

The Government of Romania

The Ministry of Economy, Trade and Tourism

The Office of State Participation and Privatisation in Industry (OPSPI)

To: SNTGN TRANSGAZ SA Mediaș

Mr. Ion STERIAN – Chairman of the Board of Administration

Mr. Ion Petru VĂDUVA – Director-General

Considering the agenda of the Ordinary General Meeting of the Shareholders dated 27/28.05.2015, submitted by Letter No. 1545/06.04.2015 and registered with the OPSPI under no. 1266/06.04.2015, initially published in the Official Journal of Romania, Part IV, No. 1619/26.03.2015 and in the Bursa newspaper, issue 58 of 25.03.2015,

Taking into account the provisions of GEO No. 88/2001 on the establishing the Office of State Participation and Privatisation in Industry, as further amended and supplemented, and GR 869/2001 on the organization and operation of the Office of State Participation and Privatisation in Industry, republished, as further amended and supplemented,

Based on Art. 117^{^1} of Companies' Law No. 31/1990, as further amended and supplemented, and of Art. 7, paragraph (1), letter b of Regulation no. 6/2009 of the National Securities Commission, amended,

On behalf of the Ministry of Economy, Trade and Tourism, as majority shareholder of SNTGN Transgaz SA, holding a 58,5097% share of the social capital of this company, **we request the following:**

A. The insertion on the agenda of the Ordinary General Meeting of the Shareholders convened for the date of 27/28 April 2015 of a new point as follows:

`The establishing of the income and expense budget of SNTGN Transgaz SA according to the provisions of *Government Resolution 237/2015 on the approval of the 2015 income and expense budget of SNTGN Transgaz SA, under the authority of the Ministry of Economy, Trade and Tourism.*`

Regarding the draft resolution at this point on the agenda, **we propose the completion of the draft resolution as follows:**

`Approves the income and expense budget of SNTGN Transgaz SA in the form and with the content approved by *Government Resolution 237/2015 on the approval of the 2015 income and expense budget of SNTGN Transgaz SA, under the authority of the Ministry of Economy, Trade and Tourism.*`

B. Regarding points 11 and 12 on the agenda, we propose the following modifications of the draft OGMS resolution:

Art. 11. Sets the date of **24 June 2015** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders.

Art. 12. Sets the date of **23 June 2015** as ex-date.

Yours sincerely,

Head of the Office
Petre Iulian NICOLESCU
Signature

Stamp of the Ministry of Economy, Trade and Tourism
The Office of State Participation and Privatisation in Industry (OPSPI)

The Official Journal of Romania, Part I, No. 239/8.IV.2015
RESOLUTIONS OF THE GOVERNMENT OF ROMANIA
The Government of Romania

RESOLUTION

**on the approval of the 2015 income and expense budget for the National Gas
Transmission Company TRANSGAZ - SA Medias, under the authority of the Ministry of
Economy, Trade and Tourism**

Considering the provisions of Art. 4, paragraph (1), letter a) of Government Ordinance No. 26/2013 on strengthening the financial discipline at the level of some economic operators to which the state or territorial administrative units are sole or major shareholders or hold directly or indirectly a majority share, approved by Law 47/2014, as further amended and supplemented,

pursuant to Art. 108 of the Romanian Constitution, republished

the Government of Romania adopts this resolution.

Sole Article. It is approved the 2015 income and expense budget for the National Gas Transmission Company TRANSGAZ - SA Medias, under the authority of the Ministry of Economy, Trade and Tourism, foreseen in the Annex which is an integral part of this resolution.

PRIME MINISTER
Victor Viorel Ponta

Countersigns:
The Minister of Economy, Trade and Tourism,
Mihai Tudose
The Minister of Public Finance,
Eugen Orlando Teodorovici
The Minister of Labour, Family, Elderly and Social Protection,
Rovana Plumb

Bucharest, 7 April 2015.

No. 237.

The Ministry of Economy, Trade and Tourism
Economic operator: The National Gas Transmission Company TRANSGAZ - SA Medias
Headquarters: Medias, 1 C.I. Motas Square
Unique registration code: RO 13068733

