

This form (filled in and signed by the natural person shareholder and accompanied by the copy of his/her ID paper signed true to the original by the holder of the ID paper / filled in and signed by the legal representative of the legal person shareholder, accompanied by the official document certifying his/her legal representative capacity; the legal representative capacity is proved with the documents provided in Regulation of ASF no 5/2018, namely ascertaining certificate issued by the commercial register, submitted in the original or copy true to the original, or any other document in the original or copy as per the original issued by the competent authority of the state in which the shareholder is legally registered, which certifies the capacity of legal representative. Documents certifying the legal representative capacity will be issued 3 months at the most before the publication date of the convening notice for the shareholders' general assembly) should arrive in the original, by post or courier services, by **28 may 2020, 12:00 h**, for the first convocation, namely by **29 may 2020, 12:00 h**, for the second convocation, to the following address- Transelectrica, Bucharest 3, str. Olteni no. 2-4, 'PLATINUM Centre' building.

NOTE: Credit institutions providing custody services mandated by the shareholder to participate and vote in the shareholders' general assembly should provide special power of attorney elaborated according to Regulation of ASF no 5/2018, signed by the respective shareholder, accompanied by the affidavit of the credit institution mandated by the shareholder, which should specify it provides custody services for the respective shareholder and that the guidelines in the special power of attorney are identical with the guidelines of the SWIFT message received by the credit institution to vote in the name of such shareholder. The special power of attorney and the affidavit, both in the original and signed and even stamped, as the case may be, will be submitted to the following address- Transelectrica, Bucharest 3, str. Olteni no. 2-4, 'PLATINUM Centre' building.

CORRESPONDENCE VOTING FORM
for the Shareholders' General Extraordinary Assembly of the
National Power Grid Company Transelectrica SA
convened for 28/29 may 2020

I the undersigned _____, domiciled in _____
_____, identified with the ID paper
_____ series _____ no. _____, issued by _____, on _____,
personal numeric code _____, holder of _____ shares
issued by the NPG Co. Transelectrica SA, registered under no. J40/8060/2000 with the Office of the
Commercial Register Bucharest, Single Registration Code (SRC) 13328043, representing _____ %
of the total number of shares issued by the NPG Co. Transelectrica SA conferring me a number of
_____ voting rights in the Shareholders' general assembly representing _____ % from the
total 73,303,142 shares / voting rights issued by the NPG Co. Transelectrica SA

Or

The subscribed _____, with
offices in _____,
identified by the number of registration in the Commercial Register _____, fiscal code
_____ holder of _____ shares issued by the NPG Co. Transelectrica SA,
registered under no. J40/8060/2000 with the Office of the Commercial Register Bucharest, SRC 13328043,
representing _____ % of the total number of shares issued by the NPG Co. Transelectrica SA conferring
me a number of _____ voting rights in the Shareholders' general assembly representing _____ %
from the total 73,303,142 shares / voting rights issued by the NPG Co. Transelectrica SA, legally represented¹

¹ The capacity of legal representative is proven using the documents provided in Regulation of ASF no 5/2018, namely ascertaining certificate issued by the commercial register, submitted in the original or copy true to the original, or any other document in the original

by _____, in his/her capacity of _____, holder of ID paper series _____ number _____, according to Regulation of ASF no 5/2018, Hereby do exercise my correspondence voting right on the items included in the agenda of the Shareholders' General Extraordinary Assembly of the NPG Co. Transelectrica SA to be held on **28 may 2020, 12:00 h**, first convocation, in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11th floor, Meeting room 1112, namely on **29 may 2020, 12:00 h**, second convocation in case the first one cannot be held, as follows:

