



Societate Administrată în Sistem Dualist

The National Power Grid Company Transelectrica
2-4 Otteni Street Bucharest, District 3, 030786, Romania
Trade Register Number J2000008060404, Single Registration Code 13328043
Phone +4021 270 04 53, Fax +4021 303 56 10
Share capital subscribed and paid: 733.031.420 lei www.transelectrica.ro

No. 22877/30.05.2025

Supervisory Board Remuneration and Nomination Committee

ASSESSMENT REPORT for the activity of the Directorate Member of National Power Transmission Company Transelectrica for the period 01.01.2024 – 31.12.2024

I. GENERAL DATA

NAME: Victor Moraru

POSITION: Directorate Member

Four –years mandate starting on 03.10.2024 – 29.02.2028: based on Supervisory Board resolutions no. 39/2024

Legal ground: GEO 109/2011 regarding corporate governance of public enterprises with later amendments and additions, art 36 para (5).

II. THE OBJECTIVE OF THE ASSESSMENT PROCESS

The purpose of the assessment process is to appreciate the manner in which the Directorate Member has fulfilled his duties assumed through the mandate contract as well as the implementation of the management component of the Administration Plan - the management component. The assessment considers the achievement degree of performance indicators set by mandate contract, the operational and financial performances, risk management, leadership and organizational culture performances gained during the assessed period, the conformity degree with corporate governance principles, the contribution to strategic objectives of the company and to the relationships with the interested parties.

III. THE ASSESSMENT PROCESS METHODOLOGY

The assessment was made based on the following documents and sources: Activity report no. 22877 from May 30, 2025 of Directorate Member for the year 2024, Financial Statements of the year 2024, the achievement degree of key performance indicators from the mandate contract no. 891/3.10.2024 and the Administration Plan, the management component, external auditor reports for the assessed period, the reports and communications to public tutelary authority, namely to other public relevant institutions as well as other context information given by Audit Committee, Supervisory Board and organizational entities of the Company.

The assessment process was guided by the following fundamental principles:

- Objectivity and impartiality – by using verifiable data and multiple sources;
- Transparency – clear criteria, known ex-ante and communicated within the process;
- Strategic alignment – correlation with the objectives from the administration plan and the strategy of the institution;

- d. Responsibility and consistency – using a unitary grid, comparable over time

The Committee has used a qualitative and quantitative approach, incorporating multiple perspectives on the performance of the Directorate Member.

The quantitative component involved the analysis of the following measurable indicators:

- a. the achievement degree of key performance indicators in the mandate contract and the Administration Plan - the management component;
- b. the fulfillment level of the objectives established by the mandate contract and the Administration Plan - the management component;
- c. the evolution of the indicators of economic efficiency and financial autonomy

The qualitative component aimed at the following:

- a. the quality of the management process and decision making coherence in relation to the institution mission;
- b. degree of adaptation to position profile;
- c. response capacity to systemic challenges;
- d. the efficiency of executive management team and the relationship with the Supervisory Board;
- e. compliance with the corporate governance, ethics, transparency and conformity principles;
- f. assumed strategic initiatives (new programs, partnerships, institutional reforms);
- g. The quality of external communication and the representation of the institution in relation with the interested parties.

IV. ASCERTAINMENT

The Directorate Member has provided the coordination of the following organizational entities during the mandate period:

Legal and Litigation Division

Human Resources Division

European Affairs, Strategy, Development and Access to European Funds Division

Control Division

Investment Division

RET Maintenance, Exploitation and Development Division

Legal and Litigation Division

Legal and Litigation Division is a functional structure of Transelectrica under the coordination of the Directorate, managed by a Director who has under his coordination a deputy director (coordinator of DAJAT-DJC) and three managers, coordinators of the Litigation Department, the Integrity and Anticorruption Department (DAI), Non- Technical and Legal Assistance Department and Legal Assistance for Technical Activities.

The mission of the Legal and Litigation Division is to ensure assistance in issues of legal nature, endorsement from legal point of view of the documents regarding the operational

legal framework of the company and its activity as well as defending the rightful rights and interests of the Company.

2.A. Litigation Department represents based on delegation the executive of the Company in litigations of any nature, in relationships with public authorities, institutions of any nature, law and arbitral courts, criminal prosecution bodies, enforcement bodies, notaries, as well as with any legal or natural person, Romanian or foreign, in order to defend the Company's legitimate rights and interests. The number of files managed, the typology of cases (civil, administrative disputes, etc.) and actions taken can be found in the attached tables.

2.B. The mission of the Integrity and Anticorruption Department is to ensure the implementation of the provisions of the Anticorruption National Strategy and the regulations regarding ethics, integrity, avoidance of interest conflicts, incompatibility at the Company's level. During 03.10.2024 - 31.12.2024, 01.01.2025 – present an intern legal advisor and a manager carried on their activity within Integrity and Anticorruption Department and fulfilled the following tasks:

- Methodology for corruption risks management within Transelectrica 49227/25.10.2024

This action aimed at the development of a clear methodological framework, applicable to all structures in the company, which would allow: the identification, assessment and monitorization of corruption-related risks; the establishment of responsibilities for each hierarchical level; aligning the methodology with the provisions of national and international legislation regarding integrity. In order to ensure effective implementation, a notice was sent to all company employees, requesting the completion of Annexes 2, 3 and 4 of the methodology. The collected data were subsequently centralized, forming the basis for the development of the company's corruption risk register.

- Proposal to create a Working Group for corruption risk management at the Company's level (decision no. 49225/24.10.2024).

The formal proposal to create a Working Group for corruption risk management was issued with the purpose of coordinating the implementation of the measures from the Methodology for corruption risks management.

- Proposal to create a Working Group for corruption prevention at the Company's level (decision no. 49226/24.10.2024)

A formal proposal was issued to establish a working group dedicated to preventing corruption, to support the application of integrity policies within the company. This activity aimed to formally establish, through administrative decisions, multidisciplinary groups to manage integrity issues. The activity involves:

- Members selection using competence criteria and institutional representative;
- Defining the objectives and the responsibilities for each working group;
- Ensuring an unitary coordination at the company's level;
- Establishing an activity and reporting schedule;

- Online conference Corruption Risks Management no. 57947/28.11.2024

This conference was designed to disseminate best practices and raise awareness among staff. It included:

- Presentations by experts in the field;
- Interactive discussions and question-and-answer sessions;
- Promotion of concrete tools for preventing corruption;
- Connecting internal policies with global integrity trends

- Anti-fraud and anticorruption policy of Transelectrica S.A. (55660/02.12.2024)

On December 2, 2024 Transelectrica drawn up and adopted the anti-fraud and anticorruption policy, a strategic document that strengthens the engagement of the company towards integrity, ethics and legality in all its activities. The policy sets a clear action framework to prevent, identify and manage the risks associated with frauds and corruption.

