

**RESOLUTION NO. 1/January 22, 2019****of the Ordinary General Meeting of Shareholders  
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.**

**Registered office: Mediaș, 4 Constantin Motas square, Sibiu County, Romania,  
registered with the Trade Register Office attached to Sibiu Law Court under no.  
J32/392/2001, fiscal code RO 14056826**

The Ordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A joined in the meeting, at its first convening, of January 22, 2019, 2:00 pm (Romania time) at the headquarters of “ROMGAZ”, located in Mediaș, 4 Constantin Motas square, Sibiu County Romania, the conference room, issues the following:

**RESOLUTION****Article 1**

Approves in principle the incorporation of a joint stock company with Societatea de Administrare a Participațiilor în Energie S.A. (S.A.P.E. S.A.) having as main activity the supply of natural gas and electricity.

**Article 2**

Approves for S.N.G.N. ROMGAZ S.A. to procure legal consultancy, counsel and/or representation services for an association with Societatea de Administrare a Participațiilor în Energie S.A (S.A.P.E. S.A.) to establish a joint stock company.

**Article 3**

Authorises the chairman and the secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.

The present Resolution was signed on January 22, 2019, in 4 (four) original copies.

**CHAIRMAN OF THE MEETING****SECRETARY OF THE MEETING**