

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)