

# SPECIAL POWER OF ATTORNEY

## Shareholders' extraordinary general 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 quality of shareholder, as well as, in the case of shareholders legal entities or entities without legal personality, the quality of legal representative is established based on the list of shareholders from the reference date, received by the Company from the central depository).

PNC \_\_\_\_\_, domiciled in (full address) \_\_\_\_\_

holder of the ID paper/passport series \_\_\_\_\_, no. \_\_\_\_\_, holder of a number of \_\_\_\_\_ shares issued by 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 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' Extraordinary General Assembly** of National Power Grid Co. Transelectrica SA that will be held on **August 18, 2022, 12:00 h**, first convocation in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11<sup>th</sup> floor, Meeting room 1112, namely on **August 19, 2022, 12:00 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 **August 5, 2022**, as follows:

1. As regards **item 1 in the agenda, item 1 of the draft Decision**, namely: *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"*.

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

2. As regards **item 1 in the agenda, item 2 of the draft Decision**, namely: *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"*.

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

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

3. As regards **item 1 in the agenda, item 3 of the draft Decision**, namely: *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.*

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

4. As regards **item 1 in the agenda, item 4 of the draft Decision**, namely: *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”.*

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

5. As regards **item 1 in the agenda, item 5 of the draft Decision**, namely: *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”.*

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

6. As regards **item 2 in the agenda, item 6 of the draft Decision**, namely: *the approval of 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.*

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

7. As regards **item 3 in the agenda, item 7 of the draft Decision**, namely: *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.*

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

8. As regards **item 4 in the agenda, item 8 of the draft Decision**, namely: *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. \_\_\_\_\_ may empower other persons to fulfill the formalities of publicity and registration of the SEGA Decision.*

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

This power of attorney has been executed in 3 (three) original copies, of which one copy will be transmitted by **August 18, 2022, 12:00 h** for the first convocation, namely by **August 19, 2022, 12:00 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)