SHAREHOLDERS' GENERAL EXTRAORDINARY ASSEMBLY			
Item in the agenda	Vote (to be filled in <i>for</i> , <i>against</i> or <i>abstention</i>)		
	FOR	AGAINST	ABSTENTION
Item 1 in the agenda , item 1 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i> The title of Art. 3 is modified, the new wording being: Article 3 The Company's headquarters. Subsidiaries. Secondary offices.			
Item 2.1 in the agenda , item 2 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i> Para. (3) of Art. 3 is amended, the new wording being: (3) Transelectrica has subsidiaries organised as joint-stock companies, namely the Power Market Operator Co. Opcom - SA, the Company for Maintenance Services in the Electricity Transmission Grid Smart - SA, the Company for Personnel Training in the Energy Sector FORMENERG - SA, the Company for Telecommunication and Information Technology Services in Electricity Transmission Grids TELETRANS - SA, the Trading Company Subsidiary Institute of Energy Research and Modernisation ICEMENERG - SA Bucharest, Company Subsidiary ICEMENERG-SERVICE - S.A. Bucharest, as well as secondary offices without legal personality, for transmission and dispatcher activities, provided in Annex no. 1 to this Articles of association.			
Item 2.2 in the agenda , item 3 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i> Para. (3) of Art. 3 is amended, the new wording being: (3) Transelectrica has subsidiaries organised as joint-stock companies, namely the Power Market Operator Co. Opcom - SA, the Company for Maintenance Services in the Electricity Transmission Grid Smart - SA, the Company for Personnel Training in the Energy Sector FORMENERG - SA, the Company for Telecommunication and Information Technology Services in Electricity Transmission Grids TELETRANS - SA, the Trading Company Subsidiary Institute of Energy Research and Modernisation ICEMENERG - SA Bucharest, Company Subsidiary ICEMENERG-SERVICE - S.A. Bucharest, as well as secondary offices without legal personality, for transmission and dispatcher activities, provided in Annex no. 1 to this Articles of association.			
Item 2.3 in the agenda , item 4 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i> Para. (4) of Art. 3 is amended, the new wording being: (4) The Company may establish other secondary offices as well, without legal personality, located in other localities in the country or abroad, which will be organised as branches, territorial units, representative offices, agencies, working locations or other such units without legal personality, in accordance with the law.			

or copy true to the original issued by the competent authority of the state in which the shareholder is legally registered, certifying its capacity of legal representative. Documents certifying the capacity of legal representative will be issued 3 months at the most before the publication date of the convening notice for the shareholders' general assembly.

SHAREHOLDERS' GENERAL EXTRAORDINARY ASSEMBLY			
Item in the agenda	Vote (to be filled in for, against or abstention)		
	FOR	AGAINST	ABSTENTION
<p>Item 2.4 in the agenda, item 5 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p><i>Letter f) of para. (3) of Art. 21 is amended, the new wording being:</i></p> <p><i>f) establishing or closing secondary offices of the Company, in the country or abroad, (branches, territorial units, representative offices, agencies, agencies or other such units without legal personality).</i></p>			
<p>Item 2.5 in the agenda, item 6 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p>Letter (i) of Art. 25 is amended, the new wording being:</p> <p><i>(i) approves with the agreement of the Supervisory Board the establishment or closure of secondary offices (branches, territorial units, representative offices, agencies or other such units without legal personality).</i></p>			
<p>Item 2.6 in the agenda, item 7 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p><i>Para. (3) of Art. 26 is amended, the new wording being:</i></p> <p><i>(3) The managers of the branches, territorial units or other secondary offices of the Company shall not have the capacity to represent the Company in commercial transactions, unless the capacity to represent the Company has been expressly delegated by the Directorate and only within the limits of powers established by the Directorate.</i></p>			
<p>Item 2.7 in the agenda, item 8 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p><i>Para. 2 of Art. 30 is amended, the new wording being:</i></p> <p><i>(2) The hiring and dismissal of the personnel from Transelectrica's branches or territorial units are done by the head of the secondary office within the limit of the delegation of powers granted to him/her by the Directorate.</i></p>			
<p>Item 2.8 in the agenda, item 9 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p><i>The Title of Annex no. 1 is modified, the new wording being:</i></p> <p><i>LIST of the territorial transmission units, the system operators and the subsidiaries of National Power Grid Company Transelectrica - SA</i></p>			

