



**SOCIETATEA NAȚIONALĂ DE TRANSPORT
GAZE NATURALE "TRANSGAZ" SA MEDIAȘ**

Capital social: 117 738 440,00 LEI

ORC: J32/301/2000; C.I.F.: RO13068733

P-ța C. I. Motăș nr. 1, cod: 551130, Mediaș, Jud. Sibiu

Tel.: 0040 269 803333, 803334; Fax: 0040 269 839029

http://www.transgaz.ro; E-mail: cabinet@transgaz.ro



No. 13361/22.03.2017

Submitted for analysis and approval in the OGMS dated 27-28.04.2017

REPORT

On the approval of the procurement of legal consultancy, assistance and/or legal representation services for the future loan contracts for co-financing Phase I of the BRUA Project, up to a cap amount of EUR 200.000.

Summary

S.N.T.G.N. TRANSGAZ S.A. (hereinafter referred to as 'the company') intends to contract loans summing up EUR 150 million for the co-financing of Phase I of the BRUA Project (hereinafter referred to as 'the Project').

The contracting of these loans also involves the contracting related services, such as legal consultancy, assistance and/or legal representation services.

Proposal

- **Approval by the Extraordinary General Meeting of the Shareholders of Transgaz S.A.**, based on Chapter IV, Art. 15 (4) (p) of the updated Articles of Incorporation of Transgaz S.A., corroborated with Art. I (3) of Government Emergency Ordinance 26/2012 on measures to diminish public expense and strengthen financial discipline, amending and supplementing normative acts, of the **Procurement of legal consultancy, assistance and/or legal representation services for the future loan contracts for co-financing Phase I of the BRUA Project, up to a cap amount of EUR 200.000.**

The proposal is justified by the fact that the procurement of loans also means the procurement of related services, such as legal consultancy, assistance and/or legal representation services. These services can be contracted subject to the approval of the General Meeting of the Shareholders, according to Art. I (3) of GEO 26/2012 on measures to diminish public expense and strengthen financial discipline, amending and supplementing normative acts.

Considering the legal complexity of the loan contracts to be negotiated, their governing by the UK law and the fact that the specialized personnel within the Legal Division of the company has no experience in this domain, it is necessary that the entire loan contract structuring and negotiation process is performed by law companies specialized in Anglo-Saxon law.

Chairman of the Board of Administration

Ion Sterian