

Letter no. 20/25393/M.N./05.09.2022

GENERAL SECRETARIAT OF THE GOVERNMENT

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

Attn.: **Mr. Petru Ion Văduva, Chairman of the Board of Administration
Mr. Ion Sterian, Director General**

Ref: *Request to convene the Ordinary General Meeting of Shareholders of S.N.T.G.N. Transgaz S.A. Medias on **12/13 October 2022** for the extension within the legal term of the interim administrators' mandates to expire on 16 October 2022*

Dear Sirs,

Considering the provisions of Article 64¹, paragraph (5) of GEO no. 109/2011 on the corporate governance of public undertakings, as amended and supplemented, in conjunction with the provisions of Article 105 para. (23) of Law no. 24/2017 on issuers of financial instruments and market operations, republished, as amended and supplemented, and the provisions of Art. 119 para. (1) of Law no. 31/1990 on companies, republished, as amended and supplemented,

We request you to take the necessary actions to convene the Ordinary General Meeting of Shareholders of S.N.T.G.N. TRANSGAZ S.A. on **12/13 October 2022** for the extension within the legal term of the interim administrators' mandates to expire on 16 October 2022, with mainly the following agenda:

1. Approval of the extension of the mandate of the interim members of Transgaz' Board of Administration by two months from the date of expiry, i.e. 17 October 2022.
2. Approval of the form of the addendum to the mandate contracts, extending the term of office of the interim members of the Board of Administration by two months.
3. Empowerment of a representative of the majority shareholder, the General

Translation from Romanian

Secretariat of the Government, to sign, on behalf of the company, the addenda to the mandate contracts of the interim members of Transgaz' Board of Administration.

Draft resolution:

1. With ___ votes For, representing ___% of the total number of the votes cast, with ___ votes Against, representing ___% of the total number of the votes cast, and with ___ votes Abstention, representing ___% of the total number of the votes cast, approves/does not approve the extension of the mandate of the interim members of the Board of Administration of S.N.T.G.N. Transgaz S.A. by two months from the date of expiry, i.e. 17 October 2022.
2. With ___ votes For, representing ___% of the total number of the votes cast, with ___ votes Against, representing ___% of the total number of the votes cast, and with ___ votes Abstention, representing ___% of the total number of the votes cast, approves/does not approve the form of the addendum to the mandate contracts, extending the mandate of the interim members of the Board of Administration by two months, according to the annex.
3. With ___ votes For representing ___% of the total votes cast, with ___ votes Against representing ___% of the total votes cast, and with ___ votes Abstention, representing ___% of the total votes cast, approves/does not approve the empowerment of a representative of the majority shareholder, the General Secretariat of the Government, i.e. Mr./Ms. _____ to sign, on behalf of the company, the addenda to the mandate contracts of the interim members of Transgaz' Board of Administration.

Attachment:

Draft addendum to the mandate contracts.

Yours sincerely,

Marian NEACSU

Secretary General of the Government

Illegible signature and stamp

ADDENDUM NO. _____ TO THE MANDATE CONTRACT NO. _____

Considering:

- The provisions of Art. 64¹, para. (5) of GEO no.109/2011 on corporate governance of public companies;
- The provisions of Article _____ of Resolution No. _____ of Transgaz' Ordinary General Meeting of Shareholders approving the extension of the mandate of the interim administrator for Ms./Mr. _____;
- The fact that the Mandate contract no. _____ was concluded between the Company and the Administrator,

The contracting parties:

(1) The National Gas Transmission Company "Transgaz" S.A., with registered office in Mediaş, Piaţa C. I. Motaş no. 1, Sibiu county, phone/fax _____, e-mail: _____ registered with the Trade Register Office of Sibiu Court under No. J32/301/2000, Tax Registration No. RO/13068733, through the General Meeting of Shareholders, represented by Mr./Ms. _____, appointed based on Resolution No. _____ of the Ordinary General Meeting of Shareholders, hereinafter referred to as the **COMPANY / MANDATOR**,

And

(2) Mr./Ms. _____ Romanian citizen, born on _____ in _____ residing in Romania, _____ st. _____ no _____ block _____, entrance _____, apt _____ county _____ bearer of ID series _____ no _____ issued by the LocalCommunityPersonalRegisterPublicService _____ on _____ Personal No. _____, phone/fax. _____ / _____ e-mail: _____ as interim member of the Board of Administration (hereinafter referred to as "**Interim Administrator**") as **MANDATORY**,

Have mutually agreed as follows:

Sole Article

Translation from Romanian

The duration of the Mandate Contract No. _____ is extended by 2 (two) months, starting with the date of _____ until the date of _____.

This addendum was executed on _____ in 2 (two) original counterparts, the parties declaring that they have each received one original counterpart upon signing.

SNTGN TRANSGAZ S.A

Interim Administrator

By: Mr/Ms _____

Mr/Ms _____

empowered by the Resolution of the General Meeting of Shareholders
No. _____ dated _____