

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

Current report according to Article 234 para. (1) letter b) 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:**

**Request to Supplement the Convening notice of the Extraordinary and Ordinary General Meetings of Shareholders of Fondul Proprietatea S.A. convened for 28/29 May 2026**

Franklin Templeton International Services S.à r.l., as alternative investment fund manager and sole director (the “**Fund Manager**”) of Fondul Proprietatea SA (the “**Fund**” or “**Fondul Proprietatea**”), would like to inform investors that, on 17 April 2026, it received a request to supplement the agenda of the Ordinary General Meeting of Shareholders (the “**OGM**”) of Fondul Proprietatea convened for 28/29 May 2026 from certain shareholders of the Fund who claim to jointly hold more than 5% of the Fund’s share capital.

Attached to this report is the shareholders’ request to supplement the agenda of the OGM of Fondul Proprietatea, which will remain published on the Fund’s website within the *News* section, with a corresponding link within the *Frequently Asked Questions* section.

The shareholders’ request has included the following item as proposal for the OGM agenda:

*“The approval of the value of gross dividend of RON 0,0408 per share from the 2025 financial year audited profit, in accordance with the supporting materials.”*

*Date of registration: 5 June 2026*

*Ex-date: 4 June 2026*

*Payment date: 19 June 2026*

The Fund Manager is analysing the request of the shareholders in terms of fulfilling the applicable legal provisions for the supplementation of the OGM agenda, in order to ensure the proper enforcement of the resolutions adopted by the meeting. The Fund Manager also notes the following:

**Report date:**  
20 April 2026

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

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

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

**Email:**  
[office@fondulproprietatea.ro](mailto:office@fondulproprietatea.ro)

**Internet:**  
[www.fondulproprietatea.ro](http://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

## Proposed dates with respect to the payment of dividends

Pursuant to Article 87 para. (1) of Law no. 24/2017 on issuers of financial instruments and market operations, **the registration date** must be set at least 10 working days after the date of the general meeting. Given the convening dates of 28 May 2026 (first convening) and 29 May 2026 (second convening), the proposed registration date of 5 June 2026 is earlier than the minimum required 10 working days after the OGM.

Under Financial Supervisory Authority's Regulation no. 5/2018 on issuers of financial instruments and market operations, **the ex-date** must be set one working day prior to the registration date and **the payment date** must be set no later than 15 working days following the registration date. Therefore, the proposed ex-date of 4 June 2026 and payment date of 19 June 2026 do not comply with these legal requirements.

## Cash position

The shareholders' explanatory notes refer to a "cash and deposits with banks" position of approximately RON 398,7 million as of 31 December 2025.

The Fund Manager would like to clarify the cash and cash equivalents position, as included in the audited financial statements as of 31 December 2025. The Cash Flow statement on page 5 of the financial statements shows an amount of RON 148,89 million in current accounts and bank deposits, being the cash available to the Fund for various payments linked with its activity. The difference to the RON 398,6 million shown at the bottom of the same page relates to the distribution bank accounts, as explained in the notes to the financial statements.

As per applicable legislation, distributions to shareholders are managed by the Central Depository and the Paying Agent (BRD). The cash held in the distribution bank accounts is managed solely by these two entities and can only be used to pay shareholders under ongoing distributions, and therefore cannot be used to fund any additional dividends. The corresponding liability of RON 248,97 million is recorded as "Payable to shareholders" on page 2 of the financial statements and in Note 15 (a).

