

**DRAFT RESOLUTION**

**RESOLUTION NO. 6**  
**of the Ordinary General Meeting of the Shareholders**  
**of the National Gas Transmission Company TRANSGAZ S.A. Mediaș,**  
**as of 9 June 2020**

The Ordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., open company, headquartered in Mediaș, 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 09 June 2020, 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 Mediaș, 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 consolidated annual Financial Statements (statement of financial position, statement of comprehensive income, statement of equity changes, statement of cash flows, notes to the financial statements) of SNTGN TRANSGAZ SA for financial year 2019, 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, acknowledges the consolidated annual Report issued by the Board of Administration of SNTGN TRANSGAZ SA on the activity performed in 2019

**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, acknowledges the contents of the Financial Audit Report on the consolidated annual financial statements concluded by SNTGN TRANSGAZ SA on 31 December 2019 and the opinion expressed in the report of the independent auditor BDO AUDIT SRL.

**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 **25 June 2020** 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 of 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 Board of Administration**

**Remus Gabriel Lăpușan**