



**Transelectrica®**

Societate Administrată în Sistem Dualist

**The National Power Grid Company Transelectrica**

2-4 Olteni Street Bucharest, District 3, 030786, Romania  
Trade Register Number J40/8060/2000, Single Registration Code 13328043  
Phone +4021 303 56 11, Fax +4021 303 56 10  
Share capital subscribed and paid: 733.031.420 Lei [www.transelectrica.ro](http://www.transelectrica.ro)

**To the: Bucharest Stock Exchange – Department of Operations Issuers Regulated Markets  
Financial Supervision Authority - General Directorate Supervision - Issuers Division**

Current report according to the provisions of Law no 24/2017, ASF Regulation 5/2018 and the BVB Code

Date of current report: **April 29, 2024**

Name of Issuer Company: **NPG Co. TRANSELECTRICA S.A., managed under two-tier system**

Headquarters: Bucharest 3, 2-4 Olteni Street

Phone/fax numbers: 021 30 35 611/021 30 35 610

Single registration code: 13328043

LEI code: 254900OLXCOUQC90M036

Number in the Trade Register: J40/8060/2000

Share capital subscribed and paid: 733,031,420 LEI

Regulated market where the issued securities are transacted: Bucharest Stock Exchange

### **DECISION NO. 3 of the Shareholders' Ordinary General Assembly of National Power Grid Company Transelectrica S.A. of April 29, 2024**

The Shareholders' ordinary general assembly of National Power Grid Company Transelectrica S.A., managed under two-tier system, established and acting in accordance with the Romanian legislation, registered with the National Office of the Trade Register from Bucharest Tribunal under no. J40/8060/2000, fiscal code 13328043, having its headquarters in Bucharest City 3, 2-4 Olteni Street, "PLATINUM Center" building, share capital subscribed and paid of 733,031,420 Lei, divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on **April 29, 2024, 10:00 h**, attended by shareholders representing 82,23726% of the share capital and 82,23726% of the total voting rights, in accordance with the provisions of Company Law no. 31/1990, republished, with later amendments and additions, of Law no. 24/2017 on issuers of financial instruments and market operations, republished, with later amendments and additions, of G.E.O. no. 109/2011 on the corporate governance of public enterprises, approved with amendments and additions by Law no. 111/2016, with subsequent amendments and additions, as well as those brought by Law no. 187/2023 and of FSA Regulation no. 5/2018 on issuers of financial instruments and market operations, with later amendments and additions, issues the following,

#### **DECISION:**

With respect to the agenda items under nos. 4, 5, 6, 7, 8, 9, 10, 12, 14, 15, 16 and 17 as follows:

1. Regarding item 4 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** the separate financial statements of the National Electric Power Transport Company "Transelectrica"-SA for the financial year 2023, according to Note no. 15362/27.03.2024.
2. Regarding item 5 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** the consolidated

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financial statements of the National Electric Energy Transport Company "Transelectrica"-SA for the financial year 2023, according to Note no. 15369/27.03.2024.

3. Regarding item 6 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** the distribution of the remaining accounting profit after deducting the profit tax on 31.12.2023 in the amount of 213,611,306 lei with the following destinations:

No.	Destination	Amount (RON)
1	<b>Accounting profit remaining after income tax on December 31, 2023</b>	<b>213,611,306</b>
	<i>Distribution of accounting profit to the following destinations:</i>	
a	Legal reserve (5%)	0
b	Other reserves representing tax facilities – exemption from payment of tax on reinvested profit	125,636,653
c	Other distributions provided by law - revenues achieved in 2023 from interconnection capacity allocation (net of profit tax)	87,974,653
2	<b>Profit remaining to be distributed (1-a-b-c)</b>	<b>0</b>
d	Employee profit sharing	0
e	Dividends due to shareholders from the remaining distributable profit	0
f	Other reserves established as own sources of financing	0
g	Non-distributed profit	0
3	<b>Total distributions (a+b+c+d+e+f+g)</b>	<b>213,611,306</b>

according to Note no. 15365/27.03.2024.

4. Regarding item 7 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** the distribution of gross dividend per share from the retained earnings existing in the balance on 31.12.2023, at the value of 0.28 lei, according to Note no. 15367/27.03.2024.

5. Regarding item 8 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** the establishment of the reserves related to the revenues obtained from the allocation of the transmission capacity on the interconnection lines by apportionment from the carried forward result representing the surplus obtained from non-taxable revaluation reserves upon the change of destination in the amount of 124,558,966 lei, according to Note no. 15366/27.03.2024.