## Dividend expectations from portfolio companies

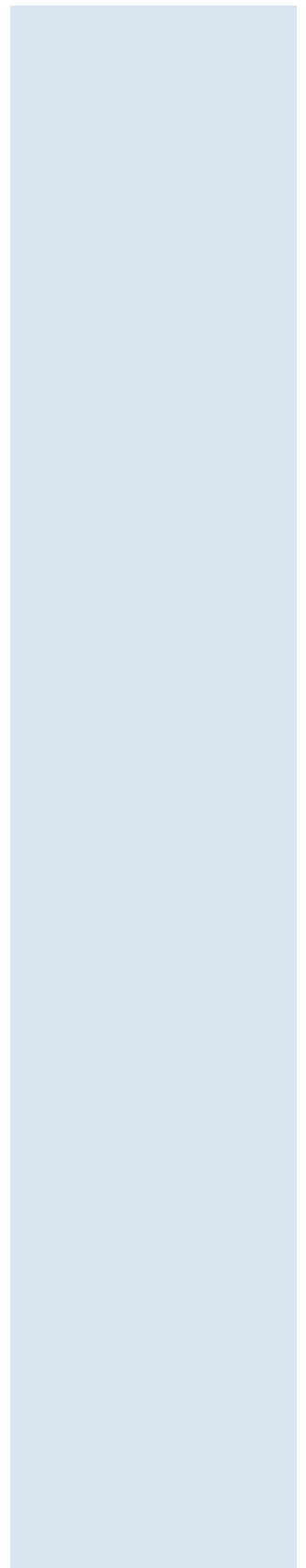
As at the date of this current report, the top three portfolio companies have not yet convened their annual general shareholders' meetings to propose the annual dividend distributions.

Given that the deadline for adding new items to the agenda expires on 4 May 2026, the Fund Manager will undertake all necessary formalities to supplement

the convening notice of the Extraordinary and Ordinary General Meetings of Shareholders after that date, in accordance with applicable legal requirements.

**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**



FONDUL PROPRIETATEA S.A.		
INTRARE	Nr.	308
IEȘIRE		
Ziua 17	Luna 04	Anul 2026

**REQUEST TO SUPPLEMENT THE AGENDA  
OF THE ORDINARY GENERAL MEETINGS OF SHAREHOLDERS OF FONDUL  
PROPRIETATEA S.A.**

**To: Fondul Proprietatea**

Address: Premium Point, Buzesti Street 76-80, 7th-8th floor, 1st District, Bucharest  
011017, Romania

Ljubljana, April 17, 2026

**Subject: Request to supplement the agenda of the Extraordinary and Ordinary  
General Meetings of Shareholders convened for 28 May 2026**

We, the undersigned shareholders holding **more than 5 %** of the share capital of Fondul Proprietatea S.A. (the "Company"), hereby request, in accordance with Article 117<sup>^</sup>1 of Companies' Law no. 31/1990 and Article 13 of the Company's Constitutive Act, the supplementation of the agenda of the General Meetings of Shareholders convened for 28 May 2026 (or 29 May 2026 for the second convening) with the following additional items:

**A. PROPOSALS FOR THE ORDINARY GENERAL MEETING (OGM)**

**Proposed Item 1:**

"The approval of the value of gross dividend of RON 0,0408 per share from the 2025 financial year audited profit, in accordance with the supporting materials."

- Date of registration: 5 June 2026
- Ex-date: 4 June 2026
- Payment date: 19 June 2026

### Explanation for the proposed dividend payment of RON 0,0408 per share

As stated in OGM Documentation published on Fondul Proprietatea website on 16.4.2026 under: »OGSM 8. Memo on the allocation of the 2025 net audited accounting profit« the total distributable amount is 133.626.710 RON:

