



SOCIETATEA NATIONALA DE TRANSPORT GAZE NATURALE  
"TRANSGAZ"-S.A. MEDIAS

Capital social: 117 738 440,00 RON ORC: J32/301/2000 C.I.F.: RO13068733  
Medias ,Piata Constantin I Motas, nr. 1, jud. Sibiu, cod: 551130  
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## CONVENING

The Administration Board of TRANSGAZ, headquartered in Medias, no. 1, C.I. Motas Sq., Sibiu County, Sibiu Commercial Registration no. J/32/301/2000, Fiscal Registration Code RO13068733, under the further amended and supplemented republished Law no. 31/1990 and Article 15, paragraph 1.1 of TRANSGAZ Incorporation Document, updated on December 21<sup>st</sup>, 2007,

## CONVENES

THE GENERAL ASSEMBLY OF THE SHAREHOLDERS on April 21<sup>st</sup>, 2008, 10:00 hours at TRAUBE Hall, Medias, no. 16, Regele Ferdinand Sq. for all shareholders registered with the Company's Shareholder Register on April 10<sup>th</sup>, 2008, on the following agenda:

### ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS

1. Approval of annual financial statements (accounting balance, profit and loss account, statement on equity changes, statement on treasury flows, explanatory notes to annual financial statements for 2007, drawn up under order no. 1752/2005 of the Ministry of Public Finance;
2. Approval of TRANSGAZ Administration Report on the activity for 2007;
3. Approval of the financial audit report on TRANSGAZ annual financial statements ended on December 31<sup>st</sup>, 2007;
4. Approval of the gross dividend/share, of the means of payment thereof and of the payment agent selection by tender until 31.05.2008;
5. Presentation of the notification on the achievement of performance criteria and objectives on December 31<sup>st</sup>, 2007, provided in the Director General's Performance Contract;
6. Approval of management contracts and appointment of a shareholder to be empowered to sign contracts;
7. Setting May 9<sup>th</sup>, 2008 as a registration date;

8. Approval of documents based on which the certificate, attesting TRANSGAZ deed of ownership on lands, is issued under amended GD no. 834/1991 and Article 4, paragraph 4, case (d) of Criteria no. 2665/1992 on the determination and assessment of lands held in the patrimony of state-owned companies.
9. The empowerment of Mr. Nicolae Turdean, as chairman of the Board of Administration, to sign the Decision of the Ordinary General Assembly of the Shareholders and of Mr. Ioan Rusu, as Director General, to sign the documents required for the registration and publishing of the above-mentioned decision and of the documents required for the submission of financial statements to the Commercial Register.

In case the necessary quorum is not convened on the above mentioned date, the Ordinary General Assembly of the Shareholders shall be held on April 22, 2008, 10:00 hours at TRAUBE Hall, Medias on the same addenda. The proposal regarding the registration date of the shareholders subject to the Decision of the Ordinary General Assembly of the Shareholders, to be approved by such assembly, is May 9<sup>th</sup>, 2008.

The session's documents and materials related to the items 1, 2, 3, 4 and 5 on the agenda of the Ordinary General Assembly of the Shareholders, shall be available as of March 21<sup>st</sup>, 2008 in soft copies on the company's website ([www.transgaz.ro](http://www.transgaz.ro)) and at the company's headquarters. The documents related to other items on the agenda of the Ordinary General Assembly of the Shareholders shall be available as of April 7<sup>th</sup>, 2008 at the company's headquarters, Medias, no. 1, C.I. Motas Sq., between \*:00 – 3:00 pm.

The special power of attorney form shall be also available, in soft copy, on the company's website ([www.transgaz.ro](http://www.transgaz.ro)), as of April 16<sup>th</sup>, 2008.

The shareholders may attend such assembly, personally or by representation, based on a special power of attorney according to legal provisions. The original power of attorney shall be submitted to the General Assembly of the Shareholders' secretariat, at the company's headquarters, Medias, no. 1, C.I. Motas Sq., in the attention of Mr. Gheorghe Cozma, under the sanction under Article 125, paragraph 3 of the further amended and supplemented republished Law no. 31/1990, until April 18<sup>th</sup>, 2008, up to 03:00 hours pm, included.

Further details could be provided at the company's headquarters or at phone no.: 0269-803026; 844239; or at fax no.:0269-803046, or at the following e-mail address: [gheorghe.cozma@transgaz.ro](mailto:gheorghe.cozma@transgaz.ro).

**Nicolae Turdean**

**Chairman of the Board of Administration**