

# SPECIAL POWER OF ATTORNEY

## Shareholders' general ordinary assembly<sup>1</sup>

I the undersigned: \_\_\_\_\_,  
(Name and surname of the natural person shareholder or of the legal representative of the legal person shareholder)  
legal representative of \_\_\_\_\_,

(To be filled in only for the legal person shareholder, using the full name and the fiscal registration code. The capacity of legal representative is proved using the documents provided in ASF Regulation 5/2018 on the issuers of financial instruments and market operations, namely ascertaining certificate issued by the trade register submitted in the original or copy true to the original, issued by some competent authority from the state where 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)

PNC \_\_\_\_\_, holder of the ID paper / passport series \_\_\_\_\_, no. \_\_\_\_\_, holder of a number of \_\_\_\_\_ shares issued by the NPG Co. Transelectrica SA, registered with the Office of the National Register under no. J40/8060/2000, Single Registration Code 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 Transelectrica SA

hereby appoint \_\_\_\_\_,  
(Name and surname / denomination of the representative the special power of attorney is given to)  
domiciled in / with offices in \_\_\_\_\_,  
(Address / Office of the representative selected by the securities holder)

PNC \_\_\_\_\_, holder of ID paper / passport series \_\_\_\_\_, no. \_\_\_\_\_

(for natural person representatives),

Single Registration Code \_\_\_\_\_

(for legal person representatives)

as my representative in the **Shareholders' General Ordinary Assembly** of the National Power Grid Co. Transelectrica SA that will be held on **28 may 2020, 10:00 h**, first convocation in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11<sup>th</sup> floor, Meeting room 1112, namely on **29 may 2020, 10:00 h**, second convocation in case the first cannot be held, in order to exercise the voting right associated to the shares held by me and recorded in the Shareholders' register on the reference date **18 may 2020**, as follows:

1. As regards **item 1^1 in the agenda**, item 1.1. of the draft Decision, namely: *the appointment of Adrian GOICEA as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

2. As regards **item 1^1 in the agenda**, item 1.2. of the draft Decision, namely: *the appointment of Luiza POPESCU as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

3. As regards **item 1^1 in the agenda**, item 1.3. of the draft Decision, namely: *the appointment of Oleg BURLACU as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

<sup>1</sup> The content is in accordance with the provisions of ASF Regulation 5/2018 on the issuers of financial instruments and market operations.

4. As regards **item 1^1 in the agenda**, item 1.4. of the draft Decision, namely: *the appointment of Valentin Jean COMĂNESCU as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

5. As regards **item 1^1 in the agenda**, item 1.5. of the draft Decision, namely: *the appointment of Mihaela CONSTANTINOVICI as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

6. As regards **item 1^1 in the agenda**, item 1.6. of the draft Decision, namely: *the appointment of Ciprian Constantin DUMITRU as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

7. As regards **item 1^1 in the agenda**, item 1.7. of the draft Decision, namely: *the appointment of Mircea STAICU as Supervisory Board provisional member is approved, with a mandate of four months from May 30, 2020 until September 29, 2020.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

8. As regards **item 2 in the agenda**, item 2 of the draft Decision, namely: *remuneration is established as being calculated according to art. 8 of GEO no. 109/2011, approved with amendments and additions by Law no. 111/2016, with amendments, respectively 13976 lei gross.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

9. As regards **item 3 in the agenda**, item 3 of the draft Decision, namely: *the form of the mandate contract to be concluded with the Supervisory Board provisional members is approved as being the one approved by SOGA Decision no. 1/06.03.2020 and the representative of the General Secretariat of the Government in the Shareholders' General Assembly is empowered to sign on behalf of the Company the mandate contracts with the persons appointed as Supervisory Board provisional members.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

10. As regards **item 4 in the agenda**, item 4 of the draft Decision, namely: *approving 23 june 2020 to be set as registration date for the shareholders that will be touched by the effects of the Decision taken by the Shareholders' general ordinary assembly.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

11. As regards **item 5 in the agenda**, item 5 of the draft Decision, namely: *the assembly chairperson \_\_\_\_\_, is mandated to sign the decision of the Shareholders' general ordinary assembly and the documents necessary to register and publish such Decision of the Shareholders' general ordinary assembly according to legal provisions. \_\_\_\_\_ can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders' general ordinary assembly.*

For \_\_\_\_\_ Against \_\_\_\_\_ Abstention \_\_\_\_\_

This power of attorney has been executed in 3 (three) original copies, of which one copy will be transmitted by **28 may 2020, 10:00 h** for the first convocation, namely by **29 may 2020, 10:00 h** for the second convocation to the address - Transelectrica, Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building; the representative will attend the shareholders' general assembly with the second copy, and the third one will remain with the represented shareholder.

Date when the power of attorney was granted: \_\_\_\_\_

Name and surname: \_\_\_\_\_

(Name and surname of the natural person shareholder or of the legal representative of the natural person shareholder, clearly marked using capital letters)

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

(Signature of the natural person shareholder or the signature and stamp of the legal representative of the legal person shareholder)