



Transelectrica®
Societate Administrată în Sistem Dualist

The National Power Grid Company Transelectrica
2-4 Olteni Street Bucharest, District 3, 030786, Romania
Trade Register Number J2000008060404, Single Registration Code 13328043
Phone +4021 270 04 53, Fax +4021 303 56 10
Share capital subscribed and paid: 733.031.420 lei 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: **December 22, 2025**

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: 2549000LXCOUQC90M036

Number in the Trade Register: J2000008060404

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

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

COMPLETING THE CONVENING NOTICE OF THE SHAREHOLDERS' GENERAL ORDINARY ASSEMBLY (according to the request of the stakeholder, the Romanian State, represented by Government General Secretariat in accordance with article 11 paragraph (5) of G.E.O. 68/2019)

The Directorate of Transelectrica, Company managed under a two tier system, with headquarters in Romania, Bucharest, Olteni Street number 2-4, Platinum Center building, district 3, registered with number J40/8060/2000 at Trade Registry Office, sole registration code 13328043, (hereinafter 'the Company' or 'Transelectrica'), taking into consideration the request of the stakeholder, the Romanian State, represented by the Government General Secretariat, in accordance with article 11 paragraph (5) of G.E.O. 68/2019, holder of 43,020,309 shares, representing 58.6882% of the social capital of the company, made through letter number 20/37909/S.R.O. from 17.12.2025 (registered within Transelectrica with number 56965 from 17.12.2025), pursuant to article 117¹ of Corporations Law 31/1990, republished with later amendments and additions, of art. 105 paragraph (3) of Law 24/2017 on issuers of financial instruments and market operations, republished, with later amendments and additions, and of art.189 from ASF Regulation number 5/2018 on issuers of financial instruments and market operations, with later amendments and additions, completes the agenda of the Shareholders' General Ordinary Assembly which will take place on **January 8, 2026, h 12.00**, in Bucharest, Olteni Street number 2-4, Platinum Center building, district 3, meeting room number 1112, first published in Romania Official Gazette Part IV, no. 5812/03.12.2025 and in newspaper Financial News from 03.12.2025, with the following items:

„1. Taking the legal necessary actions by the shareholders to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica, as a result of the vote cast by this in the Shareholders' General Assembly meeting from November 6, 2013;

2. Taking the legal necessary actions by the shareholders to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from September 28, 2020;

3. The empowerment of the legal representatives of Transelectrica to take the necessary actions to attract the patrimonial liability of the shareholder's

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representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from November 6, 2013;

4. The empowerment of the legal representatives of Transelectrica to take the necessary actions to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from September 28, 2020;"

Thus, for the ordinary meeting convened for **January 8, 2026, h 12.00**, in Bucharest, Olteni Street number 2-4, Platinum Center building, district 3, meeting room number 1112, for all the shareholders registered in the Company's shareholders registry at the end of **December 29, 2025**, will have the following

AGENDA:

1. Informing the Shareholders' General Assembly regarding the acquisitions from non-reimbursable European funds – 16 REPowerEU Component within PNRR according to art. 25 letter n from the Company's Articles of Association;
2. Taking the legal necessary actions by the shareholders to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica, as a result of the vote cast by this in the Shareholders' General Assembly meeting from November 6, 2013;
3. Taking the legal necessary actions by the shareholders to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from September 28, 2020;
4. The empowerment of the legal representatives of Transelectrica to take the necessary actions to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from November 6, 2013;
5. The empowerment of the legal representatives of Transelectrica to take the necessary actions to attract the patrimonial liability of the shareholder's representative in order to recover the amounts paid by Transelectrica as a result of the vote cast by this in the Shareholders' General Assembly meeting from September 28, 2020;"
6. Setting the date of **January 30, 2026** as registration date of shareholders who will be affected by the Shareholders' General Ordinary Assembly resolution;
7. The empowerment of the chairman of the meeting to sign the Shareholders' General Ordinary Assembly resolution, as well as the necessary documents regarding the registration and publication of the resolution according to the legal provisions.

In case the required quorum cannot be reached on the fore-mentioned date, the Shareholders' General Ordinary Assembly will be held on **January 9, 2026, 12.00 h** in Bucharest, Olteni Street number 2-4, Platinum Center building, district 3, meeting room number 1112 with the same agenda.

On the convened date, the Company's share capital is 733,031,420 RON and consists of 73,303,142 nominative dematerialized shares, with nominal value of 10 RON, each share providing the right to one vote in the Shareholders' general assembly.

After completing the agenda, the draft resolution, the meeting materials (documents or information about the issues on the agenda) are available from **December 24, 2025** in electronic form both in Romanian and in English on the company's website (www.transelectrica.ro), Investment relations page/AGA and can be obtained from the following address: PLATINUM Centre, Olteni street number 2-4, Bucharest 3 on weekdays, 08:00 ÷ 15:00 h.

Each shareholder has the right to ask questions about the items on the General assembly's agenda, to which answers will be posted on the Company's website. Questions can be submitted in writing, either by mail or courier service (at: Bucharest 3, Str. Olteni no. 2-4, PLATINUM Centre Building) or by electronic means (e-mail: irina.racanel@transelectrica.ro or fax: 021.303.56.10) to the attention of Mrs. Irina Racanel.

