

# ORDINARY GMS VOTING REPORT

GMS date: 03/12/2018

## 1. Approval of appointment of the financial auditor of SNTGN Transgaz SA Medias for 2018-2023

The version proposed by the Board of Administration

|  | FOR            | AGAINST  | ABSTENTION | CANCELLED |
|--|----------------|----------|------------|-----------|
| Number of shareholders                                   | 27.000000      | 0.000000 | 1.000000   | 0.000000  |
| Number of votes  | 8080942.000000 | 0.000000 | 20.000000  | 0.000000  |
| Number of votes % of the total number of votes           | 68.634700      | 0.000000 | 0.000170   | 0.000000  |
| Number of votes % of the total number of votes expressed | 99.999750      | 0.000000 | 0.000250   | 0.000000  |

## 2. The distribution/redistribution of the amounts recorded in the accounts "retained earnings" and/or "other reserves" in the amount of lei 13,472,486.

The version proposed by the majority shareholder the Ministry of Economy by DPAPS letter no 6104/09.11.2018 and supplemented by DPAPS letter no 6192/14.11.2018

|  | FOR            | AGAINST       | ABSTENTION | CANCELLED |
|--|----------------|---------------|------------|-----------|
| Number of shareholders                                   | 12.000000      | 15.000000     | 1.000000   | 0.000000  |
| Number of votes  | 7904421.000000 | 176521.000000 | 20.000000  | 0.000000  |
| Number of votes % of the total number of votes           | 67.135430      | 1.499260      | 0.000170   | 0.000000  |
| Number of votes % of the total number of votes expressed | 97.815350      | 2.184410      | 0.000250   | 0.000000  |

## 3. Approval of the gross dividend per share in the amount of 1.14 lei/share and of the date of 28.12.2018 as the deadline for the commencement of dividend pay-out.

The version proposed by the majority shareholder the Ministry of Economy by DPAPS letter no 6192/14.11.2018, supplemented by Order of the Ministry of Economy no 1553/29.11.2018

|  | FOR            | AGAINST       | ABSTENTION | CANCELLED |
|--|----------------|---------------|------------|-----------|
| Number of shareholders                                   | 12.000000      | 15.000000     | 1.000000   | 0.000000  |
| Number of votes  | 7904421.000000 | 176521.000000 | 20.000000  | 0.000000  |
| Number of votes % of the total number of votes           | 67.135430      | 1.499260      | 0.000170   | 0.000000  |
| Number of votes % of the total number of votes expressed | 97.815350      | 2.184410      | 0.000250   | 0.000000  |

Shareholders' meeting of 19 December 2018 on the agenda of the Ordinary General Meeting of Shareholders

# ORDINARY GMS VOTING REPORT

GMS date: 03/12/2018

4. Setting the date of 19 December 2018 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                                   | 3.000000      | 0.000000 | 1.000000   | 19.000000     |
| Number of votes  | 469548.000000 | 0.000000 | 20.000000  | 251358.000000 |
| Number of votes % of the total number of votes           | 3.988060      | 0.000000 | 0.000170   | 2.134880      |
| Number of votes % of the total number of votes expressed | 65.131230     | 0.000000 | 0.002770   | 34.865990     |

## The version proposed by the majority shareholder the Ministry of Economy by DPAPS letter no 6192/14.11.2018

|  | FOR            | AGAINST  | ABSTENTION | CANCELLED     |
|--|----------------|----------|------------|---------------|
| Number of shareholders                                   | 5.000000       | 0.000000 | 1.000000   | 19.000000     |
| Number of votes  | 7360036.000000 | 0.000000 | 20.000000  | 251358.000000 |
| Number of votes % of the total number of votes           | 62.511750      | 0.000000 | 0.000170   | 2.134880      |
| Number of votes % of the total number of votes expressed | 96.697350      | 0.000000 | 0.000260   | 3.302380      |

# ORDINARY GMS VOTING REPORT

GMS date: 03/12/2018

5. Setting the date of 18 December 2018 as ex-date, according to the applicable laws.

The version proposed by the majority shareholder the Ministry of Economy by DPAPS letter no 6192/14.11.2018

|  | FOR            | AGAINST     | ABSTENTION | CANCELLED |
|--|----------------|-------------|------------|-----------|
| Number of shareholders                                   | 26.000.000     | 1.000000    | 1.000000   | 0.000000  |
| Number of votes  | 8079542.000000 | 1400.000000 | 20.000000  | 0.000000  |
| Number of votes % of the total number of votes           | 68.622800      | 0.011890    | 0.000170   | 0.000000  |
| Number of votes % of the total number of votes expressed | 99.982430      | 0.017320    | 0.000250   | 0.000000  |

6. Empowerment of Mr Nicolae Minea, as Chairman of the meeting, or his deputy, Mr Remus Gabriel Lăpușan, 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.

The version proposed by the Board of Administration

|  | FOR            | AGAINST  | ABSTENTION | CANCELLED |
|--|----------------|----------|------------|-----------|
| Number of shareholders                                   | 27.000000      | 0.000000 | 1.000000   | 0.000000  |
| Number of votes  | 6080942.000000 | 0.000000 | 20.000000  | 0.000000  |
| Number of votes % of the total number of votes           | 68.634700      | 0.000000 | 0.000170   | 0.000000  |
| Number of votes % of the total number of votes expressed | 99.999750      | 0.000000 | 0.000250   | 0.000000  |

Chairman of GMS Committee

Elisabeta Ghidiu

Secretary of GMS Committee

Ana Pinte