SHAREHOLDERS' GENERAL EXTRAORDINARY ASSEMBLY																																							
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<p>Item 2.9 in the agenda, item 10 of the draft Decision, namely: <i>it is approved the amendment of the Articles of Association of the National Power Grid Company Transelectrica SA as follows:</i></p> <p><i>Item 1 of Annex 1 is amended, the new wording being as follows:</i></p> <p>1. Transelectrica Territorial transmission units”</p> <table> <tr> <th>No.</th><th>Name of Territorial transmission unit</th><th>Locality</th><th>Headquarters</th></tr> <tr> <td>1.</td><td>Bacău Territorial Transmission Unit</td><td>Bacău</td><td>41 Oituz Street</td></tr> <tr> <td>2.</td><td>București Territorial Transmission Unit</td><td>București</td><td>1A Ștefan cel Mare Street, district 1</td></tr> <tr> <td>3.</td><td>Cluj Territorial Transmission Unit</td><td>Cluj-Napoca</td><td>27 Memorandumului Street</td></tr> <tr> <td>4.</td><td>Craiova Territorial Transmission Unit</td><td>Craiova</td><td>5 Brestei Street</td></tr> <tr> <td>5.</td><td>Timișoara Territorial Transmission Unit</td><td>Timișoara</td><td>11 Piața Romanilor Street</td></tr> <tr> <td>6.</td><td>Constanța Territorial Transmission Unit</td><td>Constanța</td><td>195 A Alexandru Lăpușneanu Blvd., building LAVI, ground-floor and mezzanine</td></tr> <tr> <td>7.</td><td>Pitești Territorial Transmission Unit</td><td>Pitești</td><td>25 B Frații Golești Street</td></tr> <tr> <td>8.</td><td>Sibiu Territorial Transmission Unit</td><td>Sibiu</td><td>3 Corneliu Coposu Blvd.</td></tr> </table>	No.	Name of Territorial transmission unit	Locality	Headquarters	1.	Bacău Territorial Transmission Unit	Bacău	41 Oituz Street	2.	București Territorial Transmission Unit	București	1A Ștefan cel Mare Street, district 1	3.	Cluj Territorial Transmission Unit	Cluj-Napoca	27 Memorandumului Street	4.	Craiova Territorial Transmission Unit	Craiova	5 Brestei Street	5.	Timișoara Territorial Transmission Unit	Timișoara	11 Piața Romanilor Street	6.	Constanța Territorial Transmission Unit	Constanța	195 A Alexandru Lăpușneanu Blvd., building LAVI, ground-floor and mezzanine	7.	Pitești Territorial Transmission Unit	Pitești	25 B Frații Golești Street	8.	Sibiu Territorial Transmission Unit	Sibiu	3 Corneliu Coposu Blvd.			
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<p>Item 3 in the agenda, item 11 of the draft Decision, namely: <i>it is approved mandating the Directorate to establish the date of entry into force of the amendments to the Articles of association approved by the Shareholders' Extraordinary General Assembly for the reorganisation of the Company, within a period of 60 calendar days from the approval date.</i></p>																																							
<p>Item 4 in the agenda, item 12 of the draft Decision, namely: <i>empowering the Chairman of the Company's Directorate, following the entry into force of the amendments to the Articles of association approved by the Shareholders' Extraordinary General Assembly to reorganise the Company, to sign the updated Articles of association in the form provided by the law.</i></p>																																							
<p>Item 5 in the agenda, item 13 of the draft Decision, namely: <i>is approved establishing the date of June 23, 2020 as the registration date of the shareholders who will be touched by the effects of the Shareholders General Extraordinary Assembly's Decision.</i></p>																																							
<p>Item 6 in the agenda, item 14 of the draft Decision, namely: <i>mandating the chairperson, _____, to sign the Decision of the Shareholders' general extraordinary assembly and the documents necessary to register and publish such Decision of the Shareholders' general extraordinary assembly according to legal provisions including the Articles of association's updated format.. _____ can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders' general extraordinary assembly.</i></p>																																							

The shareholder fully assumes his/her liability to accurately fill in and safely transmit this correspondence voting form.

Date _____

Name and surname of the natural person shareholder
or of the legal representative of the legal person
shareholder
(Clearly, using capital letter)

2 _____
3 _____
(Signature)

² The position of the legal representative will be mentioned in case of legal person shareholder.

³ The valid stamp will be also applied in case of natural person.