

Company name	Meeting date	Meeting type	Resolution title	Attendance during the meeting	Votes in favour	Resolution status	How the companies decided to respond
FONDUL PROPRIETATEA	28 April 2022	EGM	The approval of few amendments to the Constitutive Act of Fondul Proprietatea, according to the authorization issued by the Financial Supervisory Authority no.25 / 28 January 2022.	56.91%	36.00%	Rejected	The Company has not published any announcement in this regard.
FONDUL PROPRIETATEA	28 April 2022	OGM	<p>The approval of:</p> <ul style="list-style-type: none"> the simultaneous termination of the mandate of Franklin Templeton International Services S.à r.l. as the alternative investment fund manager and sole director of Fondul Proprietatea, and of the Management Agreement, beginning with the earliest of: (i) the appointment of a new alternative investment fund manager and sole director of Fondul Proprietatea in accordance with the terms of the Management Agreement; or (ii) 1 November 2022, and of the procedure to be observed for the selection of a new alternative investment fund manager and sole director of Fondul 	56.91%	The Company has not mentioned the number of votes casted – only the fact that this point was rejected.	Rejected	The shareholders approved the continuation of the ongoing mandate of Franklin Templeton International Services S.à r.l. as the alternative investment fund manager and sole director of Fondul Proprietatea at another point of the agenda, during the same meeting.

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			Proprietatea, as described in the supporting materials				
FONDUL PROPRIETATEA	28 April 2022	OGM	<p>At the proposal of the Board of Nominees of Fondul Proprietatea:</p> <p>(a) The approval of the increase of the gross monthly remuneration for each member of the Board of Nominees by 10 (ten) per cent, from RON 24,123 to RON 26,535.30, with effect from 20 April 2022 (the "Base Monthly Remuneration"). With effect from the 1st January of each calendar year, the Base Monthly Remuneration shall be adjusted with the positive rate of the Romanian inflation of the previous calendar year, as published by the National Institute of Statistics of Romania.</p> <p>(b) The approval of an additional fixed gross monthly remuneration for the Chairperson of the Board of Nominees and for the Chairpersons of the Audit and Valuation Committee and of the Nomination and Remuneration Committee, with effect from 20 April</p>	56.91%	37.05%	Rejected	The Company put this point on the agenda during the next shareholders meeting (15 November 2022) and the proposal was approved (with significant votes against).

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			<p>2022, as follows: (i) an additional fixed gross monthly remuneration of twenty-five (25) per cent of the Base Monthly Remuneration, for the Chairperson of the Board of Nominees; and (ii) an additional fixed gross monthly remuneration of twenty (20) per cent of the Base Monthly Remuneration, for the Chairperson of the Audit and Valuation Committee and for the Chairperson of the Nomination and Remuneration Committee. The additional fixed gross monthly remuneration for the Chairperson of the Board of Nominees and for the Chairpersons of the Audit and Valuation Committee and of the Nomination and Remuneration Committee shall be payable pro-rata for the period during which the member of the Board of Nominees holds the relevant position(s).</p> <p>(c) The approval of an increased notice period in case of withdrawal from the position of member of the</p>				

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			<p>Board of Nominees, from the current fifteen (15) working days in advance to three (3) months in advance, applicable to each member of the Board of Nominees. Notwithstanding the foregoing, a shorter notice period may be accepted on a case by case basis where such is expressly required by the applicable law or by any relevant authority.</p> <p>(d) The approval of the amendment of the Remuneration Policy of Fondul Proprietatea, as described in the supporting documentation, to reflect the changes contemplated by the items (a), (b), and (c) above. The relevant changes to the Remuneration Policy of Fondul Proprietatea, as described in the supporting documentation, shall be consolidated in an updated version of the Remuneration Policy to include also the amendments contemplated by item 3 on the agenda in case such item is approved by the shareholders.</p> <p>(e) The approval of the amendment of the template</p>				

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			mandate agreement of the members of the Board of Nominees of Fondul Proprietatea and the approval of the addenda to the existing mandate agreements of the members of the Board of Nominees to reflect the changes contemplated by the items (a), (b), and (c) above, in accordance with the supporting documentation. Mr. Johan Meyer is empowered to sign the mandate agreements, respectively the addenda to the mandate agreements with the members of the Board of Nominees, for and on behalf of Fondul Proprietatea				
FONDUL PROPRIETATEA	28 April 2022	OGM	The appointment of a member in the Board of Nominees following the resignation of Mr. Mark Gitenstein on 18 December 2021. The mandate of the new member is valid for a period of three (3) years and shall produce its effects starting with the acceptance date: Petrus Antonius Maria Jansen	56.91%	10.39%	Rejected	There was other candidate appointed for this role.

