

THE GENERAL SECRETARIAT OF THE GOVERNMENT

No. 20/7833/T.H.G.

Date: 01.04.2021

**To: The National Gas Transmission Company Transgaz S.A. Mediaş
Mr. Ion STERIAN - Director-General
Mr. Remus LĂPUŞAN - Chairman of the Board of Administration**

Request for supplementing the agenda of the Ordinary General Meeting of the Shareholders of the National Gas Transmission Company Transgaz S.A. Mediaş, convened for 22/23 April 2021

Dear Sirs,

Considering Art. 11 (6) of GEO 68/2019 on the establishment of some measures at the level of the central public administration and for the amending and supplementation of some normative acts, published in Official Journal of Romania, Part I, No. 898/06.11.2019, according to which the exercising of the rights and the fulfilment of the obligations deriving from the quality of state shareholder at the National Gas Transmission Company Transgaz S.A. Mediaş is carried out by the General Secretariat of the Government,

taking into account that on 29 April 2021 the mandates of the members of the Board of Administration of the National Gas Transmission Company Transgaz S.A. Mediaş expire, as well as the requests for the renewal of the mandates of the four members of the Board of Administration, submitted by the National Gas Transmission Company Transgaz S.A. Mediaş by Letter 21089/18.03.2021, registered at the General Secretariat of the Government under number 20/6558/THG/19.03.2021, please be informed as follows:

- according to the evaluation procedure for the renewal of the Board of Administration members` mandates, in accordance with Art. 29 of Emergency Ordinance 109/2011 on the corporate governance of public enterprises, approved as amended and supplemented by Law 111/2016 as further amended and supplemented, corroborated with Art. 45 of Government Resolution 722/2016 for the approval of the Methodological norms for the application of some provisions of Government Emergency Ordinance 109/2011 on the corporate governance of public enterprises, following the proposal submitted by the Selection Committee for the renewal of the Board of Administration members` mandates, the public supervisory body, which is also the majority shareholder, requests the modification of the agenda of the Convening of the Ordinary General Meeting of the Shareholders to be held on 22/23 April 2021 as follows:

- point 3. Appointment of 3 SNTGN Transgaz SA Board of Administration members.

At the same time, the General Secretariat of the Government, as a public supervisory body, but also as a majority shareholder, requests, according to Art. 92 (3) of Law 24/2017 on the issuers of financial instruments and market operations, corroborated with Art. 64¹ (3) of Law 111/2016, **the supplementation of the agenda of the Convening of the Ordinary General Meeting of the Shareholders** to be held on 22/23 April 2021, with the following points:

- Appointment of 2 provisional members of the Board of Administration with a mandate term of maximum 4 months, with the possibility of extending the term by another 2 months, until the completion of the selection procedure;
- Approval of the form of the mandate contracts for the 2 provisional members to be appointed in the Board of Administration of the National Gas Transmission Company Transgaz S.A. Mediaș, with the fixed allowance of the remuneration and the empowerment of a representative of the public supervisory body to sign the mandate contract.

This Letter will be sent to S.N.T.G.N. Transgaz S.A. Mediaș in soft copy at cabinet@transgaz.ro on 01 April 2021, but also in hard copy at the company's headquarters.

Considering the above, please send us promptly the Ordinary General Meeting of the Shareholders Convening, updated as mentioned above. For efficiency and in order to streamline the processes, the documentation will be sent in soft copy to Mrs. Mihaela Alexandra Ciobanu, senior advisor at the Governance Department, at mihaela.ciobanu@gov.ro, but also to the headquarters of the General Secretariat of the Government.

Yours sincerely,

THE SECRETARY-GENERAL OF THE GOVERNMENT
TIBERIU HORATIU GORUN



GENERAL SECRETARIAT OF THE GOVERNMENT

TO: National Natural Gas Transmission Company „Transgaz” S.A. Medias

Attn: Mr. Ion STERIAN, Director General

Mr. Remus LAPUȘAN, Chairman of the Board of Administration

FROM:

The General Secretariat of the Government, Mr. Tiberiu Horatiu GORUN, Secretary General

Submission of proposals for the positions of temporary administrators in the Board of Administration of SNTGN Transgaz SA Medias

In accordance with the provisions of art. 64¹, para. (3) of GEO no. 109/2011 on the corporate governance of public enterprises, approved with modifications and completions by Law no. 111/2016, with subsequent amendments and completions, considering point 3.1 and point 5 of the Convening of the Ordinary General Meeting of the Shareholders dated 22/23 April 2021, we hereby submit the proposals of candidates for the positions of temporary administrators of SNTGN Transgaz SA Medias, from the part of the General Secretariat of the Government, as public guardianship authority and representative of the Romanian state as majority shareholder, namely Mr. Mircea Abrudean - Deputy Secretary General of the Government and Mrs. Laura Raluca Alina Dragota - Deputy General Director, General Directorate of Public Policies, Strategies and Internal Management Control.

At the same time, we attach hereto the documents required for the submission of the application for the above-mentioned persons, as follows:

- Copy of the identity document signed as true copy of the original by the holder of the identity document;
- Curriculum Vitae, updated, European model;
- Affidavit on the lack of criminal record;
- Affidavit on the non-registration on the list comprising the administrators whose mandate has been revoked for reasons imputable to them;
- Affidavit on the non-existence of a conflict of interests situation;
- Affidavit on whether or not they have the status of "independent" within the meaning of the provisions of art. 138² of Law no. 31/1990 on companies, republished, with subsequent amendments and completions;
- Affidavit on not being part of the Boards of Administration of other companies, incompatible with SNTGN Transgaz S.A. Medias and also, on no more than 3 Boards of Administration;
- Declaration of consent for the processing of personal data, according to the model published on the company's website at www.transgaz.ro.

Yours sincerely,

Secretary General

Tiberiu Horatiu GORUN

Illegible signature

Stamp of the Secretary General of the General Secretariat of the Government