

CURRENT REPORT according to Art. 139 of Law 24/2017Date of report: **08.04.2025**Name of issuing entity: **SNTGN TRANSGAZ SA**Headquarters: **Medias, 1 Constantin I. Motas Square, Sibiu County**Telephone/fax number: **0269 803333/0269 839029**Tax identification code: **RO 13068733**Trade Register number: **J32/301/2000**Subscribed and paid-up capital: **1,883,815,040 RON**Regulated market on which issued securities are traded: **Bucharest Stock Exchange.****SUPPLEMENT TO THE CONVENING OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS**

(as requested by the General Secretariat of the Government, as the majority shareholder of SNTGN Transgaz SA)

The Board of Administration of the National Gas Transmission Company TRANSGAZ S.A. headquartered in Medias, 1 C.I. Motas Square, Sibiu County, registered with the Trade Register Office attached to Sibiu Law Court under number J/32/301/2000, VAT Code RO13068733, according to Companies' Law 31/1990, republished, as amended, to Law 24/2017 on the issuers of financial instruments and market operations, republished, as amended, to Regulation 5/2018 of the Financial Supervising Authority on the issuers of financial instruments and market operations, republished, as amended, and to the provisions of Art. 16 of the updated Articles of Incorporation of Transgaz, at the request of the majority shareholder, the General Secretariat of the Government (58.5097% stake in the share capital), by Letter no.20/7729/M.D./08.04.2025, **in accordance with Article 117[^]1 of Law 31/1990** on the companies, republished, as amended, corroborated with Article 105 (3) of Law 24/2017 on issuers of financial instruments and market operations, as amended, and with the provisions of Art. 29 (1) of Government Emergency Ordinance No. 109/2011 on corporate governance of public enterprises, as amended, supplements the agenda of the Ordinary General Meeting of the Shareholders of 29/30 April 2025, initially published in Official Journal of Romania, Part IV, No. 1454/25.03.2025 and in the Bursa newspaper issue 54 of 26.03.2025, as follows:

- Acknowledging the termination of the term of office of the administrators of S.N.T.G.N. Transgaz S.A., Mr Ion STERIAN, Mr Petru Ion VĂDUVA, Mr Nicolae MINEA, Mrs Ilinca VON DERENTHALL and the interim administrator, Ms Adina Lăcrimioara HANZA, as of 30.04.2025, in accordance with the law.
- Appointment of 5 members of the Board of Administration of S.N.T.G.N. Transgaz S.A. for a term of office of 4 years from 30.04.2025 until 29.04.2029, following the completion of the selection procedure.

- Provisional establishment, until the date of approval of the remuneration under the conditions set out in Art. 37 (1) of GEO No. 109/2011, of a remuneration of the administrators appointed by this resolution, consisting of a fixed allowance in the amount approved by OGMS Resolution No. 2/22.04.2021, namely 17,674 lei gross monthly.
- Approval of the form of the contract of mandate to be concluded with the members of the Board of Administration of S.N.T.G.N. Transgaz S.A. and empowerment of a representative of the majority shareholder, the General Secretariat of the Government, in the Ordinary General Meeting of the Shareholders to sign on behalf of the Company the contracts of mandate with the persons appointed as members of the Board of Administration.

Thus, the **Ordinary General Meeting of the Shareholders** to be held on **29 April 2025, 10:00 a.m., 30 April 2025, 10:00 a.m. respectively**, to take place in Motas Hall, at the headquarters of the company located in Medias, 1 C.I. Motas Square, the county of Sibiu, in which only the persons having the quality of shareholders, meaning they are registered with the registry of the company's shareholders at the end of the day of **17 April 2025**, are entitled to participate and to vote, shall have the following agenda:

AGENDA:

1. Approval of the separate 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 financial year 2024, prepared in accordance with the International Financial Reporting Standards adopted by the European Union and approved by OMFP No. 2844/2016.
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 financial year 2024, prepared in accordance with the International Financial Reporting Standards adopted by the European Union and approved by OMFP No. 2844/2016.
3. Approval of the Consolidated Annual Report of the Administrators of SNTGN TRANSGAZ SA on the activity carried out in 2024, and the Consolidated Sustainability Report for 2024 (Annex 1 to the Consolidated Report of the Administrators).
4. Presentation of the Financial Audit Report on the separate annual financial statements of SNTGN TRANSGAZ SA as at 31 December 2024.
5. Presentation of the Financial Audit Report on the consolidated annual financial statements of SNTGN TRANSGAZ SA as at 31 December 2024.
6. Approval of the gross dividend per share in the amount of 1.08 lei/share for financial year 2024.
7. Approval of the proposal for the distribution of the net profit for the financial year 2024.

8. Approval of the Remuneration Report for the year 2024, subject to a consultative vote of the shareholders, in accordance with the provisions of Article 107 (6) of Law 24/2017 on issuers of financial instruments and market operations, as amended.
9. Approval of the discharge of the administrators of SNTGN Transgaz SA for the activity carried out in 2024.
10. Approval of the assessment of the achievement of the financial and non-financial performance indicators under to the mandate contracts of the non-executive administrators.
11. Approval of the prescription of the right to receive dividends for financial year 2021 established by the OGMS Resolution No. 5 of 28.04.2022, not collected until 29.07.2025 and their recording in the company's income account.
12. Acknowledging the termination of the term of office of the administrators of S.N.T.G.N. Transgaz S.A., Mr Ion STERIAN, Mr Petru Ion VĂDUVA, Mr Nicolae MINEA, Mrs Ilinca VON DERENTHALL and the interim administrator, Ms Adina Lăcrimioara HANZA, as of 30.04.2025, in accordance with the law.
13. Appointment of 5 members of the Board of Administration of S.N.T.G.N. Transgaz S.A. for a term of office of 4 years from 30.04.2025 until 29.04.2029, following the completion of the selection procedure.
14. Provisional establishment, until the date of approval of the remuneration under the conditions set out in Art. 37 (1) of GEO No. 109/2011, of a remuneration of the administrators appointed by this resolution, consisting of a fixed allowance in the amount approved by OGMS Resolution No. 2/22.04.2021, namely 17,674 lei gross monthly.
15. Approval of the form of the contract of mandate to be concluded with the members of the Board of Administration of S.N.T.G.N. Transgaz S.A. and empowerment of a representative of the majority shareholder, the General Secretariat of the Government, in the Ordinary General Meeting of the Shareholders to sign on behalf of the Company the contracts of mandate with the persons appointed as members of the Board of Administration.
16. Setting the date of **25.06.2025** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.
17. Setting **24.06.2025** as an ex-date, in accordance with the legal provisions in force.
18. Setting **16.07.2025** as the dividend payment date.
19. Empowerment of Mr. Petru Ion Văduva, as Chairman of the Board of Administration, or his alternates, Mr Nicolae Minea, Administrator, Mrs. Von Derenthall Ilinca, Administrator, Ms. Hanza Adina-Lăcrimioara interim administrator, or any other administrator of SNTGN Transgaz SA appointed by the Ordinary General Meeting of the Shareholders to sign the Resolution of the Ordinary General Meeting of the Shareholders, and of Mr Mihai Leontin Leahu, 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 list containing information on the names, place of residence and professional qualifications of the persons proposed for the position of administrator will be available to shareholders at the company's registered office in Mediaş, 1 C.I. Motaş Square, Sibiu County, the ground floor, room 6 and/or on the company's website at www.transgaz.ro, the link Investors/G.M.S./OGMS documents, both in Romanian and in English from the date of publication of the supplement to the convening of the general meeting, and may be consulted and completed by them with proposals for candidatures. The list will be updated periodically as proposals are received within the deadline.

