

**To the: Bucharest Stock Exchange – Department of Operations Issuers Regulated Markets
Financial Supervision Authority - General Directorate Supervision - Issuers Division**

Date of the report: **28 September 2018**
Name of Issuer Company: **CNTEE TRANSELECTRICA SA, company managed in two-tier system**
Headquarters: Bucharest 1, Blvd. Magheru no. 33
Working location: Bucharest 3, Str. Olteni no. 2-4
Phone / fax numbers: 4021 3035 611 / 4021 3035 610
Single registration code: 13328043
LEI Code: 254900OLXCOUQC90M036
Number in the Commercial Register: J40/8060/2000
Share capital subscribed and paid: 733,031,420 Lei
Regulated market where the issued securities are transacted: Bucharest Stock Exchange

**DECISION No. 11 Of the Shareholders' General Ordinary Assembly of the National Power Grid
Company Transelectrica SA of 28 September 2018**

The Shareholders' general ordinary assembly of the National Power Grid Company Transelectrica SA, managed under two-tier system, established and acting in accordance with the Romanian legislation, registered with the National Office of the Trade Register from Bucharest Tribunal under no. J40/8060/2000, fiscal code 13328043, having its headquarters in Bucharest City 1, Blvd. General Gheorghe Magheru 33, share capital subscribed and paid of 733,031,420 Lei, divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on **28 September 2018, 10:00 h**, Attended by shareholders representing 70,21548% of the share capital and 70,21548% of the total voting rights, In accordance with the provisions of Company law 31/1990, republished, with later amendments and additions, of Law 297/2004 on the capital market, with later amendments and additions, of Law 24/2017 on the issuers of financial instruments and market operations, of ASF Regulation 5/2018 on the issuers of financial instruments and market operations, issues the following

DECISION:

With respect to the agenda items under nos. 8, 11, 12, 14 and 15 as follows:

1. As regards **item 8 in the agenda, with the “for” vote of shareholders representing 86,34005% of the total number of validly cast votes**, approving the amiable ending of the financial audit contract C210/2017 with company Deloitte Audit SRL and mandating the Company Directorate to take the necessary steps to end the financial audit contract C210/2017 by the parties' agreement.

2.1. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Gheorghe OLTEANU as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

2.2. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Ion CIUCULETE as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

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2.3. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Liviu ILASI as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

2.4. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Adrian MITROI as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

2.5. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Alin-Sorin MITRICA as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

2.6. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Fanel MIHALCEA as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

2.7. As regards **item 11 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, appointing Mr. Constantin DUMITRU as provisional member in the Supervisory Board of the National Power Grid Company Transelectrica SA beginning with 30 September 2018.

3. As regards **item 12 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, setting the term of the provisional members' mandate to two months, beginning with 30 September 2018.

4. As regards **item 14 in the agenda, with the “for” vote of shareholders representing 99,99927% of the total number of validly cast votes**, approving **16 October 2018** to be set as **registration date** for the shareholders who will be touched by the effects of the Decision taken by the Shareholders' general ordinary assembly.

5. As regards **item 15 in the agenda, with the “for” vote of shareholders representing 99,99927% of the total number of validly cast votes**, empowering the assembly chairperson, Adrian Constantin RUSU, to sign the Decision of the Shareholders' general ordinary assembly and the documents necessary for registration and publication of such Decision of the Shareholders' general ordinary assembly according to legal provisions. Adrian Constantin RUSU can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders' general ordinary assembly.

Adrian – Constantin RUSU

Adrian – Mircea TEODORESCU

**Executive Director General
Directorate Chairman**

Directorate Member

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Number in the Commercial Register: J40/8060/2000
Share capital subscribed and paid: 733,031,420 Lei
Regulated market where the issued securities are transacted: Bucharest Stock Exchange

DECISION No. 12 Of the Shareholders' General ordinary Assembly of the National Power Grid Company Transelectrica SA of 28 September 2018

The Shareholders' general ordinary assembly of the National Power Grid Company Transelectrica SA, managed under two-tier system, established and acting in accordance with the Romanian legislation, registered with the National Office of the Trade Register from Bucharest Tribunal under no. J40/8060/2000, fiscal code 13328043, having its headquarters in Bucharest City 1, Blvd. General Gheorghe Magheru 33, share capital subscribed and paid of 733,031,420 Lei, divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on **28 September 2018, 10:00 h**, Attended by shareholders representing 70,21548% of the share capital and 70,21548% of the total voting rights, In accordance with the provisions of Company law 31/1990, republished, with later amendments and additions, of Law 297/2004 on the capital market, with later amendments and additions, of Law 24/2017 on the issuers of financial instruments and market operations, of ASF Regulation 5/2018 on the issuers of financial instruments and market operations, issues the following

DECISION:

With respect to the agenda items under nos. 2, 5, 6, 9, 10, 13, 14 and 15 as follows:

1. As regards **item 2 in the agenda, with the “against” vote of shareholders representing 83,58303% of the total number of validly cast votes, it is not approved** the fixed indemnification of members in the Company's Supervisory Board as being in quantum representing twice the last 12 months' average of the monthly gross average wage gain of class 35 notified by the National Statistics Institute before appointment, according to legal provisions.
2. As regards **item 5 in the agenda, with the “for” vote of shareholders representing 91,12699% of the total number of validly cast votes**, deferring the discussion about approving the Supervisory Board's profile.
3. As regards **item 6 in the agenda, with the “for” vote of shareholders representing 91,12699% of the total number of validly cast votes**, deferring the discussion about approving the candidates' profile for the position of Supervisory Board member.

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4.1 As regards **item 9 in the agenda, with the “against” vote of shareholders representing 99,99912% of the total number of validly cast votes, it is not approved** the minimum term of 3 years for the financial audit contract and mandating the Company Directorate to organise the procurement procedure with a view to contract the financial audit services.

4.2. As regards **item 9 in the agenda, with the “for” vote of shareholders representing 99,99912% of the total number of validly cast votes**, approving the term of 3 years for the financial audit contract and mandating the Company Directorate to initiate the procurement procedure in order to submit the contracting of financial audit services to the approval of the Shareholders’ General Assembly. **According to the proposal of the Romanian State shareholder.**

5. As regards **item 10 in the agenda, with the “for” vote of shareholders representing 99,99927% of the total number of validly cast votes**, approving the rectified Revenue and Expense Budget of CNTEE Transelectrica SA for 2018, according to Note 35411/24.08.2018.

6. As regards **item 13 in the agenda, with the “for” vote of shareholders representing 86,31421% of the total number of validly cast votes**, approving the form of the addendum to be signed with the provisional members of CNTEE Transelectrica SA in the variant proposed by letter 37954/11.09.2018 from the Ministry of Economy, DPAPS and empowering the Ministry of Economy’s representative to sign the addendums.

7. As regards **item 14 in the agenda, with the “for” vote of shareholders representing 99,99927% of the total number of validly cast votes**, approving **16 October 2018** to be set as **registration date** for the shareholders who will be touched by the effects of the Decision taken by the Shareholders’ general ordinary assembly.

8. As regards **item 15 in the agenda, with the “for” vote of shareholders representing 99,99927% of the total number of validly cast votes**, empowering the assembly chairperson, **Adrian Constantin RUSU**, to sign the Decision of the Shareholders’ general ordinary assembly and the documents necessary for registration and publication of such Decision of the Shareholders’ general ordinary assembly according to legal provisions. **Adrian Constantin RUSU** can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders’ general ordinary assembly.

Adrian – Constantin RUSU

**Executive Director General
Directorate Chairman**

Adrian – Mircea TEODORESCU

Directorate Member

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