

## PERSONAL INFORMATION Cosmănescu Andreea

### PROFESSIONAL EXPERIENCE

#### April 2023 – present Member of the Board of Directors of Depozitarul Central S.A.

As a member of the Board of Directors (together with the other members of the board):

- (i) will fulfill the prerogatives established by the Constitutive Act, the decisions of the General Assemblies of shareholders and by law.
- (ii) approves the regulations applied by the Company for the provision of basic and auxiliary services (Central Depository Code) and the procedures that, according to the applicable European and national regulations, are within its competence;
- (iii) approves the Company's Internal Regulations, according to the Labor Code, the Organization and Functioning Regulations of the Company, the general rules regarding the hiring and firing of the Company's personnel, appropriate remuneration policies, the regime of rights and obligations, the attributions and competences of employees, in compliance with the conditions of training, studies and skills and the application of ethical and professional standards to ensure professional and responsible behavior at the level of the Company in order to prevent the occurrence of conflicts of interest;
- (iv) approves the procedure for the sale of the Company's shares and the holding by correspondence of the General Shareholders' Meetings and the meetings of the Board of Directors;
- (v) establishes special committees of the Company and designates their titular and alternate members;
- (vi) establishes the User Committee for the Company's settlement system, according to Regulation (EU) no. 909/2014 and approves the Regulation on its organization and operation;
- (vii) establish Risk, Audit, Nomination and Remuneration Committees and approve the Regulation of their organization and operation;
- (viii) appoints, dismisses and establishes the remuneration of the General Director and the Deputy General Directors of the Company, approves their duties, establishes relevant criteria for monitoring the results of the activity of the executive management and the Company as a whole, supervises their activity and annually evaluates the application of established criteria;
- (ix) verify the fulfillment of the requirements of integrity and professional experience by the persons with management or control functions within the Company;
- (x) prepares the annual report of the Board of Directors, organizes the General Meetings of Shareholders, submits for approval to the General Meeting of Shareholders, within no more than 150 days from the end of the financial year, the account of the activity of the Central Depository based on the balance sheet, the profit and loss account for the previous year, as well as the draft business plan and the draft budget for the current year;
- (xi) establishes clear objectives and strategies for the Company;
- (xii) resolves appeals against the decisions of the General Director and the Deputy General Directors of the Company;
- (xiii) keep up to date the registers provided for in Law no. 31/1990 on companies;
- (xiv) ensures the supervision of the risk management function, takes decisions related to risk management, approves the Company's appetite and risk tolerance limits, as well as the procedure for identifying, evaluating, monitoring, managing and reporting the significant risks to which it is or may be exposed The society;
- (xv) approves the conclusion of the contract for the administration of the technical and electronic systems used by the Company;
- (xvi) approve the participation in the share capital of other companies in compliance with the provisions of Law no. 31/1990 regarding companies and other applicable national and European regulations;
- (xvii) approves the establishment or dissolution of secondary offices: branches, agencies, representatives or other such units without legal personality, in the country and/or abroad;
- (xviii) take any other decisions regarding the problems, proposals or assignments given in his competence by the General Meeting of Shareholders, by the applicable European and national regulations or by the Company's regulations;

#### February 2023 - present President of the Board of Directors of Flaros S.A.

As President of the Board of Directors (together with the other members of the board):

- (i) completes all necessary and useful acts for the achievement of the company's object of activity, except for those reserved by law in the exclusive competence of other bodies of the company;
- (ii) complies with all the obligations laid down in his responsibility by the company's constitutive acts as well as by the Companies Law no. 31/1990 republished and amended, Law 24/2017 amended, Civil Code, and any other applicable normative acts in force;
- (iii) designs and proposes strategies and policies for the development of society;
- (iv) supervises the activity of the directors of the company;

18.05.2022 - present **Member of the Board of Directors of Infinity Capital Investments S.A.**

19.11.2021- 30.04.2022 **Member of the Board of Directors of S.I.F. Oltenia S.A.  
(provisional administrator)**