The document defines:

- Basic principles: zero tolerance for fraud, corruption, conflicts of interest and other deviations from ethical conduct;
- Standards of behavior expected from all employees, collaborators and partners of the company

The General Secretariat of the Government request no. 40444/13.12.2024 regarding the contribution to the Annual Report on the Rule of Law, from the perspective of the attributions of Transelectrica S.A. no. 61215/23.12.2024.

Following the request submitted by the General Secretariat of the Government (SGG), Transelectrica S.A. formulated and submitted, within the indicated deadline, the institutional contribution to the Annual Report on the Rule of Law, in accordance with its attributions and field of activity. The submitted document (no. 61215/23.12.2024) included:

- Relevant information regarding the implementation of institutional integrity measures, including anti-corruption, ethics and compliance policies;
- Data on compliance with the principles of the rule of law in the company's activities, such as decision-making transparency, compliance with regulations and the application of corporate governance norms;
- Measures regarding the protection of integrity officers, ensuring equal access to opportunities within the company and internal mechanisms for reporting and resolving violations;
- Evidence of the company's involvement in the implementation of the National Anti-Corruption Strategy and other relevant programmatic documents.

This contribution reflects the commitment of Transelectrica to support national initiatives regarding the consolidation of the rule of law and to promote an operational framework based on integrity, transparency and public responsibility.

Human Resources Division

- ensuring an optimal organizational and functional framework for the Company's activities with an adequate and appropriately motivated number of personnel;
- providing qualified personnel for the optimal and safe performance of the Company's activities for which it is licensed;
- advising the Company's management on human resources issues;
- ensuring adequate and continuous training and professional development of the personnel, in accordance with the duties/responsibilities contained in the Job Descriptions and with the results of the evaluation of their professional performances;
- increasing the managerial performances of the management personnel by applying a management development system;
- ensuring a climate of social peace in the relationship with the social partner.

The mission of the Human Resources Division is:

1. to ensure an optimal organizational and functional framework for the Company's activities with an adequate and appropriately motivated number of personnel;
- 2.to ensure qualified personnel for the optimal and safe performance of the Company's activities for which it is licensed;
- 3.to advise the Company's management on human resources issues;

4. to ensure adequate and continuous training and professional development of the personnel, in accordance with the duties/responsibilities contained in the Job Descriptions and with the results of the evaluation of their professional performance;
5. to increase the managerial performance of the management personnel by applying a management development system;
6. to ensure a climate of social peace in the relationship with the social partner.

Investment Division

- implementing the RET development strategy by developing and monitoring investment programs, investment plans and participating in the drawn up of the Development Plan, the Company's investment projects for the modernization, refurbishment and development of the RET, as well as interconnection projects;
- efficient implementation of the Company's critical infrastructure projects, namely projects to secure its objectives;
- commercial implementation of investment contracts and conclusion/implementation of execution contracts for connection and site release and/or the achievement of coexistence conditions.

The Investment Department's activity is related to the implementation of investment projects, and is structured as follows:

- 1. Initiation, development and completion of major projects within RET Development Plan through project chief/program/project managers (15 people + an expert with project manager and construction site supervisor attributions)**

They are responsible for initiating, carrying out and finalizing investment projects, starting from the preparation of the project team, the preparation of the Reports of Need, the Conceptual Notes, the preparation of the procurement documentation, the preparation of the Notes and Decisions approving the technical-economic documentation and the technical-economic indicators, the preparation of the Note for determining the estimated value of the investment objective, the preparation of the draft Government Decision for the expropriation of privately owned land located in the corridor of the high-voltage lines, obtaining approvals from the approving Ministries for obtaining the Government Decision for expropriation and making available to them all the requested documents, including the implementation of the observations made, the CTES approval of the design documentation, participation in the analysis of the offers submitted within the procurement procedure for the contracts for the provision of design services, execution of works, supply of equipment, issuing the Order to start the design/execution of works/supply of equipment activity, organizing and participating in kick-off meetings and engineering meetings, FAT and SAT tests, monitoring the progress of contracts, preparing Justification Notes for the acquisition and for the conclusion of Addendum to concluded contracts, convening and participating in command meetings, preparing minutes for these meetings, preparing Notifications to Contractors according to contractual clauses, preparing Notifications to Contractors regarding the progress of contracts, execution pace, etc., preparing minutes of reception Completion of works, commissioning, final.

- 2. Commercial execution of major investment contracts and the conclusion of performance contracts on connection tariff through the Commercial progress of Investment Contracts (SDCCI) (4 people)**

The activities developed within this service are the following:

- ensuring and following the development of the investment commercial contracts;
- attending as member in the design and/or execution contracts negotiation commission based on connection tariff;
- preparation and development of the RET connection works contracts negotiation commission;
- in order to issue the „good for payment“, it is responsible for the existence of the good execution guarantee letter (SGBE) according to the annex from the contract;

- permanent observation of the compliance with all the contractual clauses;
- preparation of the Addendum for the contracts in progress;
- evidence of the periodic invoices for contracts, deliveries, suppliers, providers, executors;
- preparation of Evidence Documents for investments carried on by Project Managers;
- preparation of reports regarding imports/intracommunity goods purchase (INTRASTAT);
- preparation of Customs authorization Documents for customs clearance at AEO residence according to Directorate Decision no. 855/21.10.2024;
- preparation of monthly reports by DMI regarding imported goods;
- preparation of monthly reports regarding imports and exports of intra-community electrical energy.