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FONDUL PROPRIETATEA	28 April 2022	OGM	The appointment of a member in the Board of Nominees following the resignation of Mr. Mark Gitenstein on 18 December 2021. The mandate of the new member is valid for a period of three (3) years and shall produce its effects starting with the acceptance date: Martin Bernstein	56.91%	64.02%	Approved with a significant opposition of minority shareholders	The Company has not published any announcement in this regard.
FONDUL PROPRIETATEA	15 November 2022	EGM	The approval of the authorization of the Sole Director to buy-back shares of Fondul Proprietatea, global depositary receipts or depositary interests corresponding to shares of Fondul Proprietatea, via trading on the regular market on which the shares, the global depositary receipts or the depositary interests corresponding to the shares of Fondul Proprietatea are listed, or bought through public tender offers, in compliance with the applicable law, for a maximum number of 3,500,000,000 treasury shares (being in the form of shares and/or shares	59.45%	68.68%	Approved with a significant opposition of minority shareholders	The Company has not published any announcement in this regard.

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			equivalent as described above), starting with 1 January 2023, until 31 December 2023				
FONDUL PROPRIETATEA	15 November 2022	EGM	Approval of the sale of the shares held by the Company in the share capital of SPEEH Hidroelectrica S.A. ("Hidroelectrica") representing up to 19.94% of the total shares issued by Hidroelectrica, as follows: - (a) within a secondary public offer having as object shares of Hidroelectrica (including, if applicable, in the form of other securities representing such shares ("Other Securities")) (the "Offering"), followed by the admission to trading of the shares of Hidroelectrica (including, if applicable, in the form of Other Securities) on one or more regulated markets and/or similar and/or any other trading venue in Romania and/or in a member state of the European Union and/or in a third country (the „Admission"); and/or (b) in any other manner decided by the Sole Director	59.45%	29.05%	Rejected	The shareholders approved during the same meeting an alternative proposal put on the agenda by a shareholder holding more than 5% of the total voting rights.

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FONDUL PROPRIETATEA	15 November 2022	EGM	Approval of the sale of shares held by the Company in the share capital of SPEEH Hidroelectrica S.A. ("Hidroelectrica") representing up to 19.94% of the total shares issued by Hidroelectrica, through a secondary public offering having as object the shares issued by Hidroelectrica, followed by the listing of such shares for trading (the "Listing") only on the Bucharest Stock Exchange. The amounts resulting from the partial or entire sale of the package of shares during the secondary public offering shall be distributed to Company's shareholders as special dividend within 3 months of the collection of that amount by the Company.	59.45%	72.81%	Approved with a significant opposition of minority shareholders	The Company has not published any announcement in this regard.
FONDUL PROPRIETATEA	15 November 2022	OGM	At the proposal of the Board of Nominees of Fondul Proprietatea: (a) The approval of the increase of the gross monthly remuneration for each member of the Board of Nominees by ten (10) per	59.47%	56.79%	Approved with a significant opposition of minority shareholders	The Company has not published any announcement in this regard.

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			cent, from RON 24,123 to RON 26,535.30, with effect from 16 November 2022 (the "Base Monthly Remuneration"). (b) The approval of an additional fixed gross monthly remuneration for the Chairperson of the Board of Nominees and for the Chairpersons of the Audit and Valuation Committee and of the Nomination and Remuneration Committee, with effect from 16 November 2022, as follows: (i) an additional fixed gross monthly remuneration of fifteen (15) per cent of the Base Monthly Remuneration, for the Chairperson of the Board of Nominees; and (ii) an additional fixed gross monthly remuneration of ten (10) per cent of the Base Monthly Remuneration, for the Chairperson of the Audit and Valuation Committee and for the Chairperson of the Nomination and Remuneration Committee. The additional fixed gross monthly remuneration for the Chairperson of the Board of Nominees and for the				

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			Chairpersons of the Audit and Valuation Committee and of the Nomination and Remuneration Committee shall be paid pro-rata for the period during which the member of the Board of Nominees holds the relevant position(s). (c) The approval of an increased notice period in case of withdrawal from the position of member of the Board of Nominees, from the current fifteen (15) working days in advance to three (3) months in advance, applicable to each member of the Board of Nominees. Notwithstanding the foregoing, a shorter notice period may be accepted on a case-by-case basis where such is expressly required by the applicable law or by any relevant authority. (d) The approval of the amendment of the Remuneration Policy of Fondul Proprietatea, as described in the supporting documentation, to reflect the changes contemplated by the items (a), (b), and (c) above. (e) The approval of the amended template				

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			mandate agreement of the members of the Board of Nominees of Fondul Proprietatea to reflect the changes contemplated by the items (a), (b), and (c) above, in accordance with the supporting documentation. Mr. Johan Meyer is empowered to fulfil any legal acts or actions useful and / or appropriate with respect to this item on the agenda, including, signing any related documents such as addenda to the mandate agreement for the implementation of this item.				
FONDUL PROPRIETATEA	15 November 2022	OGM	The approval of the additional annual fees requested by Ernst & Young Assurance Services SRL, as the financial auditor of Fondul Proprietatea, in accordance with the supporting materials, as follows: 4.2. EUR 11,754 net of VAT representing additional annual audit fees for audit of the statutory financial statements.	59.47%	76.68%	Approved with a significant opposition of minority shareholders	The Company has not published any announcement in this regard.