- (i) determining the main directions of the company's activity and development, together with the other members of the Board of Directors;
- ii) establishing accounting policies and the financial control system, as well as approving financial planning together with the other members of the Board of Directors;
- iii) appoints and dismisses directors in accordance with Law no. 31/1990 and establishes their remuneration within the limits established by the Ordinary General Meeting of Shareholders;
- (iv) supervises the activity of directors;
- (v) prepares the annual report, organizes the General Meeting of Shareholders and implements its decisions;
- (vi) submits the application for the opening of the company's insolvency procedure, according to the applicable legal provisions;
- (vii) fully fulfills all the duties assigned to the Board of Directors by the General Meeting of Shareholders;
- (viii) establish/dissolve branches and other secondary offices, without legal personality, or change their headquarters;
- (ix) establishes and approves the voting procedures within the General Meeting of Shareholders;
- (x) decides on the establishment of other companies or legal entities, including participation in the share capital of other companies, under the conditions provided by the legal regulations;
- (xi) pledges, rents, establishes movable real guarantees and mortgages the assets of the company under the conditions of the law and the Constitutive Act;
- (xii) conclude contracts with the depositary, the financial auditor and the entity that keeps the shareholders' records;
- (xiii) delegates the right to represent the company to other administrators and employees, also setting the mandate limits;
- (xiv) approves the internal regulations of the company, the organizational chart, the internal regulations of the Board of Directors and the work policies/procedures;
- (xv) negotiate the Collective Labor Agreement of the company;
- (xvi) resolves any other issues established by the General Meeting of Shareholders or by regulations or legal provisions;
- (xvii) ensures and is responsible for the implementation of corporate governance principles;
- (xviii) maybe in the form of advisory committees in compliance with the relevant legal provisions;
- (xix) delegates the management of the company to two directors, according to the provisions of Law no. 31/1990, appointing one General Director and one Deputy General Director. The members of the senior management (DG and DGA) have the obligation to fulfill the requirements regarding qualification, professional experience and integrity provided by the applicable legal regulations;
- (xx) retains the authority to represent the company in relations with the directors

20.09.2021 – 30.06.2023 **Manager of GMS EMEA (Europe, Middle east and Africa)**  
Honeywell Elster Romania SRL

- Developing comprehensive strategies on labour mobility
- Automation of HR processes as well as those related to staff mobility
- Responsible for coordinating global service providers for relocation, immigration, tax and social security compliance
- Responsible for annual allocated budgets and performance indicators
- Responsible for team development and diversification
- Innovative activities at regional level

13.09.2021-present **Shareholder and Director of S.C. MAVERS TAX ADVISORY S.R.L**

- Supervises and coordinates the smooth running of the company
- Responsibilities for updating, verifying and monitoring monthly cash flow and accounting records
- Establishing marketing strategy and approve annual budget
- Making strategic decisions on the smooth running of the business

1.10.2018 - 17.09.2021 **Senior Tax Manager**  
Ernst & Young SRL

## Tax Assistance Department Global mobility and business tax advice

- Extending the duties of the manager through the role of managing the EY Central and South East Europe and Central Asia (CESA) Southern Cluster under the direct supervision of the CESA Southern Leader.
- Monitoring profitability and strategy for the development of EY services in 10 countries, including: Romania, Moldova, Bulgaria, Albania, Montenegro, Macedonia, Greece, Malta, Cyprus
- Development of services for accessing state aid and tax facilities (R&D, IT, construction)
- Design and implementation of R&D tax incentives
- Participation in events organised with the Ministry of Finance
- Member of the working group on tax facilities and state aid of the American Chamber of Commerce
- Host at various events (EY TV, webinars, TAX EU FORUM, client trainings)
- Implementation of a Stock Options Plan for clients listed on the BVB, i.e. clients in limited liability companies

1.10.2014 - 30.09.2018

**Tax Manager**

Ernst &amp; Young SRL

## Tax Assistance Department Global mobility and business tax advice

- Design and implementation of staff remuneration structures
- Design and implementation of Stock Options Plans
- International tax advice, coordination of clients' expatriate population, compliance monitoring from both income tax and social security perspectives, advice on immigration implications
- Client training on payroll tax compliance
- Assistance with tax audits for individuals and companies
- Ensuring profitability and performance indicators for client managed portfolios
- Responsible for selling tax advisory services, strengthening market position, developing the team and increasing retention

21.03.2011 - 30.09.2014

**Senior consultant**

Ernst &amp; Young SRL/ Ernst &amp; Young Support Services SRL

## Tax Assistance Department Global mobility and business tax advice

- Managing tax audits, also responsible for reviewing and configuring individual tax and social security compliance,
- Advising on taxation of expatriate assignments, review of bilateral double taxation treaties, domestic and international social security advice
- Tax planning, compensation structuring, advice on labour and social security legislation, payroll, budgeting, immigration formalities,
- Client training on tax compliance in Romania and the European Union
- Participation in professional training courses

1.10.2010 - 14.03.2011

**Senior consultant**

PriceWaterhouseCoopers Tax Advisors and Accountants SRL

## Tax Assistance Department

- Ensuring tax compliance for foreign persons working in Romania
- Developing expertise on individual tax advice on management contracts, employment tax law and social security implications for international employees
- Transfer of payroll income for certain VIP clients via escrow accounts, in-house technical training

