

DRAFT RESOLUTION**RESOLUTION NO.2**
of the Ordinary General Meeting of the Shareholders
of the National Gas Transmission Company TRANSGAZ S.A. Medias,
of 16 February 2023

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 the republished Law 24/2017 on the issuers of financial instruments and market operations, 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 16/17 February 2023, 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 Transgaz' revenue and expense budget for 2023 and the estimates for 2024-2025.

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 new values of some financial performance indicators included in the updated Transgaz Management Plan 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 addendum to the mandate contract signed with the

non-executive members of Transgaz' Board of Administration with the revised financial performance indicators attached, and the empowering of the representative of the General Secretariat of the Government in the GMS, in the person of Mrs/Mr ____ to sign, on behalf of the company, the addenda to the mandate contracts of the non-executive members of the Transgaz' Board of Administration containing the amendments approved under item 2 of the agenda of 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 **6 March 2023** 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 Petru Ion Văduva, as Chairman of the Board of Administration, or his alternate, Mr Nicolae Minea, Administrator or Mr Csaba Orosz, Administrator, 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., or his alternate, 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.

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