3. Drawing up and monitoring the Company's Investment Program, drawing up and monitoring the Investment Plan through Investment Program Management Department (DMPI) (4 people)

The main DMPI responsibilities are the following:

- preparation, revise, follow up, monthly/quarterly report of the achievements of Annual Investment Program (PAI);
- preparation of program sheets according to PAI related to contracts responsible people and the organizational entities responsible within STT and Executive;
- preparation and follow up of the Investment Plan for the regulation period of 5 years (PR);
- preparation and follow up of the Annual Investment Plan (PI);
- taking part in preparing the RET Development Plan - centralization and preparation of Annexes F2 and F3 (value, estimation of implementation and achievement stage)
- preparation and update of implementation stage of the projects within the RET Development Plan ;
- preparation and monthly update of Investment Projects stage;
- Annual reporting to the National Statistics Institute (INS);

Also within DMPI **internal and external reports related to the development, implementation stage, ending of the investment projects** are periodically and permanent drawn up.

Internal:

- investment projects information notes to Directorate, Supervisory Board, etc.
 - monthly/quarterly reports to Directorate, Supervisory Board, etc. regarding the stage of the projects included in the Annual Investment Plan;
 - monthly report regarding the achievement stage of Annual Investment Plan;
 - monthly report regarding the implementation stage of the projects financed through the Modernization Plan;
 - Periodical report on achievement stage of Development Plan;
 - quarterly report to DEF on PAI achievement;
 - quarterly report to DEF on the stage of contracts for which balance was registered for accounting account 231;
 - reporting to SMICMSSM;
 - reporting to DMI regarding Standard 8 – risk management;
- External (to ANRE, SGG, Publishing houses, etc.):
- reports regarding the implementation stage of the projects financed through the Modernization Plan;
 - reports regarding the implementation stage of the projects financed through European Funds;
 - reports regarding the implementation stage of the projects financed through financing funds for the raise of the interconnection capacity;
 - reports regarding the implementation stage of the projects of a common interest;
 - Reports regarding the implementation stage of the projects included in the 400 kV Ring of Romania;

-reports to the National Statistics Institute (INS);

During the year (or the reference time) the Investment Division follows the degree of performance of PAI and PI permanently looking for solutions for achieving the assumed objectives:

Realization of investment expenses in a percentage of at least 90% of the estimated value - periodic reviews of the PAI are prepared to correlate the allocated values with the stage of service provision/execution of works/supply of equipment;

Realization of PI approved by ANRE in a percentage of 95% towards the estimated value related to transmission network (equipment exclusive) - the value of the commissioning achieved is constantly monitored, the documents requested by ANRE related to each investment project for which partial or total commissioning has been carried out are centralised and transmitted, in order to meet the required value for fixed assets established in the reference year, the recognition of the related expenses in the transmission tariff and the elimination of the risk of penalising the Company (failure to achieve the annual PI implies a penalty of 5% of the Company's turnover).

The development of the second module of the "**Interactive Map**" application was started in collaboration with DTIC and Teletrans regarding information related to projects financed from European Funds - presented separately, complex projects, which include several investment projects - presented separately, and projects carried out on a connection tariff.

RET Development, Exploitation and Maintenance Division

The main activities are:

- Preparation and implementation of the policies and strategies of the Company in the field of exploitation, maintenance , development and access to RET;
- Ensuring the management of the activities of exploitation, maintenance , development and access to the network, carried out within the Electrical Energy Transmission Network (RET) and ensuring the management for assets like stocks which are specific to own activities, under the conditions of costs minimization, optimal use and their performance increase;
- Coordination /ensuring of the preparation of the 10 years RET Development Plan, including RET project in the ten years development European plan TYNDP, interconnections;
- Representing the Company in technical colaboration actions with the EU entities and structures in the energy field (ENTSO-E, CIGRE);
- Ensuring RET access for users according to primary and secondary legislation regarding users connections to public interest electrical networks;
- Managing data basis with information on access to public interest electrical networks;
- Concluding/carrying on the RET connection contracts and the contracts for the release of the site and the achievement of coexistence conditions;
- Concluding/carrying on the contracts for solution studies performance regarding the users connection to RET;
- development of National Power System (SEN) evolution scenarios used in planning the development of the RET;
- • development of calculation models of SEN operation, integrated into the models of neighbouring systems, at different time horizons and hourly levels, corresponding to different evolution scenarios;
- reviewing and adapting the Company's strategic and tactical documents specific to the RET operation, maintenance, development and access activities (e.g. development plan, administration plan, management plan, maintenance assurance program, specific strategies and policies, interconnections, acquisitions, mergers, strategic partnerships);

- Ensuring and developing the RET maintenance and diagnosis project management activity, with an impact on the efficiency of the maintenance activity of the equipment and installations within the RET.

The maintenance activity is developed in accordance with *Organising and Leading the Maintenance Activity Regulation* approved by ANRE Order no. 96/2017 (with later additions and completion) as well as with *Maintenance Assurance Program, Maintenance Strategy and Preventive Maintenance Regulation on installations and equipment within RET*(cod NTI-TEL-R-001-2007), so as the RET safe operation shall be maintained. Proposals are made annually for the maintenance activity through the preparation of the RET maintenance program related to the current year and estimations for the next two years. The RET Maintenance Program is detailed by major, minor maintenance chapters and equipment/materials made available and by projects: electrical transformer stations, power transformer units, Overhead Power Lines (OHL), constructions and other technological installations and by the territorial transmission branches/entities within the Company's Executive (DM OMEPA). The RET Maintenance Program for a calendar year is sent to the Directorate, for approval and to the Economic and Financial Department for the preparation and approval of the multi-annual BVC. During the calendar year, depending on the values achieved within a chapter/project and the STT requests, the RET Maintenance Program is revised within the total value initially approved (each revision of the program is approved).

During 01.10.2024 - 31.12.2024

1. Minor maintenance – planned and achieved during 03.10.2024 - 31.12.2024

RET Maintenance Program related to year 2024 wa approved with a value of 127,431,784 RON, initially broken down by values:

Major maintenance: 28,191,783 RON

Minor maintenance: 96,505,001 RON

Equipment/materials made available: 2,735,000 RON.

