

CURRICULUM VITAE

Profile Sorin Boldi is a 43-year-old lawyer and barrister with more than twenty years of experience working in the Romanian legal system (including pre-qualification experience), as assistant to one of Bucharest's most senior legal figures, Dr. Constantin Visinescu. Since 2001 Sorin Boldi runs his own law practice within the Bucharest Bar. His first professional value is to maintain the legal expertise and professional trustworthiness assigned from maitre to disciples for the last three known generations of barristers, totalising one century of legal tradition.

Areas of exercise include mergers and acquisitions, competition, privatisation, dispute resolution, corporate law, financial markets and real estate.

Now seeking to capitalise on experience, qualifications and language skills by joining dynamic international teams and projects.

Professional experience record

Expertise of Sorin Boldi has been added in two main periods: (i) the litigation stage approximately between 1993-2000, consisting of both civil and commercial cases including arbitration, totalising around ten thousand hearings in Courts, International Courts of Arbitration (i.e. Bucharest, Paris), Romanian Court of Accounts, and Competition Council, by assisting dr. Visinescu, followed by (ii) the **business** law expertise (after 2000) - based mainly on the close collaboration with the local leading investors where experience resulted from participation in privatisation (*including litigation when followed*), *competition, civil / commercial agreements and structured deals, mergers and acquisitions, financing, corporate law, real estate, and insolvency*. These activities were performed in high proportion together with reputed local and international legal teams.

The working languages are both English and Romanian.

Participation in research projects

Vienna University for Economics and Business Administration -
Institute for Central and Eastern
European Business Law: "The Law of Broadcasting Enterprises
in Central and Eastern Europe"
Country rapporteur and co-author

IRIS CENTER (Center For Institutional Reform and The
Informal Sector, affiliated with the University of Maryland in the
United States) and USAID - law research programs for Romania
Consultant

International Bar Association - Section of Business Law
Antitrust and Trade Law Committee
Committee's Newsletter
Country rapporteur (2001)

Chamber of Deputies of Romania
Research Program for Business Law and
Public Administration related to the Integration of Romania in E.U.
Parliamentary legal adviser (1997-2000).

Key experiences

Litigations

SB participated in both local and international litigation matters in Courts, Competition Council, Court of Accounts, Arbitration Courts in Bucharest (CCIR), Paris (ICC), and Cluj-Napoca (CCIR), among which, of major importance are the following:

1. *Metalexportimport /. Otto Wolff (currently Thyssen-Krupp) .|. Itochu.* One of the lengthiest local litigations (1981-2000) consisting of claims of a Romanian steel producer against the beneficiaries and their financing companies from U.S., France, Germany, and Switzerland. Claims were in excess of 40 million American dollars. (assistant to dr. Visinescu)
2. *Court of Accounts Attorney Office /. J.B. World Trading.* Claim was grounded on tax return. After observing the counter statement, for the first time in Romania, the Prosecution office withdrew all charges. Value: approx. 1 million American dollars; (in 1997). (author of the written argumentation for dr. Visinescu)
3. *Topikana /. Consumers' Protection Authority.* Dispute was pending before the Competition Council, an "earthquake" in the local mineral water business, where the Consumer protection authority received (for the first time in Romania) a penalty for wrongfully selecting the expert for the water analysis. (team member of dr. Visinescu, barrister who pleaded in case)
4. *Pacific Motors /. Daewoo Handels GmbH.* Litigation in Romania and Arbitration at ICC Parlaris. Claims and counter-claims; debate was on governing law. Value: approx. 2 million American dollars (team member of dr. Visinescu)

Privatisation

SB represented buyers in different privatisation methods and bids, from purchase of shares, share control, to acquisition of assets. Together with Satel Consultants (the Romanian branch of Horwath International at the time), Sorin Boldi assisted clients in privatisation of Ovidiu SA by Universal SA, the acquisition of Paltinis Hotel in Sinaia City by Baneasa Investments SA, the acquisition of Girueta SA (the largest Romanian constructor of tower cranes) by Comnord SA, among others. For Trination Corp. BV, SB assisted the Sinaia Municipality to prepare the entire documentation and bid for the concession of the Sinaia Casino.

Mergers & Acquisitions

SB assisted Alltrom Service SRL to transfer the local stores and goodwill of the Adidas® brand to its mother company, and the same with Benetton®.

SB has assisted his client together with a Salans international team in the negotiation and conclusion of complex agreements and

local rules to set up a multifunctional 224ha development in Northern Bucharest consisting of a 40ha commercial area, a residential area and offices plot.

Tineretului SA. having a long-term (3 * 45 y) lease over a 65.000 sq.m. sports-base in central Bucharest, the company changed the control through multiple transfers of shares, where SB represented the buying shareholder; the above transactions totalised more than 4 million Euro.

