FONDUL PROPRIETATEA

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

**Report date:**
23 July 2026

**Name of the issuing entity:**
Fondul Proprietatea S.A.

**Registered office:**
76-80 Buzesti Street
7th floor, district 1,
Bucharest, 011017

**Phone/fax number:**
Tel.: + 40 21 200 96 00
Fax: +40 31 630 00 48

**Email:**
office@fondulproprietatea.ro

**Internet:**
www.fondulproprietatea.ro

**Sole Registration Code with the Trade Register Office:**
18253260

**Order number in the Trade Register:**
J2005021901408

**Subscribed and paid-up share capital:**
RON 1,664,407,948.32

**Number of shares in issue and paid-up:**
3,200,784,516

**Regulated market on which the issued securities are traded:**
Shares on Bucharest Stock Exchange

Current report according to Article 234 para. (1) letters d) and e) of the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations, as well as the provisions of Article 99 letter a) of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments

**Important events to be reported:**

# Resolutions of the Extraordinary and Ordinary General Meetings of Shareholders of Fondul Proprietatea S.A. held on 23 July 2026

Franklin Templeton International Services S.À R.L, as alternative investment fund manager and sole director of Fondul Proprietatea SA ("***Fondul Proprietatea***" / the "***Fund***"), hereby, announces that the **Fund's Extraordinary General Shareholders' Meeting** ("***EGM***") and **Ordinary General Shareholders' Meeting** ("***OGM***") were held on **23 July 2026** at **"JW MARRIOTT BUCHAREST GRAND HOTEL",** Constanța Ballroom, 13 Septembrie Avenue no. 90, 5th District, Bucharest, 050726, Romania, commencing 11:00 am (Romanian time) in case of EGM and 12:00 pm (Romanian time) in case of OGM.

The meetings were chaired by Mr. Daniel Naftali, the Permanent Representative of Franklin Templeton International Services S.à r.l., the Sole Director of the Fund.

The shareholders of the Fund decided the following with respect to:

## A. The agenda of the EGM:

- **The approval of Item 1 on the EGM agenda, respectively,**

"The approval of the decrease of the subscribed and paid-up share capital of the Company by RON 131,090,615.24, from RON 1,664,407,948.32 to RON 1,533,317,333.08, pursuant to the cancellation of 252,097,337 own shares acquired by the Company during 2025 through the 16th buy-back programme.

Once the share capital decrease is finalized, the subscribed and paid-up share capital of Fondul Proprietatea shall have a value of RON 1,533,317,333.08, divided into 2,948,687,179 shares, each having a nominal value of RON 0.52 per share.

The first paragraph of Article 7 of the Constitutive Act after the share capital decrease is finalized will be changed as follows:

"*(1) The subscribed and paid-up share capital of Fondul Proprietatea is in the amount of RON 1,533,317,333.08, divided into 2,948,687,179 ordinary nominative shares, having a nominal value of RON 0.52 each*".

The subscribed and paid-up share capital decrease will take place on the basis of Article 207 paragraph (1) letter c) of Companies' Law no. 31/1990 and will be effective after all the following conditions are met:

(i) this resolution is published in the Official Gazette of Romania, Part IV for at least two months;

(ii) the Financial Supervisory Authority authorizes the amendment of Article 7 paragraph (1) of the Constitutive Act of Fondul Proprietatea as approved by shareholders during this meeting, where required by applicable law or regulation;

(iii) the shareholders' resolution approving this share capital decrease is registered with the Trade Registry."

- **The approval of Item 2 on the EGM Agenda, respectively,**

"The approval of:

(a) The date of **6 August 2026** as the ***Ex – Date*** in accordance with Article 176 paragraph (1), computed with the provisions of Article 2 paragraph (2) letter (l) of Regulation no. 5/2018; and of

The date of **7 August 2026** as the ***Registration Date***, in accordance with Article 176 paragraph (1) of Regulation no. 5/2018, computed with the provisions of Article 87 paragraph (1) of Issuers' Law.;

As they are not applicable to this EGM, the shareholders do not decide on the other aspects provided by Article 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation and the payment date.

(b) The empowerment, with authority to sub-delegate, of Daniel Naftali to sign the shareholders' resolutions and the amended, renumbered and restated form of the Constitutive Act, as well as any other documents in connection therewith, and to carry out all procedures and formalities set out by law for the purpose of implementing the shareholders' resolutions, including formalities for publication and registration thereof with the Trade Registry or with any other public institution."

**B. The agenda of the OGM:**

- **Item 1 on the OGM Agenda was not approved.**

We reiterate that Item 1 on the OGM Agenda refers to:

"The approval of the value of gross dividend of RON 0.0453 per share from the 2025 financial year audited profit, in accordance with the supporting materials.

