



BUCHAREST STOCK EXCHANGE

PRESS RELEASE

December 22, 2014

BVB STARTED CONSULTATIONS ON THE NEW CORPORATE GOVERNANCE CODE

Bucharest Stock Exchange (BVB) started consultations of listed companies and relevant organizations representing investors on the new BVB Corporate Governance Code. This comes as a result of the BVB - European Bank for Reconstruction and Development (EBRD) joint project on improving the local corporate governance climate.

In the process of transforming the Romanian capital market into an attractive investment destination for the SEE region, BVB is adapting the principles of corporate governance for listed companies to the local market's new development stage.

Bucharest Stock Exchange, with the support of EBRD and its team of consultants, redesigned the BVB Corporate Governance Code, in force since 2008 in its current form. In developing the new Code, it was taken into consideration the international standards in this field, the changes of incident legal frameworks in Romania and EU, the experience gained following the implementation of the first Code, and also the new aspirations of the society, in general, and of the parties directly covered by responsibilities and management of business. The new Code includes a set of principles and recommendations based on best practices, transparency and trust.

“This Code will be in a way innovative, because will not only contain the classical issues which are normally treated when it comes to corporate governance. We have a chance to generate essential progress when having these pragmatic rules in the Corporate Governance set of provisions. That's why we decided to tackle, also, some issues which are not the classical topics touched by the, generically speaking, codes of corporate governance. For instance, we will expect for listed companies that they will publish their dividend policies, to inform the investors what guidelines they give when it comes to this dividend policy, and what investors could expect”, stated Ludwik Sobolewski, BVB CEO.

Among others, the Code includes a policy regarding the forecasts of a listed company, because the forecasts have the potential of generating positive effects, but also risks if they are given or published in a too loosely manner. The quality of the corporate governance is one of the factors that influence investor's decisions when coming to invest in a company.

The objective of this project is to enhance key corporate governance practices of listed companies and their disclosure, by improving the recommendations of the BVB Corporate Governance Code, and to strengthen its monitoring and implementation.

The new Code also benefited from the views of members of the BVB Corporate Governance Advisory Board, personalities acting on the international and local market, who by their experience have made an important contribution to the development of Romanian capital market. The members of the BVB Corporate Governance Advisory Board are Gian Piero Cigna (Corporate Governance Specialist EBRD), Mariana Gheorghe (President of the Management Board, OMV Petrom), Steven Van Groningen (President of the Management Board, Raiffeisen Bank), Narcisa Oprea (Partner, Schoenner), Grzegorz Konieczny (Head Legal Representative & Portfolio Manager, Fondul Proprietatea) and Ludwik Sobolewski (BVB CEO).

In a restrained form, a Corporate Governance Code for AeRO listed companies will become effective on February 25, 2015, together with the launch of the AeRO market itself. This comes as a supporting



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tool for the AeRO issuers on the side of post-listing transparency and reporting requirements, but, most of it, as a great tool to increase their investability.

Also as part of BVB efforts to improve the corporate governance climate, starting January 2015, for companies included in BET Index there will come into force eligibility criteria regarding transparency and IR oriented services. The criteria refers to the following requirements: reporting in English, IFRS reporting, disclosure through BVB website and/or other platform designated by BVB, call conferences/analyst & investor direct meetings when quarterly results are released.

Bucharest Stock Exchange runs markets for shares, bonds and other instruments, through regulated platforms and alternative systems, and provides a wide range of services to participants of financial markets. Bucharest Stock Exchange is a public company, listed on its own market since 2010. For more information refer to www.bvb.ro.

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