FONDUL
PROPRIETATEA

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

Report date:
22 September 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 99 letter s) of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments.

Important events to be reported:

Voting recommendations and supporting materials related to the 29/30 September 2026 shareholders' meetings

Franklin Templeton International Services S.À R.L., in its capacity as alternative investment fund manager and sole director (the "**Fund Manager**" or "**Franklin Templeton**") of Fondul Proprietatea S.A. ("**Fondul Proprietatea**" / the "**Fund**"), would like to remind shareholders that the Fund Manager has convened the Fund's Extraordinary ("**EGM**") and Ordinary ("**OGM**") General Shareholders' Meetings for **29 September 2026** (**first convening**) at „**Grand Hotel Bucharest**", Rapsodia Ballroom, Nicolae Bălcescu Avenue, no. 4, 1st District, Bucharest, 010051, Romania, commencing 11:00 am (Romanian time) in case of EGM and 12:00 pm (Romanian time) in case of OGM.

Should the statutory quorum requirements for the EGM/OGM, laid down by the Companies' Law no. 31/1990 and/or the Company's Constitutive Act, not be met on the aforementioned date stated for the first convening, both meetings are convened on the date of **30 September 2026** (**second convening**) at „**Grand Hotel Bucharest**", Rapsodia Ballroom, Nicolae Bălcescu Avenue, no. 4, 1st District, Bucharest, 010051, Romania, commencing 11:00 am (Romanian time) in case of EGM and 12:00 pm (Romanian time) in case of OGM, with the same agenda as at the first convening.

The entire EGM and OGM supporting documentation is available for the shareholders' reference on the Fund's website, here.

The deadline for proposing new items on the EGM and OGM agendas expired on **31 August 2026, 5:00 p.m.** (Romanian time). The Fund did not receive any requests to supplement the EGM or OGM agendas.

The deadline for the receipt of qualifying candidate proposals from any shareholder of Fondul Proprietatea for the appointment of a new alternative investment fund manager that will act also as the sole director of Fondul Proprietatea, as described in the Convening Notice, also expired on **31 August**

2026, 5:00 p.m. (Romanian time). No candidate proposals were received by the Fund within this deadline.

A. **Regarding the items on the EGM agenda,** as detailed in the Convening Notice published on the Fund's website here, **the Fund Manager recommends voting "FOR" for all items on the EGM agenda**.

B. **Regarding the items on the OGM agenda**, as detailed in the Convening Notice published on the Fund's website here:

1. **Item 1 – included on the agenda by the Fund Manager at the request of the Board of Nominees considering the ongoing Selection Process and in accordance with Article 19 paragraph (3) of the Fund's Constitutive Act.**

This item refers to (i) the appointment of a new alternative investment fund manager that will act also as the sole director of Fondul Proprietatea for a mandate of **4 (four) years** starting with 1 April 2027 (provided that all the legal requirements related to the appointment of the new alternative investment fund manager and sole director of Fondul Proprietatea are finalized by 31 March 2027, inclusive) and until 1 April 2031 and (ii) the corresponding management agreement, including the remuneration of the alternative investment fund manager and sole director, in the form set out in the supporting documentation.

The appointment will be made from among the three candidates selected following the selection process commenced and conducted by the Board of Nominees pursuant to OGM Resolution no. 13 of 27 September 2024, OGM Resolution no. 10 of 29 September 2025, OGM Resolution no. 19 of 29 September 2025, OGM Resolution no. 18 of 23 July 2026 and OGM Resolution no. 19 of 23 July 2026 (the "**Selection Process**"), namely: **Franklin Templeton International Services S.à r.l., INVL Asset Management UAB and SAI Muntenia Invest S.A.**, as **no new candidate proposals from any shareholder of Fondul Proprietatea were received within the deadline described in the Convening Notice**.

In accordance with the Convening Notice, on Fondul Proprietatea's webpage was published, within the deadline set out therein (i.e. by 28 August 2026, 5:00 p.m. (Romanian time)), the Board of Nominees' detailed comparative report on the first three offers resulting from the Selection Process (here) together with the execution versions of the management agreement for each of the first three candidates resulting from the Selection Process (Execution Version of the Management Agreement for Franklin Templeton International Services S.à r.l.; Execution Version of the Management Agreement for INVL Asset Management UAB and Execution Version of the Management Agreement for SAI Muntenia Invest S.A.).

Franklin Templeton was not involved in the Selection Process; therefore, all the materials and the selection report made available for shareholders review as per above in connection with this Item are those exclusively selected, respectively prepared by the Board of Nominees – as the **sole corporate body that is aware of the full terms of the offers submitted by the candidates and of the scoring grid it used for offers' assessment and grading.**

In case the shareholders wish to be provided with more information on the detailed terms of the offers submitted by the candidates or any aspects concerning such offers' assessment/grading by the Board of Nominees, such inquiries may be addressed to the Board of Nominees before or during the OGMS.

Since Franklin Templeton is one of the candidates that has submitted an offer in the Selection Process, it refrains from issuing a voting recommendation on this topic and encourages the shareholders to carefully review the terms of the submitted candidacies, including the comparative merits and advantages, downsides, risks and implications of each candidacy for investors' protection and benefit.

2. **Item 2 - This item refers to the re-appointment of Franklin Templeton for a mandate of one year for the scenario where, within the OGMS are not exerted sufficient favorable voting rights to approve a fund manager (out of the submitted candidacies) for a four-year mandate under Item 1.**

Since Franklin Templeton is one of the candidates that has submitted an offer in the Selection Process subject to Item 1 above, Franklin Templeton refrains from issuing a voting recommendation on this topic.

FONDUL PROPRIETATEA

Please note that this item will be put to vote during the OGM and the votes cast by correspondence or via eVote platform shall be validated only if no candidate is approved under item 1 of this OGM.

3. **Item 3 regarding the approval of the distribution of a gross dividend of RON 0.046 per share, included on the agenda at the request of the shareholder Lion Capital SA, which holds more than 5% of the share capital of Fondul Proprietatea and supported by the Fund Manager - the Fund Manager recommends voting "FOR".**

4. **Items 4 and 5 – the Fund Manager recommends voting "FOR".**

The Fund Manager's voting recommendations contained herein are not binding in any way and should not be deemed under any circumstances as supporting documentation/argument for substantiating one's vote, shareholders being free to decide how they vote on each item on the agenda. The Fund Manager will implement and will comply with all the decisions taken by the Fund's shareholders, irrespective of its recommendations herein, subject to compliance with law and regulation.

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