

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

Date of the report: **28 April 2016**

Name of Issuer Company: **CNTEE TRANSELECTRICA SA, managed under 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 Lei

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

## **DECISION NO. 3 of the Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA of 28 April 2016**

The Shareholders' General Ordinary Assembly of the National Power Grid Company Transelectrica SA, managed under two-tier system, established and operating according to the Romanian legislation, registered under number J40/8060/2000 with the National Commercial Register Office from Bucharest Tribunal, CUI (fiscal code) 13328043, with headquarters in Bucharest 1, Blvd. General Gheorghe Magheru no. 33, share capital subscribed and paid 733,031,420 Lei, divided into 73,303,142 nominative, ordinary dematerialised shares of 10 Lei nominal value each, having assembled on **28 April 2016, 14:00 h**,

Attended by shareholders representing 78.47264% of the share capital and 78.47264% 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 shareholders' rights in the shareholders' assemblies of trading companies, of the National Securities Commission, issue the following

### **DECISION:**

About the items in the agenda under nos. 1, 2, 3, 4, 5, 6, 8, 12, 13 and 14 as follows:

1. As regards **item 1 in the agenda**, approving **with the 'for' vote of shareholders representing 78.42353% of the total number of validly cast votes** the stand-alone financial statements of the National Power Grid Company Transelectrica SA for 2015 financial year.
2. As regards **item 2 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.42353% of the total number of validly cast votes**, the consolidated financial statements of the National Power Grid Company Transelectrica SA for 2015 financial year.
3. As regards **item 3 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes** the distribution of the net profit on 31 December 2015 to the following destinations:

Destination	Sum (Lei)
Accounting profit remaining after deducting the income tax on 31 December 2015 (includes the provision for employees' participation to profit)	366,657,687
<i>Distributing the accounting profit by the following destinations:</i>	
Legal reserve (5%)	20,982,901
Other law-provided distributions - exempting from payment the tax on re-invested profit	19,499,233
Other law-provided distributions - revenues achieved in 2015 from the	67,376,258

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allocation of interconnection capacities (net of income tax and legal reserve)	
Employees' participation to profit (provision expense in 2015)	6,603,220
Dividends owed to shareholders	194,253,326
Other reserves constituted as one's own financing sources	57,942,749
Non distributed profit	-

4. As regards **item 4 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes**, the 2015 gross dividend per share at 2.65 Lei/share, payable to the shareholders recorded on the registration date 07 June 2016, ex-date 06 June 2016.

5. As regards **item 5 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes**, 28 June 2016 as set date to begin dividends payment for CNTEE.

6. As regards **item 6 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.42353% of the total number of validly cast votes** the annual report on the economic-financial activities of the National Power Grid Company Transelectrica SA, according to the provisions of article 227 of Law 297/2004 on the capital market and of Annex 32 to Regulation 1/2006 of CNVM, for the financial year ended on 31 December 2015.

7. As regards **item 8 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.18470% of the total number of validly cast votes**, to release the Directorate and Supervisory Board members' liability for the financial year 2015.

8. As regards **item 12 in the agenda**, setting **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes** 06 June 2016 as ex-date, calendar day from which the shares of the National Power Grid Company Transelectrica SA provided in the Decision of the Shareholders' General ordinary assembly, are transacted without the rights that are derived from such decision.

9. As regards **item 13 in the agenda**, approving, **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes**, **07 June 2016** as set **registration date** of the shareholders that will be touched by the effects of the Decision taken by the Shareholders' General Ordinary Assembly.

10. As regards **item 14 in the agenda**, mandating **with the 'for' vote of shareholders representing 78.47264% of the total number of validly cast votes** the assembly chairman Mr Ion-Toni TEAU to sign the decision of the Shareholders' General Ordinary Assembly and the documents necessary for the registration and publication of such decision of the shareholders' general ordinary assembly with the Office of the Commercial Register from Bucharest Tribunal, and for its publication as per legal provisions. Mr Ion-Toni TEAU can also 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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