1.08.2008 - 30.09.2010

**Junior Consultant**

PriceWaterhouseCoopers Tax Advisors and Accountants SRL

## Tax Assistance Department

- Tax advice on international implications for holding structures
- VAT and customs advice
- Projects with tax implications in case of restructuring (merger, spin off and liquidation) and analysis of management contracts implications
- Development of new software on VAT issues
- Corporate and income tax compliance for client portfolio
- Monitoring and analysis of European Court of Justice decisions on income tax and VAT

1.08.2007 – 31.07.2008

## Logistic Coordinator

CIB TRANS SRL

- Assisting customers with the preparation of customs formalities for imports and exports of goods transported through the company, including payment details for duties due

3.11.2004 – 31.07.2007

## Logistic Coordinator

SDV SCAC ROMÂNIA SRL

- Planning national and international shipments for customers.
- Coordinating the inventory of goods managed by the company for customers.
- Assisting clients with customs formalities for imports and exports, including payment details for duties due.

## EDUCATION AND TRAINING

2025

## Certificate of participation

KPMG Advisory S.R.L.

DORA - specific requirements and duties of the governing body

2024

## Certificate of participation

Envisia

Achieving High Performance in the Boardroom

2024

## Certificate of participation

A.S. Financial Markets S.R.L.

Continuous training and improvement program for management positions-2024

Code FPCCOND6.2024

2024

## Certificate of participation

A.S. Financial Markets S.R.L.

Applied perspective on sustainability requirements

Code FPCAS1.2024

2024

## Certificate of participation

A.S. Financial Markets S.R.L.

Preventing and combating money laundering, terrorist financing and international sanctions Code FPCSB2.2024

2023

## Certificate of participation

A.S. Financial Markets S.R.L.

Continuous training and development for management positions

- 2022 **Certificate of participation**  
Institute of Financial Studies  
Investment funds – collective investment bodies
- 2016 **Bachelor's Degree**  
Dimitrie Cantemir Christian University, Faculty of Legal and Administrative Sciences Bucharest
- 2010 **Master 's Degree**  
Academy of Economic Studies Bucharest  
Faculty of Accounting and Management Informatics, Accounting and Taxation of Patrimony
- 2008 **Bachelor's Degree**  
Academy of Economic Studies Bucharest  
Faculty of Economic Management
- 2004 **Baccalaureate degree**  
Nicolae Iorga Theoretical High School, Bucharest, Mathematics- Computer Science

## PERSONAL SKILLS

Mother tongue	Romanian				
Other language(s)	UNDERSTANDING		SPEAKING		WRITING
	Listening	Reading	Spoken interaction	Spoken production	
English	C2	C2	C2	C2	C2
French	A2	A2	A2	A2	A2

**Communication skills**

- Good negotiation and communication skills acquired through own managerial experience (responsible for a portfolio of clients with annual sales target)

**Organisational skills/competences**

- Leadership (I was in charge of a team of more than 15-20 people)
- Time management
- Profitability and process efficiency
- Identification and reduction of operational risks

**Skills acquired at the place of work**

- Good knowledge of tax control processes (being responsible for tax audit)
- Knowledge and interpretation of tax legislation and capital markets
- Assertiveness, effective organizational skills by managing an impressive portfolio of clients with different cases within the same timeframe, high stress resistance
- Willingness to learn, accept high levels of responsibility and reinvent yourself and your team to achieve goals set annually
- Tax professional: with more than 13 years of experience in companies operating in the tax field, managing client portfolio and maintaining relationships with foreign investors.
- Strong client persuasion and securing profitable accounts.
- Managing complex top management remuneration schemes in companies owned by foreign investment funds

**Computer skills** ▪ Good knowledge of the Microsoft Office™ instruments (Microsoft Word, Excel, Access, Visio, Power Point, Teams), Zoom

**Driving license** ▪ B

#### ADDITIONAL INFORMATION

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**Presentations/  
Conferences** ▪ Speaker at the event organised by Business Mark - Tax facilities for R&D activities, 2021  
▪ Speaker at Family Business Network Romania, Control of large wealth, 2018

**Seminars** ▪ Tax EU FORUM workshop, 2020&2021 editions  
▪ EY TV Webinar: State aid schemes for investment, 2020&2021

**Awards** ▪ Blended Learning Leadership Development Academy powered by Harvard Qualiance Romania, 2019  
▪ Key Role Manager program, EY, 2014  
▪ Member of the Chamber of Tax Consultants of Romania, 2013  
▪ Doing business appreciation diploma, International Finance Corporation, 2011