During 01.10.2024-31.12.2024, RET Maintenance Program related to year 2024 in value of 127,431,784 RON was revised in November (no.52925/06.11.2024), namely December (no.60503/19.12.2024). **RET Maintenance Program related to year 2024 was achieved in percentage of 97%, as below:**

Indicator	Programmed value (RON)	Achieved Value (RON)	Achievement degree (%)
Major maintenance	29,684,811	28,076,422	95
Minor maintenance	95,417,654	93,371,570	98
Equipment/materials made available	2,319,319	1,976,303	95
Total	127,431,784	123,424,295	97

2. Minor maintenance – analysis of the documents sent by STT, that were the basis of the communication for the following agreements:

- Approval of the initiation request no.47042/03.10.2024 - " Remediation of non-conformities on the 400 kV (750kV) Isaccea – Stupina OHL in the openings between poles no.161 and no. 251" - value 265,682.67 RON;
- Approval of the initiation request no.47211/03.10.2024 - " RC - 220kV Cluj Florești - Tihău OHL-measurement of the step and touch voltage" - value 173,256.07 RON;
 - Approval of the initiation request no.47902/05.12.2024 - " Restoration of anti-corrosion protection of pillars 400kV Brazi Vest - Dârste OHL (pillars with numbers 1, 2, 29, 30, 63, 64, 154 și 155)" - value 1,794,140.89 RON;

- Approval of the initiation request no. 48663/22.10.2024 - " Reorganization of power circuits served by the Internal Services Cabinet DSI AC+DC control room and replacement of the cabinet and wiring related to Trafo2 in Focșani Vest station " – 292,391.58 RON;
- Approval of the initiation request no.49281/22.10.2024 - " Waterproofing repair DEN headquarters" - value 239,227.62 RON;
- Approval of the initiation request no.50162/22.10.2024 - " establishing the technical status (measurement, internal visit) AT2 400MVA from Roșiori power station " – 279,109.99 RON;
- Approval of the initiation request no.50562/11.11.2024 - " "Replacement works of insulator strings inside the 400kV Bucharest South power station (rods and poles)" - value 1,775,120.22 RON;
- Approval of the initiation request no. 53492/11.11.2024 - " Restoration of equipment inscriptions 110kV Gutinaș station" – 210,824.56 RON;
- Approval of the initiation request no. 53095/11.11.2024 - " Repair of the R,S,T circuit breaker extinguishing chamber 220 kV I31 OHL Grădiște from 400/220kV Slatina station"- value 229,133.00 RON;
- Approval of the initiation request no. 53490/11.11.2024 - " Repair of the R,S,T circuit breaker extinguishing chamber I-4M Bucharest South - Drăgănești Olt OHL from 400/220kV Slatina station" - value 193,673.00 RON;
- Approval of the initiation request no. 55954/19.11.2024 - " LS – Relocation of AT4 from Mintia station to Roșiori station" - value 3,944,879.68 RON;
- Approval of the initiation request no. 57069/29.11.2024 - " Remedy of non-conformities in the anchoring system of the pole at terminal 206 type PAS 400101, of the 400kV Cernavodă - Constanța North OHL " - value 433,999.20 RON;
- Approval of the initiation request no. 57461/29.11.2024 - " Replacing insulated transitions 110kV related to AT1 200MVA 220/110kV from Bucharest South power station" - value 1,225,945.01 RON;
- Approval of the initiation request no.58553/06.12.2024 - " Verticalization of pillars PAS 400kV Gutinaș – Smârdan OHL" - value 314,780.53 RON;
- Approval of the initiation request no.58993/12.12.2024 regarding the execution of the work "Remedy of non-conformities - Replacing of elements from the protections command-control system equipment in Gutinaș station" - value 306,352.38 RON;
- Approval of the initiation request no. 62123/24.12.2024 regarding the execution of the work of " Checks/measurements Trafo1 250MVA 400/110kV Medgidia South" - value 196,152.49 RON;

3. Major maintenance – projects development

C95/16.02.2024 "R.C. 400 kV Mintia – Arad OHL" Contract development.

- Checking payment status of works performed between August and October 2024.
- Execution of contract C101/11.05.2020 „RC LEA 400 kV d.c. Țânțăreni-Kozlodui 1+2”.

- Checking payment status of works performed between May - November 2024
- Preparation of the information note no. 53189/08.11.2024 and addendum no.4/2024 at contract

4. Conclusions related to the achievement of the PM 2024 and the targets set by ANRE for the IV regulation cycle (completed at the end of the year 2024)

During the IV regulation period (years 2020 – 2024) Transelectrica set the following values of the RET maintenance program, approved by ANRE.

Year	2020	2021	2022	2023	2024	Total
Indicator	RON	RON	RON	RON	RON	RON
Major maintenance	32,353,978	27,843,867	24,288,122	16,634,735	29,694,811	130,815,511
Minor maintenance	58,118,043	68,567,473	79,864,120	93,575,256	95,417,654	395,542,546
Equipment/materials	3,012,559	5,573,952	5,433,037	2,256,205	2,319,319	18,595,072

made available						
Total PM RET	93,484,580	101,985,292	109,585,279	112,466,196	127,431,784	349,483,250

The values achieved according to the RET Maintenance Program in the fourth regulatory period (2020-2024) shown in the table below comply with the level established by the ***Procedure regarding the substantiation and approval of the development and investment plans of the transmission and system operator and of the electricity distribution operators***, approved by ANRE order no. 98/2022, which provides in art. 41(1): "OR have the obligation to carry out annual maintenance works in the network and/or necessary for the operation of the system, **in an amount of at least 90%** of the total value of the annual maintenance plan submitted in accordance with the provisions of art. 34 paragraph. (1) letter. c)".

Year	2020	2021	2022	2023	2024	Total
Indicator	RON	RON	RON	RON	RON	RON
Major maintenance programmed value	32,353,978	27,843,867	24,288,122	16,634,735	29,694,811	130,815,513
Major maintenance achieved value	32,147,009	24,906,246	24,136,826	16,156,421	28,076,422	125,415,405
achievement degree of major maintenance (%)	99.36%	89.45%	99.38%	97.12%	94.55%	95.87%

Minor maintenance programmed value	58,118,043	68,567,473	79,864,120	93,575,256	95,417,654	395,542,546
Minor maintenance achieved value	57,614,007	67,407,329	79,737,484	93,412,276	93,371,570	391,549,666
achievement degree of minor maintenance (%)	99.13%	98.31%	99.84%	99.83%	97.86%	98.99%
equipment/materials made available programmed value	3,012,559	5,573,952	5,433,037	2,256,205	2,319,319	18,595,062
equipment/materials made available achieved value	2,844,397	4,238,136	5,371,435	1,961,406	1,976,305	16,391,719
achievement degree of equipment/materials made available (%)	94.42%	76.03%	98.87%	86.93%	85.22%	88.15%
Total PM RET	93,484,580	101,985,292	109,585,279	112,466,196	127,431,784	349,483,250
achieved value	92,605,413	96,551,711	109,245,745	111,530,103	123,424,295	344,199,267
achievement degree (%)	99.06%	94.67%	99.69%	99.17%	96.85%	98.49%

