



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 April 29/30, 2024

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 **April 29/30, 2024, 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, of G.E.O. no. 109/2011 on the corporate governance of public enterprises, approved with amendments and additions by Law no. 111/2016, with subsequent amendments and additions, as well as those brought by Law no. 187/2023 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. 4, 5, 6, 7, 8, 9, 10, 12, 14, 15, 16 and 17 as follows:

1. 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 separate financial statements of the National Electric Power Transport Company "Transelectrica"-SA for the financial year 2023, according to Note no. 15362/27.03.2024.
2. 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 consolidated financial statements of the National Electric Energy Transport Company "Transelectrica"-SA for the financial year 2023, according to Note no. 15365/27.03.2024.
3. 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 the remaining accounting profit after deducting the profit tax on 31.12.2023 in the amount of 213,611,306 lei with the following destinations:

No.	Destination	Amount (RON)
1	Accounting profit remaining after income tax on December 31, 2023	213,611,306
	<i>Distribution of accounting profit to the following destinations:</i>	
a	Legal reserve (5%)	0
b	Other reserves representing tax facilities – exemption from payment of tax on reinvested profit	125,636,653
c	Other distributions provided by law - revenues achieved in 2023 from interconnection capacity allocation (net of profit tax)	87,974,653
2	Profit remaining to be distributed (1-a-b-c)	0
d	Employee profit sharing	0
e	Dividends due to shareholders from the remaining distributable profit	0
f	Other reserves established as own sources of financing	0
g	Non-distributed profit	0
3	Total distributions (a+b+c+d+e+f+g)	213,611,306

according to Note no. 15365/27.03.2024.

4. Regarding item 7 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 gross dividend per share from the retained earnings existing in the balance on 31.12.2023, at the value of 0.28 lei, according to Note no. 15367/27.03.2024.

5. 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** the establishment of the reserves related to the revenues obtained from the allocation of the transmission capacity on the interconnection lines by apportionment from the carried forward result representing the surplus obtained from non-taxable revaluation reserves upon the change of destination in the amount of 124,558,966 lei, according to Note no. 15366/27.03.2024.

6. 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** the discharge of the members of the Directorate and the members of the Supervisory Board for the financial year 2023.

7. 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** the remuneration report for the financial year 2023, registered with no. 15555/27.03.2024.

8. Regarding item 12 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** remuneration policy for members of the executive and non-executive management of National Electric Power Transport Company "Transelectrica"-SA. revised at the level of March 2024, according to Note no. 15557/27.03.2024.

9. Regarding item 14 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 **June 6, 2024** 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.

10. Regarding item 15 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 **June 07, 2024** as the registration date of the shareholders on whom the effects of the SOGA Decision will be reflected.

11. Regarding item 16 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 June 27, 2024 as the "payment date" of the dividends distributed from the profit recorded on 31.12.2023.

12. Regarding item 17 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,