

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

The current report is prepared according to art. 99 of the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments and article 113 of the Romanian National Securities Commission Regulation 1/2006 regarding issuers and securities operations, as amended.

Important events to be reported:

Franklin Templeton Investment Management Ltd. United Kingdom Bucharest Branch ("**FTIML Bucharest Branch / The Fund Manager**"), in its capacity as Sole Administrator and Fund Manager of the Fund, would like to inform shareholders and investors on the Fund's intention to sell a portion of the ordinary shares (the "**Placing Shares**") it currently owns in OMV PETROM S.A. (the "**Company**") on the Bucharest Stock Exchange. The current intention is to sell approximately 1 billion (1,000,000,000) Placing Shares which represents approximately 1.77% of the Company's ordinary shares and approximately 8.78% of the Fund's holding in the Company. However, the Fund reserves the right to increase the size of the sale depending on market conditions

The Placing Shares will be placed in an accelerated private placement exclusively to international and Romanian qualified institutional investors in accordance with the relevant legal provisions of Romanian law (including without limitation art. 15(1) of Regulation 1/2006 *regarding issuers and securities operations*, as amended, of the Romanian National Securities Commission), on a Reg S basis, and to US QIBs (the "**Placing**").

The price per Placing Share and the final number of Placing Shares sold will be determined on completion of the bookbuilding process and will be announced accordingly to the market.

Any of the Company's shares held by the Fund, which are not

Report date:

15 May 2013

Name of the issuing entity:

S.C. Fondul Proprietatea S.A. (the "**Fund**")

Registered office:

78-80 Buzesti St.,
7th floor, district 1,
Bucharest, postal code 011017

Phone/fax number:

Tel.: + 40 21 200 9600

Fax: + 40 21 200 9631

Sole Registration Code with the

Trade Register Office:

18253260

Order number in the

Trade Register:

J40/21901/2005

Subscribed share capital:

RON 13,778,392,208

Paid share capital:

RON 13,412,937,506

**Regulated market on which the
issued securities are traded:**

Bucharest Stock Exchange

sold in the Placing will be subject to a 180 day lock-up.

In connection with the Placing, J.P. Morgan Securities plc. is acting as sole global coordinator and joint bookrunner, WOOD & Company Financial Services a.s. is acting as joint bookrunner and Raiffeisen Capital & Investment S.A. is acting as joint lead manager (together the “**Banks**”).

Disclaimer

MEMBERS OF THE GENERAL PUBLIC ARE NOT ELIGIBLE TO TAKE PART IN THE PLACING. ANY OFFER OF SECURITIES TO WHICH THIS REPORT RELATES ARE ONLY ADDRESSED TO AND DIRECTED AT (1) IN ANY MEMBER STATE OF THE EUROPEAN ECONOMIC AREA, PERSONS WHO ARE QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 2(1)(E) OF EU DIRECTIVE 2003/71/EC AND ANY RELEVANT IMPLEMENTING MEASURES (THE “**PROSPECTUS DIRECTIVE**”); (2) IN ROMANIA, PERSONS WHO ARE QUALIFIED INVESTORS WITHIN THE MEANING OF ARTICLE 2 PARA 1 ITEM 15 OF THE ROMANIAN CAPITAL MARKETS LAW NO. 297/2004, AS AMENDED AND ARTICLE 2 PARA 2 ITEM G1 OF REGULATION 1/2006 REGARDING ISSUERS AND SECURITIES OPERATIONS, AS AMENDED and (3) IN THE UNITED KINGDOM, PERSONS WHO (I) HAVE PROFESSIONAL EXPERIENCE IN MATTERS RELATING TO INVESTMENTS WHO FALL WITHIN ARTICLE 19(5) OF THE FINANCIAL SERVICES AND MARKETS ACT 2000 (FINANCIAL PROMOTION) ORDER 2005 (AS AMENDED) (THE “**ORDER**”); OR (II) FALL WITHIN ARTICLE 49(2)(A) TO (D) OF THE ORDER; OR (III) ARE PERSONS TO WHOM AN OFFER OF THE PLACING SHARES MAY OTHERWISE LAWFULLY BE MADE (ALL SUCH PERSONS REFERRED TO IN (1) (2) AND (3) TOGETHER BEING REFERRED TO AS “**RELEVANT PERSONS**”). THE INFORMATION REGARDING THE PLACING SET OUT IN THIS REPORT MUST NOT BE ACTED ON OR RELIED ON BY PERSONS WHO ARE NOT RELEVANT PERSONS. ANY INVESTMENT OR INVESTMENT ACTIVITY TO WHICH THIS REPORT RELATES IS AVAILABLE ONLY TO RELEVANT PERSONS AND WILL BE ENGAGED IN ONLY WITH RELEVANT PERSONS.

This announcement and the information contained herein is for information purposes only and does not constitute or form part of any offer or an invitation to acquire or dispose of securities in the United States, Canada, Australia, South Africa or Japan or in any other jurisdiction in which such an offer of solicitation is unlawful.

This announcement is not and does not constitute or form a part of any offer of, or solicitation to purchase or subscribe for, any securities in the United States. The Placing Shares have not been, and will not be, registered under the US Securities Act of 1933, as amended (the “**Securities Act**”), or under the securities laws of any state or other jurisdiction of the United States, and, absent registration, may not be offered or sold in the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and the securities laws of any state or other jurisdiction of the United States. There will be no public offering of the Placing Shares in the United States or elsewhere.

The Placing Shares have not been approved or disapproved by the US Securities and Exchange Commission, any state securities commission or other regulatory authority in the United States, nor have any of the foregoing authorities passed upon or endorsed the merits of the Placing or the accuracy or adequacy of this announcement. Any representation to the contrary is a criminal offence in the United States.

No prospectus or offering document has been or will be prepared in connection with the Placing. Any investment decision to buy securities in the Placing must be made solely on the basis of publicly available information. Such information is not the responsibility of and has not been independently verified by any of the Fund or the Banks or any of their respective affiliates.

Neither this announcement nor any copy of it may be taken, transmitted or distributed, directly or indirectly, in or into or from the United States (including its territories and possessions, any state of the United States and the District of Columbia), Canada, Australia, South Africa or Japan or any jurisdiction in which it would be unlawful to do so. Any failure to comply with this restriction may constitute a violation of United States, Canadian, Australian, South African, Japanese securities laws or any other relevant jurisdiction.

The distribution of this announcement and the offering or sale of the Placing Shares in certain jurisdictions may be restricted by law. No action has been taken by the Fund or the Banks or any of their respective affiliates that would, or which is intended to, permit a public offer of the Placing Shares in any jurisdiction or possession or distribution of this announcement or any other offering or publicity material relating to the Placing Shares in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by the Fund and the Banks to inform themselves about and to observe any applicable restrictions.

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Each of J.P. Morgan, which in the United Kingdom is authorised by the Prudential Regulation Authority and regulated by the Financial Conduct Authority and the Prudential Regulation Authority, WOOD & Company Financial Services a.s. supervised by the Czech National Bank and Raiffeisen Capital & Investment S.A. supervised by the Romanian Financial Supervisory Authority are acting only for the Fund in connection with the Placing and will not be responsible to anyone other than the Fund for providing the protections offered to the respective clients of the Banks, nor for providing advice in relation to the Placing or any matters referred to in this announcement.

Franklin Templeton Investment Management Ltd United Kingdom Bucharest Branch, acting as Sole Administrator on behalf of S.C. FONDUL PROPRIETATEA S.A.

Oana Valentina Truța,
Legal Representative