

To,

**CNTEE TRANSELECTRICA SA**

**Mr. Marius Danut CARASOL - Directorate Chairman**

Taking into account the provisions of article 92 from *Law 24/2017 on the issuers of financial instruments and market operations*, corroborated with the provisions of article 117<sup>1</sup> from the *Company Law 31/1990*, republished, with later amendments and additions,

Taking into account the topics included in the agenda of the Shareholders' General Ordinary Assembly of 29.03/01.04.2019, which convocation was transmitted for accompanied by letter 9823/27.02.2019 registered with D.P.A.P.S. under no. 1026/28.02.2019, we are sending you the following items:

- On 29.03.2019 the mandates of provisional members in the Supervisory Board of CNTEE TRANSELECTRICA SA expire, and by that date the selection procedure cannot be completed in accordance with the provisions of OUG 109/2011 regarding the corporative governance of public enterprises, with later amendments and additions;

- The stipulations of article 64<sup>1</sup> and of article 64<sup>4</sup> from OUG 109/2011 regarding the corporative governance of public enterprises, approved with amendments and additions by Law 111/02016, corroborated with the provisions of article 3 from the Methodological Norms establishing the selection criteria for the short list up to 5 candidates for each position, for their classification, and procedure on final appointments as well as establishing other measures necessary to implement the provisions of OUG 109/2011 regarding the corporative governance of public enterprises, approved with amendments and additions by Law 111/02016, with later amendments and additions, approved by HG 722/2016;

We are requesting you to add the agenda of the AGOA reunion with the following items:

- Appointing provisional members in the Supervisory Board of CNTEE Transelectrica SA beginning with 30.03.2019;
- Establishing a two months duration for the mandates of provisional members in the Supervisory Board;

The Ministry of Economy's proposals for the election of provisional members in the supervisory board are as follows:

- MITROI Adrian - engineer-economist, domiciled in Bucharest;
- MITRICĂ Alin Sorin- specialist of applied marketing, economic science, domiciled in Bucharest;
- DUMITRU Constantin - having technical and juridical competence, domiciled in Bucharest;
- TOADER Mihaela Virginia - having management competence, domiciled in Bucharest;
- CONSTANTINOVICI Mihaela - having competence of juridical science, domiciled in Bucharest;
- COȘEA Dumitru Gheorghe Mircea - university professor with ASE, domiciled in Bucharest;
- CRISU Nina Carmen having competence of juridical science, domiciled in Giurgiu City, Giurgiu County.

Also taking into account items 2, 3, 4 and 5 in the agenda, we are hereby transmitting the proposal of the draft decision related to such items as follows:

“As regards item 2 in the agenda, approving with the “for” vote of shareholders representing \_\_\_\_\_% of the total number of validly cast votes the determination of remuneration for Supervisory Board members as being that approved by AGOA Decision 3/05.03.2018”.

“As regards item 3 in the agenda, approving with the “for” vote of shareholders representing \_\_\_\_\_% of the total number of validly cast votes the determination of the mandate contract form, which will be as approved by AGOA Decision 5/29.03.2018 and will include the amendment of article 5 established by AGOA Decision 12/28.09.2018, and mandating the Ministry of Economy’s representative to sign the mandate contracts of the provisional members in the Supervisory Board of CNTEE Transelectrica SA”.

“As regards item 4 in the agenda, with the “for” vote of shareholders representing \_\_\_\_\_% of the total number of validly cast votes, deferring the discussion on the item with respect to “*Approving the profile of the Supervisory Board*”.

“As regards item 5 in the agenda, with the “for” vote of shareholders representing \_\_\_\_\_% of the total number of validly cast votes, deferring the discussion on the item with respect to “*Approving the candidates profile for the member positions in the Supervisory Board*”.

In the context of the above we are requesting you to take all necessary steps in order to place at the shareholders’ disposal the documents and materials required with a view to take a decision, according to the notified changes, while performing the publication procedure in accordance with the applicable regulations on the capital market.

With best regards,