

No. 18269/01.03.2024

Submitted for analysis and approval in the OGMS dated 24/25 April 2024

## REPORT

### on the approval of the proposal for the discharge from administration of the administrators for the activity carried out in 2023

## SUMMARY

The activity carried out as well as the economic-financial results achieved by Transgaz in 2023 are presented in the annual consolidated Report of the Board of Administration compared to the activity and the results of 2021 and 2022 as they are contemplated in the annual consolidated audited financial statements related to the financial year 2023.

Following the approval of the annual financial statements for the financial year ended 31.12.2023, based on the Report of the statutory Auditor and on the consolidated Annual Report of the Board of administration for 2023, according to the legal provisions we are required to put forth the discharge from administration of the administrators for the activity carried out in 2023.

## PROPOSAL

Based on the following legal provisions:

- **Art.111, paragraph (2), letter (d) of Companies' Law 31/1990, republished as subsequently amended and supplemented;**
- **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 during the financial year 2023.**

## 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 have performed 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 2023 are presented in the Consolidated Annual Report of the Board of Administration, as opposed to years 2021 and 2022 as included in the audited consolidated annual financial statements related to financial year 2023.

Following the approval of the annual financial statements for the financial year ended 31.12.2023, based on the statutory Auditor`s Report and on the Consolidated Annual Report of the Board of Administration for 2023, according to the legal provisions we propose the discharge from administration of the administrators for the activity carried out in the year 2023.

**Based on the following legal provisions:**

- **Art. 111 para (2) point (d) of Companies' Law no 31/1990, republished as subsequently amended and supplemented;**
- **Chapter IV, Art 15 para 3 letter (h) of the updated Articles of Incorporation of the National Gas Transmission Company,**  
**we submit for approval to the Ordinary General Meeting of the Shareholders the discharge from administration of Transgaz' administrators for the activity carried out during the financial year 2023.**

**Chairman of the Board of Administration**

**Ion Petru VADUVA**