European Affairs, Strategy, Development and Access to European Funds Department

- general coordination of the activities of the Company and its subordinate structures in the field of European affairs;

- coordination of the relations of the Company and its subordinate structures with European bodies and institutions, as well as with other structures at the EU level (except ENTSO E);
- ensuring the development of partnerships and ensuring the correlation, connection and integration of development projects in the EU-level approach, from the perspective of reporting to European trends in the development of the energy sector;
- coordination of all the Company's initiatives in order to implement the access to financing from non-reimbursable European funds;
- supplementing and diversifying the Company's funding sources by accessing European funds, based on the European funding programs available in the Company's field of activity;
- ensuring the management of financing contracts from European funds concluded by the Company.

There are 13 investments projects within the Company financed from European non-reimbursable funds with a total value of 614,050,816.39 euro:

- a. **Modernization fund** – 11 projects with a total value of European funds of 536.8 million euro:

No.	Project	Implementation period (according to financing contract)	Non- reimbursable financing value (euro)
1	Building a new overhead electric line of 400 kV (d.c.) Medgidia South-Constanța North, equipped with one circuit (P01)	October 2022 – December 2026	22,992,330.00
2	Building a new overhead electric line of 400 kV (1c) Gădălin – Suceava, including SEN interconnection (P02)	October 2022 – May 2027	101,208,938.00
3	Step II "Banat Axis", Building a new overhead electric line of 400kV Reșița–Timișoara/Săcălaz, refurbishment of the 110 /220 kV Timișoara station and switching to 400 kV voltage (P03)	October 2022 – May 2027	63,610,823.75
4	Step III "Banat Axis", Building a new overhead electric line of 400 kV Timișoara/Săcălaz – Arad, refurbishment of the 110kV Arad station and switching to 400 kV voltage and building a new 400 kV Săcălaz power station (P04)	October 2022 – May 2027	57,506,448.00
5	Switching the 220 kV Brazi Vest-Teleajen-Stâlpu axis to 400 kV voltage (P05)	October 2022 – May 2027	51,067,426.00
6	Pilot Project - refurbishment of the 220/110/20 kV Alba Iulia power station in a digital station concept (P06)	October 2022 – May 2027	46,956,108.65
7	Installation of two modern means of reactive power compensation in the 400/220/110/20 kV Sibiu South power station and 400/220/110/20 kV Bradu (P07)	October 2022 – May 2027	52,336,142.93

8	Optimizing the operation of 400 kV OHL existing in SEN used in interconnection and in power evacuation from Cernavoda nuclear power plant and the renewable energy plants in Dobrogea by installing on-line monitoring systems (Smart Grid type) (P08)	October 2022 – May 2027	10,475,032.47
9	Digitalization of RET by installing 2 online systems for metering and data management systems for electricity measurement on wholesale market , and for power quality measurement (P09)	October 2022 – May 2027	18,251,593.18
10	Pilot Project DigiTEL Green - refurbishment of the 220/110/20 kV Mostiștea station in a digital station concept and with low impact on the environment (P62)	October 2024 – December 28	48,340,733.89
11	Pilot Project DigiTEL Power Lines of the Future - Switching the 400 kV Isaccea-Tulcea West OHL from simple to double circuit ” (P262)	October 2024 – June 2029	64,068,257.62
TOTAL			536,813,834.49

b. Sustainable Development Program-“ 400kv d.c. Gutinaș – Smârdan OHL”project – step II-with a value of European funds of **20,999,781.90 euro**

The „400 kV d.c. Gutinaș-Smârdan OHL project” –first step was financed by non-reimbursable European funds through Large Infrastructure Operational Program 2014-2020, with a value of the non-reimbursable European funds of **49,910,224.71 euro**, financing contract no. 276/03.10.2019, with an implementation deadline on December 31, 2023, of which the amount of **28,910,442.81 euro** was reimbursed.

Since the execution of the 400 kV d.c. Gutinaș – Smârdan OHL exceeded the implementation deadline (December 31, 2023), in order to maintain the financing from non-reimbursable European funds it was necessary to phase the financing of the project from non-reimbursable funds. The phasing involved the transfer of undrawn amounts in stage I (20,999,781.90 euro) within the 2021-2027 Sustainable Development Program. This process consisted of developing a complex Financing Application and uploading it through the MySMIS2021+ system, an application that was verified and approved by the Managing Authority for the Sustainable Development Program 2021-2027, by signing the Financing Contract no. 146/12.12.2024, with a value of the non-reimbursable financing **20,999,781.90 euro** with an implementation deadline on December 31, 2026.

No.	Project	Financing Program	non-reimbursable financing value (euro)
1	400kv d.c. Gutinaș – Smârdan OHL	POIM (Step 1)	28,910,442.81

		PDD (Step 2)	20,999,781.90
TOTAL			49,910,224.71

- c. **National Recovery and Resilience Plan** – Component 16 REPowerEU: Investment 5. Efficiency, modernization and digitalization of the electricity transmission network, with a value of European funds of **56,237 200.00 euro**.

On 09.04.2024, the Financing Contract was signed between "Transelectrica" S.A., as beneficiary, and the General Secretariat of the Government as the Reform and/or Investment Coordinator for the National Recovery and Resilience Plan.

Investment 5. Efficiency, modernization and digitalization of the electricity transmission network is made of:

1. **Underinvestment 5a.-** installing photovoltaic plants (CEF) and power storage installations intended for supply of internal services installed in the stations of Transelectrica (29,557,000 euro grant).
2. **Underinvestment 5b** -SMART SA refurbishment -Transelectrica subsidiary (grant of 18,240,000 euro);
3. **Underinvestment 5c** -Optimization of the communications network and creation of a data center – Teletrans - Transelectrica subsidiary (grant of 8,440,200 euro).

The investment has as its general objective to accelerate the integration of renewable energy sources and increase the resilience of the SEN/RET to ensure electricity supply by reducing blockages and internal malfunctions at the RET level and strengthening cybersecurity by improving the capacity to respond to cyber attacks.

