



**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



CURRENT REPORT
according to article 224 of Law no. 297/2004

Report date: **23 September 2013**

Name of issuer: **SNTGN TRANSGAZ SA MEDIAS**

Headquarters: Mediaș, no.1, Constantin I. Motaș Sq., Sibiu County

Phone/fax no.: **0269803333/ 0269839029**

VAT no.: **RO 13068733**

Trade Register no. **J32/301/2000**

Subscribed and paid-up share capital: **RON 117,738,440**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange.**

EVENTS TO BE REPORTED:

According to the laws on the obligations of the security issuers to report to the capital market institutions, SNTGN TRANSGAZ SA notifies shareholders and investors that the Ordinary General Shareholders' Meeting and the Extraordinary General Shareholders' Meeting called under Article 117 of Company Law no. 31/1990, amended from time to time, and Article 16 of the updated Articles of Incorporation, were held today, 23 September 2013.

Attachments hereto:

- Resolution no. 9/23.09.2013 of TRANSGAZ Ordinary General Shareholders' Meeting;
- Resolution no. 10/23.09.2013 of TRANSGAZ Extraordinary General Shareholders' Meeting.

Petru Ion VĂDUVA

Director General



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**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. Motăș 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. Motăș 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 Nufurilor 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



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**Resolution No. 10
of the Extraordinary General Meeting of TRANSGAZ' Shareholders
held on 23 September 2013**

The Extraordinary 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 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 Extraordinary General Assembly of TRANSGAZ Shareholders:

- Article 1** Approves the close-out of Nabucco Gas Pipeline International GmbH Austria (NIC) and of the National Nabucco Companies.
- Article 2** Approves a close-out budget amounting to EURO 20 million (unconditional approval of WR 31/2012 submitted for approval to the Steering Committee of Nabucco Gas Pipeline International GmbH Austria (NIC) contemplating the approval of such budget).
- Article 3** Approves TRANSGAZ participation together with OMV, as Lenders, in a Loan Agreement with Nabucco Gas Pipeline International GmbH Austria (NIC), as Borrower, on the granting of an interest bearing loan amounting to maximum EURO 7.5 million, in aggregate (out of which TRANSGAZ share will not exceed 50%) collateralized by reliable NIC assets and meant to cover NIC's liquidity gap in order to avoid insolvency and the related legal proceedings (including loss of control on NIC in favour of an official receiver) as regulated by the national laws applicable to NIC, over the period necessary for the settlement of the ongoing share capital increase.
- Article 4** Approves TRANSGAZ participation in NIC share capital increase with a cash contribution of maximum EURO 1,340,000 aimed to cover the liquidity gap of EURO 7,500,000 as contemplated in the close-out budget approved by WR31/2012 in order to allow for the loan under paragraph 3 hereof to be refunded (ancillary obligations included) and to make sure that NIC will avoid insolvency.
- Article 5** Sets the date of **11 October 2013** as a registration date for the shareholders subject to the Decision of the Extraordinary General Meeting of the Shareholders.
- Article 6** Empowers Mr. Ion STERIAN, as Chairman of the Board of Administrators, to sign the Decision of the Extraordinary 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