

ORDINARY GMS VOTING REPORT

GMS date: 24/04/2019

1. Approval of the annual 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

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	39.000000	0.000000	2.000000	0.000000
Number of votes	9056600.000000	0.000000	2520.000000	0.000000
Number of votes % of the total number of votes	76.921350	0.000000	0.021400	0.000000
Number of votes % of the total number of votes expressed	99.972180	0.000000	0.027020	0.000000

2. Presentation of the Report issued by the Board of Administration of SNTGN TRANSGAZ SA for the activity performed in 2018

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	30.000000	0.000000	3.000000	0.000000
Number of votes	2167760.000000	0.000000	6891360.000000	0.000000
Number of votes % of the total number of votes	18.411660	0.000000	58.531100	0.000000
Number of votes % of the total number of votes expressed	23.929040	0.000000	76.070960	0.000000

3. Approval of the gross dividend per share in the amount lei 21.66/share, for financial year 2018, and of the date of 16 July 2019 as date for the beginning of dividend payout

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	32.000000	7.000000	1.000000	0.000000
Number of votes	1674187.000000	7364113.000000	20.000000	0.000000
Number of votes % of the total number of votes	14.219540	62.546380	0.000170	0.000000
Number of votes % of the total number of votes expressed	18.523210	81.476570	0.000220	0.000000

4. Approval of the gross dividend per share in the amount lei 37.89 /share, for financial year 2018, and of the date of 16 July 2019 as date for the beginning of dividend payout

The version proposed by the majority shareholder, the Ministry of Economy, by DPAPS Letter 1786/05.04.2019

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	15.000000	21.000000	5.000000	0.000000
Number of votes	1450925.000000	7136514.000000	471681.000000	0.000000
Number of votes % of the total number of votes	12.323290	60.613290	4.006180	0.000000
Number of votes % of the total number of votes expressed	16.016180	78.777120	5.206700	0.000000

5. Presentation of the Financial Audit Report on the annual financial statements ended by SNTGN TRANSGAZ SA on 31 December 2018

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED

Number of shareholders	38.000000	0.000000	3.000000	0.000000
Number of votes	2167760.000000	0.000000	6891360.000000	0.000000
Number of votes % of the total number of votes	18.411660	0.000000	58.531100	0.000000
Number of votes % of the total number of votes expressed	23.929040	0.000000	76.070960	0.000000

6. Approval of the 2018 net profit distribution proposal

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	12.000000	5.000000	1.000000	21.000000
Number of votes	1343724.000000	7179079.000000	20.000000	472078.000000
Number of votes % of the total number of votes	11.412790	60.974810	0.000170	4.009550
Number of votes % of the total number of votes expressed	14.938730	79.812760	0.000220	5.248280

The version proposed by the majority shareholder, the Ministry of Economy, by DPAPS Letter 1786/05.04.2019

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	5.000000	5.000000	5.000000	21.000000
Number of votes	311039.000000	6894094.000000	471681.000000	472078.000000
Number of votes % of the total number of votes	2.641780	58.554320	4.006180	4.009550
Number of votes % of the total number of votes expressed	3.816950	84.601610	5.788280	5.793160

7. Presentation of the report of the Nomination and Remuneration Committee on the remunerations and other benefits granted to the administrators and directors in financial year 2018

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	35.000000	0.000000	6.000000	0.000000
Number of votes	2142611.000000	0.000000	6916509.000000	0.000000
Number of votes % of the total number of votes	18.198060	0.000000	58.744700	0.000000
Number of votes % of the total number of votes expressed	23.651430	0.000000	76.348570	0.000000

8. Approval of the administration discharge of the administrators for the activity performed in 2018

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	39.000000	0.000000	2.000000	0.000000
Number of votes	9056600.000000	0.000000	2520.000000	0.000000
Number of votes % of the total number of votes	76.921350	0.000000	0.021400	0.000000
Number of votes % of the total number of votes expressed	99.972100	0.000000	0.027820	0.000000

9. Approval of the prescription of 2015 financial year dividends established under OGMS Resolution 2/29.04.2016, left unclaimed until 13 July 2019, and registration of their value in the revenue account of the company

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	40.000000	0.000000	1.000000	0.000000
Number of votes	9059100.000000	0.000000	20.000000	0.000000

Number of votes % of the total number of votes	76.942590	0.000000	0.000170	0.000000
Number of votes % of the total number of votes expressed	99.999780	0.000000	0.000220	0.000000

10. Report on the procurement of assets, services and works having a value higher than 500,000 Euro/procurement (for the procurement of assets and works) and 100,000 Euro/procurement (for services) by Transgaz in Q IV 2018

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	36.000000	0.000000	5.000000	0.000000
Number of votes	2163411.000000	0.000000	6895709.000000	0.000000
Number of votes % of the total number of votes	18.374720	0.000000	58.568030	0.000000
Number of votes % of the total number of votes expressed	23.881030	0.000000	76.118970	0.000000

11. Setting the date of 25 June 2019 as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders, according to the applicable laws

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	40.000000	0.000000	1.000000	0.000000
Number of votes	9059100.000000	0.000000	20.000000	0.000000
Number of votes % of the total number of votes	76.942590	0.000000	0.000170	0.000000
Number of votes % of the total number of votes expressed	99.999780	0.000000	0.000220	0.000000

12. Setting the date of 24 June 2019 as ex-date, according to the applicable laws

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	39.000000	0.000000	1.000000	0.000000
Number of votes	8775710.000000	0.000000	20.000000	0.000000
Number of votes % of the total number of votes	74.535640	0.000000	0.000170	0.000000
Number of votes % of the total number of votes expressed	99.999770	0.000000	0.000230	0.000000

13. Setting the date of 16 July 2019 as payout date

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	40.000000	0.000000	1.000000	0.000000
Number of votes	9059100.000000	0.000000	20.000000	0.000000
Number of votes % of the total number of votes	76.942590	0.000000	0.000170	0.000000
Number of votes % of the total number of votes expressed	99.999780	0.000000	0.000220	0.000000

14. Empowerment of 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

The version proposed by the Board of Administration

	FOR	AGAINST	ABSTENTION	CANCELLED
Number of shareholders	40.000000	0.000000	1.000000	0.000000
Number of votes	9059100.000000	0.000000	20.000000	0.000000
Number of votes % of the	76.942590	0.000000	0.000170	0.000000

total number of votes				
Number of votes % of the total number of votes expressed	99.999780	0.000000	0.000220	0.000000

Chairman of GMS Committee

Elisabeta Ghidiu

Secretary of GMS Committee

Ana Pinte