

**Resolution No. 9
of the Ordinary General Meeting of TRANSGAZ' Shareholders
held on 23 September 2013**

The Ordinary General Meeting of the Shareholders of the National Gas Transmission Company "Transgaz SA", open company, headquartered in Mediaș, no. 1, C.I. Motas Square, Sibiu County registered with the Trade Register of Sibiu under no. J32/301/2000, VAT no. RO13068733, convened based on Article 117, Company Law no. 31/1990, amended from time to time and Article 16 of the Articles of Incorporation, issues the following resolution today, 23 September 2013, at the headquarters of the National Gas Transmission Company "Transgaz SA", no. 1, C.I. Motas Square, Sibiu County:

RESOLUTION

The Ordinary General Meeting of TRANSGAZ Shareholders:

- Article 1** Approves TRANSGAZ Plan of Administration for 2013-2017 as prepared by the Board of Administration according to GEO no. 109/2011 on the corporate governance of state-owned companies.
- Article 2** Approves the form of the mandate contract to be signed with the members of TRANSGAZ Board of Administration.
- Article 3** Empowers Mr. Dumitru – Remus VULPESCU, residing in Bucharest, no. 50-58 Nuferilor St., Entrance C, floor 4, flat 22, holder of ID card no. RR/726993, issued by Sector 1 Bucharest Police Department, on 10.03.2011, Personal No. 1720516463035 to sign the mandate contract with the members of TRANSGAZ Board of Administration.
- Article 4** Approves the appointment of PriceWaterHouseCoopers SRL Bucharest as auditor of TRANSGAZ annual financial statements, the entering into the financial audit contract for a period of two years and the financial statements for 2013 and 2014 following the expiration of the audit contract after the financial statements for 2012 have been audited.
- Article 5** Sets the date of **11 October 2013** as a registration date for the shareholders subject to the Decision of the Ordinary General Meeting of the Shareholders.
- Article 6** Empowers Mr. Ion STERIAN, the Chairman of the Board of Administrators, to sign the Decision of the Ordinary General Meeting of the Shareholders and Mr. Petru Ion VADUVA, as Director General of S.N.T.G.N. "TRANSGAZ" S.A, to sign the necessary documents for publication and registration thereof with the Office of Trade Register under the Law Court Sibiu.

Ion STERIAN
Chairman of the Board