The specific objective aims, within Transelectrica and its subsidiaries that carry out specific activities for the operation of the SEN/RET, to reduce the unavailability of the SEN/RET by reducing intervention times and the unavailability of equipment in the RET, reducing the risks of cyber attacks and ensuring the conditions for the optimal operation of services.

1. Underinvestment 5a.- installing photovoltaic plants (CEF) and power storage installations intended for supply of internal services installed in the stations of Transelectrica (29,557,000 euro grant) consists in the assemblation of energy production installations through photovoltaic plants with an installed power of 11.25 MW and energy storage installations with an installed power of 19.10 MWh at a power of 5MW in 29 power stations from the total of 81 stations of Transelectrica.

Photovoltaic power plants and electricity storage facilities will be installed exclusively on the territory of the following Transelectrica power stations: FAI, Gutinaș, Roman North, București South, Domnești, Fundeni, Ghizdaru, Gura Ialomiței, Pelicanu, Stâlpu, Târgoviște, Teleajen, Brazi West, Turnu Măgurele, Gădălin, Lacu Sărat, Constanța North, Tulcea West, Medgidia South, Isaccea, Craiova North, Târgu Jiu North, Ișalnița, Calafat, Turnu Severin East, Bradu, Iernut, Paroșeni și Peștiș, without the need to purchase additional land.

2. Underinvestment 5b -SMART SA refurbishment -Transelectrica subsidiary (grant of 18,240,000 euro)

The general objective of this sub-measure is to ensure the operation of the National Power System (SEN) and the Transmission Grid (RET) in optimal parameters, by creating appropriate maintenance services, characterized by the speed and quality of intervention that are based on functional equipment, technologically equipped and aligned with EU standards.

The under-investment aims to reduce the number and duration of accidental events, as well as their consequences for ensuring the operation of the SEN/RET, to adapt maintenance actions to the specifics and manufacturing technologies of the new equipment installed in the RET and to reduce the number and duration of preventive - planned maintenance actions, which involves the withdrawal from operation of Transelectrica's equipment and installations and of the renewable energy production plants connected to the RET.

The under-investment consists of:

- equipping SMART S.A. with technological equipment (equipment for controlling and monitoring overhead power lines and power stations, instruments for working under voltage, equipment for measurements and determinations in the laboratory, equipment for the SMART SA design center, equipment for working at height, technological equipment for interventions) adequate to ensure RET maintenance services at the highest quality standards,
- digitizing the maintenance services provided by SMART SA for RET in Romania, by implementing and developing software solutions, which will ensure real-time transfer of information (management, databases, activity/scheduling of revisions and works, etc.) between SMART S.A. branches.

Underinvestment 5c -Optimization of the communications network and creation of a data center – Teletrans - Transelectrica subsidiary (grant of 8,440,200 euro)

The under-investment aims at increasing the SEN/RET resilience to cyber attacks of increased magnitude in recent times at European level, through the digitalization of the communications network of Transelectrica.

The under-investment consists of:

- Data center - purchase of equipment and software necessary to equip a data center, in the Sibiu-Braşov area, at the Transelectrica headquarters;
- Network traffic analyzers - purchase of L2-7 traffic analyzer, 4 SFP ports; multimode SFP and singlemode SFP - will be used in the diagnostic and testing activity of internet circuits within Transelectrica's IP communications network;
- IT&C network security - purchase of equipment: storage system; firewall; switch internal links; switch infrastructure; switch PoE; Server; distribution router.

d.Collaboration between Transelectrica and the National Science and Technology University Politehnica Bucharest- Dual Campus Politehnica Bucharest project

Since 17.02.2023 Transelectrica is Partner within Dual Integrated Education Consortium – Expertise center in Bucharest-Ilfov area, the Company being selected after a process started by National Science and Technology University Politehnica Bucharest, partnership leader.

The consortium consisting of 14 partners is implementing the project "Campus Dual POLITEHNICA Bucharest", a project financed by the PNRR, within the call PNRR / 2022 / C15 / MEDU / I6 / Pilot program for the development of integrated consortia for dual education. The financing contract was signed with the Ministry of Education on 04.10.2023, and the implementation period ends on 30 June 2026.

The partnership brings together educational institutions, economic operators and administrative-territorial units from the Bucharest-Ilfov region and has as its main purpose the adaptation of vocational education and training to the requirements of the labor market in specific technical fields. The consortium involves the construction, equipping and operationalization of an integrated vocational, high school and university Campus for dual education and the development and/or revision of qualifications adapted to the needs of the labor market, as well as a dual-route university study program.

Transelectrica has undertaken a series of activities, including:

- organizing and conducting practical training internships for pupils and students (which also involves providing practical tutors, ensuring the necessary material conditions and working and protective equipment);
- financially supporting pupils and students by granting monthly scholarships worth 400 RON/pupil or student - supported from its own sources;
- participating in the development or revision of qualifications, as well as in the development of a dual-track university study program.
- informing and promoting the vocational training offer implemented through the Consortium.

The Control Division

- ensuring internal control of procurement and maintenance works, subsequent financial management control and general control within the Company for the achievement of the Company's tasks, established in accordance with its own mission, at an appropriate level of quality, in conditions of regularity, effectiveness, economy and efficiency;
- reducing and preventing the phenomenon of corruption through the rigorous application of the regulatory and institutional framework in order to maximize the impact of anti-corruption measures;
- ensuring internal control of procurement and maintenance works, subsequent financial management control and general control within the Company, to verify the management of its own assets and assets from the public and private patrimony of the state;
- ensuring internal control of procurement and maintenance works, subsequent financial management control and general control within the Company to protect the Company's funds against losses caused by possible errors, waste, or as a result of abuse or possible fraud.

DCTR is an organizational entity directly subordinated to the Company's Directorate, with the main objective of ensuring internal control in the field of procurement and maintenance works, financial management control, as well as internal administrative control of the activities carried out at the Company level and in its organizational entities.

To carry out specific activities, the following structures are organized and operate within the DCTR:

- Internal Control Procurement and Maintenance Works (CIALM)
- Financial Management Control (CFG)
- General Control (CG)

The DCTR activity is carried out in accordance with the provisions of the Detailed Organization and Operation Regulation of the DCTR, as well as with the specific operational procedures, which detail the manner of carrying out activities for each of the three structures within the Division.

