

**SPECIAL POWER OF ATTORNEY**  
**Shareholders' ordinary 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' Ordinary General Assembly** of National Power Grid Co. Transelectrica SA that will be held on **April 29, 2024, 10:00 h**, first convocation in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11<sup>th</sup> floor, Meeting room 1112, namely on **April 30, 2024, 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 19, 2024**, as follows:

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

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.

2. As regards **item 5 in the agenda, item 2 of the draft Decision**, namely: 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.

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

3. As regards **item 6 in the agenda, item 3 of the draft Decision**, namely: 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:

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

according to Note no. 15365/27.03.2024.

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

4. As regards **item 7 in the agenda, item 4 of the draft Decision**, namely: 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.

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

5. As regards **item 8 in the agenda, item 5 of the draft Decision**, namely: 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.

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 2023.

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

7. As regards **item 10 in the agenda, item 7 of the draft Decision**, namely: approve the remuneration report for the financial year 2023, registered with no. 15555/27.03.2024.

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

8. As regards **item 12 in the agenda, item 8 of the draft Decision**, namely: 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.

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

9. As regards **item 14 in the agenda, item 9 of the draft Decision**, namely: 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.

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

10. As regards **item 15 in the agenda, item 10 of the draft Decision**, namely: 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.

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

11. As regards **item 16 in the agenda, item 11 of the draft Decision**, namely: approve establishing the date of June 27, 2024 as the "payment date" of the dividends distributed from the profit recorded on 31.12.2023.

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

12. As regards **item 17 in the agenda, item 12 of the draft Decision**, namely: 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.

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

This power of attorney has been executed in 3 (three) original copies, of which one copy will be transmitted by **April 29, 2024, 10:00 h** for the first convocation, namely by **April 30, 2024, 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)