

DRAFT RESOLUTION

RESOLUTION NO. 4
of the Ordinary General Meeting of the Shareholders
of the National Gas Transmission Company TRANSGAZ S.A. Medias,
as of 21 May 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 21 May 2019, at the first/second convening, in which shareholders representing ___% of the share capital and ___% 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 ___votes *For*, representing ___% of the total number of expressed votes, with ___votes *Against*, representing ___% of the total number of expressed votes, and with ___votes *Abstention*, representing ___% of the total number of expressed votes, approves/does not approve the annual consolidated financial statements (statement of financial position, statement of comprehensive result, statement of equity changes, statement of cash flows, notes to the financial statements) of SNTGN TRANSGAZ SA for financial year 2018, prepared according to the International Financial Reporting Standards adopted by the European Union and approved by OMPF 2844/2016.

Art.2. With ___votes *For*, representing ___% of the total number of expressed votes, with ___votes *Against*, representing ___% of the total number of expressed votes, and with ___votes *Abstention*, representing ___% of the total number of expressed votes, takes note of the consolidated Report issued by the Board of Administration of SNTGN TRANSGAZ SA for the activity performed in 2018.

Art.3. With ____votes *For*, representing ____% of the total number of expressed votes, with ____votes *Against*, representing ____% of the total number of expressed votes, and with ____votes *Abstention*, representing ____% of the total number of expressed votes, takes note of the content of the Financial Audit Report on the annual consolidated financial statements concluded by SNTGN TRANSGAZ SA on 31 December 2018 and of the BDO AUDIT independent auditor`s report expressed in its report.

Art.4. With ____votes *For*, representing ____% of the total number of expressed votes, with ____votes *Against*, representing ____% of the total number of expressed votes, and with ____votes *Abstention*, representing ____% of the total number of expressed votes, sets the date of **07 June 2019** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders.

Art.5. With ____votes *For*, representing ____% of the total number of expressed votes, with ____votes *Against*, representing ____% of the total number of expressed votes, and with ____votes *Abstention*, representing ____% of the total number of expressed votes, empowers Mr Remus Gabriel Lăpușan, 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 at the Trade Register Office attached to Sibiu Law Court.

President of the Board of Administration

Remus Gabriel Lăpușan