The Detailed Organization and Operation Regulation of the DCTR was updated in November 2023 and approved by the Company's Directorate in February 2024.

In addition to the above, **the following activities were also carried out within the DCTR:**

- Ensuring the relationship/handling-receiving of documents regarding external control actions carried out by the Control Body of the Prime Minister (CCPM), the Court of Auditors of Romania (CCR) and the Economic and Financial Inspection within the Ministry of Finance - the National Agency for Fiscal Administration - the General Directorate for the Administration

of Large Taxpayers, the Economic and Financial Inspection Service, through the persons designated according to the Decisions issued by the Company's Directorate.

- Ensuring the relationship/handing over-receiving documents from the responsible entities regarding the requests sent by the National Anticorruption Directorate (DNA) and other institutions within the Ministry of Internal Affairs, according to the resolutions issued by the Company's Directorate.

- Preparing/elaborating reports or responses according to various requests/service notes, situations, reports, materials and analyses in the field of activity.

- Ensuring participation in meetings within the Company according to the regulations/provisions of the Directorate and issuing requested points of view/documents.

- Fulfilling the duties and responsibilities related to SMI quality, environment, occupational health and safety, through the person within the DCTR designated by the Decision of the Directorate. In this regard, the entity-specific objectives, the list of internal documents, the list of external documents specific to the entity were developed, and information regarding the implementation of the entity-specific programs, objectives and targets was transmitted at the request of DMI, in order to prepare reports at the Company level.

-Fulfilling specific duties and responsibilities regarding risk management, through the person within the DCTR designated, by the decision of the Directorate, in the Risk Management Team and in the Risk Management and Control Group. In this regard, the implementation of the stages related to the risk management process at the entity level was ensured, the development of documents specific to this activity (risk register, risk alert forms, risk tracking forms, plans for implementing control measures for significant risks, annual reports on the risk management process at the entity level, etc.) and collaboration with the DMI for the transmission of related documents and information in order to prepare reports at the Company level.

- Fulfilling specific duties and responsibilities regarding the archiving activity through the person within the DCTR designated. In this regard, as of the present date, the documents drawn up until 2019 have been duly archived at the DCTR level.

- Fulfillment of specific duties and responsibilities in the field of Emergency Situations Management by the designated persons within the DCTR. In this regard, periodic training was carried out for the DCTR staff, which was recorded in the "Individual training sheets in the field of fire prevention and extinguishing and civil protection", according to the schedules and periodicity transmitted by the Critical Infrastructures and Classified Information Directorate - Emergency Situations Management Office.

Attending Directorate meetings

During mandate from 03.10.2024 – 31.12.2024 there have been 9 (nine) Directorate meetings. Victor MORARU attended all the 9 meetings having the following Directorate resolutions:

- The Company's Directorate empowered Mr. Ștefăniță Munteanu, chairman of the Directorate to sign all the documents necessary to declare according to the provisions of art.59 of Law 129/2019 with later amendments and additions that the real beneficiaries are: Ștefăniță MUNTEANU, Cătălin-Constantin NADOLU, Vasile Cosmin NICULA, Victor MORARU and Florin Cristian TĂTARU, as Directorate members – Resolution no. 184/21.10.2024;

- Pursuant to art. 25 letter h) from the Articles of Association, the Directorate of the Company convened the OPCOM AGOA meeting on 25.10.2024 (first call)/ 28.10.2024 (second call) having on the agenda: the approval of the correction of OPCOM Revenue and Expenses Budget for 2024, registration and publicity formalities in connection with the AGA decision – resolution no.186/22.10.2024;
- The Company authorized Mr. Cătălin-Constantin NADOLU, Directorate member to represent the Company as Partner within dual education consortium, with Politehnica Bucharest University as a consortium leader for the project implementation – dual campus Politehnica Bucharest within PNRR IV PILLAR: Policies for the new generation, Component C15; Education, reform 4; creating a complete professional route for high technical education, Investment 6; Developing at least 10 regional consortiums and endowing at least 10 integrated professional campuses – resolution no. 192/28.10.2024;
- The Directorate of the Company authorized Mr. Ștefăniță Munteanu, Directorate Chairman to represent the Company as Beneficiary in the financing contract 276/03.10.2019 (C883/03.10.2019) - 400 kV d.c. Gutinaș – Smârdan OHL within the financing program POIM, O.S.: 8.1. The increase of SEN capacity to take the energy generated from regenerable sources- resolution no. 193/28.10.2024;
- The Directorate of the Company decided to convene Transelectrica AGOA for 9.12.2024 (first call)/ 10.12.2024 (second call) according to convocation project which has on the agenda: approval of purchase by the Company of legal assistance services and representation in courts of law in order to defend the interests of the Company in the case of file 28414/3/2024, showing the semestrial report of the Supervisory Board of Transelectrica on administration activity (January – June 2024), information regarding commitments that involve important obligations of the Company with a value higher than 5 mil euro – resolution no. 204/04.11.2024;
- The reception for the commissioning of investment project Metering and data management systems for electricity measurement on wholesale market was admitted - final commissioning according to Minutes registered with no. 51785/25.10.2024 – Resolution no. 206/06.11.2024;
- By unanimous agreement of Directorate members of the Company it was decided for an AGA OPCOM ordinary meeting to take place when and where the provisions of art 121 of Corporation Law no. 31/1990 republished with later amendments and additions are met pursuant to art 25 para 1 letter h) of Articles of Association with the following mandate: AGA ratifies the Expectations Letter (annex to SGG Order 559/4.06.2024) as integrated part in the Full Component of Selection Plan for nomination of OPCOM SB Members as approved by AGA resolution no. 8/8.07.2024 – resolution 207/12.11.2024;
- The Directorate of the Company decided to have a Teletrans AGOA meeting on 13.11.2024 on the Company's headquarters with the following agenda: appointing the administrators, setting the mandate length, the contract draft and remuneration of administrators as well as authorizing a person in order to sign the mandate contract in the name of the company with the new administrators, nomination of SB Chairman, the registration and publicity formalities in connection with the AGA decision – resolution no. 208/12/11/2024;

