

LISTA CANDIDATILOR LA 9 OCTOMBRIE 2020

(a) Numirea unui membru al Comitetului Reprezentanților ca urmare a expirării mandatului doamnei Vivian Nicoli

<i>Nume si prenumele candidatului</i>	<i>Localitatea de domiciliu</i>	<i>Calificare profesionala</i>	<i>Acționarul care a formulat propunerea candidatului</i>	<i>Calitate de acționar al Fondul Proprietatea SA</i>	<i>Cazier fiscal</i>	<i>Cazier judiciar</i>	<i>Independență</i>
ILINCA von DERENTHALL	VIENA, AUSTRIA	Economist Dipl. Kauffrau, Universitatea J.W.v. Goethe, Frankfurt am Main, echivalent cu MSc. Economics Calificări suplimentare: CEFA (Certified EFFAS Financial Analyst), CWMA (SAQ Certified Wealth Management Advisor)	NN ASIGURARI DE VIATA S.A. PENTRU FONDUL DE PENSII FACULTATIVE NN OPTIM	NU	NU	NU	Independent, pe baza declarației atașate

(b) Numirea unui membru al Comitetului Reprezentanților ca urmare a expirării mandatului domnului Steven van Groningen

<i>Nume si prenumele candidatului</i>	<i>Localitatea de domiciliu</i>	<i>Calificare profesionala</i>	<i>Aționarul care a formulat propunerea candidatului</i>	<i>Calitate de acționar al Fondul Proprietatea SA</i>	<i>Cazier fiscal</i>	<i>Cazier judiciar</i>	<i>Independență</i>
OVIDIU FER	BUCUREȘTI, ROMANIA	Economist Academia de Studii Economice - România, Specializare în Finanțe, Asigurări, Bănci și Bursă INSEAD, MBA generația iulie 2014 - Singapore / Franța, a primit bursa INSEAD Henry Grunfeld	J&T Banka	NU	NU	NU	Administratorul unic crede că domnul Ovidiu Fer nu poate îndeplini condițiile de independență din cauza parteneriatului cu un fost reprezentant al Fondului Proprietatea SA și fost angajat al Franklin Templeton în ultimii 3 ani.
CIPRIAN LADUNCA	OTOPENI, jud. ILFOV, ROMANIA	Economist Academia de Studii Economice - România, Specializare în Finanțe, Bănci și Contabilitate The Open University Business School, Londra, Marea Britanie - Certificat profesional în management, Licență Calificări suplimentare: Life Management Institute, Financial Services Life	SWISS CAPITAL S.A.	DA	NU	NU	Independent, pe baza declarației atașate

		Management Institute, LOMA, Atlanta, Statele Unite ale Americii - Cursant Henley Business School, Londra, Marea Britanie - PGCert Board Practice and Directorship, Executive Education Corpul Experților Contabili și Contabililor Autorizați din România, București, România - Expert contabil					
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ILINCA von
DERENTHALL

**Chestionar pentru candidatii pentru Comitetul Reprezentantilor in Fondul
Proprietatea SA (Fondul):**

Intrebare	Raspuns	Va rugam sa dati detalii daca raspunsul este Da
Ați fost CEO / funcționar executiv / angajat senior al Fondului, al unei companii controlate de Fond sau o poziție similară pentru ultimii cinci ani?	Nu	
Ați fost CEO / funcționar executiv / angajat senior al administratorului Fondului, sau al unei companii din grupul administratorul Fondului sau o poziție similară pentru ultimii cinci ani?	Nu	
Ați fost director, angajat sau consilier profesionist al sau altor societăți de investiții sau fonduri care sunt administrate de același administrator de investiții sau de același administrator de fond de investiții alternative ca cei ai al Fondului sau administrate de orice altă societate din același grup ca administratorul Fondului?	Nu	
Ați fost angajat al Fondului, al unei companii controlate de către Fond sau al administratorului Fondului sau al unei companii din același grup cu administratorul în ultimii cinci (5) ani?	Nu	
Dețineți roluri de director încrucișate sau legături semnificative cu alți CEO / director executiv / angajați senior al administratorului Fondului sau al unei companii din grupul acestuia prin implicarea în alte companii sau organisme?	Nu	
Ați primit vreo remunerație sau alte avantaje din partea Fondului sau a unei companii controlate de către Fond sau din partea administratorului fondului sau al unei companii din grupul de administratorului în ultimii cinci ani (cu excepția celor care detin calitatea de membru al Comitetului Reprezentantilor)	Nu	
Ați fost angajat sau ați avut o relație juridical în cursul anului precedent cu un acționar important al Fondului, controlând mai mult de 10% din drepturile de vot aplicabile ultimului cvorum al AGA, cu un director,	Nu	

