

No. 17605/07.03.2023

Submitted for analysis and approval in the OGMS dated 26/27 April 2023

REPORT

on the approval of the proposal for the discharge from administration of the administrators of SNTGN Transgaz SA for the activity carried out in 2022

SUMMARY

The activity carried out as well as the economic-financial results achieved by Transgaz in 2022 are presented in the Annual Consolidated Report of the Board of Administration compared to the activity and the results related to 2020 and 2021 as they are contemplated in the annual consolidated audited financial statements for the financial year 2022.

Following the endorsement of the annual financial statements for the financial year ended 31.12.2022, based on the Report of the statutory Auditor and on the consolidated Annual Report of the Board of Administration for 2022, according to the legal provisions we are required to put forth the discharge from administration of the administrators as far as the activity carried out in 2022 is concerned.

PROPOSAL

Based on the following legal provisions:

- **Art.111, paragraph (2), letter (d) of Companies' Law 31/1990, republished as amended;**
- **Chapter IV, Art. 15, paragraph 3, letter (h) of the updated Articles of Incorporation of the National Gas Transmission Company, we submit for the approval of the Ordinary General Meeting of the Shareholders the proposal related to the discharge from the administration of Transgaz' administrators for the activity carried out in the financial year 2022.**

DETAILED CONTENT

In consideration of the proposed strategic objectives regarding operational efficiency, optimized performance and sustainable development of the Company, in compliance with the principles of good corporate governance, the Company's administrators carried out their activity with responsibility, efficiency, transparency and professionalism in their relation with all the stakeholders.

The activity carried out and the financial and economic results achieved in 2022 are presented in the Consolidated Annual Report of the Board of Administration, as opposed to years 2020 and 2021, as included in the audited consolidated annual financial statements related to financial year 2022.

Following the endorsement of the annual financial statements for the financial year ended 31.12.2022, based on the statutory Auditor's Report and on the Consolidated Annual Report of the Board of Administration for 2022, according to the legal provisions we propose the discharge from administration of the administrators for the activity carried out in 2022.

Based on the following legal provisions:

- **Art. 111 para (2) point (d) of Companies' Law no 31/1990, republished as amended;**
- **Chapter IV Art 15 para 3 letter (h) of the updated Articles of Incorporation of the National Gas Transmission Company**

we submit the proposal for discharge from administration of Transgaz' administrators for the activity carried out in the financial year 2022 for the approval of the Ordinary General Meeting of the Shareholders.

Ion Petru VADUVA
Chairman of the Board of Administration