**STATEMENT OF THE INDEPENDENT CANDIDATE TO THE POSITION OF MEMBER OF THE BOARD OF DIRECTORS IN**

**ONE UNITED PROPERTIES S.A.**

Bucharest, 20 Maxim Gorki Street, District 1

J40/21705/2007, Sole Registration Code 22767862, EUID: ROONRC.J40/21705/2007,

subscribed and fully paid-in share capital: RON 740,563,717.2

The undersigned \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [name of the independent candidate, natural person], identified through \_\_\_\_\_ [identity document], series \_\_\_\_\_, number\_\_\_\_\_\_\_\_\_\_, issued by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, at date \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, domicilled at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, personal code \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

or

The company \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ [name of the independent candidate legal entity], headquartered at \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, registered with the Trade Registry under the number J \_\_\_/\_\_\_\_\_\_/\_\_\_\_\_\_, EUID: ROONRC.J\_\_\_/\_\_\_\_\_\_/\_\_\_\_\_\_, having the Sole Registration Code \_\_\_\_\_\_\_\_\_\_\_\_\_\_, legally represented by \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_, in [his/her/its] capacity as \_\_\_\_\_\_\_\_\_\_\_\_\_\_,

being proposed as a candidate for the position of independent director and member of the board of directors in **ONE UNITED** **PROPERTIES S.A.,** having its headquarters in Bucharest, 20 Maxim Gorki Street, District 1, registered with the Bucharest Trade Registry under no. J40/21705/2007, having Sole Registration Code 22767862, (EUID): ROONRC.J40/21705/2007, having subscribed and fully paid-up share capital of RON 740,563,717.2 (“**OUP**” or the ‘**Company**”)

In accordance with the Companies Law no. 31/1990, as subsequently amended and supplemented (the “**Companies Law**”) and the provisions of the Bucharest Stock Exchange Corporate Governance Code (the “**Corporate Governance Code**”),

**I hereby declare the following aspects:**

1. I meet the independence criteria provided in article 1382 of the Companies Law as well as those in Section A.4 of the Corporate Governance Code, as follows:
2. I am not the general manager / executive manager of the Company or of a company controlled by the former and I have not held such a position in the last five (5) years;
3. I am not an employee of the Company or of a company controlled by the former and I have not held such a position in the last five (5) years;
4. I do not receive and I have not received additional remuneration or other benefits from the Company or from a company controlled by the former, other than those corresponding to the capacity of non-executive director;
5. I am not or have not been the employee of, or do not have or have not had during the previous year a contractual relationship with, a significant shareholder of the Company, shareholder that controls more than 10% of the voting rights, or with a company controlled by such shareholder;
6. I do not have and have not had in the previous year a business or professional relationship with the Company or with a company controlled by the former, either directly or as a client, partner, shareholder, member of the board / director, general manager/executive manager or employee of a company if, by its substantial nature, such relationship may affect its objectivity;
7. I am not and have not been in the last three (3) years the external or internal auditor or employee partner or associate of the current external financial auditor or of the internal auditor of the Company or of a company controlled by the former;
8. I am not the general manager/ executive manager of a company where another general manager/ executive manager of the Company is a non-executive director;
9. I have not been a non-executive director of the Company for more than twelve (12) years; and
10. I do not have family ties with a person in the situations listed in points a) and d).

[Independent candidate, natural person] / [Independent candidate, legal entity]

[Represented by: \_\_\_\_\_\_\_\_\_\_\_\_\_\_]

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_