6. Regarding item 9 on the agenda, the Shareholders' General Assembly, by 60.277.067 votes **For** representing 99,99099% of the total number of votes cast, by 5.431 votes **Against** representing 0,00901% of the total number of votes cast and by 0 votes **Abstention, approves** the discharge of the members of the Directorate and the members of the Supervisory Board for the financial year 2023.

7. Regarding item 10 on the agenda, the Shareholders' General Assembly, by 53.321.870 votes **For** representing 97,53891% of the total number of votes cast, by 1.395.876 votes **Against**

representing 2,46109% of the total number of votes cast and by 3.564.752 votes **Abstention, approves** the remuneration report for the financial year 2023, registered with no. 15555/27.03.2024.

8. Regarding item 12 on the agenda, the Shareholders' General Assembly, by 52.831.488 votes **For** representing 87,63985% of the total number of votes cast, by 7.451.010 votes **Against** representing 12,36015% of the total number of votes cast and by 0 votes **Abstention, approves** remuneration policy for members of the executive and non-executive management of National Electric Power Transport Company "Transelectrica"-SA. revised at the level of March 2024, according to Note no. 15557/27.03.2024.

9. Regarding item 14 on the agenda, the Shareholders' General Assembly, by 47.501.463 votes **For** representing 88,68496% of the total number of votes cast, by 6.060.565 votes **Against** representing 11,31504% of the total number of votes cast and by 4.955.197 votes **Abstention, approves** the ratification of the resolutions no. 26/25.06.2021, no. 49/22.12.2021, no. 50/22.12.2021, no. 51/22.12.2021, no. 52/22.12.2021, no. 53/22.12.2021, no. 13/23.03.2022, no. 18/21.06.2022, no. 43/14.10.2022, no. 53/19.12.2022, no. 15/19.04.2023, no. 24/20.06.2023, no. 39/24.10.2023 and no. 11/21.03.2024 of the Supervisory Board to designate the provisional members in the Directorate.

10. Regarding item 15 on the agenda, the Shareholders' General Assembly, by 51.066.215 votes **For** representing 87,26698% of the total number of votes cast, by 7.451.010 of votes **Against** representing 12,73303% of the total number of votes cast and by 0 votes **Abstention, approve** the establishment general limits of remuneration and other benefits that will be granted by C.N.T.E.E. Transelectrica S.A. to the provisional members of the Directorate, including the fixed allowance, as well as other advantages granted to them as follows:

15.1. Fixed gross monthly compensation: maximum 6 times the average over the last 12 months of the average gross monthly salary for the activity carried out according to the main object of activity registered by the company, at class level according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment.

15.2. Other benefits for Directorate members of NPT Co. Transelectrica:

a) in case the mandatee (Directorate member) does not have a home in Bucharest or within 60 km from Bucharest, the company will settle, at the request of the mandatee accompanied by supporting documents, the equivalent of the amount of the monthly rent related to the use of a home located in Bucharest or within 60 km from Bucharest, within the limit of the equivalent in RON of the net amount of up to 780 EURO/month.

b) in case the mandatee domicile (Directorate member) is not in Bucharest, the company will settle, at the request of the mandatee, accompanied by supporting documents, the equivalent value of air, rail and/or road transport from the domicile to the headquarters of the mandator and back within the limit of the equivalent in RON of a net amount of up to 2000 RON/month.

11. Regarding item 16 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** establishing the date of **June 06, 2024** as the "ex date", the calendar date from which the Company's shares subject to the

Resolution of the Ordinary General Shareholders' Meeting are traded without the rights deriving from that resolution.

12. Regarding item 17 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** establishing the date of **June 07, 2024** as the registration date of the shareholders on whom the effects of the SOGA Decision will be reflected.

13. Regarding item 18 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** establishing the date of June 27, 2024 as the "payment date" of the dividends distributed from the profit recorded on 31.12.2023.

14. Regarding item 19 on the agenda, the Shareholders' General Assembly, by 60.282.367 votes **For** representing 99,99978% of the total number of votes cast, by 131 votes **Against** representing 0,00022% of the total number of votes cast and by 0 votes **Abstention, approves** empowering the chairperson of the meeting, Cătălin Constantin NADOLU, to sign the Decision of the Shareholders' Ordinary General Assembly, as well as the necessary documents regarding the registration and publication of the SOGA Decision, according to the legal provisions. The assembly chairperson may empower other persons to fulfill the formalities of publicity and registration of the SOGA Decision.

**Ștefăniță MUNTEANU**

**Executive Director General  
Directorate Chairman**

**Bogdan TONCESCU**

**Directorate Member**