angajat sau consilierul profesionist al unui astfel de acționar semnificativ sau al unei societăți controlate de acesta?	Nu	
Ați avut în ultimii 3 ani o afacere sau o relație profesională substanțială cu Fondul sau cu o companie controlată de Fond sau cu administratorul fondului sau o companie din grupul de administratorului, fie direct, fie ca client, partener, acționar, membru al consiliului de administrare sau supraveghere / director, CEO / funcționar executiv sau angajat al unei societăți care are o astfel de relație?	Nu	
Ați fost în ultimii trei ani auditorul extern sau intern sau partenerul sau asociatul salarial al actualului auditor financiar extern sau intern al Fondului sau o companie controlată de acesta sau a administratorului fondului sau al unei companii din grupul de administratorului?	Nu	
Ați fost CEO / funcționar executiv într-o altă companie în care un alt CEO / director executiv al Fondului sau al administratorului fondului sau al unei companii din grupul de administratorului este un director neexecutiv?	Nu	
Ați fost membru al Comitetul Reprezentantilor pentru mai mult de trei mandate de patru ani?	Nu	
Aveti vreo relatie familiala cu o persoana aflata in una din situatiile de mai sus?	Nu	
Aveti mai mult de 4 roluri de management in activitatea curenta (membru al consiliului de administratie, consiliului de supraveghere, directorat, angajat in alte fonduri, companii sau organizatii non-guvernamentale)?	Nu	
Aveti fapte inscrise in cazierul fiscal?	Nu	
Ați fost vreodata condamnat într-un dosar penal?	Nu	
Detineti actiuni in Fondul Proprietatea? Daca raspunsul e da, va rugam sa mentionati detalii referitoare la detinerile dvs. directe sau indirecte.	Nu	

ILINCA VON DERENTHALL

Independent Non-Executive Director, Board Monitor

Top Executive Management experience in Investment and Private Banking

International Debt and Equity Finance transactions experience

Wealth Structuring and Family Governance Expert

Date of birth:

Citizenship:

Private Address:



CAREER EXPERIENCE:

2020 – ongoing

Chimcomplex Borzesti S.A., Romania

Board Monitor (Supervisor of Board of Directors activities, mandated by the Lenders)

2018 – 2020

Independent Director, non-executive Member of the Board of Directors

Head of Audit & Risk Committee

2019 – ongoing

LGT Bank Austria, a Member of LGT Group, the Private Banking and Asset Management Group of the Princely House of Liechtenstein

Independent Senior Advisor to the Market Head CEE

2015 – 2018

Managing Director Private Banking

Origination and Management of Key Clients in CE&SEE

2009 – 2014	Bank Gutmann AG, Vienna, Austria Executive Member of the Board of Management and Partner of Bank Gutmann AG Head of the International Private Banking Department
2012 – 2014	Chairperson of the Supervisory Board of Gutmann Hungary Investment Advisory AG
2010 – 2012	Member of the Supervisory Board of Gutmann Hungary Investment Advisory AG
2007 – 2009	EFG Eurobank Finance S.A., Bucharest, Romania, Member of Eurobank EFG Group General Manager Business origination and co-ordination of project execution for Corporate Finance, M&A Advisory and Capital Markets mandates
2007 – 2009	EFG Eurobank Securities S.A., Bucharest, Romania, Member of Eurobank EFG Group Chairperson of the Supervisory Board of the Securities Trading and Brokerage Company of EFG Eurobank in Romania
2006 – 2007	Deloitte Central Europe Ltd, Bucharest, Romania Associate Director Corporate Finance Origination and Execution of M&A Advisory, Corporate Finance and Privatization mandates
2004 – 2006	Deloitte&Touche Emerging Markets Group, as Advisor to USAID, Washington D.C. and Bucharest, Romania Financial Markets Reform Project Senior Corporate Finance Advisor Advisor to the Romanian Ministry of Economy and Commerce for the Initial Public Offering and Listing at the Bucharest Stock Exchange of state-owned Companies from the Energy sector
2000 – 2004	Sal. Oppenheim & Cie. Investment Banking, Köln and Frankfurt am Main, Germany Senior Associate Investment Banking Equity Capital Markets Department

