



Transelectrica®
Societate Administrată în Sistem Dualist

17229/24.03.2026

Remuneration report for the financial year 2025

Prepared by:

The Nomination and Remuneration Committee of the Supervisory Board

Members:



Alexandru - Cristian VASILESCU - Chairman

Dumitru-Virgil ORLANDEA

Luminița ZEZEANU

Cătălin-Andrei DASCĂL

Teodor ATANASIU – from 16 October 2025

Costin Mihai PĂUN – from 16 October 2025



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Changes to the composition of the Supervisory Board in 2025:

- There will be no changes to the composition of the Supervisory Board in 2025; the structure remains as follows:
 - Cătălin–Andrei DASCĂL, Chair
 - ATANASIU Teodor, member
 - ORLANDEA Virgil Dumitru, member
 - Costin-Mihai Păun, member
 - Rareș Stelian Rusu, member
 - VASILESCU Alexandru-Cristian, member
 - Luminița Zezeanu, member.
-
- The members of the Supervisory Board were appointed by Resolution No. 1 of the General Meeting of Shareholders of 28 February 2024 for a four-year term, commencing on 1 March 2024 and ending on 29 February 2028.

Between **1 January and 30 November 2025**, members of the Supervisory Board received a net monthly allowance of 16,510 RON, in accordance with HAGOA No. 1 of 28 February 2024.

From **22 December 2025**, members of the SB received a net monthly allowance of 13,914 RON in accordance with HAGOA No. 13 of 22 December 2025.

The contractual framework for the remuneration

As of the date of this report, the following advisory committees have been established within the SB: The Nomination and Remuneration Committee, the Audit Committee, the Risk Management Committee and the Investment and Energy Security Committee.

In accordance with the applicable legal and contractual provisions, the amounts corresponding to the fixed remuneration payable to the members of the Supervisory Board, calculated for the year 2025, are set out in the following table:

(the amounts shown are net amounts)

| No. | Full name | IAN 2025 | FEB 2025 | MAR 2025 | APR 2025 | MAY 2025 | JUN 2025 | JUL 2025 | AUG 2025 | SEP 2025 | OCT 2025 | NOV 2025 | DEC 2025* |
|-----|----------------------------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|--------------|
| 1 | ORLANDEA DUMITRU-VIRGIL | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 2 | CATALIN-ANDREI DASCAL | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 3 | PAUN COSTIN-MIHAI | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 4 | VASILESCU ALEXANDRU- CRISTIAN | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 5 | LUMINITA ZEZEANU | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 6 | ATANASIU TEODOR | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |
| 7 | RARES STELIAN RUSU | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 16,510 | 15,673 |

**** Between 1 December 2025 and 21 December 2025, members of the Supervisory Board received a net monthly allowance of 11,184 RON.***

Between 22 December and 31 December 2025, members of the Supervisory Board received a net monthly allowance of 4,489 RON, in accordance with HAGOA No. 13 of 22 December 2025.

On 22 December 2025, the General Meeting of Shareholders of TEL adopted Resolution No. 13, thereby complying with the provisions of Law No. 158/2025 amending Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, both with regard to the members of the Supervisory Board and the members of the Management Board.

Section A – SUPERVISORY BOARD



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In 2025, claims relating to the exercise of OAVT (Transelectrica Virtual Share Options), compensation and severance/non-competition payments, interest and inflation adjustments totalling 777,297 RON gross were settled.

| | OAVT – gross amount due | gross variable component | non- competition allowance | Statutory penalty interest (gross) | Gross CPI update | GROSS TOTAL | Net amount paid | Payment date |
|--------------------------------------|-------------------------------|--------------------------------|----------------------------------|---|---------------------|----------------|--------------------|-----------------|
| Burlacu Oleg - HOT ARB 5770 | 0 | 135,646 | 0 | 593 | 0 | 136,239 | 79,886 | 45,702 |
| Bugica Radu-Hot Jud. Nr.12108/3/2023 | 129,295 | 0 | 0 | 102,428 | 588,432 | 820,155 | 697,411 | 45,762 |
| TOTAL | 129,295 | 135,646 | 0 | 103,021 | 588,432 | 956,394 | 777,297 | |

