

**DRAFT RESOLUTION****RESOLUTION NO. 3**  
**of the Ordinary General Meeting of the Shareholders**  
**of the National Gas Transmission Company TRANSGAZ S.A. Medias,**  
**as of 28 February 2022**

The Ordinary 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 Companies Law 31/1990 republished, as further amended and supplemented, of Law 24/2017 on the issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, of Financial Supervisory Authority Regulation no 5/2018 on the issuers of financial instruments and market operations as subsequently amended and supplemented, and under Art. 16 of the updated Articles of Incorporation, adopts today, in the meeting held on 28 February/1 March 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 Revenue and Expense Budget of SNTGN "Transgaz" SA for 2022 and estimates for 2023-2024.

**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 revision of some financial key performance indicators included in the Management Plan of SNTGN Transgaz SA for the period 2021-2025.

**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, approves/does not approve the amendment to the mandate contract signed with the non-executive members of the Board of Administration of SNTGN "Transgaz" SA in the form published on the company's website and the empowerment of the representative

of the General Secretariat of the Government in the GMS, namely Mr./ Mrs. \_\_\_\_ to sign on behalf of the company the amendments to the mandate contracts containing the modifications approved under item 2 of the agenda for this meeting.

**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, sets the date of 16 March 2022 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.

**Art.5.** 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 Văduva Petru Ion, as Chairman of the Board of Administration, or his deputy, Mr Nicolae Minea or Mr Orosz Csaba, to sign the Resolution of the Ordinary General Meeting of the Shareholders, and of Mr Grigore Târsac, as Deputy Director-General of S.N.T.G.N. TRANSGAZ S.A., to sign the necessary documents for the registration and publication of the Resolution of the Ordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court.

**Chairman of the Board of Administration**  
**Văduva Petru Ion**