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FONDUL PROPRIETATEA	25 September 2023	OGM	The approval of the renewal of the mandate of Franklin Templeton International Services S.à r.l. Luxembourg as sole director of Fondul Proprietatea that acts also as the alternative investment fund manager of Fondul Proprietatea, for a duration of four (4) years starting with 1 April 2024 and until 31 March 2028, inclusive (the "New Mandate").	51.72%	The company has not published the full results of the votes, but it just mentioned that this item was not approved.	Rejected	The shareholders approved during the same meeting an alternative proposal put on the agenda by a shareholder holding more than 5% of the total voting rights.
FONDUL PROPRIETATEA	25 September 2023	OGM	The approval of the appointment of a new sole director of Fondul Proprietatea that will act as alternative investment fund manager for a mandate of four (4) years starting with 1 April 2024 and until 31 March 2028, inclusive, according to legal provisions in force, subject to point 1 of the OGM agenda not being approved by the OGM.	51.72%	The company has not published the full results of the votes, but it just mentioned that this item was not approved.	Rejected	There was no other candidate proposed.
FONDUL PROPRIETATEA	25 September 2023	OGM	The appointment of a member of the Board of Nominees following the expiration of the mandate of Mrs. Ilinca von Derenthall on 25 November 2023; the	51.72%	73.91%	Approved with a significant opposition of minority shareholders	Neither the Company, neither Ilinca von Derenthall have not published any formal announcement in this regard.

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			mandate of the new member is valid for a period of three (3) years starting with 26 November 2023 or the acceptance date for the new mandate, whichever occurs later: candidate Ilinca von Derenthall.				
FONDUL PROPRIETATEA	25 September 2023	OGM	The appointment of a member of the Board of Nominees following the expiration of the mandate of Mrs. Ilinca von Derenthall on 25 November 2023; the mandate of the new member is valid for a period of three (3) years starting with 26 November 2023 or the acceptance date for the new mandate, whichever occurs later: candidate Liliana Anghel.	51.72%	The company has not published the full results of the votes, but it just mentioned that this item was not approved.	Rejected	There was another candidate appointed for same role.
FONDUL PROPRIETATEA	25 September 2023	OGM	The appointment of a member of the Board of Nominees following the expiration of the mandate of Mrs. Ilinca von Derenthall on 25 November 2023; the mandate of the new member is valid for a period of three (3) years starting with 26 November 2023 or the acceptance date for the new	51.72%	The company has not published the full results of the votes, but it just mentioned that this item was not approved.	Rejected	There was another candidate appointed for same role.

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			mandate, whichever occurs later: candidate Marian Cristian Mocanu.				
FONDUL PROPRIETATEA	25 September 2023	OGM	“Alternative to item 2 of the OGM Convening Notice – Approval to launch a transparent and competitive selection procedure for the appointment of a new sole director based on investment expertise and experience for a mandate not exceeding four (4) years from 1 April 2024, in accordance with the legal provisions in force, subject to point 2 of the OGM agenda not being approved by the OGM. The Board of Nominees is empowered to initiate, organize the transparent selection procedure for a new Fund Manager and to establish new objectives, performance criteria and remuneration conditions realigned with these objectives and present them for approval by the GSM.”	51.72%	64.35%	Approved with a significant opposition of minority shareholders	The Company has not published any formal announcement in this regard.
FONDUL PROPRIETATEA	25 September 2023	OGM	“The amendment of the conditions of evaluation and remuneration of the Fund	51.72%	56.60%	Approved with a significant opposition of	The Company has not published any formal

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			Manager in line with the new objectives and in accordance with international best practices. The Board of Nominees is empowered to establish new terms and conditions for the evaluation and remuneration of the manager of the Fund corresponding to the new objectives, in line with international best practices and present them for approval by the GSM.”			minority shareholders	announcement in this regard.
FONDUL PROPRIETATEA	25 September 2023	EGM	The approval of the amendment of Article 19 paragraph (3) of the Constitutive Act, subject to the approval by the OGM of any of point 1 or point 2 as set out in the OGM agenda, for changing the duration of the mandate of the sole director from 2 years to 4 years.	51.72%	The company has not published the full results of the votes, but it just mentioned that this item was not approved.	Rejected	There was another alternative text proposed on the agenda by a shareholder controlling more than 5% of the share capital.

Last updated on 15 February 2024