SB assisted with Cosma Associates the client Okoinvest Management GmbH for the takeover attempt of a former state-owned company having activity in railway and infrastructure works. (Value: 25 million Euro).

SB assisted Parc Hotels SA at the acquisition of THR CG (largest local hospitality school).

During early 2015 SB assisted a local investor in acquiring and consolidating control over Sheraton Hotel in Bucharest.

During late 2015 SB assisted a major investor in the acquisition of additional share-packages in local franchised companies such as Pizza Hut, KFC, Hard Rock Cafe, Paul, and Cinnabon.

Greenfield

As member of Dr. Visinescu team, SB assisted IATA (International Air Transport Association) to obtain Romanian recognition via Government Resolution *and* Court Decision.

With his team SB assisted Moaro Trading SRL (Ikea® Romania at the time) to set up and open business in Romania by negotiating and concluding more than two-hundred local agreements;

the same for Office 1®

**PPP (Private -
Public Partnership)**

Piata Obor - SB participated (next to Musat & Associates) in the winning consortium to set up one of the major local PPP for refurbishment and re-launch of the Obor market in Bucharest (value in excess of 100 million Euro).

Tomis Marina. In Constanta, SB assisted his client to negotiate and conclude a 20-year development and lease agreement with the Maritime Port Administration.

Corporate

During 1999 and 2010 SB assisted on a day-to-day basis a top local investment group with the legal management of its real estate *portfolio*, including legal assistance in Boards and General Meetings of the Shareholders, assistance in multi-million euro loans negotiations and refurbishment agreements, among which: Howard Johnson Plaza® Hotel, Casa Doina®, Hard

Rock Cafe®, Ramada® Plaza Conference Center, Ramada® Parc (former Best Western® Bucharest), KFC®, Pizza Hut®, Pavilion H building in Herestrau Park, Big Berceni gallery, Metav SA (aviation spare parts factory and industrial parks), Baneasa Investments SA, Sheraton® Bucharest Hotel, as well as supporting three former state-owned companies to administer their commercial spaces of approx. 135,000 sq.m. in central Bucharest.

In 2011 SB worked in legal organisation and management of a local group of infrastructure and general contracting Romanian and British companies, acting as *VP legal affairs*. Here SB analysed, compared and offered tailored solutions of corporate governance for joint-stock companies, by different types of Board models, Directors' insurance alternatives, among others. Assisting the same above client in its expansion in the market, SB offered solutions of oversight management and cooperation with companies under acquisition.

During 2012-2015 SB upgraded the legal management and cases of the Bucharest Ilfov Ambulance Service by successfully finalising its key litigations and procurement system.

Financial Market

During 2013-2017 SB acted as administrator in the Board of SAI Muntenia Invest SA, the management company of SIF Muntenia SA, a financial fund with assets in excess of 350 million euro. The portfolio comprises both listed and not listed companies and funds. Dr. Boldi also used his experience in capitalisation and supervision of the fund's subsidiaries.

Dr. Boldi is frequently appointed by special proxy to attend and represent clients in General Meetings of the Shareholders and Board Meetings of both listed and closed companies, totalising thousands of meetings.

As of 2016 Dr. Boldi is the founding partner along with Chartered Debt Management, a world class financial company participating in all types of capital investments locally and abroad.

Real Estate

Baneasa Project. From the very beginning SB participated in the structure and set up of the Baneasa Project, including by negotiating and incorporation of Baneasa companies like: Baneasa Investments SA, Baneasa Developments SRL, Baneasa Rezidential SRL, Baneasa Business & Technology Park SRL, this project, being considered one of the largest in the Eastern Europe.

SB assisted (next to Popovici, Nim & Partners) Practic SA to negotiate and finalise acquisition of real estate assets from Petrom SA (represented by Schoenherr attorneys) via a package-deal amounting 30 million Euro.

For CTP Invest SRL (Romanian branch of the Czech logistic park developer and operator) along with Cosma Associates has lead both the negotiation and due diligence process of acquisition of multiple plots of land necessary to develop the logistic parks in Arges, Cluj and Arad counties. *(Multimillion Euro project value)*

Acting as adviser of Nestor Nestor Diculescu Kingston Petersen, he assisted a major British fund to legally investigate and acquire multiple plots of land for a mixed-use real estate project near an important central Romanian airport. *(Multimillion Euro project value)*