1998 – 2000	BHF Bank, Frankfurt am Main, Germany Team and project leader Group Financial Reporting Department
1994 – 1998	KPMG Financial Services, Frankfurt am Main, Germany Auditor for Financial Markets Risk Reporting , German Banks
1991-1994	Bankhaus Gebrüder Bethmann, Frankfurt am Main, Germany Student Employee , Treasury Department

MEMBERSHIPS:

[AAI](#): Asociația Administratorilor Independenți (Romanian Association of Independent Directors)

[ECFR](#): European Council on Foreign Relations

CONTINUING EDUCATION:

2020	Incite. Die UBIT. Akademie. Lehrgang Aufsichtsrat, Wien, Austria
2019	St. Galler Family Business Governance Seminar Universität St. Gallen Center for Family Business and Liechtenstein Academy
2017	Certified Wealth Management Advisor (CWMA) , certified by the Swiss Quality Association SQA, Zürich, Switzerland
2016	Certified Private Banker (FINMA – Swiss Financial Supervisory Authority) , Zürich, Switzerland
2014	Stanford Graduate School of Business Directors Consortium: Corporate Governance Program for Independent Directors (April 2014), Stanford, USA
2002	Certified Financial Analyst EFFAS (European Federation of Financial Analyst Societies), Frankfurt am Main, Germany
2002	DVFA Financial Analyst (Society of German Investment Professionals, DVFA), Frankfurt am Main (“CEFA/DVFA Financial Analyst”)

FORMAL EDUCATION:

1991–1995	J.W. von Goethe University Frankfurt am Main, Germany Faculty for Economic Sciences, Master of Science (MSc.) in Economics (“Diplom-Kauffrau”)
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1988 – 1990	Faculty of Physics , University of Bucharest, Bucharest, Romania
1975-1987	J.W. Goethe German School in Bucharest, Romania

LANGUAGE SKILLS:

Languages:	German	– native level
	Romanian	– native level
	English	– excellent
	French	– reading

OVIDIU FER

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?	<i>NO</i>	
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?	<i>NO</i>	
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?	<i>NO</i>	
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?	<i>NO</i>	
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?	<i>NO</i>	
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	<i>NO</i>	

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?	<i>NO</i>	
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?	<i>NO</i>	<i>I have been a minority shareholder (no longer for over 1 year) in a small venture together with a former Templeton employee. The business was not substantial and it had no affiliation nor conflict of interest with any of FP nor Templeton businesses</i>
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?	<i>NO</i>	
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?	<i>NO</i>	
Have you been a member of the Board for more than three mandates of four years?	<i>NO</i>	

Do you have any family ties with a person in the situations referred to at points above?	<i>NO</i>	
Do you have more than 4 roles in your current activity (board / employee roles in Funds, companies, trusts or NGOs)?	<i>NO</i>	
Do you have any facts registered in your fiscal record?	<i>NO</i>	
Have you ever been convicted for a criminal act?	<i>NO</i>	
Do you hold shares in Fondul Proprietatea? If response is yes, please mention the details on your direct and indirect holdings.	<i>NO</i>	



Ovidiu FER

Born: 31st December 1983

Nationality: Romanian



PROFESSIONAL EXPERIENCE

2016- present Alpha Quest Czech Republic, Malta, Romania

Co-founder

- Family office type of structure, with cca EUR 100m AUM, focusing on Central and Eastern European opportunities in listed, unlisted and special situations investments;
- Currently the main investment is in the Romanian Restitution Points, a 5 year receivable on the Romanian government, yielding double digit annual return.

