



**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. Motaș 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



DRAFT RESOLUTION

**RESOLUTION NO. 8
of the Ordinary General Assembly of the Shareholders of the National Gas
Transmission Company "TRANSGAZ" S.A. Mediaș,
as of 9 July 2013**

The Ordinary General Assembly of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., open company, headquartered in Mediaș, 1 C.I. Motaș Square, Sibiu County, registered with the Trade Register Office under number J/32/301/2000, tax identification code RO13068733, convened under Article 117 of Law no. 31/1990 on the trading companies, republished with its subsequent amendments and additions, and under Article 16 of the updated Articles of Incorporation, adopts today, in the meeting held on 9 July 2013, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Mediaș, 1 C. I. Motaș Square, Sibiu County, the following:

RESOLUTION

Art.1. Approves the new Board of Administration of the National Gas Transmission Company "TRANSGAZ" S.A., as provided below, following the application of cumulative voting method:

1. Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____
2. Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____
3. Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____
4. Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____
5. Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____

Art.2. Approves the appointment of Mr./Mrs. _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____ as Chairman of the Board of Administration.

Art.3. Approves a fixed monthly salary of _____ RON for the members of the Board of Administration and a fixed monthly salary of _____ RON for the Chairman of the Board of Administration.

Art.4. Approves the maximum value of the insurance premium of _____ EURO for professional liability insurance for the members of the Board of Administration. The afferent costs will be borne by the company.

Art.5. Approves the shape of the administration contract that will be concluded with the members of the Board of Administration in the form attached to this resolution.

Art.6. Mandates Mr. / Mrs _____ domiciled in _____ holder of the ID card _____ issued by _____ on _____ personal identification number _____ to sign the administration contract with the appointed members.

Art.7. Approves setting the income and expenditure budget SNTGN "Transgaz" SA in accordance with the provisions of the Government Decision No. 302/29.05.2013 on the income and expenditure budget approval for the year 2013, for SNTGN "Transgaz" SA, under the authority of the Ministry of Public Finance.

Art.8. Sets the date of **26 July 2013** as registration date for the shareholders who will be affected by the Resolution of the Ordinary general Assembly of the Shareholders.

Art.9. Empowers the Chairman of the Board of Administration to sign the Resolution of the Ordinary General Assembly of the Shareholders and the Director General of the National Gas Transmission Company "TRANSGAZ" S.A Mediaș to sign the necessary documents for the registration and publication of the Resolution of the Ordinary General Assembly of the Shareholders at the Trade Register Office attached to Sibiu Law Court.

Chairman of the Board of Administration