment of members to the Board of Directors of APM, without providing any information or supporting documents to the minority shareholder. The Ministry of Transport has not disclosed the proposed list of candidates, any details on their experience and qualifications for the position, nor on the selection process leading to their nomination, as required by legislation in force.

Fondul Proprietatea has constantly been advocating for the selection and appointment of independent non-executive board members with a strong track record of professionalism and integrity who can act in the best interest of the company free from any potential conflicts of interests. In this respect Fondul Proprietatea is highlighting the responsibility shareholders have to carefully analyse and avoid appointment of candidates who may be considered to be in a conflict of interest situation, considering a variety of factors such as their current or past employment, affiliations or other material aspects of their activity and personal circumstances.

We urge the Ministry of Transport to renounce its intention to appoint in an untransparent manner new members to the Board of Portul Constanta, which infringes corporate governance principles. We will closely watch the activity of the Board and we reserve the right to protect the interests of the company by all legal means at our disposal.”

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## Notes to Editors

### 1. About Fondul Proprietatea

Launched in December 2005, Fondul Proprietatea ("the Fund") was established to compensate Romanians whose properties were confiscated by the former communist government. An international tender was announced in December 2008, and Franklin Templeton Investments officially took over as investment manager and sole administrator of the Fund on 29 September 2010. The Fund is an alternative investment fund and its investment objective is the maximization of returns and per-share capital appreciation via investments mainly in Romanian equities and equity-linked securities. The Fund listed on the Bucharest Stock Exchange on 25 January 2011 and on the Specialist Fund Market of the London Stock Exchange by means of global depository receipts ("GDRs") on 29 April 2015.

The headquarters of Fondul Proprietatea SA are at 78-80 Buzesti Street, 7th Floor, Bucharest District 1, 011017, Romania. For more information on Fondul Proprietatea, please visit <http://www.fondulproprietatea.ro>.

### 2. About Franklin Templeton Investments

Franklin Resources, Inc. [NYSE:BEN] is a [global investment management](#) organization operating as Franklin Templeton Investments. Franklin Templeton Investments provides global and domestic investment management to retail, institutional and sovereign wealth clients in over 180 countries. Through specialized teams, the Company has expertise across all asset classes—including equity, fixed income, alternative and custom solutions. The Company's more than 600 investment professionals are supported by its integrated, worldwide team of risk management professionals and global trading desk network. With offices in 35 countries, the California-based company has more than 65 years of investment experience and over \$683 billion in assets under management as of 30 November 2018. For more information, please visit [www.franklintempleton.co.uk](http://www.franklintempleton.co.uk).

Franklin Templeton established an office in Bucharest in May 2010, with a team of 32 employees, including 6 locally based investment professionals who are further supported by the over 40 portfolio managers and analysts of the wider Templeton Emerging Markets team.

Starting with 1 April 2016, in view of complying with the EU Directive 2011/61 on alternative investment fund managers, the Fund is managed by Franklin Templeton Investment Services S.Ă R.L. ("FTIS"), a société à responsabilité limitée qualifying as an alternative

investment fund manager under Article 5 of the Luxembourg Law of 12 July 2013 on alternative investment fund managers, authorized by the Commission de Surveillance du Secteur Financier under no. A00000154/21 November 2013, whose registered office is located at 8A rue Albert Borschette, L-1246 Luxembourg, registered with the Luxembourg Register of Commerce and Companies under number B 36.979, registered with the Romanian Financial Supervisory Authority ("FSA") under number PJM07.1AFIASMDLUX0037/10 March 2016.

This release herein is issued by Franklin Templeton Investment Management Limited ("FTIML"), registered with the FSA under no. PJM01SFIM/400005/14 September 2009, which is authorized and regulated in the UK by the Financial Conduct Authority, registered therein under the number 121779, registered as a foreign equivalent of an investment adviser with the US Securities Exchange Commission. FTIML acts herein as a delegate of FTIS with respect to the portfolio management functions as well as administration services over the Fund.

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Issued by Franklin Templeton Investment Management Limited UK Bucharest Branch