<b>Audited Statement of Comprehensive Income for the YE 31 Dec 2025 (RON)</b>	<b>Reported amounts</b>	<b>Distributable amount</b>	<b>Non-distributable amount</b>
Gross dividend income, out of which:	155,607,128	155,607,128	
- annual dividend distributions from portfolio companies	155,607,128	155,607,128	
- special dividends from portfolio companies	-		-
Net gain from equity investments at FVTPL	310,354,259		310,354,259
Interest income	20,475,022	20,475,022	
Other income, net	88,710		88,710
Net foreign exchange loss	(150,738)		(150,738)
<b>Net operating income</b>	<b>486,374,381</b>	<b>176,082,150</b>	<b>310,292,231</b>
Operating expenses	(35,368,937)	(35,368,937)	
<b>Profit before income tax</b>	<b>451,005,444</b>	<b>140,713,213</b>	<b>310,292,231</b>
Income tax	(1,093,874)	(1,093,874)	
<b>Profit for the period</b>	<b>449,911,570</b>	<b>139,619,339</b>	<b>310,292,231</b>
<i>Income tax recognised directly in equity</i>	<i>(2,706,769)</i>	<i>(2,706,769)</i>	-
<i>Buyback costs recognised directly in equity</i>	<i>(3,285,860)</i>	<i>(3,285,860)</i>	-
<b>Total distributable/ non-distributable amounts</b>		<b>133,626,710</b>	<b>310,292,231</b>

The Government has mandated its representatives at the general meetings of shareholders (AGMs) or on the boards of directors (BODs), as the case may be, of national companies and other companies with full or majority state ownership, as well as of autonomous public companies, to request the distribution of at least 90% of net distributable profit in the form of dividends.

Distributable profit based on 2025 results and ACDP	133.626.710
90% of distributable profit based on 2025 results	120.264.039
<b>Number of shares entitled to receive dividends</b>	<b>2.948.687.179</b>
<b>Gross dividend per share, rounded (RON)</b>	<b>0,0408</b>

On 31.12.2025 Fondul Proprietatea had 398,7 million RON cash and deposits with banks, so the company has more than enough liquidity to cover dividend payment.

Based on information provided in Fondul Proprietatea SA Annual Sole Director's report for the Financial Year Ended 31 December 2025 estimated net profit for 2025 based on preliminary unaudited financial results for top 3 portfolio holdings is as follows:

<b>Company</b>	<b>Net Profit 2025**</b>
CN Aeroporturi Bucuresti SA	762,9
CN Administratia Porturilor Maritime SA	142,4
Societatea Nationala a Sarii SA	118,9

\*\* based on preliminary unaudited financial results

All three companies are majority owned by the State of Romania. Because the Government has mandated its representatives in the general meetings of shareholders (AGM) or in the boards of directors (BOD), to request dividends of a minimum of 90% of the net profit, Fondul Proprietatea SA can expect to receive a dividend of 215,39 million RON in 2026 which is more than enough to cover the proposed Fondul Proprietatea SA dividend payment of RON 0,0408 per share.

<b>Company</b>	<b>Net Profit 2025**</b>	<b>90% of net Profit 2025**</b>	<b>FP ownership</b>	<b>FP dividend</b>
CN Aeroporturi Bucuresti SA	762,9	686,61	20,0%	137,32
CN Administratia Porturilor Maritime SA	142,4	128,16	20,0%	25,63
Societatea Nationala a Sarii SA	118,9	107,01	49,0%	52,43
				<b>215,39</b>

\*\* based on preliminary unaudited financial results

**Equinox nepremičnine d.d.**  
Matej Rigelnik, Executive Director

eSealed for:  
Matej Rigelnik  
mrigelnik@eqnx.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 17.04.2026  
Certificate expires At: 04.04.2030

**Intus Invest d.o.o.**  
Peter Krivc, Director

eSealed for:  
Peter Krivc  
peter.krivc@intus.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 17.04.2026  
Certificate expires At:  
04.04.2030

**Axor holding d.d.**  
Peter Krivc, Executive Director

eSealed for:  
Peter Krivc  
PETER.KRIVC@AXOR.SI

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 17.04.2026  
Certificate expires At:  
04.04.2030

**Matej Rigelnik**

eSealed for:  
Matej Rigelnik  
mrigelnik@eqnx.si

Advanced eSeal (qualified  
certificate)  
Certificate owner: mSign  
eSealed at: 17.04.2026  
Certificate expires At:  
04.04.2030