

**CURRENT REPORT according to Art. 139 of Law 24/2017**Date of report: **23.04.2024**Name of issuing entity: **SNTGN TRANSGAZ SA**Headquarters: **Mediaș, 1 Constantin I. Motaș 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. Motaș 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 20/11385/M.A./09.04.2024, in accordance with Article **117<sup>^</sup>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, supplements the agenda of the Ordinary General Meeting of the Shareholders of 16/17 May 2024, initially published in Official Journal of Romania, Part IV, no. 1799/10.04.2024 and in the Bursa newspaper issue 70 of 11.04.2024, as follows:

- Appointment of a provisional member of the Board of Administration for a maximum term of office of 5 months, as of 17.05.2024, with the possibility of extension, once only, for another 2 months, for justified reasons.
- Approval of the form of the mandate contract for the provisional member to be appointed in the Board of Administration of the National Gas Transmission Company Transgaz SA and the empowerment of a representative of the majority shareholder, the General Secretariat of the Government, to sign the mandate contract.

Thus, the **Ordinary General Meeting of the Shareholders** to be held on **16 May 2024, 10:00 a.m.** 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 **7 May 2024**, are entitled to participate and to vote, shall have the following agenda:

#### **AGENDA:**

- 1.** Acknowledgement of the termination of the mandate of the Transgaz interim administrators, Ms Ilinca Von DERENTHALL and Ms Adina Lăcrimioara HANZA, as from 17.05.2024, in accordance with the law.
- 2.** Appointment of an administrator in the Board of Administration of S.N.T.G.N. Transgaz S.A. as of 17.05.2024 until 29.04.2025, following the completion of the selection procedure.
- 3.** Approval of the form of the contract of mandate to be concluded with the member of the Transgaz Board of Administration, and the empowering 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 contract of mandate with the person appointed as member of the Board of Administration.
- 4.** Appointment of a provisional member of the Board of Administration for a maximum term of office of 5 months, as of 17.05.2024, with the possibility of extension, once only, for another 2 months, for justified reasons.
- 5.** Approval of the form of the mandate contract for the provisional member to be appointed in the Board of Administration of the National Gas Transmission Company Transgaz SA and the empowerment of a representative of the majority shareholder, the General Secretariat of the Government, to sign the mandate contract.
- 6.** Setting the date of 4 June 2024 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws.
- 7.** 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 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 interim administrator will be available to shareholders at the company's registered office in Mediaș, 1 C.I. Motas Square, Sibiu County, the ground floor, room 6 and/or on the company's website at [www.transgaz.ro](http://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 interim 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 provisional administrators.

Proposals of candidates for the election of a provisional member 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 138<sup>2</sup> 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](http://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 interim administrator in the Board of Administration of SNTGN Transgaz SA to fill the remaining vacancy`, 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](mailto:secretariat.ca_aga@transgaz.ro), so as to be received **until 30.04.2024, 12.00 p.m.**, which is the deadline for proposals for candidates for the position of interim administrator.

The final list containing information on the names, place of residence and professional qualifications of the persons who will apply for the position of interim administrator 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](http://www.transgaz.ro), the link Investors/G.M.S./OGMS documents, both in Romanian and in English, starting from **30.04.2024, at 14.00 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 4 and 5 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](http://www.transgaz.ro)), the link Investors/G.M.S./OGMS documents, both in Romanian and in English, as of **30 April 2024, 14.00 p.m.**

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