

RESOLUTION 1

of the Ordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A. Medias, as of 12 March 2019

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, 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 held on 12 March 2019, at the second convening, in which shareholders representing 74.4156% of the share capital and 74.4156% of the total voting rights participated, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Medias, 1 C. I. Motaș Square, Sibiu County, the following:

RESOLUTION

Art.1. With 1672809 votes *For*, representing 19.092550% of the total number of expressed votes, with 7088765 votes *Against*, representing 80.907370% of the total number of expressed votes, and with 7 votes *Abstention*, representing 0.000080% of the total number of expressed votes, does not approve on this date the *2018 – 2027 Ten Years Network Development Plan* financing. We mention that the 2018-2027 TYNDP is necessary to be supplemented with information regarding investments ensuring the development of the transmission network on the territory of Romania, current infrastructure investments and the investments necessary for meeting the commitments to the European Commission (such as the achievement of the interconnection with the undertaken volumes and technical parameters), and the bearability of the undertaken financial effort.

Art.2. With 8761574 votes *For*, representing 99.999920% of the total number of expressed votes and with 7 votes *Abstention*, representing 0.000080% of the total number of expressed votes, sets the date of **28 March 2019** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders.

Art.3. With 8761574 votes *For*, representing 99.999920% of the total number of expressed votes and with 7 votes *Abstention*, representing 0.000080% of the total number of expressed votes, empowers Mr Nicolae Minea, as Chairman of the meeting, or his deputy, Mr Remus Gabriel Lăpușan, to sign the Resolution of the Ordinary General Meeting of the Shareholders, and Mr Grigore Târsac, as Deputy Director-General of S.N.T.G.N. TRANSGAZ S.A., 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.

Chairman of the meeting
Nicolae Minea