

RESOLUTION NO. 9/December 20, 2017**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 December 20, 2017, hours 13:00 (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**

Take note of the Quarterly Report of Societatea Nationala de Gaze Naturale “ROMGAZ” - S.A. regarding its economic and financial activity on September 30, 2017 (period January 1, 2017 - September 30, 2017), which includes:

- a) Information on the performance of the directors' mandate contracts, on the company's financial performance and on the company's financial statements;
- b) Fulfilment of performance indicators, review of each indicator in relation with its share of accomplishment and set target value;
- c) Individual interim financial statements (not audited) for the nine-month and three-month periods ended September 30, 2017, prepared in accordance with International Financial Reporting Standards as adopted by the European Union and Ministry of Finance Order No. 2844/2016.

Article 2

Approve the procurement by Societatea Nationala de Gaze Naturale “ROMGAZ” - S.A. of the external specialized legal consultancy, assistance and representation services for special and specific cases up to the maximum cumulated value of EUR 200,000/year .

Article 3

Mandate the Board of Directors of Societatea Nationala de Gaze Naturale “ROMGAZ” - S.A. to coordinate the procedures related to procurement of external specialized legal consultancy, assistance and representation services.

Article 4

Establish January 17, 2018 as Record Date, namely the date for identifying the shareholders who will receive additional dividends or other entitlements and who are affected by the Resolutions of the Ordinary General Meeting of Shareholders.

Article 5

Authorize 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 December 20, 2017, in 4 (four) original copies.

**CHAIRMAN OF
THE BOARD OF DIRECTORS**

SECRETARY OF THE MEETING