

Current report according to the provisions of Law 297/2004, the BSE Code and Regulation 1/2006 of CNVM

Date of the report: **09 November 2015**

Name of Issuer Company: **National Power Grid Co. Transelectrica SA, 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

Number in the Commercial Register: J40/8060/2000

Share capital subscribed and paid: 733,031,420 RON

Regulated market where the issued securities are transacted: Bucharest Stock Exchange

## **DECISION No. 5 of the Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA of 09 November 2015**

The Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA, managed under two-tier system, established and operating in accordance with the Romanian legislation, registered under number J40/8060/2000 with the National Office of the Commercial Register from Bucharest Tribunal, fiscal number 13328043, seated in Bucharest 1, Blvd. General Gheorghe Magheru no. 33, share capital subscribed and paid 733,031,420 Lei, which is divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on 09/10 November 2015, at 10:00 h,

Attended by shareholders representing 63.74990% of the share capital and 63.74990% of the total voting rights,

Based on the provisions of the Company law 31/1990, republished, with later amendments and additions, of Law 297/2004 on the capital market, with later amendments and additions, of Regulations 1/2006 on issuers and operations with securities and 6/2009 on exercising certain shareholder rights in the general assemblies of trading companies of the National Securities Commission, issues the following

### **DECISION:**

On the items in the agenda under nos. 1, 4, 5 and 6 as follows:

- 1.** As regards **item 1 in the agenda**, certain amendments / additions to the model addendum for the mandate contracts of Supervisory Board members approved under Decision 3 of 29 April 2015 of the Shareholders' General Ordinary Assembly are not approved **with the 'against' vote of shareholders representing 59.73721% of the total number of validly cast votes** and the State representative is not mandated to sign the addendums to be concluded with the Supervisory Board members, according to the model proposed by the Supervisory Board under Notice 34457/21.09.2015.
- 2.** As regards **item 4 in the agenda**, the State representative in the Shareholders' General Assembly, Mrs Claudia Baicu is mandated **with the 'for' vote of shareholders representing 58.69205% of the total number of validly cast votes** to sign on behalf of CNTEE Transelectrica SA the mandate contracts to be concluded with the two Supervisory Board members appointed under Decision no. 6/2015 of the Shareholders' General Ordinary Assembly.
- 3.** As regards **item 5 in the agenda**, **26.11.2015** is approved **with the 'for' vote of shareholders representing 63.72170% of the total number of validly cast votes** as **set date** for registration of

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shareholders that will be touched by the effects of the Decision taken by the Shareholders' General Ordinary Assembly.

4. As regards **item 6 in the agenda**, the assembly chairman Mr Ion-Toni Teau is mandated **with the 'for' vote of shareholders representing 63.72170% of the total number of validly cast votes** to sign the Decision of the Shareholders' General Ordinary Assembly and the documents necessary to register such Decision of the Shareholders' General Ordinary Assembly with the Office of the Commercial Register from Bucharest Tribunal, as well as to publish it under legal terms. Mr Ion-Toni Teau can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders' General Ordinary Assembly.

**Ion-Toni TEAU**  
**Executive Director General**  
**Directorate Chairman**

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Regulated market where the issued securities are transacted: Bucharest Stock Exchange

## **DECISION No. 6 of the Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA of 09 November 2015**

The Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA, managed under two-tier system, established and operating in accordance with the Romanian legislation, registered under number J40/8060/2000 with the National Office of the Commercial Register from Bucharest Tribunal, fiscal number 13328043, seated in Bucharest 1, Blvd. General Gheorghe Magheru no. 33, share capital subscribed and paid 733,031,420 Lei, which is divided into 73,303,142 nominative ordinary dematerialised shares of 10 Lei nominal value each, having assembled on 09/10 November 2015, at 10:00 h,

Attended by shareholders representing 63.74990% of the share capital and 63.74990% of the total voting rights,

Based on the provisions of the Company law 31/1990, republished, with later amendments and additions, of Law 297/2004 on the capital market, with later amendments and additions, of Regulations 1/2006 on issuers and operations with securities and 6/2009 on exercising certain shareholder rights in the general assemblies of trading companies of the National Securities Commission, issues the following

### **DECISION:**

On the items in the agenda under nos. 3, 5 and 6 as follows:

1.1. As regards **item 3 in the agenda**, Mr **Costin Mihalache**, Romanian citizen residing in Romania, Bucharest, district 6, born on August 23, 1968, is appointed member in the Supervisory Board **with the 'for' vote of shareholders representing 59.71111% of the total number of the validly cast votes** for a mandate identical as expiry date with the mandate of members elected under Decision 4/30.05.2013 of the AGOA, namely until 30.05.2017.

1.2. As regards **item 3 in the agenda**, Mr **Dragos Corneliu Zachia - Zlatea** is appointed member in the Supervisory Board **with the 'for' vote of shareholders representing 58.68832% of the total number of the validly cast votes** for a mandate identical as expiry date with the mandate of members elected under Decision 4/30.05.2013 of the AGOA, namely until 30.05.2017.

2. As regards **item 5 in the agenda**, **26.11.2015** is approved **with the 'for' vote of shareholders representing 63.71997% of the total number of the validly cast votes** as **set date** for registration of shareholders that will be touched by the effects of the Decision taken by the Shareholders' General Ordinary Assembly.

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3. As regards **item 6 in the agenda**, the assembly chairman Mr Ion-Toni Teau is mandated **with the ‘for’ vote of shareholders representing 63.71997% of the total number of the validly cast votes** to sign the Decision of the Shareholders’ General Ordinary Assembly and the documents necessary to register such Decision of the Shareholders’ General Ordinary Assembly with the Office of the Commercial Register from Bucharest Tribunal, as well as to publish it under legal terms. Mr Ion-Toni Teau can mandate other persons to carry out the publicity and registration formalities for the Decision of the Shareholders’ General Ordinary Assembly.

**Ion-Toni TEAU**  
**Executive Director General**  
**Directorate Chairman**

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