Competition

He advised holdings on mergers and acquisitions, privatisation and post- privatisation aspects, often in cooperation with leading Romanian law firms. Competition files include acquisitions of Mega Image SA, Mega Prestige SA, Super Dolphin SA and Mega Dolphin SA by Delhaize "The Lion" Nederland B.V., acquisition of Metav SA (aviation components factory) by Meteor SA, and acquisition of Miorita SA by Romdevon Investments SRL (a Pollus International member company), and in 2014 Tatika Investments Ltd. acquisition of control over Grand Plaza Hotel SA (current operator Sheraton® Bucharest Hotel). Other competition files (assisting Roman Consulting) are: Conares AG Switzerland acquisition of COST Targoviste (second local player in the steel industry), Fletcher Group LLC acquisition of Colorom Codlea. In 2016 the acquisition of shares in the companies operating the local stores of KFC, Pizza Hut, Hard Rock Cafe, Paul, and Cinnabon. All notifications to the Competition Council were authorized.

Contracts

all issued referred herein are described only to offer the reader a better legal perspective of the complexity and size of the transactions (some not finalised in agreements):

For the Baneasa commercial area he negotiated long term cooperation agreements, infrastructure and superficies agreements (45-y) with: Mobexpert, Decathlon, Bauhaus, Baumax, Bricostore, Metro, Citroen, The U.S. Government, Vinci Construction Grand Projects (Carrefour and its shopping gallery), General Declaration (GenDec - the Rules of the Baneasa Shopping Center as negotiated with all major tenants), shareholder's agreement Baneasa Rezidential SRL, Rules of the Baneasa Residential Zone.

Joint Venture of Metal SA (Rom.) - Valmont Inc. (USA): SB assisted the Romanian investor to initiate a joint venture of steel pillars distribution and later construction of a new factory.

In 2011 he analysed and assisted a British company with the acquisition of a 50 million Euro debt from a Romanian infrastructure and construction company against a county National Roads Authority branch.

(2011) Negotiation and completion of long- term rent of office spaces in the London's Canary Wharf development.

Others

Logistics and transportation: SDV SCAC Romania SRL (member of the Bollore group) - contracts, litigations, arbitration, corporate law, shareholders' agreements; IATA - local licensing; Northern Distribution & Logistics SRL (a Carrefour logistics provider) -*shareholder agreements* with both *call&put options, tag along rights, dead-lock*, etc. Dorobanti 239 SRL - *facilities management*, daily cooperation; Czech Airlines is one of the most reliable and traditional clients. **Environment:** SB legally assisted the Environ association with management of the DEEEs. According to the Government Resolution no.448/2005, as well as the Sistemul National de Reciclare a Bateriilor Association (National Battery Recycling System), to manage the used batteries according to the Government Resolution no. 1132/2008. SB serves proudly as the vice-president on legal affairs of ENGI (European Network for Green Initiative) a Brussels located non-profit environment protection association. In addition, SB was consulted on environmental matters of re-export legislation by the German leader RIGK - Societate pentru preluarea ambalajelor industriale si comerciale din plastic SRL. **Textiles, lohn industry.** Since the 90's SB was implicated in recovery of debts for the Belgium Demeulenaire company and in regular collaboration with Romanian textile companies and mix-capital companies Gematex, respectively Maremod, also SB acted as trusted counsel of Notos Romania SRL (local Lacoste® & Gant® stores). **Construction:** SB negotiated complex construction and general contractors agreements, including FIDIC based contracts (*Yellow Book, Red Book and Orange Book*) as well as *back-to-back* agreements for clients like Baneasa Investments, Baneasa Developments, Gematex Center, Synergy (along-side partner and friend Romeo Cosma), Vel Service, GRUP AVS AG. **Insurance:** Assisting Dr. Visinescu, during 1996 - 2000 SB represented claims entrusted by Allianz, Huk Coburg, D.A.S., Wurttembergische. **Intellectual Property:** generally SB assisted clients in IP matters like: adidas®, Benetton®, Best Western®, Days Inn®, Gant®, Grolsch®, Hard Rock Cafe®, Howard Johnson®, IKEA®, JVC®, KFC®, Lacoste®, Office 1®, Pizza Hut®, Ramada®, and Sheraton®. Working for his client Trend Hospitality (local franchisor of Ramada® and Days Inn® brands) SB participated in negotiations and operations strategy projects for hotels and other real estate developments in Romania like in Sibiu - Hotel Ramada, and in Brasov - the Silver Mountain Project. **Private investors:** individual investors always have an excellent and trustful relation with SB, who represents them in Boards, General Meetings, litigations, businesses, claims, etc.

Recommendations are available on request.

Education

Institute: Bucharest University - Faculty of Philosophy, 2012
Degree: Doctor of Philosophy, Prof. Dr. Vasile Morar

Institute: Bucharest University - Faculty of Law, 1998
Degree: License to practice law (9.16 out of 10.00) - J.D. equivalent