

SPECIAL POWER OF ATTORNEY
Shareholders' ordinary general assembly¹

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' Ordinary General Assembly** of National Power Grid Co. Transelectrica SA that will be held on **April 27, 2023, 10:00 h**, first convocation in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11th floor, Meeting room 1112, namely on **April 28, 2023, 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 **April 13, 2023**, as follows:

*1. As regards **item 1 in the agenda, item 1 of the draft Decision**, namely: approve starting the selection procedures for the members of the supervisory board of N.P.G.Co. Transelectrica by applying the provisions of art. 29 of G.E.O. no.109/2011 on corporate governance of public enterprises, with later amendments and additions.*

For _____ Against _____ Abstention _____

*2. As regards **item 5 in the agenda, item 2 of the draft Decision**, namely: approve the separate financial statements of the National Electric Power Transport Company "Transelectrica"-SA for the financial year 2022, according to Note no. 15024/23.03.2023.*

For _____ Against _____ Abstention _____

*3. As regards **item 6 in the agenda, item 3 of the draft Decision**, namely: approve the consolidated financial statements of the National Electric Energy Transport Company "Transelectrica"-SA for the financial year 2022, according to Note no. 15083/23.03.2023.*

For _____ Against _____ Abstention _____

*4. As regards **item 7 in the agenda, item 4 of the draft Decision**, namely: approve the distribution of the remaining accounting profit after deducting the profit tax on 31.12.2022 in the amount of 514,572,741 lei with the following destinations:*

No.	Destination	Amount (RON)
1	Accounting profit remaining after income tax on December 31, 2022	514,572,741
	Distribution of accounting profit to these destinations:	

¹ 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.

a	<i>Legal reserve (5%)</i>	8,679,665
b	<i>Other reserves representing provided fiscal facilities – exempting from payment the reinvested profit</i>	71,849,896
c	<i>Other law provided destinations – revenues achieved in 2022 from interconnection capacity allocation (net of income tax and legal reserve)</i>	331,218,663
2	Remaining profit to be distributed (1-a-b-c)	102,824,517
d	<i>Employees' participation to profit</i>	-
e	<i>Dividends owed to shareholders</i>	52,045,231
f	<i>Other reserves - own sources of financing</i>	50,779,286
g	<i>Undistributed profit</i>	-
3	Total distributions (a+b+c+e+f)	514,572,741

according to Note no. 15026/23.03.2023.

For _____ Against _____ Abstention _____

5. As regards **item 8 in the agenda, item 5 of the draft Decision**, namely: approve the distribution of dividends from the profit recorded on 31.12.2022, with a gross dividend of 0.71 lei/share, according to Note no. 15222/23.03.2023.

For _____ Against _____ Abstention _____

6. As regards **item 9 in the agenda, item 6 of the draft Decision**, namely: approve the discharge of the members of the Directorate and the members of the Supervisory Board for the financial year 2022.

For _____ Against _____ Abstention _____

7. As regards **item 12 in the agenda, item 7 of the draft Decision**, namely: approve the remuneration policy for members of the executive and non-executive management of National Power Grid Co. Transelectrica SA., in the context of temporary mandates lasting 4 months, with the possibility of extension, for valid reasons, up to a maximum of 6 months, according to the Note no. 13588/22.03.2023.

For _____ Against _____ Abstention _____

8. As regards **item 13 in the agenda, item 8 of the draft Decision**, namely: establishing the date of **June 06, 2023** as the "ex date", the calendar date from which the Company's shares subject to the Resolution of the Ordinary General Shareholders' Meeting are traded without the rights deriving from that resolution.

For _____ Against _____ Abstention _____

9. As regards **item 14 in the agenda, item 9 of the draft Decision**, namely: establishing the date of **June 07, 2023** as the registration date of the shareholders on whom the effects of the SOGA Decision will be reflected.

For _____ Against _____ Abstention _____

10. As regards **item 15 in the agenda, item 10 of the draft Decision**, namely: establishing the date of **June 27, 2023** as the "payment date" of the dividends distributed from the profit recorded on 31.12.2022.

For _____ Against _____ Abstention _____

11. As regards **item 16 in the agenda, item 11 of the draft Decision**, namely: empowering the chairperson of the meeting, _____, to sign the Decision of the Shareholders' Ordinary General Assembly, as well as the necessary documents regarding the registration and publication of the SOGA Decision, according to the legal provisions. The assembly chairperson may empower other persons to fulfill the formalities of publicity and registration of the SOGA Decision.

For _____ Against _____ Abstention _____

This power of attorney has been executed in 3 (three) original copies, of which one copy will be transmitted by **April 27, 2023, 10:00 h** for the first convocation, namely by **April 28, 2023, 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)