



To Bucharest Stock Exchange  
Romanian National Securities Commission

*The current report according to Art. 113 point A, paragraph (1) letter b) of the Romanian National Securities Commission Regulation no. 1/2006 regarding the issuers and the operations with securities, as subsequently amended and completed, as well as the provisions of art. 99 in the Code of the Bucharest Stock Exchange, Title II, Issuers and Financial Instruments*

Report date:	15 February 2012
Name of the issuing entity:	SC Fondul Proprietatea SA
Registered office:	78-80 Buzesti St., 7 <sup>th</sup> 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 13,412,554,856
Regulated market on which the issued securities are traded:	Bucharest Stock Exchange

**Important events to be reported: S.C. Fondul Proprietatea SA (“The Fund”) - Request for calling the General Shareholders’ Meeting of Fondul Proprietatea**

Franklin Templeton Investment Management Ltd. United Kingdom Bucharest Branch („FTIML Bucharest”), in its capacity of Sole Administrator and Fund Manager of the Fund hereby informs that, on 15 February 2012, it received a request from **Manchester Securities Corporation**, a shareholder owning more than 5% of the Fund, to convene the Ordinary General Shareholders Meeting of the Fund (OGM), with the following points on the agenda:

- The amendment of the Investment Management Agreement (“IMA”) concluded between Franklin Templeton Investment Management Limited United Kingdom and Fondul Proprietatea establishing a revised management fee, having the content set out in Annex A to the request sent;
- The approval of the record date in accordance with the provisions of Article 238 of the Law no. 297/2004 regarding capital markets;
- Empowerment of the Chairman of the Board of Nominees to sign on behalf of the Fund the addendum to the IMA set out in item 1 of the agenda. The Chairman of the Board of Nominees may grant sub-power of attorney to any member of the Board of Nominees for the purpose of signing the addendum to the IMA;
- Empowerment, with authority to be substituted, of the legal representative of FTIML Bucharest 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 Office or with any other public institution.

Please find a scanned copy of the request attached to this report

Pursuant to the provisions of Article 119 paragraphs (1) and (2) of Law no. 31/1990 on trade companies, republished, with subsequent amendments, FTIML Bucharest has the obligation to call the general shareholders’ meeting no later than 30 days after receiving the request and to hold the GSM no later than 60



days of its receipt. Given the aforementioned, the Fund Manager will perform the procedures to convene the General Meeting of Shareholders for the request sent by Manchester Securities Corporation and the request sent on 9 February by Georgia Palade van Dusen, Philippe Palade, Grantelast Limited and POAH One Acquisition Holdings IV Limited in respect of the legal provisions in force.

The General Meeting of Shareholders will take place until 8 April 2012.

**Franklin Templeton Investment Management Ltd United Kingdom Bucharest Branch, in capacity of Sole Administrator of S.C. FONDUL PROPRIETATEA S.A.**

**Grzegorz Maciej KONIECZNY**

**Legal Representative**