Changes to the composition of the Management Board in 2025:

- ❑ There will be no changes to the composition of the Management Board in 2025; the structure will remain as follows:
 - ❑ Ștefăniță MUNTEANU Chairman of the Management Board, also known as Chief Executive Officer – “CEO”
 - ❑ Victor Moraru, member
 - ❑ Cătălin-Constantin Nadolu, member
 - ❑ Vasile-Cosmin Nicula, member, acting as Chief Financial Officer (CFO) pursuant to Decision No. 45 of 8 November 2024
 - ❑ Florin-Cristian Tătaru, member
- ❑ The appointment was made in accordance with the provisions of Article 35(4)–(8) and (11) of Government Emergency Ordinance No 109/2011 on the corporate governance of public enterprises, following the selection procedure for candidates for the positions of members of the Management Board of CNTEE Transelectrica SA;
- ❑ The term of office of the members of the Executive Board runs from 3 October 2024 to 29 February 2028.

Section B – MANAGEMENT BOARD



From 1 January 2025 to 31 December 2025
the members of the Management Board received a net
monthly allowance of 32,204 RON.

In accordance with the applicable legal and contractual provisions, the amounts corresponding to the fixed remuneration due to the members of the Executive Board, calculated for the year 2025, are set out below:

(the amounts shown are net amounts)

| No. | Full name | IAN 2025 | FEB 2025 | MAR 2025 | APR 2025 | MAY 2025 | JUN 2025 | JUL 2025 | AUG 2025 | SEP 2025 | OCT 2025 | NOV 2025 | DEC 2025 |
|-----|-------------------------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|-------------|
| 1 | TATARU FLORIN-CRISTIAN | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 |
| 2 | NADOLU CATALIN- CONSTANTIN | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 |
| 3 | MUNTEANU STEFANITA | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 |
| 4 | MORARU VICTOR | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 |
| 5 | NICULA VASILE-COSMIN | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 | 32,204 |

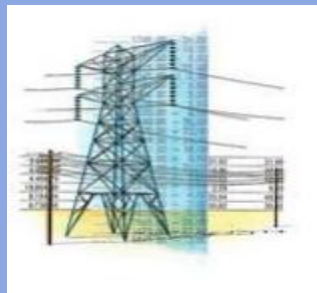
Furthermore, in accordance with the Mandate Agreements and the remuneration policy approved by HAGOA No. 4 of 29 April 2025, certain members of the Management Board were reimbursed for the equivalent of the monthly rent for the use of a residence located in Bucharest and/or for transport (road, air, rail) from the address stated on their identity card to the Principal's headquarters and back, as follows:

| | Reimbursement of rent and travel accommo expenses | dation | transport |
|------------------------|--|--------|-----------|
| TATARU FLORIN-CRISTIAN | | 51,108 | 26,000 |
| MUNTEANU STEFANITA | | 44,983 | 0 |
| MORARU VICTOR | | 43,240 | 25,886 |

Throughout 2025, the remuneration of the members of the Supervisory Board and the members of the Management Board was in line with the approved remuneration policy.

The data presented in this report were provided and endorsed by the relevant departments and the Company's Management Board.

Document drawn up by the Supervisory Board of CNTEE “Transelectrica” S.A., through the Nomination and Remuneration Committee,



- ❖ VASILESCU Alexandru - Cristian – Chair _____
- ❖ ORLANDEA Dumitru Virgil _____
- ❖ ZEZEANU Luminița _____
- ❖ DASCĂL Cătălin-Andrei _____
- ❖ ATANASIU Teodor _____
- ❖ PĂUN Costin Mihai _____

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March 2026

Members of the Supervisory Board

ATANASIU Teodor

DASCĂL Cătălin-Andrei

ORLANDEA Dumitru Virgil

PĂUN Costin-Mihai

RUSU Rareș Stelian

VASILESCU Alexandru-Cristian

ZEZEANU Luminița

Members of the Management Board

MUNTEANU Ștefăniță

NADOLU Cătălin Constantin

NICULA Cosmin Vasile

TĂTARU Florin Cristian

Drawn up by Irina Cojocaru, DGCRIR advisor

