

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**

On January 22, 2019, 2:00 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 Ordinary General Meeting of Shareholders („OGMS”) of „ROMGAZ” at its first convening, at the headquarters of “ROMGAZ”, located in Mediaș, 4 Constantin Motas square, Sibiu County Romania, the conference room, the OGMS being opened by its Chairman, Mr. Jude Aristotel Marius, as director of the company, authorised by Board of Directors Resolution No 2 from January 21, 2019 to exercise the duties of the Chairman of the Board of Directors of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A., for the Ordinary General Meeting of Shareholders on January 22, 2019.

In accordance with Article 129 of Law no. 31/1990, „ROMGAZ” shareholders appoint Mr. Susanu Nicu-Romeo as OGMS secretary.

Further to the debates, “ROMGAZ” shareholders, 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
JUDE ARISTOTEL MARIUS**



**SECRETARY OF THE MEETING
SUSANU NICU-ROMEO**

