



**Transelectrica®**  
Societate Administrată în Sistem Dualist

Compania Națională de Transport al Energiei Electrice  
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## DRAFT

### DECISION NO. \_\_\_\_ of the Shareholders' Ordinary General Assembly of National Power Grid Company Transelectrica S.A. of June 19/20, 2023

The Shareholders' ordinary general assembly of National Power Grid Company Transelectrica S.A., 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 3, 2-4 Olteni Street, "PLATINUM Center" building, 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 **June 19/20, 2023, 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 no. 31/1990, republished, with later amendments and additions, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, with later amendments and additions and of FSA Regulation no. 5/2018 on issuers of financial instruments and market operations, with later amendments and additions, issues the following

## DECISION:

With respect to the agenda items under nos. 1<sup>^</sup>1, 2<sup>^</sup>1, 3, 4, 5, 6, 8, 9, 10 and 11 as follows:

1. Regarding item 1<sup>^</sup>1 on the agenda, the Shareholders' General Assembly, by \_\_\_\_\_ of votes **For** representing \_\_\_\_\_% of the total number of votes cast, by \_\_\_\_\_ of votes **Against** representing \_\_\_\_\_% of the total number of votes cast and by \_\_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Teodor ATANASIU, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
2. Regarding item 1<sup>^</sup>1 on the agenda, the Shareholders' General Assembly, by \_\_\_\_\_ of votes **For** representing \_\_\_\_\_% of the total number of votes cast, by \_\_\_\_\_ of votes **Against** representing \_\_\_\_\_% of the total number of votes cast and by \_\_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Cătălin - Andrei DASCĂL, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
3. Regarding item 1<sup>^</sup>1 on the agenda, the Shareholders' General Assembly, by \_\_\_\_\_ of votes **For** representing \_\_\_\_\_% of the total number of votes cast, by \_\_\_\_\_ of votes **Against** representing \_\_\_\_\_% of the total number of votes cast and by \_\_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Virgil- Dumitru ORLANDEA, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.

4. Regarding item 1<sup>1</sup> on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Costin-Mihai PĂUN, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
5. Regarding item 1<sup>1</sup> on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Gheorghe STERP VINGĂRZAN, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
6. Regarding item 1<sup>1</sup> on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mr. Alexandru-Cristian VASILESCU, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
7. Regarding item 1<sup>1</sup> on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the appointment Mrs. Luminița ZEZEANU, as provisional member of the Supervisory Board of NPG Transelectrica starting the date of June 22, 2023.
8. Regarding item 2<sup>1</sup> on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the establishing of the length of time for the mandate of the provisional members of the Supervisory Board of NPG Transelectrica for a period of time of four months starting June 22, 2023 until October 21, 2023.
9. Regarding item 3 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the establishing of the fixed allowance of the members of the Supervisory Board of the Company in the amount of 17,926 RON gross/month.
10. Regarding item 4 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** the form of the mandate contract that is about to be concluded with the provisional members of the Supervisory Board as being in accordance with the model of the mandate contract submitted by the Government's General Secretariat through letter no. \_\_\_\_/\_\_\_\_ and the representative of the Government's General Secretariat is empowered to sign the contract mandates in the name of the Company in the Shareholders' General Ordinary Assembly with the people appointed as provisional members of the Supervisory Board.

11. Regarding item 5 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not 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	<b>Accounting profit remaining after income tax on December 31, 2022</b>	<b>514,572,741</b>
	<i>Distribution of accounting profit to these destinations:</i>	
a	Legal reserve (5%)	8,679,665
b	Other reserves representing provided fiscal facilities – exempting from payment the reinvested profit	71,849,896
c	Other law provided destinations – revenues achieved in 2022 from interconnection capacity allocation (net of income tax and legal reserve)	331,218,663
2	<b>Remaining profit to be distributed (1-a-b-c)</b>	<b>102,824,517</b>
d	Employees' participation to profit	-
e	Dividends owed to shareholders	52,045,231
f	Other reserves - own sources of financing	50,779,286
g	Undistributed profit	-
3	<b>Total distributions (a+b+c+e+f)</b>	<b>514,572,741</b>

according to Note no. 24490/16.05.2023.

12. Regarding item 6 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not 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. 24549/16.05.2023.

13. Regarding item 8 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** establishing the date of **July 6, 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.

14. Regarding item 9 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_ of votes **Abstention** **approves/does not approve** establishing the date of **July 07, 2023** as the registration date of the shareholders on whom the effects of the SOGA Decision will be reflected.

15. Regarding item 10 on the agenda, the Shareholders' General Assembly, by \_\_\_\_ of votes **For** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes **Against**

representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_of votes ***Abstention*** **approves/does not approve** establishing the date of **July 27, 2023** as the "payment date" of the dividends distributed from the profit recorded on 12/31/2022.

**16.** Regarding item 11 on the agenda, the Shareholders' General Assembly, by \_\_\_\_of votes ***For*** representing \_\_\_\_% of the total number of votes cast, by \_\_\_\_ of votes ***Against*** representing \_\_\_\_% of the total number of votes cast and by \_\_\_\_of votes ***Abstention*** **approves/does not approve** 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.

#### **ASSEMBLY CHAIRPERSON**

Technical Secretary,