

**SPECIAL POWER OF ATTORNEY  
ORDINARY GENERAL MEETING OF THE SHAREHOLDERS<sup>1</sup>**

I, the undersigned) .....

.....  
*(surname and name of the shareholder natural person or of the legal representative of the  
shareholder legal person)*

Legal representative of: .....

*(to be filled in only by shareholders legal person with the full name and tax identification code. The status of legal representative shall be supported by the shareholders list on the registration/reference date, received from Depozitarul Central.*

Personal identification number....., residing at (full address)

.....ID card/passport series ....., no....., issued by

....., holder of a number of.....shares in TRANSGAZ, registered

with the Sibiu Trade Register Office under number J 32/301/2000, tax identification code

RO13068733, representing .....% of the total number of 188.381.504 shares in TRANSGAZ

granting a number of ..... voting rights within the General Meeting of the

Shareholders representing.....% of the total shares issued by TRANSGAZ, I

**hereby appoint Mr./Mrs.:** .....,

(surname and name of the empowered representative)

residing at/headquartered in .....,

personal identification number....., holder of ID card/passport series....., no.

..... issued by .....,

(for natural persons representatives)

Tax identification code .....,

(for legal persons representatives)

as my representative in the **Ordinary General Meeting of the Shareholders** of TRANSGAZ to be held at the headquarters of TRANSGAZ, 1 C. I. Motas Square, on **24 April 2024**, at **10:00 a.m.**, or on the date of the second meeting, if the first one is not held, to exercise the voting

rights related to the number of shares I hold and registered in the Shareholders Register of SC. DEPOZITARUL CENTRAL S.A., Bucharest, at the reference date **11 April 2024**, as follows:

- 1. Approval of the individual annual financial statements (statement of financial position, statement of comprehensive income, statement of changes in equity, statement of cash flows, notes to the financial statements) of SNTGN TRANSGAZ SA 2/5 for the financial year 2023, prepared in accordance with the International Financial Reporting Standards adopted by the European Union and approved by OMFP no. 2844/2016.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

- 2. Approval of the annual consolidated financial statements (consolidated statement of financial position, consolidated statement of comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows, notes to the consolidated financial statements) of SNTGN TRANSGAZ SA for the financial year 2023, prepared in accordance with the International Financial Reporting Standards adopted by the European Union and approved by OMFP no. 2844/2016.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

- 3. Presentation of the consolidated annual report of the administrators of SNTGN TRANSGAZ SA on the activity carried out in 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

- 4. Approval of the gross dividend per share in the amount of 0.35 lei/share, for the financial year 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**5. Presentation of the Financial Audit Report on the individual annual financial statements of SNTGN TRANSGAZ SA as at 31 December 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**6. Presentation of the Financial Audit Report on the consolidated annual financial statements of SNTGN TRANSGAZ SA as at 31 December 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**7. Approval of the proposal for the distribution of the net profit for the financial year 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**8. Approval of the Remuneration Report for the year 2023, subject to a consultative vote of the shareholders, in accordance with the provisions of Article 107, paragraph (6) of Law 24/2017 on issuers of financial instruments and market operations, as amended and supplemented.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**9. Approval of the discharge of the administrators of SNTGN Transgaz SA for the activity carried out in 2023.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**  
For ..... Against..... Abstention .....

**10. Assessment of the achievement of the financial and non-financial performance indicators attached to the mandate contracts of the non-executive administrators.**

**The version proposed by the Board of Administration of the company**  
For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**  
For ..... Against..... Abstention .....

**11. Approval of the prescription of the dividends for the financial year 2020 established by the OGMS Resolution no.3 of 27.04.2021, not yet paid until 16 July 2024, and their recording in the company's income account.**

**The version proposed by the Board of Administration of the company**  
For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**  
For ..... Against..... Abstention .....

**12. Setting the date of 28.06.2024 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.**

**The version proposed by the Board of Administration of the company**  
For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**  
For ..... Against..... Abstention .....

**13. Setting 27.06.2024 as an ex-date, in accordance with the legal provisions in force.**

**The version proposed by the Board of Administration of the company**  
For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**  
For ..... Against..... Abstention .....

**14. Setting 18.07.2024 as the dividend payment date.**

**The version proposed by the Board of Administration of the company**  
For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

**15. Empowerment of Mr. Petru Ion Văduva, as Chairman of the Board of Administration, or his alternate, Mr Nicolae Minea, Administrator to sign the Resolution of the Ordinary General Meeting of Shareholders and Mr Leahu Mihai Leontin, Deputy Director-General 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.**

**The version proposed by the Board of Administration of the company**

For ..... Against..... Abstention .....

**The version proposed by the shareholder \_\_\_\_\_ (if applicable)**

For ..... Against..... Abstention .....

This power of attorney was concluded in 3 (three) counterparts, one shall be submitted to TRANSGAZ, the Board of Administration and General Meeting of the Shareholders Secretariat, or it shall be submitted to the Secretariat of the Ordinary General Meeting of the Shareholders, one shall be used by the representative within the General Meeting of the Shareholders, and one shall remain with the represented shareholder.

**Date of power of attorney:** .....

**Surname and name:** .....

*(surname and name of the shareholder natural person or of the legal representative of the shareholder legal person, clearly and in capital letters).*

**Signature:** .....

*(signature of the shareholder natural person or signature and stamp of the legal representative of the shareholder legal person)*

Note:

<sup>1</sup> The content is according to Financial Supervisory Authority Regulation no. 5/2018 on the issuers of financial instruments and market operations, as amended.