

SNTGN TRANSGAZ SA
ENTRY NO 27981/M.A.
OF 02.09.2024

NO 72922
DATE 02.09.2024

THE GENERAL SECRETARIAT OF THE GOVERNMENT

To: THE NATIONAL GAS TRANSMISSION COMPANY "TRANSGAZ" S.A. MEDIAŞ

Attn.: Mr. Sterian Ion, Director General

Cc.: Mr. Văduva Petru Ion, Chairman of the Board of Administration

Dear Sirs,

Considering the provisions:

- of art. 11 paragraph (6) of GEO no. 68/2019 on establishing some measures at the level of central public administration and amending and supplementing some normative acts, according to which the exercise of rights and fulfillment of obligations arising from the status of state shareholder in the National Natural Gas Transmission Company "Transgaz" S.A. is carried out by the General Secretariat of the Government;

- of article 105 para. (3) of Law no. 24/2017 on issuers of financial instruments and market operations, republished, in conjunction with the provisions of Article 117A1 of the Companies Law no. 31/1990, republished, as amended and supplemented;

- Article 29^A1 of Government Emergency Ordinance No 109/2011 on the corporate governance of public enterprises, as amended and supplemented,

taking into account the items included on the agenda of the Ordinary General Meeting of Shareholders on **25/26 September 2024**,

The General Secretariat of the Government kindly asks you to include the following items on the agenda of the Ordinary General Meeting of Shareholders convened for **25/26 September 2024**:

1. Approval of the extension of the mandate of the provisional member of the Board of Administration of SNTGN Transgaz SA, Mrs. Adina-Lăcrimioara HANZA, by two months from the date of expiry, i.e. 17 October 2024.
2. Approval of the form of the addendum to the mandate contract extending the mandate of the provisional member of the Board of Administration by two months.

3. Empowerment of the representative of the majority shareholder, the General Secretariat of the Government, to sign, on behalf of the company, the addendum to the mandate contract of the provisional member of the Board of Administration of SNTGN Transgaz SA.

Draft resolution:

- 1- With ____ votes **For**, representing ____% of the total number of expressed votes, with ____ votes **Against**, representing ____% of the total number of expressed votes, **approves/does not approve** the extension of the mandate of the provisional member of the Board of Administration of SNTGN Transgaz SA Mrs. Adina-Lăcrimioara HANZA by two months from the date of expiry, i.e. 17 October 2024.
- 2- With ____ votes **For**, representing ____% of the total number of expressed votes, with ____ votes **Against**, representing ____% of the total number of expressed votes, **approves/does not approve** the form of the addendum to the mandate contract extending the duration of the mandate of the provisional member of the Board of Administration by two months, according to the annex.
- 3- With ____ votes **For**, representing ____% of the total number of expressed votes, with ____ votes **Against**, representing ____% of the total number of expressed votes, and with ____ votes Abstention, representing ____% of the total number of expressed votes **approves/does not approve** the empowerment of the representative of the majority shareholder, the General Secretariat of the Government, in the person of Mr./Mrs. _____ to sign, on behalf of the company, the addendum to the mandate contract of the provisional member of the Board of Administration of SNTGN Transgaz SA.

Please find attached:

The draft the addendum to the mandate contract.

Yours sincerely,

On behalf of the GENERAL SECRETARY OF THE GOVERNMENT

DEPUTY GENERAL SECRETARY OF THE GOVERNMENT

Adrian ȚUȚUIANU

Illegible signature and stamp

ADDENDUM No. _____, to the MANDATE CONTRACT No. _____

Whereas:

- The provisions of Art. 29¹, para. (1) and para (2) of GEO no.109/2011 on corporate governance of public companies;
- The provisions of art. _____ of the Resolution No. _____ of the Ordinary General Meeting of Shareholders of SNTGN Transgaz SA, which approved the extension of the mandate of provisional administrator for Mrs Hanza Adina-Lăcrimioara;
- The fact that, between the Company and the Administrator, the Mandate Contract no. _____ was concluded,

Contracting Parties:

(1) The National Gas Transmission Company "Transgaz" S.A., with registered office in the Municipality of Mediaş, no. 1, C. I. Motaş Square, Sibiu county, tel./fax 0269803333/+40269839029, e-mail: cabinet@transgaz.ro, registered at the Trade Register Office attached to Sibiu Court under number J32/301/2000, Sole Tax Registration Code RO/13068733, by the General Meeting of Shareholders, represented by Mr/Mrs

....., appointed by Resolution No..... of the Ordinary General Meeting of Shareholders, hereinafter referred to as the **COMPANY / MANDATOR**,

And

(2) Mr./Mrs. Hanza Adina-Lăcrimioara, Romanian citizen, born on, residing in, bearer of ID series no..... issued by Arad on, CNP, tel./fax. /, e-mail:, as provisory member of the Board of Administration (hereinafter referred to as „**Provisional Administrator**” or „**Administrator**”) as **MANDATARY**,

Mutually agreed as follows:

Sole article

The duration of mandate contract No. _____ is extended by two (2) months, starting on 17.10.2024 and ending on 16.12.2024.

This addendum was drawn up on _____, in two (2) counterparts, the parties declaring that they have each received one original copy on signature.

SNTGN TRANSGAZ S.A.

Provisional Administrator

By: Mr./Mrs.

Mrs. Hanza Adina-Lăcrimioara

Empowered by the Resolution of

The Ordinary General Meeting of the Shareholders no. _____ dated _____