

RESOLUTION NO. 10/December 11, 2019**of the Extraordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.**

**Registered office: Medias, 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**

On December 11, 2019, 1:00 pm (Romania time), the shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A., (hereinafter referred to as “the Company” or “ROMGAZ”) have joined at the Extraordinary General Meeting of Shareholders („EGMS”) of „ROMGAZ” at its first convening, at the headquarters of “ROMGAZ”, located in Medias, 4 Constantin Motas square, Sibiu County Romania, the conference room, the EGMS being opened by its Chairman, Mr. Parpală Caius-Mihai, as director of the company, authorized to chair the EGMS on December 11, 2019, according to the mandate conveyed by Mrs. Stan-Olteanu Manuela-Petronela, Chairman of the BoD; mandate registered at ROMGAZ under No. 42633/10.12.2019.

In accordance with Article 129 of Law no. 31/1990, „ROMGAZ” shareholders appoint Mr. Bobâlcă Cornel as EGMS secretary.

Further to the debates, “ROMGAZ” shareholders, issues the following:

RESOLUTION**Article 1**

Does not approve the establishment of a joint stock company with the main business scope the supply of natural gas and electricity, together with Societatea de Administrare a Participatiilor in Energie S.A. (S.A.P.E. S.A.) and the Articles of Incorporation of such Company.

Article 3

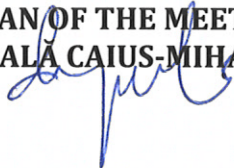
Approves the procurement of external legal consultancy, assistance and/or representation services for SNGN Romgaz SA regarding a potential litigation on the development of C.T.E. Iernut with the partnership DuroFelguera and Romelectro.

Article 2

Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders.

The present Resolution was signed on December 11, 2019, in 4 (four) original copies.

**CHAIRMAN OF THE MEETING
PARPALĂ CAIUS-MIHAI**



**SECRETARY OF THE MEETING
BOBÂLCĂ CORNEL**

