

Translation from Romanian

**MINISTRY OF ECONOMY**

**Department for Privatisation and State Ownership Administration (DPAPS)**

To: ***The National Gas Transmission Company TRANSGAZ SA***

Attn: ***The Board of Administration***

CC: ***The Director-General***

(stamp

Exit no. 2534

date: 16.05.2018)

Dear Sirs,

Considering the agenda of the ordinary shareholders' meeting to be held on 07/08.06.2018 the convening of which was published according to the applicable legal provisions,

Pursuant to art. 117<sup>1</sup> of the republished Company Law no. 31/1990 as amended and to Law no. 24/2017 on the issuers of financial instruments and market operations,

Considering the Memorandum on *"the mandate granted to the state representatives in the General Shareholders' Assembly/Board of Administration, as appropriate, of the national companies and fully or majority state-owned companies, autonomous administrations for taking the actions necessary for the distribution of a share of minimum 90% of the net profit for 2017 as dividends/payments to the state-budgets"*.

Therefore, we would like to propose the agenda of the ordinary shareholders' meeting to be held on 07/08.06.2018 to be supplemented by one point namely:

***"Approval of the gross dividend per share in the amount of 45.38lei/share for the financial year 2017, the date of 16 July 2018 as a deadline for the dividend pay-out initiation"***.

At the same time considering the subject proposed to be added to the agenda please also find herein the proposal for supplementing Art 2 of the Draft Resolution no 4, published on the company's webpage as follows:

***"Art 2. Approves/does not approve the distribution of the net profit for the financial year 2017, as follows:***

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**1. the distribution of the net profit as follows:**

- dividends to the shareholders** **lei 534,297,040.72**
- net profit for the establishment of own financing sources** **lei 47,764,002.28**

**2. employees' participation in the profit according to Art.141 of the applicable Collective Labour Contract concluded by SNTGN TRANSGAZ SA, in the amount of lei 11,579,208.00.**

The procedure for the publication thereof will be followed in compliance with the applicable regulations on the capital market.

Yours sincerely,

**Victor Vlad CAZANA**

**President**

*Seal and illegible signature*