- It convened AGOA of Transelectrica on 30/31.12.2024 with the agenda: information regarding commitments that involve important obligations of the Company with a value higher than 5 mil euro – resolution no. 211/28.11.2024;
- Through unanimous agreement of the Directorate members it was finalized the management component of the Company's Administration Plan after the negotiation with Supervisory Board and was sent to Supervisory Board for approval – resolution 212/6.12.2024;
- It approved that the contracts Amendment no.1 to Agreement on Congestion Income Re-Distribution across Capacity Calculation Regions due to active allocation constraints on Poland's interconnectors following implementation of Core Flow Based Market Coupling and Agreement on Congestion Income Re-Distribution across Capacity Calculation Regions due to Nordic Advanced Hybrid Coupling following implementation of Nordic Flow-Based Market Coupling to be concluded by the Company and it authorized Mr. Gheorghe-Cristian VIȘAN - DPE director and Mr. Costel BUSCOVEANU – manager Energy Markets Department (DPE) to represent the Company in what regards the signing of the contracts – Resolution no. 213/09.12.2024;
- It decided to have a Teletrans AGOA meeting on 9.12.2024 on the Company's headquarters with the following agenda: appointing two provisional administrators of the subsidiary, setting the mandate length, the mandate contract draft and remuneration as well as authorizing a person to sign – Resolution no. 214/9.12.2024;
- The final reception was admitted for the investment objective – 400 kV mobile cells for the BC connection in the 400 kV Bradu and Sibiu South stations – 400 kV mobile cell for 400/220/110/20 kV Bradu station, according to final reception minute for the investment objective - Resolution no. 216/11.12.2024;
- It approved the maximum prices for the purchase of reactive energy system service related to voltage regulation in the transmission network – resolution no. 218/12.12.2024;
- It was admitted the reception on assembly work completion and the commissioning for investment objective - increase of energy transmission 220kV Stejaru – Gheorgheni – Fântânele OHL - contract nO. C254/2021 STT Bacau area, STT Sibiu area – resolution no. 224/17.12.2024;
- The Directorate of the Company decided to establish a limited liability company together with the other partners Azerenerji Open Joint Stock Company, JSC Georgian State Electrosystem and MVM Energy Private Limited Liability Company, with the headquarters in Romania, organized and operating according to the Romanian Law under the name - GEKO Power Company – Green Energy Corridor Power Company - resolution no. 226/17.12.2024;
- The Directorate of the Company decided to have an OPCOM AGOA meeting on 20.12.2024 on the subsidiary headquarters with the following agenda: setting the mandate length, the contract body and the administrators' remuneration as well as the authorization of a person to sign the mandate contracts in the name of the company with the new administrators, the nomination of SB chairman, registration and publicity formalities in connection with the AGA decision – resolution no. 234/20.12.2024;
- It decided to have an OPCOM AGOA meeting on 23.12.2024 on the subsidiary headquarters with the following agenda: the nomination of administrators, setting the

mandate length, the contract body and the administrators' remuneration as well as the authorization of a person to sign the mandate contracts in the name of the company with the new administrators, the nomination of SB chairman, registration and publicity formalities in connection with the AGA decision – resolution no. 235/20.12.2024;

- The Directorate of the Company decided to have an Formenerg AGOA meeting on 23.12.2024 on the subsidiary headquarters with the following agenda: the nomination of administrators, setting the mandate length, the contract body and the administrators' remuneration as well as the authorization of a person to sign the mandate contracts in the name of the company with the new administrators, the nomination of SB chairman, registration and publicity formalities in connection with the AGA decision – resolution no. 238/23.12.2024;
- The Directorate of the Company decided to have an Smart AGOA meeting on 23.12.2024 on the subsidiary headquarters with the following agenda: the nomination of administrators, setting the mandate length, the contract body and the administrators' remuneration as well as the authorization of a person to sign the mandate contracts in the name of the company with the new administrators, the nomination of SB chairman, registration and publicity formalities in connection with the AGA decision – resolution no. 239/23.12.2024;
- It approved for the company to conclude the contract Framework Agreement for Consultancy Services, between TSO from EuropE and Joint Allocation Office SA (JAO) and it authorized Mr. Gheorghe-Cristian VIȘAN - director DPE and Mr. Costel BUSCOVEANU – manager Energy Markets Departament (DPE) to represent the Company in what regards the signing of the contracts – Resolution no. 240/23.12.2024;

V. CONCLUSION OF THE REMUNERATION AND NOMINATION COMMITTEE

The remuneration and nomination committee values the fact that Mr. Victor Moraru fulfilled his mandate contract duties in a rigorous, professional manner with a strong strategic vision.

Therefore, the Committee assesses that the activity carried on during the year 2024 was positive, bringing a direct contribution to the strengthening of the Company's position.

VI. ASSESSMENT OF MANDATE CONTRACT PERFORMANCE

During the year 2024 the Directorate member performed the mandate contract in an exemplary manner, standing out through managerial rigor, strategic coherency and a permanent orientation towards sustainable results.

Performing the mandate integrated also a substantial innovation component with an accent on the digitalization of the processes and automatization of repetitive actions as well as on transforming the organizational culture in one oriented towards performance, transparency and responsibility. Thus, the reporting to Supervisory Board, to tutelary public authority (General Secretariat of Government) and to AMEPIP was made on a regular basis with a high accuracy and with transparency.

Moreover, the Directorate Member showed irreproachable ethical conduct, with strict compliance with all legal provisions, corporate governance norms and institutional representation responsibilities. The relationship with the managing bodies was characterized by a constructive dialogue and a functional collaboration in the general benefit of the Company.

VII. CONCLUSION REGARDING THE PERFORMANCE OF MANDATE CONTRACT

At the end of the analysed period the performance of the mandate contract of the Directorate member for the year 2024 can be qualified without reservations as efficient and coherent.

The obtained performances exceeded the financial area where the numbers show a sustainable positive evolution and aimed a structural transformation of the manner in which the company operates in relation with the external environment, the European partners, the national authorities and especially the direct beneficiaries of services.

From digital integration of internal processes to territorial infrastructure modernization up to the consolidation of internal managerial control, each of the pillars of the performant management was approached in a professional manner, oriented and integrated towards systemic impact.

The Directorate member has equally proved an active management style, based on open communication, responsible delegation and objective assessment.

In conclusion, the remuneration and nomination committee recommends the positive assessment for the year 2024 of the Directorate member Victor Moraru in the year 2024, from the perspective of the proven performance and of the results gained in the operational and strategic plan and from the mandate contract performance.

The Remuneration and Nomination Committee
Chairman
Alexandru - Cristian VASILESCU