



Transelectrica®
Societate Administrată în Sistem Dualist

The National Power Grid Company Transelectrica
2-4 Olteni Street Bucharest, District 3, 030786, Romania
Trade Register Number J40/8060/2000, Single Registration Code 13328043
Phone +4021 303 56 11, Fax +4021 303 56 10
Share capital subscribed and paid: 733,031,420 Lei www.transelectrica.ro

**To the: Bucharest Stock Exchange – Department of Operations Issuers Regulated Markets
Financial Supervision Authority - General Directorate Supervision - Issuers Division**

Current report according to the provisions of Law no 24/2017, ASF Regulation 5/2018 and the BVB Code

Date of current report: **July 10, 2024**

Name of Issuer Company: **NPG Co. TRANSELECTRICA S.A., managed under two-tier system**

Headquarters: Bucharest 3, 2-4 Olteni Street

Phone/fax numbers: 021 30 35 611/021 30 35 610

Single registration code: 13328043

LEI code: 254900OLXCOUQC90M036

Number in the Trade Register: J40/8060/2000

Share capital subscribed and paid: 733,031,420 LEI

Regulated market where the issued securities are transacted: Bucharest Stock Exchange

CONVENING OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

The Directorate of the National Power Grid Company Transelectrica SA, managed under two-tier system, with its registered office in 2–4 Olteni Street, "PLATINUM Center" building, sector 3, Bucharest, registered with the Trade Register Office under no. J40/8060/2000, Unique Registration Code 13328043, the "Company"), **convenes**, in accordance with the provisions of the Companies Law no. 31/1990, republished, with subsequent amendments and completions, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, with subsequent amendments and completions, of A.S.F. Regulation no. 5/2018 on issuers of financial instruments and market operations, with subsequent amendments and completions, as well as of the Company's Articles of Association in force, the Extraordinary General Meeting of Shareholders on **August 12, 2024, at 10:00 a.m.**, in Bucharest, Sector 3, 2–4 Olteni Street, "PLATINUM Center" building, 11th floor, Meeting Room no. 1112, for all shareholders registered in the Company's Shareholders' Register at the end of **August 2, 2024** (reference date), with the following

AGENDA:

1. Approval of the participation of the National Electricity Transmission Company "Transelectrica" -S.A. in the share capital of a new company.
2. Approval of the acquisition of legal services in order to carry out projects and transactions with a foreign element in which the National Electricity Transmission Company "Transelectrica" -S.A. is involved in the application of governmental decisions or, as the case may be, in the application of European regulations arising from the status of transmission and system operator in the electricity sector.
3. Setting September **5, 2024** as the date of registration of the shareholders on whom the effects of the Resolution of the Extraordinary General Meeting of Shareholders will be affected.

LANGUAGE DISCLAIMER: This document represents the English version of the original official Romanian document filed with the Financial Supervisory Authority ASF. The English version has been created for English readers' convenience. Reasonable efforts have been made to provide an accurate translation, however, discrepancies may occur. The Romanian version of this document is the original official document. Any discrepancies or differences created in the translation are not binding. If any questions arise related to the accuracy of the information contained in the English version, please refer to the Romanian version of the document which is the official version.

4. Empowerment of the chairman of the meeting to sign the Resolution of the Extraordinary General Meeting of Shareholders, as well as the necessary documents regarding the registration and publication of the resolution according to the legal provisions.

In case the required quorum cannot be reached on the fore-mentioned date, the Shareholders' general extraordinary assembly will be held on **August 13, 2024, at 10:00** 10:00 h in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11th floor, Meeting room 1112, having the same agenda.

On the date of the call, the share capital of the Company is RON 733,031,420 and consists of 73,303,142 registered shares, dematerialized, with a nominal value of RON 10, each share giving the right to one vote in the Extraordinary General Meeting of Shareholders.

The draft decision of the Extraordinary General Meeting of Shareholders and the meeting materials (documents or information regarding the issues on the agenda) are available starting with **11.07.2024** in electronic format, both in Romanian language and in English, on the Company's website (www.transelectrica.ro), Investor Relations/GSM page and can be obtained at: "PLATINUM Center", str. Olteni nr. 2-4, sector 3, Bucharest, on weekdays, between **08:00 – 15:00**.

Each shareholder has the right to ask questions regarding the items on the agenda of the General Meeting, which will be answered by posting the answer on the Company's website. Questions can be sent in writing, either by mail or courier services (at the address: Bucharest, Sector 3, 2 – 4 Olteni Street, "PLATINUM Center" building), or by electronic means of communication (e-mail: irina.racanel@transelectrica.ro or fax to the number: +4021.3035610) to the attention of Mrs. Irina Răcănel.

Shareholders representing, individually or jointly, at least 5% of the share capital, have the right:

- to introduce items on the agenda of the General Assembly, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the General Assembly, within 15 days from the date of publication of the convocation, respectively **25.07.2024, at 16:00**;

- to present draft decisions for the items included or proposed to be included on the agenda of the general meeting, within 15 days from the date of publication of the convocation, respectively **25.07.2024, at 16:00**.

The rights provided for in the previous paragraph can be exercised only in writing, the shareholders having to submit the request, no later than **25.07.2024, at 16:00**, either by mail or courier services (at the address: Bucharest, Sector 3, 2-4 Olteni Street, "PLATINUM Center" building), or by electronic means of communication (e-mail: irina.racanel@transelectrica.ro respectively fax to the number: +4021.303.56.10) to the attention of Mrs. Irina Răcănel.