Shareholders enlisted on the reference date in the Company's Shareholders' register, notified by the Central Depositary, that directly or indirectly hold participation of at least 5% from the Company's share capital are compelled to fill in and submit a liability statement according to the provisions of article 34 paragraph 2 from the Electricity and natural gas law 123/2012, with later amendments and additions, of article 17 paragraph 8 and of article 39 from the Company's Articles of association. Such statement will be accompanied by the summary of account positions to date / the statement of account showing the portfolio of shares held by it to the economic operators carrying out power generation or supply activities, issued by the Participant / Central Depositary. The template pattern of the statement form will be posted both in Romanian and in English on the Company's site together with the correspondence voting forms and the special powers of attorneys. This form can be also obtained from the following address: PLATINUM Centre, str. Olteni 2-4, Bucharest 3 on weekdays, **08:00 - 15:00 h.** The responsibility of the statements in terms of compliance with applicable legal and statutory provisions devolves exclusively on each shareholder individually (article 326 of the Criminal Code approved by Law 286/2009 with later amendments and additions). The statement together with the statement of account / summary of account positions to date will be filled in, signed by the shareholder and submitted in the original to the Company before the reunion of the Shareholders' general assembly.

The capacity of shareholder as well as, in case of legal person shareholders or of entities without legal personality, the capacity of legal representative is ascertained according to the list of shareholders on the reference/registration date received by the Company from the Central Depositary or, as the case may be, for different reference/registration dates according to the following documents that the shareholder submits to the issuer, issued by the central depositary or by the participants, defined by law, that provide custody services:

- a) The statement of account showing the capacity of shareholder and the number of shares held;
- b) The documents certifying the registration of the information about the legal representative with the central depositary / the respective participants.

Documents certifying the capacity of legal representative issued in a foreign language, other than English, will be accompanied by translation made by certified translator into Romanian or English. There is no need to legalize or apostille the documents certifying the capacity of shareholder's legal representative. To identify the natural person shareholder, or as the case may be the legal representative of the legal person shareholder or entity without legal personality, he/she will attach copies of the documents certifying his/her identity to such request.

The Company can accept the proof of the legal representative capacity according to documents considered relevant by the issuer, issued by the Office of the Trade Register or by a similar authority from the state where the shareholder is registered, within the validity term, in case the shareholder has not provided the central depositary / participant with proper information about his/her legal representative.

Only the shareholders registered on the reference date of **December 29, 2025** can personally or by representative attend and vote within the meeting.

The participation by proxy is possible using a special power of attorney, according to the form provided by the Company, or a general mandate complying with the provisions of article 105 from Law 24/2017 on the issuers of financial instruments and market operations, republished, with later amendments and additions, as per the terms of articles 200-207 from Regulation 5/2018 on the issuers of financial instruments and market operations, with later amendments and additions.

The special power of attorney form both in Romanian and English will be also available in electronic format on the Company's website (www.transelectrica.ro), page Investor relations/AGA beginning with **December 24, 2025**.

The special power of attorney in the original or the general mandate (a copy that should mention the conformity with the original and bear the representative's signature), either in Romanian or in English will be submitted at Bucharest 3, str. Olteni no. 2-4, PLATINUM Centre Building, to the kind attention of Mrs. Irina Cojocaru, or will be transmitted bearing the extended electronic signature according to the provisions of Law 455/2001 of the electronic signature by email to: irina.racanel@transelectrica.ro. The special power of attorney will be handed in a closed envelope marked "Special power of attorney – for the **AGOA Secretariat January 8/9, 2026**" by **January 8, 2026, 12:00 h** for the first convocation, and namely by **January 9, 2026, 12:00 h** for the second convocation.

The shareholders registered on the reference date can vote by correspondence before the Shareholders' general assembly using the correspondence voting form made available both in Romanian and in English beginning with **December 24, 2025** on the Company's website (www.transelectrica.ro), page Investor Relations / AGA. The vote by correspondence can be expressed by a representative only in case this one has received a special / general mandate from the shareholder he/she represents, which is submitted to the Company as per the fore-mentioned conditions or is a credit institution which provides custody services complying with article 105 paragraph 11 from law 24/2017 regarding issuers of financial instruments and market operations, republished with later amendments and completion.

Correspondence voting form either in Romanian or in English that have been filled in and signed by shareholders and are accompanied by a copy of the ID document of the natural person shareholder or, as the case may be, a copy of the ID document of the legal person shareholder's representative, will have to get in the original by post or courier service, in closed envelope marked "correspondence voting - for the **AGOA Secretariat January 8/9, 2026**", by mail or courier service, at address: PLATINUM Centre, Olteni street number 2-4, Bucharest 3, postal code 030786, until **January 8, 2026, 12.00 h** for the first convocation, and namely by **January 9, 2026, 12:00 h** for the second convocation.

Additional information can be obtained at the phone number 0722314610, Irina Cojocaru – Shareholders' General Assembly technical secretary.

DIRECTORATE

Executive Director General	Directorate Member	Directorate Member	Directorate Member	Directorate Member
Ștefăniță MUNTEANU	Florin-Cristian TĂTARU	Victor MORARU	Cătălin- Constantin NADOLU	Vasile-Cosmin NICULA