

**DRAFT RESOLUTION****RESOLUTION NO. 2**  
**of the Extraordinary General Meeting of the Shareholders**  
**of the National Gas Transmission Company TRANSGAZ S.A. Medias,**  
**of 25 January 2022**

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 Law 31/1990 on Companies republished as amended, of Law 24/2017 on the issuers of financial instruments and market operations, republished 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 25/26 January 2022, 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, 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 SNTGN Transgaz SA adherence to the European Hydrogen Backbone (EHB) group and mandating the Director General of SNTGN Transgaz SA to sign the adherence documents.

**Art.2.** 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 following:

- 1) Conclusion of a legal consultancy contract for analysing and negotiating the legal, financial and commercial terms for the association with the Three Seas Initiative Investment Fund in order to attract financing in aggregated amount of up to EUR 626 mil. for the development of gas hydrogen blend transmission infrastructure projects.

The estimated value of the legal consultancy contract is EUR 150,000.

2) Empowerment of Transgaz' Director General to negotiate and sign this contract.

**Art.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, sets the date of **11 February 2022** as registration date for the shareholders subject to the Resolution of the Extraordinary General Meeting of the Shareholders.

**Art.4.** 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, empowers Mr Petru Ion Vaduva, as Chairman of the Board of Administration, or his deputy, Mr Nicolae Minea, or Mr Csaba Orosz to sign the Resolution of the Extraordinary General Meeting of the Shareholders, and Mr. Grigore Tarsac, as the Deputy Director – General of SNTGN Transgaz SA, 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.

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