The shareholders registered on the reference date in the Register of Shareholders of the Company, communicated by the Central Depository, who directly or indirectly hold a stake of at least 5% of the Company's share capital, have the obligation to complete and submit a declaration on their own responsibility given pursuant to the provisions of art. 34 para. 2 of the *Law on Electricity and Natural Gas no. 123/2012, with subsequent amendments and completions*, and of art. 17 para. 8 and art. 40 of the Company's Articles of Incorporation. The statement shall be accompanied by the summary of the positions in the account up to date/the statement of account showing the portfolio of shares held by the Participant in the economic operators carrying out energy production or supply activities, issued by the Participant/Central Depository. The declaration model will be posted in both Romanian and English on the Company's website, together with the postal voting forms and the special power of attorney. At the same time, the declaration model can also be obtained at the address: "PLATINUM Center", str. Olteni nr. 2-4, sector 3, Bucharest, on weekdays, between **08:00 – 15:00**. The responsibility for the

declarations in terms of compliance with the applicable legal and statutory provisions lies exclusively with each shareholder (art.326 of the Criminal Code approved by Law no. 286/2009, as subsequently amended and supplemented). The statement accompanied by the account statement/summary of current account positions will be completed, signed by the shareholder and handed over, in original, to the Company, prior to the meeting of the General Meeting of Shareholders.

The quality of shareholder, as well as, in the case of shareholders who are legal persons or entities without legal personality, the quality of legal representative is established based on the list of shareholders on the reference/registration date, received by the Company from the Central Depository, or, as the case may be, for dates other than the reference/registration date. on the basis of the following documents submitted to the issuer by the shareholder, issued by the central depository or by the participants defined by law, who provide custody services:

- a) the statement of account from which results the quality of shareholder and the number of shares held;
- b) documents attesting the registration of the information regarding the legal representative at the Central Depository/the respective participants.

The documents attesting the quality of legal representative drawn up in a foreign language, other than English, will be accompanied by a translation made by an authorized translator in Romanian or English. It is not necessary to legalize or apostille the documents attesting the quality of legal representative of the shareholder. In order to identify the natural person shareholder, or, as the case may be, the legal representative of the legal person or entity without legal personality, who asks questions, proposes candidates, who makes proposals to complete the agenda or proposes draft decisions, he will attach to the application copies of the documents attesting his identity.

The company may also accept proof of legal representative on the basis of documents deemed relevant by the issuer, issued by the Trade Register Office or other similar authority in the state where the shareholder is registered, within the validity period, if the shareholder has not provided the central depository/participant with adequate information regarding its legal representative.

Only shareholders registered on the reference date of **02.08.2024** can participate and vote at the meeting, in person or by proxy.

The participation through a representative is made on the basis of a special power of attorney, according to the form provided by the Company or a general power of attorney, in compliance with the provisions of art.105 of Law no.24/2017 on issuers of financial instruments and market operations, republished, with subsequent amendments and completions, and under the conditions of art. 200-207 of Regulation no. 5/2018 on issuers of financial instruments and market operations, as subsequently amended and supplemented.

The special power of attorney form, both in Romanian and in English, will also be available in electronic format on the Company's website (www.transelectrica.ro), the Investor Relations/AGM page starting with **11.07.2024**.

The special power of attorney in original or the general power of attorney (in copy including the mention of conformity with the original under the signature of the representative), either in Romanian or in English, is submitted to the address Bucharest, Sector 3, 2–4 Olteni Street, "PLATINUM Center" building to the attention of Mrs. Irina Răcănel or is sent electronically signed with extended electronic

signature, according to the provisions of Law no. 455/2001 on electronic signature, republished, with subsequent amendments and completions, by e-mail to: irina.racanel@transelectrica.ro. The special power of attorney is submitted in a sealed envelope with the mention "Special power of attorney - for the **EGMS Secretariat of August 12, 2024**", until **12.08.2024, 10:00 a.m.**, for the first call, respectively until **13.08.2024, 10:00 a.m.**, for the second call.

Shareholders registered on the reference date have the opportunity to vote by mail, before the meeting of the Extraordinary General Meeting of Shareholders, by using the postal voting form made available, both in Romanian language and in English, starting with **11.07.2024**, on the Company's website (www.transelectrica.ro), Investor Relations/GSM page. The vote by correspondence can be expressed by a representative only if he/she has received from the shareholder he/she represents a special/general power of attorney that is submitted to the Company under the conditions specified above.

The postal voting form, either in Romanian or in English, completed and signed by the shareholders and accompanied by a copy of the identity document of the individual shareholder, or, as the case may be, by a copy of the identity document of the representative of the legal person shareholder, must arrive in original, in a sealed envelope with the mention "Voting by mail - for the **EGMS Secretariat of August 12, 2024**", by mail or by courier services, at the address: PLATINUM Center building", 2-4 Olteni Street, postal code 030786, sector 3, Bucharest, until **12.08.2024, 10:00 a.m.**, for the first call, respectively until **13.08.2024, 10:00 a.m.**, for the second call.

If the initial convening notice will be subsequently supplemented with new items on the agenda, the Company will publish the completion of the convening notice in accordance with the law and will make available to the shareholders the additional meeting materials, the draft resolution, the postal voting form and the special power of attorney form, until **31.07.2024**, the date prior to the reference date.

Additional information can be obtained by calling 0722314610, Irina Răcănel – technical secretary of the General Meeting of Shareholders.

Ștefăniță MUNTEANU

**Executive Director General
Directorate Chairman**

Cătălin Constantin NADOLU

Directorate Member