



Transelectrica®

Societate Administrată în Sistem Dualist

Compania Națională de Transport al Energiei Electrice
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DRAFT

DECISION NO. __ of the Shareholders' Extraordinary General Assembly of National Power Grid Company Transelectrica S.A. of August 18/19, 2022

The Shareholders' extraordinary general assembly of National Power Grid Company Transelectrica S.A., managed under two-tier system, established and acting in accordance with the Romanian legislation, registered with the National Office of the Trade Register from Bucharest Tribunal under no. J40/8060/2000, fiscal code 13328043, having its headquarters in Bucharest City 3, 2-4 Olteni Street, "PLATINUM Center" building, share capital subscribed and paid of 733,031,420 Lei, divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on August 18/19, 2022, 10:00 h,

attended by shareholders representing _____% of the share capital and _____% of the total voting rights,

in accordance with the provisions of Company Law no. 31/1990, republished, with later amendments and additions, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, of FSA Regulation. no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented, issues the following

DECISION:

With respect to the agenda items under nos. 1, 2, 3 and 4 as follows:

1. Regarding item 1 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____% of the total number of votes cast and by _____ of votes **Abstention**, representing _____% of the total number of votes cast, **approves/does not approve** the amendment of art. 20 paragraph (2) of the Articles of Association, the new wording being the following: "(2) The meetings of the Supervisory Board shall be convened by a notice sent at least 5 (five) calendar days before the proposed date for the meeting. The notice period shall not include the day of submission and the day on which the meeting is to take place. The notification will be sent to all the members of the Supervisory Board, according to the provisions of the Articles of Association".

2. Regarding item 1 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____% of the total number of votes cast and by _____ of votes **Abstention**, representing _____% of the total number of votes cast, **approves/does not approve** the amendment of Article 21 paragraph (3) letter (a) of the Articles of Association, the new wording being the following: "(a) the purchase of products, services and works, regardless of duration, with a value of over 2,500,000 EUR".

3. Regarding item 1 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____

____% of the total number of votes cast and by ____ of votes **Abstention**, representing ____% of the total number of votes cast, **approves/does not approve** the amendment of Article 21 paragraph (3) letter (b) of the Articles of Association, the new wording being the following: “(b) operations having as object the provision of the transmission service, of the system services and of the administration of the wholesale electricity market, operations for the collection of the contribution for high efficiency cogeneration, operations for the payment of the bonus and the refund of the overcompensation/undue bonus, operations for connection to RET, achievement of the coexistence conditions, cleaning of location and execution of these works, technical consultancy and project management, related to these works, sale-purchase operations of the lands necessary for the construction of the new facilities according to the contracts for connection to RET, as well as of the lands necessary for the access roads to these facilities, establishment operations in favour of the National Power Grid Company Transelectrica S.A. of some rights of use and servitude, of surface, of use, of affectation in any way on the lands affected by the new installations according to the RET connection contracts, as well as any other operations that will be carried out for the good development of the main activity of the Company in accordance with the regulations in force, with a value of over 5,000,000 EUR.

4. Cu Regarding item 1 on the agenda, the Shareholders’ General Assembly, by ____ of votes **For** representing ____% of the total number of votes cast, by ____ of votes **Against** representing ____% of the total number of votes cast and by ____ of votes **Abstention**, representing ____% of the total number of votes cast, **approves/does not approve** the amendment of art. 21 paragraph (3) of the Articles of Association by adding letter (g) having the following wording: “(g) modifications of the organizational structure (organizational chart) of the Company and of the organization and functioning regulation”.

5. Cu Regarding item 1 on the agenda, the Shareholders’ General Assembly, by ____ of votes **For** representing ____% of the total number of votes cast, by ____ of votes **Against** representing ____% of the total number of votes cast and by ____ of votes **Abstention**, representing ____% of the total number of votes cast, **approves/does not approve** the amendment of art. 25 letter b) of the Articles of Association and will have the following content: “b) approves with the agreement of the Supervisory Board the organizational structure (organizational chart) of the Company and the organization and functioning regulation”.

6. Regarding item 2 on the agenda, the Shareholders’ General Assembly, by ____ of votes **For** representing ____% of the total number of votes cast, by ____ of votes **Against** representing ____% of the total number of votes cast and by ____ of votes **Abstention**, representing ____% of the total number of votes cast, **approves/does not approve** the “2022-2031 RET Development Plan - main coordinates”, which contains the presentation of the necessary projects for RET development and scheduling their implementation in time and mandating the Company Directorate to approve the changes of “2022-2031 RET Development Plan” which will occur following the public consultation launched by the National Energy Regulatory Authority, in compliance with the main coordinates approved by the Shareholders’ General Assembly.

7. Regarding item 3 on the agenda, the Shareholders’ General Assembly, by ____ of votes **For** representing ____% of the total number of votes cast, by ____ of votes **Against** representing ____% of the total number of votes cast and by ____ of votes **Abstention**, representing ____% of the total number of votes cast, **approves/does not approve** establishing the date of **September 5, 2022** as the registration date of the shareholders on whom the effects of the SEGA Decision will be reflected.

8. Regarding item 4 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____% of the total number of votes cast and by _____ of votes **Abstention**, representing _____% of the total number of votes cast, **approves/does not approve** empowering the chairperson of the meeting, _____, to sign the SEGA Decision and the updated Articles of Association, as well as the necessary documents regarding the registration and publication of the SEGA Decision, according to legal provisions. The assembly chairperson may empower other persons to fulfill the formalities of publicity and registration of the SEGA Decision.

ASSEMBLY CHAIRPERSON

Technical Secretary,