

**DRAFT RESOLUTION****RESOLUTION NO.5**  
**of the Extraordinary General Meeting of the Shareholders**  
**of the National Gas Transmission Company TRANSGAZ S.A. Medias,**  
**of 26 April 2023**

The Extraordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., open company, headquartered in Medias, 1 C.I. Motaș Square, Sibiu County, registered with the Sibiu Trade Register Office under number J/32/301/2000, tax identification code RO13068733, subscribed and paid-up capital: 117,738,440 RON, divided into 11,773,844 shares, each having a nominal value of 10 lei, convened under article 117 of Companies Law 31/1990 republished, as further amended and supplemented, of the republished Law 24/2017 on the issuers of financial instruments and market operations, as amended, of Financial Supervisory Authority Regulation 5/2018 on the issuers of financial instruments and market operations, as amended, and under Art. 16 of the updated Articles of Incorporation, adopts today, in the meeting held on 26/27 April 2023, at the first/second convening, in which shareholders representing \_\_\_\_% of the share capital and \_\_\_\_% of the total voting rights participated, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Medias, 1 C. I. Motaș Square, Sibiu County, the following:

**RESOLUTION**

**Art.1.** With \_\_\_\_ votes *For*, representing \_\_\_\_% of the total number of expressed votes, and with \_\_\_\_ votes *Against*, representing \_\_\_\_% of the total number of expressed votes, approves/does not approve the Joint Venture Contract and the Co-financing Contract to be concluded with Delgaz Grid S.A. for the execution of the works for the extension of the public interest electricity distribution network for connecting the Delivery Metering - Regulating Station SRMP ZĂNEȘTI - BACĂU Regional Office, to this network, as well as the empowerment of the Director - General of S.N.T.G.N. Transgaz S.A. to sign these contracts. A number of \_\_\_ shareholders, having \_\_\_ votes, adopted the *Abstention* position on this item.

**Art.2.** With \_\_\_\_ votes *For*, representing \_\_\_\_% of the total number of expressed votes, and with \_\_\_\_ votes *Against*, representing \_\_\_\_% of the total number of expressed votes, approves/does not approve the conclusion of a contract for the purchase of legal assistance and representation services for the initiation and conduct of the legal proceedings necessary for the recovery of the outstanding debt of Gazprom Export LLC,

as well as the empowerment of the Director - General of S.N.T.G.N. Transgaz S.A. to sign this contract. A number of \_\_\_ shareholders, having \_\_\_ votes, adopted the *Abstention* position on this item.

**Art.3.** With \_\_\_ votes *For*, representing \_\_\_% of the total number of expressed votes, and with \_\_\_ votes *Against*, representing \_\_\_% of the total number of expressed votes, approves/does not approve the affiliation of SNTGN Transgaz SA as a Corporate Member of the Romanian American Institute for Smart Energy (RAISE). A number of \_\_\_ shareholders, having \_\_\_ votes, adopted the *Abstention* position on this item.

**Art.4.** With \_\_\_ votes *For*, representing \_\_\_% of the total number of expressed votes, and with \_\_\_ votes *Against*, representing \_\_\_% of the total number of expressed votes, sets the date of **16.05.2023** as registration date for the shareholders subject to the Resolution of the Extraordinary General Meeting of the Shareholders. A number of \_\_\_ shareholders, having \_\_\_ votes, adopted the *Abstention* position on this item.

**Art.5.** With \_\_\_ votes *For*, representing \_\_\_% of the total number of expressed votes, and with \_\_\_ votes *Against*, representing \_\_\_% of the total number of expressed votes, empowers Mr Petru Ion Văduva, as Chairman of the Board of Administration, or his alternate, Mr Nicolae Minea, Administrator or Mr Csaba Orosz, Administrator, to sign the Resolution of the Extraordinary General Meeting of the Shareholders, and of Mr Grigore Târsac, as Deputy Director-General of S.N.T.G.N. TRANSGAZ S.A., or his alternate, Mr Leahu Mihai Leontin, Deputy Director-General, to sign the necessary documents for the registration and publication of the Resolution of the Extraordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court. A number of \_\_\_ shareholders, having \_\_\_ votes, adopted the *Abstention* position on this item.

**Chairman of the Board of Administration  
Petru Ion Vaduva**