

# SPECIAL POWER OF ATTORNEY

## Shareholders' general ordinary assembly<sup>1</sup>

I the undersigned: \_\_\_\_\_,  
(Name and surname of the natural person shareholder or of the legal representative of the legal person shareholder)  
legal representative of \_\_\_\_\_,

(To be filled in only for the legal person shareholder, using the full name and the fiscal registration code. The capacity of legal representative is proved using the documents provided in ASF Regulation 5/2018 on the issuers of financial instruments and market operations, namely ascertaining certificate issued by the trade register submitted in the original or copy true to the original, issued by some competent authority from the state where the shareholder is legally registered, which certifies the capacity of legal representative. Documents certifying the legal representative capacity will be issued 3 months at the most before the publication date of the convening notice for the shareholders' general assembly)

PNC \_\_\_\_\_, holder of the ID paper / passport series \_\_\_\_\_, no. \_\_\_\_\_, holder of a number of \_\_\_\_\_ shares issued by the NPG Co. Transelectrica SA, registered with the Office of the National Register under no. J40/8060/2000, Single Registration Code 13328043, representing \_\_\_\_\_ % of the total number of shares issued by the NPG Co. Transelectrica SA conferring me a number of \_\_\_\_\_ voting rights in the Shareholders' general assembly representing \_\_\_\_\_ % from the total 73,303,142 shares / voting rights issued by Transelectrica SA

hereby appoint \_\_\_\_\_,  
(Name and surname / denomination of the representative the special power of attorney is given to)  
domiciled in / with offices in \_\_\_\_\_,  
(Address / Office of the representative selected by the securities holder)

PNC \_\_\_\_\_, holder of ID paper / passport series \_\_\_\_\_, no. \_\_\_\_\_

(for natural person representatives),

Single Registration Code \_\_\_\_\_

(for legal person representatives)

as my representative in the **Shareholders' General Ordinary Assembly** of the National Power Grid Co. Transelectrica SA that will be held on **26 march 2020, 10:00 h**, first convocation in Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, 11<sup>th</sup> floor, Meeting room 1112, namely on **27 march 2020, 10:00 h**, second convocation in case the first cannot be held, in order to exercise the voting right associated to the shares held by me and recorded in the Shareholders' register on the reference date **16 march 2020**, as follows:

1. As regards **item 1^1 in the agenda**, item 1.1. of the draft Decision, namely: *approving to extend Mr. Adrian Goicea's mandate for two months, in his capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

2. As regards **item 1^1 in the agenda**, item 1.2. of the draft Decision, namely: *approving to extend Mrs. Luiza Popescu's mandate for two months, in her capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

3. As regards **item 1^1 in the agenda**, item 1.3. of the draft Decision, namely: *approving to extend Mr. Oleg Burlacu's mandate for two months, in his capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

<sup>1</sup> The content is in accordance with the provisions of ASF Regulation 5/2018 on the issuers of financial instruments and market operations.

4. As regards **item 1<sup>1</sup> in the agenda**, item 1.4. of the draft Decision, namely: *approving to extend Mr. Valentin Jean Comanescu's mandate for two months, in his capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

5. As regards **item 1<sup>1</sup> in the agenda**, item 1.5. of the draft Decision, namely: *approving to extend Mrs. Mihaela Constantinovici's mandate for two months, in her capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

6. As regards **item 1<sup>1</sup> in the agenda**, item 1.6. of the draft Decision, namely: *approving to extend Mr. Ciprian Constantin Dumitru's mandate for two months, in his capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

7. As regards **item 1<sup>1</sup> in the agenda**, item 1.7. of the draft Decision, namely: *approving to extend Mr. Mircea Cristian Staicu's mandate for two months, in his capacity of provisional Supervisory Board member beginning with 30 March 2020 until 29 May 2020.*

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

8. As regards **item 2 in the agenda**, item 2 of the draft Decision, namely: *establishing the remuneration of Supervisory Board members as being that approved by HAGOA 31/26.11.2019.*

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

9. As regards **item 4 in the agenda**, item 3 of the draft Decision, namely: *mandating the representative of the Secretariat General of the Government to sign the addendums to the provisional members' mandate contracts on behalf of the Company.*

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

10. As regards **item 5 in the agenda**, item 4 of the draft Decision, namely: *approving 21 april 2020 to be set as registration date for the shareholders that will be touched by the effects of the Decision taken by the Shareholders' general ordinary assembly.*

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

11. As regards **item 6 in the agenda**, item 5 of the draft Decision, namely: *the assembly chairperson \_\_\_\_\_, is mandated to sign the decision of the Shareholders' general ordinary assembly and the documents necessary to register and publish such Decision of the Shareholders' general ordinary assembly according to legal provisions. \_\_\_\_\_ can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders' general ordinary assembly.*

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

This power of attorney has been executed in 3 (three) original copies, of which one copy will be transmitted by **26 march 2020, 10:00 h** for the first convocation, namely by **27 march 2020, 10:00 h** for the second convocation to the address - Transelectrica, Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building; the representative will attend the shareholders' general assembly with the second copy, and the third one will remain with the represented shareholder.

Date when the power of attorney was granted: \_\_\_\_\_

Name and surname: \_\_\_\_\_

(Name and surname of the natural person shareholder or of the legal representative of the natural person shareholder, clearly marked using capital letters)

Signature: \_\_\_\_\_

(Signature of the natural person shareholder or the signature and stamp of the legal representative of the legal person shareholder)