2018- present GapMinder VC Fund Romania

Advisory Board

- Romanian Venture Capital Fund with cca EUR 40m AUM, backed by the European Investment Fund and several local financial institutions;
- Eight active seed investments, including FintechOs and TypingDNA as well as 27 pre-seed investments concluded.

2014- 2016 IJC Funds Czech Republic, Malta

Investment Committee member

- Assisted in the launch of a Special Opportunities Fund of the Czech Family office, mainly focused on providing exposure to the ongoing points restitutions in Romania and various other alternative investments in the South East Europe;
- In charge of building the largest portfolio of points on the market (cca 150m) in over 100 trades and helping a successful exit in Dec 2016 which generated a total return for investors of cca 33% in 20months;

2013- 2014 Elliott Advisors UK, Romania

External advisor

- Advised the US/UK based hedge fund in quantifying the claim and filling an expert report to the court in a legal dispute with a minority shareholder of Romania's Fondul Proprietatea, where Elliott was the largest shareholder

2007- 2013 Wood& Company Czech Republic, Romania

Country manager

- Played an important active role in setting up Wood&Company in the Romanian equity market, performing a wide variety of tasks from research to sales and idea origination as well as maintaining the relationship with the local regulators and market institutions.
- Managed the company's Bucharest office and managed a team of 6 people for 18 months

Frontier markets expert

- Managed the trading set up relationships with the local exchanges in the Balkan region as well as soft covered the major listed names in Serbia, Bulgaria, Slovenia and Croatia.

- Participated in the largest and most relevant transactions across the region: the SPO of the Romania natural gas transport monopoly Transgaz, the ABB of EUR 65m in OMV Petrom, the placement of 5% of SIF Moldova, as well as several cross border listing (with the most relevant being the double listing of Sopharma- Bulgaria's top pharma company- in Warsaw)

Equity analyst

- Financial valuation and earnings forecast of publicly listed companies; macroeconomic overview and strategies
- Covered the most liquid Romanian equities (ranging from banks, to utilities and funds: BRD, Banca Transilvania, Fondul Proprietatea, SIFs, Transelectrica, Transgaz and Bucharest Stock Exchange) as well as the CEE Pharma sector (Krka, Egis, Gedeon Richter).
- In doing so I have successfully become one of the most important equity analysts on the domestic market, rated on Bloomberg and Extel Thompson survey.

Idea origination

- Played the essential role in the origination, structuring, research and marketing of the Wood&Co warrant on the Romanian Restitution Fund (Fondul Proprietatea) and listing the structured product in Vienna. This enabled Wood&Company to substantially increase its reputation on the local market, trade EUR 100m of the OTC product and was a major step forward in listing the Fund- now one of the most important stocks in the Romanian market.

2005-2007 KTD Invest

Romania

Financial analyst

- Responsible for editing daily reports on the Bucharest Stock Exchange, Sibiu Monetary-Financial and Commodities Exchange, Central and Eastern European Markets and International Markets; Responsible for editing weekly reports regarding the domestic Investment Funds
- Handled the collection and dissemination of financial data, performed trend analysis and provided management reporting
- Actively supported the implementing of Saxo Bank trading platform to the Romanian investors

EDUCATION

2013-2014 INSEAD, MBA Class of July 2014

Singapore/France

Awarded the INSEAD Henry Grunfeld Scholarship

2002-2006 Academy of Economic Studies

Romania

Major in Finance, Insurance, Banking and Stock Exchange

LANGUAGES Romanian (Native), English (Fluent), French (Practical), Czech (Practical)

OTHER EXPERIENCE

- **Entrepreneurship:** member of **TechAngels**- local angel investor group; active investor in several start ups, primarily focused on RPA, medtech and fintech;
- **NGO:** member of OPPC, an initiative to improve the regulatory environment in the Romanian equity market
- **AIESEC:** member for two years of Europe's largest student organizations, participant in the Exchange program

PERSONAL INTERESTS

- **Rugby:** U16-19 Romania national rugby champion with RC Grivita, member of the Romanian U19 and U21 national team
- **Social responsibility:** Founder of the Education through Rugby Foundation, aimed at providing scholarships in worldwide academies for underprivileged kids in Romania

