

CURRENT REPORT

according to the provisions of art. 122 of Law 24/2017

Date of report: **05 October 2020**

Name of issuing entity: **SNTGN TRANSGAZ SA**

Headquarters: **Mediaș, 1 Constantin I. Motaș Square, Sibiu County**

Telephone/fax number: **0269803333/0269839029**

Tax identification code: **RO 13068733**

Trade Register number: **J32/301/2000**

Subscribed and paid-up capital: **117,738,440 RON**

Regulated market on which issued securities are traded: **Bucharest Stock Exchange.**

REPORTED EVENTS:

According to the laws on reporting to the capital market institutions SNTGN TRANSGAZ SA notifies all shareholders and investors that the Ordinary and Extraordinary General Meetings of the Company's Shareholders were held on 05 October 2020 as convened, according to Art. 117 of Law 31/1990 on trading companies, republished as further amended and supplemented, and of Art. 16 of the updated Articles of Incorporation.

We hereby enclose

- Resolution No. 9/05.10.2020 of the Ordinary General Meeting of the Shareholders of SNTGN Transgaz SA Medias.
- Resolution No. 10/05.10.2020 of the Extraordinary General Meeting of the Shareholders of SNTGN Transgaz SA Medias.

RESOLUTION NO. 9 of the Ordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A. Medias, as of 5 October 2020

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 Law 24/2017 on the issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, of Financial Supervisory Authority Regulation no 5/2018 on the issuers of financial instruments and market operations, and under Art. 16 of the updated Articles of Incorporation, adopts today, in the meeting held on 5 October 2020, at the first convening, in which shareholders representing 76.3722% of the share capital and

76.3722% of the total voting rights participated, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Medias, 1 C. I. Motaş Square, Sibiu County, the following:

RESOLUTION

Art.1. With 8978427 votes *For*, representing 99.849640% of the total number of expressed votes, with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes, and with 13476 invalidated votes, representing 0.149870% of the total number of expressed votes, acknowledges the Report issued by the Board of Administration of Transgaz on the activity performed in Semester I 2020.

Art.2. With 8991903 votes *For*, representing 99.999510% of the total number of expressed votes, and with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes, approves the following:

- prescription of the dividends distributed according to GEO 29/2017 from the existing amounts in the balance as at 31.12.2016 of the `Other reserves` and `Retained earnings` accounts not collected until the prescription date (28.11.2020);
- the recording in the revenue account of the Company of the value representing dividends distributed according to GEO no. 29/2017, from the amounts existing in the balance as at 31.12.2016 of the accounts "Other reserves" and "Retained earnings", not collected until the prescription date, respectively 28.11.2020

Art.3. With 8991903 votes *For*, representing 99.999510% of the total number of expressed votes, and with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes sets the date of **21 October 2020** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders.

Art.4. With 8991903 votes *For*, representing 99.999510% of the total number of expressed votes and with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes, empowers Mr Remus Gabriel Lăpuşan, as Chairman of the Board of Administration, to sign the Resolution of the Ordinary General Meeting of the Shareholders, and Mr. Grigore Târsac, as the Deputy Director – General of SNTGN Transgaz SA, to sign the necessary documents for the registration and publication of the Resolution of the Ordinary General Meeting of the Shareholders to the Trade Register Office attached to Sibiu Law Court.

**Chairman of the Board of Administration
Remus Gabriel Lăpuşan**

RESOLUTION No. 10 of the Extraordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A. Medias, as of 5 October 2020

The Extraordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., open company, headquartered in Medias, 1 C.I. Motaş 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 Law 24/2017 on the issuers of financial instruments and market operations, republished, as subsequently amended and supplemented, of Financial Supervisory Authority Regulation 5/2018 on the issuers of financial instruments and market operations, and under Art. 16 of the updated Articles of Incorporation, adopts today, in the meeting dated 5 October 2020, at the first convening, in which shareholders representing 76.3722% of the share capital and 76.3722% of the total voting rights participated, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Medias, 1 C. I. Motaş Square, Sibiu County, the following:

RESOLUTION

Art.1. With 8932740 votes *For*, representing 99.341560% of the total number of expressed votes, with 38363 votes *Against*, representing 0.426640% of the total number of expressed votes, and with 20844 votes *Abstention*, representing 0.231810% of the total number of expressed votes, **approves** the conclusion of a transaction with the European Bank for Reconstruction and Development (‘EBRD’) consisting in (a) EBRD’s subscription of a participation interest newly issued by Vestmoldtransgaz SRL for the amount of EUR 20 million, EBRD thus becoming a Vestmoldtransgaz SRL shareholder with 25% of its share capital, and (b) the jointly undertaking by Eurotransgaz SRL and SNTGN Transgaz SA of the obligation to buy from EBRD the EBRD’s participation interest in Vestmoldtransgaz SRL at a predetermined price when EBRD exercises its participation interest put option in Vestmoldtransgaz SRL.

Art.2. With 8991903 votes *For*, representing 99.999510% of the total number of expressed votes, and with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes, sets the date of **21 October 2020** as registration date for the shareholders subject to the Resolution of the Extraordinary General Meeting of the Shareholders, according to the applicable laws.

Art.3. With 8991903 votes *For*, representing 99.999510% of the total number of expressed votes, and with 44 votes *Abstention*, representing 0.000490% of the total number of expressed votes, empowers Mr Remus Gabriel Lăpuşan, as Chairman of the Board of Administration, to sign the Resolution of the Extraordinary General Meeting of the Shareholders, and Mr. Grigore Târsac, as the Deputy Director – General of SNTGN Transgaz SA, to sign the necessary documents for the registration and publication of the Resolution of the Extraordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court.

President of the Board of Administration
Remus Gabriel Lăpuşan