2015 INCOME AND EXPENSE BUDGET

- thousand RON -

		INDICATORS	No.	2015 IEB
0	1	2	3	4
I		TOTAL INCOME (row 1 = row 2 + row 5 + row 6)	1	1.694.948
	1	Total operating income	2	1.685.161
	a)	Subsidies according to the applicable laws	3	
	b)	Transfers according to the applicable laws	4	
	2	Financial income	5	9.788
	3	Extraordinary income	6	
II		TOTALE EXPENSE (row 7 = row 8 + row 20 + row 21)	7	1.250.854
	1	Operating costs, of which:	8	1.247.238
	A.	Expense with goods and services	9	433.674
	B.	Expenses with taxes, charges and similar	10	248.193
	C.	Expense with personnel, of which:	11	374.816
	C0	Salary-related costs (row 13 + row 14)	12	291.952
	C1	Salary costs	13	252.060
	C2	Bonuses	14	39.892
	C3	Other personnel expense, of which:	15	3.339
		Compensation expense related to employees layoffs	16	3.339
	C4	Expense on contract term and other governing and control bodies, commissions and committees	17	4.489
	C5	Insurance and social security , special funds and other legal obligations expense	18	75.036
	D.	Other operating costs	19	190.555
	2	Financial costs	20	3.616
	3	Extraordinary costs	21	
III		GROSS RESULT (profit/loss)	22	444.095
IV		TAX ON PROFIT	23	72.683

V		ACCOUNTING PROFIT REMAINING AFTER THE DEDUCTION OF THE TAX ON PROFIT, of which:	24	371.412
	1	Legal reserves	25	
	2	Other reserves representing tax incentives provided acc to the law	26	
	3	Covering accounting losses in the previous years	27	
	4	Establishment of its own financial sources for the projects cofinanced by foreign loans as well as establishment of the sources necessary for the capital repayments, interest payment and other costs related to these foreign loans	28	
	5	Other assignments provided by law	29	
	6	Accounting profit left after the deduction of the amounts in row 25, 26, 27, 28 and 29.	30	371.412
	7	Employees share to the profit within the limit of 10% of the net profit, but no more than the level of an average monthly salary of the economic operator during the reference financial year	31	11.067
	8	Minim 50 % payments to the State or local budget, for the autonomous regies, or dividends for the national companies or the entirely or partially owned-by the state companies, of which:	32	191.240
	a)	- dividends to the state budget	33	111.894
	b)	- dividends to the local budget	33a	
	c)	- dividends to other shareholders	34	79.346
	9	Profit not assigned for the destinations provided at row 31 - row 32 is assigned to other reserves and it is an own financing source	35	180.172
VI		INCOME FROM EUROPEAN FUNDS	36	
VII		ELIGIBLE COSTS FROM EUROPEAN FUNDS, of which:	37	
	a)	material costs	38	
	b)	salary costs	39	
	c)	service supply costs	40	
	d)	publicity costs	41	
	e)	other costs	42	
VIII		INVESTMENT FUNDING SOURCES, of which:	43	1.295.814
	1	Budget allocations	44	
		Budget allocations regarding payment of commitments from the previous years	45	
IX		INVESTMENT COSTS	46	631.106
X		SUBSTANTIATION DATA	47	
	1	No. of personnel estimated at the end of the year	48	4.820
	2	Total average no. of employees	49	4.827
	4	Average income per employee (RON/person) calculated based on the salary costs (diminished with the cost of the employees participation to the profit and the social expense acc. to Art. 21, paragraph (3), letter c) of Law 571/2003)	50	4.767

5	Average income per employee calculated based on the salary costs (RON/person) (row 13/row 49)/12*1000	51	4.352
6	Labour productivity in units of value per total average personnel in current prices (RON/person) (row 2/row 49)	52	349
8	Labour productivity in physical units per total average personnel (physical units/person)	53	
9	Total costs at RON 1000 total income (row 7/row 1)x1000	54	738
10	Outstanding payments, in current prices	55	0
11	Outstanding debt, in current prices	56	111.526

The Government of Romania

Resolution on supplementing the budget of the Ministry of Culture from the Budget Reserve Fund of the Government, foreseen in the state budget for 2015 for the financing of a cultural project

Under Art. 108 of the Romanian Constitution and Art. 30, paragraph (2) of Law 500/2002 on public finances, as further amended and supplemented, the Government of Romania adopts this resolution.

Art. 1.

1 It is approved the supplementation of the budget of the Ministry of Culture, Chapter 67.01 "Culture, Recreation and Religion" title 51 "Transfers between Government Units" from the Budget Reserve Fund of the Government for 2015, with the amount of RON 1,189 thousand for the financing of the International Theatre Festival, NETA, Bucharest 2015.

Art. 2.

The Ministry of Public Finance is authorized to introduce, at the proposal of the chief authorising officer, the corresponding changes in the structure of the state budget and the volume and structure of the budget of the Ministry of Culture in 2015.

Art. 3.

The Ministry of Culture and other legal bodies shall control the use, in accordance with the law, of the amounts allocated under this resolution.

PRIME MINISTER
Victor-Viorel Ponta

Countersigns:
The Minister of Culture,
Ioan Vulpescu
The Minister of Public Finance
Eugen Orlando Teodorovici

Bucharest, 7 April, 2015.

No. 238.