



Transelectrica®
Societate Administrată în Sistem Dualist

Compania Națională de Transport al Energiei Electrice
Transelectrica SA - Punct de lucru: Str. Olteni, nr. 2-4, C.P. 030786, București
România, Număr înregistrare Oficiul Registrului Comerțului J40/8060/2000,
Cod Unic de înregistrare 13328043 Telefon +4021 303 56 11, Fax +4021 303 56 10
Capital subscris și vărsat: 733.031.420 Lei
www.transelectrica.ro

D R A F T

DECISION No. ____ Of the Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA of 28/29 september 2020

The Shareholders' general ordinary assembly of the National Power Grid Company Transelectrica SA, 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 1, Blvd. General Gheorghe Magheru 33, 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 **28/29 september 2020, 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 31/1990, republished, with later amendments and additions, of Law 24/2017 on the issuers of financial instruments and market operations, of ASF Regulation 5/2018 on the issuers of financial instruments and market operations, issues the following

DECISION:

With respect to the agenda items under nos. 1, 6 and 7 as follows:

1.1. Regarding item 1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Adrian Goicea as Supervisory Board member is approved, starting with September 30, 2020.

1.2. Regarding item 1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Luiza Popescu as Supervisory Board member is approved, starting with September 30, 2020.

1.3. Regarding item 1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Oleg Burlacu as Supervisory Board member is approved, starting with September 30, 2020.

1.4. Regarding item 1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Valentin Jean Comănescu as Supervisory Board member is approved, starting with September 30, 2020.

1.5. Regarding item 1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Mihaela Popescu as Supervisory Board member is approved, starting with September 30, 2020.

1.6. Regarding item **1** on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Ciprian Constantin Dumitru as Supervisory Board member is approved, starting with September 30, 2020.

1.7. Regarding item **1** on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the appointment of Mircea Staicu as Supervisory Board member is approved, starting with September 30, 2020.

2. Regarding item **6** on the agenda, with the “for” vote of shareholders representing _____% of the total valid votes cast, approving **20 october 2020** to be set as **registration date** for the shareholders who will be touched by the effects of the Decision taken by the Shareholders' general ordinary assembly.

3. Regarding item **7** on the agenda, with the “for” vote of shareholders representing _____% of the total valid votes cast, empowering the assembly chairperson, _____, to sign the Decision of the Shareholders' general ordinary assembly and the documents necessary for registration and publication of 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.

ASSEMBLY CHAIRPERSON

Technical Secretary,



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D R A F T

DECISION No. ____

Of the Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA of 28/29 september 2020

The Shareholders' general ordinary assembly of the National Power Grid Company Transelectrica SA, 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 1, Blvd. General Gheorghe Magheru 33, 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 **28/29 september 2020, 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 31/1990, republished, with later amendments and additions, of Law 24/2017 on the issuers of financial instruments and market operations, of ASF Regulation 5/2018 on the issuers of financial instruments and market operations, issues the following

DECISION:

With respect to the agenda items under nos. 1^1, 2, 3, 6 and 7 as follows:

- 1. Regarding item 1^1 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the Shareholders' general assembly establishes, by reference to art. 18 para. (5) of the Articles of association, a duration of 4 (four) years, starting with September 30, 2020, for the mandate of the members of the NPG Transelectrica SA Supervisory Board, appointed considering GEO no. 109/2011 on the corporate governance of public enterprises, with later amendments and additions, by Decision no. ____/28/29.09.2020.**
- 2. Regarding item 2 on the agenda, with the 'for' vote of the shareholders representing _____% of the total valid votes cast, the Supervisory Board members' remuneration is established as being calculated according to art. 37 para. (2) of GEO no. 109/2011 on the corporate governance of public enterprises, with later amendments and additions, respectively 13,976 lei gross.**
- 3. Regarding item 3 on the agenda, with the "for" vote of the shareholders representing _____% of the total valid votes cast, the form of the mandate contract to be concluded with the Supervisory Board members is approved as the one proposed by the Romanian State shareholder through the General Secretariat of the Government according to address**

20/20128/11.09.2020, annex to this decision, 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 members.

4. Regarding item **6** on the agenda, with the "*for*" vote of shareholders representing _____% of the total valid votes cast, approving **20 october 2020** to be set as **registration date** for the shareholders who will be touched by the effects of the Decision taken by the Shareholders' general ordinary assembly.

5. Regarding item **7** on the agenda, with the "*for*" vote of shareholders representing _____% of the total valid votes cast, empowering the assembly chairperson, _____, to sign the Decision of the Shareholders' general ordinary assembly and the documents necessary for registration and publication of 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.

ASSEMBLY CHAIRPERSON

Technical Secretary,