The shareholders of the company may obtain, upon request, copies of the List containing information on the name, place of residence and professional qualifications of the persons proposed for the position of administrator.

The shareholders, including the public supervisory authority, will submit to the AMEPIP proposals for candidates, who may be members of the body of administrators of public enterprises or may be candidates who are not registered in the body of administrators, and the AMEPIP will assess the proposals and communicate the results of the assessment to the shareholders, following which the ordinary general meeting of the shareholders will appoint the administrators.

Proposals of candidates for the election of the members of the Board of Administration of SNTGN Transgaz SA must be made by the shareholders in writing and must be accompanied by the following documents:

1. For the submission of applications in the case of **natural persons**: a copy of the identity card signed in original by the holder of the identity card, an updated curriculum vitae, the European model, a sworn statement concerning the absence of the criminal record, a sworn statement concerning the absence of inclusion on the list of administrators whose mandate was revoked for reasons attributable to them, a sworn statement concerning the absence of conflict of interest, a sworn statement indicating whether or not they hold the status of `independent` within the meaning of Article 138² of Companies` Law 31/1990, republished, as amended, and of Article 28 (6) of GEO 109/2011 on the corporate governance of public enterprises, republished, as amended, a sworn statement that they do not sit on the boards of administration/supervisory boards of other the companies that are incompatible with SNTGN Transgaz SA or on more than two boards of administration/supervisory boards.
2. For the submission of applications in the case of **legal entities**: presentation of the company, of the representative to be appointed, accompanied by the appropriate documents indicated for the submission of candidacy by natural persons, the findings certificate or the equivalent showing the object of activity of the company, the duration of the company, as well as the fact that the company is in operation, an affidavit regarding the lacking of a conflict of interest, an affidavit of no criminal record, a tax record certificate or, in the case of foreign legal entities that are not registered for tax purposes in Romania, a sworn affidavit

from the representative of the legal entity stating that they have no tax debts, a sworn affidavit that they do not sit on the boards of administration/supervisory boards of other companies that are incompatible with Transgaz or on more than two boards of administration/supervisory boards.

3. A declaration of consent to the processing of personal data, according to the model published on the company's website at www.transgaz.ro, the link Investors/G.M.S./OGMS documents.

The applications and the required documents must be sent a) on paper, in a closed and sealed envelope marked: `proposals for the election of the members of the Board of Administration of SNTGN Transgaz SA to the headquarters of SNTGN Transgaz SA in Mediaş, 1 C.I. Motaş Square, the ground floor, room 6, Sibiu County, attention of Ms Claudia Elena Florea, or b) by e-mail, electronically signed with an extended electronic signature, according to Law 455/2001 on electronic signature, at secretariat.ca_aga@transgaz.ro, so as to be received **until 15.04.2025, 15.00 p.m.**, which is the deadline for proposals for candidates for the positions of members of the Board of Administration of SNTGN Transgaz SA.

The final list containing information on the names, place of residence and professional qualifications of the persons who will apply for the positions of members of the Board of Administration of SNTGN Transgaz SA may be consulted by the shareholders at the company's registered office in Mediaş, 1 C.I. Motaş Square, Sibiu County, the ground floor, room 6 and/or on the company's website at www.transgaz.ro, the link Investors/G.M.S./OGMS documents, both in Romanian and in English, starting from **15.04.2025, at 18.30 p.m.**

The amended special power of attorney, the form of vote by correspondence, the draft OGMS resolution and the documents and materials of the meeting regarding points 12,13,14,15 on the agenda of the Ordinary General Meeting of the Shareholders are available at the headquarters of the Company in Mediaş, 1 C. I. Motaş Square, Sibiu County, the ground floor, room 6 and/or in soft copy on the company's website (www.transgaz.ro), the link Investors/G.M.S./OGMS documents, both in Romanian and in English, as of **15.04.2025, 18.30 p.m.**

Chairman of the Board of Administration
Petru Ion Văduva