



Transelectrica®

Societate Administrată în Sistem Dualist

Compania Națională de Transport al Energiei Electrice
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DRAFT

DECISION NO. __ of the Shareholders' Ordinary General Assembly of National Power Grid Company Transelectrica S.A. of April 29/30, 2026

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. J2000008060404, 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, 2026, 10:00 h**,

attended by shareholders representing _____% of the share capital and _____% of the total voting rights,

in accordance with the provisions of Company Law no. 31/1990, republished, with later amendments and additions, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, with later amendments and additions, and of FSA Regulation no. 5/2018 on issuers of financial instruments and market operations, with later amendments and additions, issues the following,

DECISION:

With respect to the agenda items under nos. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 19, 20, 21, 22, 23, 24 and 25 as follows:

1. Regarding item 1 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____% of the total number of votes cast and by _____ of votes **Abstention approves/does not approve** the separate financial statements of CNTEE "Transelectrica"-S.A. for the financial year 2025, according to Note no. 17310/24.03.2026.

2. Regarding item 2 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 CNTEE „Transelectrica”-S.A. prepared in accordance with the International Financial Reporting Standards adopted by the European Union on and for the financial year ended December 31, 2025, according to Note no. 17309/24.03.2026.

3. Regarding item 3 on the agenda, the Shareholders' General Assembly, by _____ of votes **For** representing _____% of the total number of votes cast, by _____ of votes **Against** representing _____% of the total number of votes cast and by _____ of votes **Abstention approves/does not approve** the consolidated financial statements prepared in accordance with OMFP no. 2844/2016 for the approval of accounting regulations in accordance with International Financial Reporting Standards as of and for the financial year ended December 31, 2025, according to Note no. 17311/24.03.2026.

4. 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 distribution of the accounting profit remaining after deducting the profit tax on December 31, 2025, in the amount of 359,825,194 lei with the following destinations:

No.	Allocation	(lei)
1	Accounting profit remaining after the deduction of corporate income tax as at 31 December 2025	359,825,194
	<i>Allocation of accounting profit to the following destinations:</i>	
a	Legal reserve (5%)	-
b	Other reserves representing tax incentives – exemption from payment of corporate income tax on reinvested profit	235,389,155
c	Covering accounting losses from previous years, except for retained accounting losses arising from adjustments required by the application of IAS 29 “Financial Reporting in Hyperinflationary Economies”	-
d	Other allocations provided by law – revenues achieved in 2025 from the allocation of interconnection capacity (net of corporate income tax)	124,436,039
2	Profit remaining for allocation (1–a–b–c–d)	0
e	Employees' profit participation	-
f	Dividends due to shareholders from the profit remaining for allocation	-
g	Other reserves established as own sources of financing	-
h	Undistributed profit	-
3	Total allocations (a+b+c+d+e+f+g+h)	359,825,194

,according to Note no. 17312/24.03.2026.

5. 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 gross dividend per share from the retained earnings balance as of 31.12.2025, at the value of 0.48 lei according to Note no. 17315/24.03.2026.

6. 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** discharge of the members of the Management Board and the members of the Supervisory Board for the financial year 2025, according to Note no. 17630/24.03.2026.

7. 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** Remuneration report for the financial year 2025.

8. 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** "Remuneration policy for members of the executive and non-executive management of CNTEE "Transelectrica"—S.A. revised at the level of March 2026", according to Note no. 17230/24.03.2026.

9. 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** annual report on the individual financial statements of the Company for the financial year ended December 31, 2025.

10. 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 annual report on the consolidated financial statements for the financial year ended December 31, 2025.

11. Regarding item 11 on the agenda, the Shareholders' General Assembly, by ____ of votes **For** representing ____% of the total number of votes cast, by ____ of votes **Against** representing ____% of the total number of votes cast and by ____ of votes **Abstention** **approves/does not approve** the establishment of reserves related to revenues generated from the allocation of transmission capacity on interconnection lines through distribution from the retained earnings representing the surplus generated from non-taxable revaluation reserves upon change of destination in the amount of 133,517,580 lei, according to Note no. 17313/24.03.2026.

12. 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** Consolidated sustainability report of CNTEE "Transelectrica"—S.A. for the year 2025.

13. Regarding item 19 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 formulation of a summons (Bucharest Court) against the responsible persons mentioned in point II of Note no. 7835/11 February 2026 and the empowerment of the "Transelectrica" SA Directorate to exercise legal action, respectively to promote and sign the summons.

14. Regarding item 19 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 formulation of an arbitration request at the Vienna International Arbitration Center against the responsible persons mentioned in point II of Note no. 7835/11 February 2026 and the empowerment of the "Transelectrica" SA Directorate to

exercise legal action, respectively to promote and sign the arbitration request at the Vienna International Arbitration Center.

15. Regarding item 20 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 formulation of a lawsuit against the responsible persons mentioned in point II. letters a, b, c, d, e, f, g, h, i of Note no. 7315/10 February 2026 and the empowerment of the "Transelectrica" SA Directorate to exercise legal action, respectively to promote and sign the lawsuits.

16. Regarding item 21 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 transfer for consideration to the National Institute for Holocaust Studies in Romania "Elie Wiesel" of the use of a building owned by the Company for the achievement of the objective provided for in art.1 of Law no. 174/2019 on the establishment of the National Museum of Jewish History and the Holocaust in Romania, under the conditions specified in section II of Note no. 17631/25.03.2026.

17. Regarding item 22 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 09, 2026** as the "ex date", the calendar date from which the shares of the Company subject to the Resolution of the Ordinary General Meeting of Shareholders are traded without the rights deriving from that resolution.

18. Regarding item 23 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 10, 2026** as the registration date of the shareholders on whom the effects of the SOGA Decision will be reflected.

19. Regarding item 24 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 **June 30, 2026** as the "payment date" of the gross dividend per share from the profit recorded on December 31, 2025.

20. Regarding item 25 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,