(*Item added on the agenda at the request of a shareholders' group holding more than 5% of the share capital*)"

- **The approval of Item 2 on the OGM Agenda, respectively,**

"The approval of (i) the amended template mandate agreement for the members of the Board of Nominees of Fondul Proprietatea ("BoN"), in order to reflect the possibility for BoN members to waive their remuneration, if they expressly elect to do so, while maintaining equal liability for all BoN members, irrespective of whether or not they receive remuneration for their activity within Fondul Proprietatea, and (ii) the corresponding addenda to be executed by the current members of the Board of Nominees, in accordance with the supporting documentation.

Mr. Daniel Naftali is empowered to fulfil any and all legal acts or actions useful and / or appropriate with respect to this item on the agenda, including, but not limited to, signing any related documents such as addenda to the mandate agreements for the implementation thereof."

- **Item 3 on the OGM Agenda was not approved.**

  We reiterate that Item 3 on the OGM Agenda refers to:

  "Immediate revocation of Mr. Andrei-Octav Moise from the position as member of the Board of Nominees.

  (*secret vote*)

  (*New item added on the agenda at the request of Equinox nepremičnine d.d., Intus Invest d.o.o., Axor Holding d.d. and Matej Rigelnik, a shareholders' group holding more than 5% of the share capital, dated 26 June 2026*)"

- **Item 4 on the OGM Agenda was not approved.**

  We reiterate that Item 4 on the OGM Agenda refers to:

  "Immediate revocation of Mr. Lucian Danilescu from the position as member of the Board of Nominees.

  (*secret vote*)

  (*New item added on the agenda at the request of Equinox nepremičnine d.d., Intus Invest d.o.o., Axor Holding d.d. and Matej Rigelnik, a shareholders' group holding more than 5% of the share capital, dated 29 June 2026*)"

- **The approval of Item 5 on the OGM Agenda, respectively,**

  "Approval of the reopening of the period for submitting letters of intent within the selection process for the manager of the Alternative Investment Fund (AIFM) and the sole director of Fondul Proprietatea, initiated pursuant to OGMS Resolution no. 19/29.09.2025, after the elaboration of a selection methodology, as well as the establishment of a new deadline for submitting candidacies, in order to ensure a competitive, transparent and non-discriminatory selection process.

  (*New item added on the agenda at the request of the shareholder Ministry of Finance dated 29 June 2026*)"

- **The approval of Item 6 on the OGM Agenda, respectively,**

  "Approval of mandating the Board of Nominees to carry out all necessary steps for the reopening of the registration procedure, including the publication of the related notice, setting the procedural timetable, receiving

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and evaluating all submitted candidacies, both those already registered and those submitted within the new deadline, followed by the submission of the result of the process to the General Meeting of Shareholders for approval.

(*New item added on the agenda at the request of the shareholder Ministry of Finance dated 29 June 2026*)"

- **Considering that item 5 of the OGM agenda was approved by the OGM, items 7 to 10 of the OGM agenda were not submitted to vote / the votes cast in advance in respect of items 7 to 10 were not validated.**

- **The approval of Item 11 on the OGM Agenda, respectively,**

"Approval of the ratification of all acts performed by the Board of Nominees up to the date of this Resolution, pursuant to the OGMS Resolution no. 19 / 29 September 2025, for or in connection with the conduct of this process, including but not limited to any contract entered into for the purposes of the selection process.

(*New item added on the agenda by the Sole Director on 29 June 2026, as requested by the Board of Nominees*)"

- **The approval of Item 12 on the OGM Agenda, respectively,**

"The approval of:

(a) The date of **6 August 2026** as the ***Ex – Date***, in accordance with Article 176 paragraph (1), computed with the provisions of Article 2 paragraph (2) letter (l) of Regulation no. 5/2018;

The date of **7 August 2026** as the ***Registration Date***, in accordance with Article 176 paragraph (1) of Regulation no. 5/2018, computed with the provisions of Article 87 paragraph (1) of Issuers' Law; and of

The date of **27 August 2026** as the ***Payment Date***, in accordance with Article 178 paragraph (2) of Regulation no. 5/2018, computed with the provisions of Article 87 paragraph (2) of Issuers' Law.

As they are not applicable to this OGM, the shareholders do not decide on the other aspects provided by Article 176 paragraph (1) of Regulation no. 5/2018 such as date of the guaranteed participation.

(b) The empowerment, with authority to sub-delegate, of Daniel Naftali to sign the shareholders' resolutions, as well as any other documents in connection therewith, and to carry out all procedures and formalities set out by law for the purpose of implementing the shareholders' resolution, including formalities for publication and registration thereof with the Trade Registry or with any other public institution."

**Franklin Templeton International Services S.À R.L. in its capacity of alternative investment fund manager and sole director of FONDUL PROPRIETATEA S.A.**

**Daniel NAFTALI**
**Permanent Representative**