CIPRIAN LADUNCA

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?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>
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)?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>
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?	<i>NO</i>

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. *YES 20000 SHARES FP*

CIPRIAN LADUNCA

Independent Non-Executive Director

☎ 0040744750085 @ ciprian@ladunca.ro 📍 Bucharest, Romania



EXPERIENCE

Managing Partner

[LCL, Advisory Firm](#)

📅 04/2019 - Ongoing

Advisor working with shareholders, Board of Directors and CEO's to enhance company value through diagnostic reviews and corporate finance. M&A Advisory. Financial due diligence. Board membership.

CFO & DCEO

[Metropolitan Life Asigurari, Metlife](#)

📅 11/2010 - 03/2019

Leading Finance and Investment functions. Country Responsibility for Unit-link and traditional portfolios/ Front & Back Office, incl NAV. In charge with M&A and transformation projects. Government Relations.

Board of Directors, NED, Audit Committee Chair

[Metropolitan Life Pension, Metlife](#)

📅 11/2010 - 12/2018

Internal and External Auditors Relationship. Investment Committee Member. Private Pension Fund with 1 million clients & 2 billion USD AUM.

Executive Director

[Metropolitan Life Training & Consulting](#)

📅 03/2011 - 12/2016

Sole-Administrator. Insurance Intermediaries E-learning Solutions.

Board of Directors, NED, Audit Committee Chair

[Aviva Companies / Metlife acquisitions](#)

📅 08/2012 - 01/2015

Member of The Board of Directors of ex-Aviva Companies. Merger, acquisition, liquidation, asset disposal and business integration projects.

Board of Directors, Independent NED, Audit Committee Chair

[TAROM, State-Owned Company](#)

📅 10/2012 - 11/2013

Preparation of the restructuring business plan and corporate governance framework. Stakeholders relationship. +1000 employees.

Board of Directors, NED, Audit Committee Chair

[AIG Fond de Pensii, AIG](#)

📅 06/2007 - 11/2010

Responsibilities as Member of the Board of Directors. Investment Committee Member. Audit Committee Chair. Greenfield development.

CFO & DCEO

[AIG Life, Alico](#)

📅 09/2001 - 09/2010

Leading Finance, Investment, Risk Management and Compliance functions. Unit-link and traditional portfolios management - NAV, Front Office. IFRS / US-GAAP / RAS accounting reporting.

Senior Consultant

[KPMG Romania](#)

📅 09/1997 - 08/2001

Interim CFO (ex. Bucharest Airports subsidiaries, Air British Petroleum, Heineken, Xerox, 3M). Financial Audits & Due Diligence missions member (ex. Avicola Covasna, Topoloveni, Romcarton).

NGO'S LEADERSHIP

Member of the Board of Directors

[Amcham Romania](#)

📅 03/2015 - Ongoing

- Treasurer, Executive Committee and Board Member 2018-2020
- Capital Market and Financial Services Committee Chair
- Leader Financial Inclusion Program/ Financial Education advocacy
- CDR/Coalitia Pentru Dezvoltarea Romaniei Financial Services & Corporate Governance TF

Member of the Board of Directors

[United Way](#)

📅 11/2015 - Ongoing

Member, Ex Managing Director

[Aspen Institute Romania](#)

📅 01/2017 - Ongoing

Member

[Independent Directors Association, EcoDa](#)

📅 01/2019 - Ongoing

EDUCATION

PGCert Board Practice and Directorship, Executive Education

[Henley Business School](#)

📅 2020 - 2021 📍 London, UK

Fellow, Life Management Institute, Financial Services

[Life Management Institute, LOMA](#)

📅 2001 - 2006 📍 Atlanta, US

Professional Certificate in Management, BA

[The Open University Business School](#)

📅 1997 - 1998 📍 London, UK

Chartered Accountant

[Romanian Chartered Accountants Association](#)

📅 1998 - 2000 📍 Bucharest

Finance, Banks and Accounting

[Academia de Studii Economice, ASE](#)

📅 1992 - 1997 📍 Bucharest