

RESOLUTION NO. 1/March 7, 2018**of the Ordinary 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 March 7, 2018, 13:00 noon (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 Medias, 4 Constantin Motas square, Sibiu County Romania, the conference room, the OGMS being opened by its Chairman, Mr. Volintiru Adrian Constantin, as director of the company, authorised by Board of Directors Resolution No 9 from March 6, 2018 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 March 7, 2018.

In accordance with Article 129 of Law no. 31/1990, „ROMGAZ” shareholders appoint Mr. Stoican Liviu as OGMS secretary.

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

RESOLUTION**Article 1**

Take note of the Letter issued by the Romanian Court of Accounts – Sibiu Chamber of Accounts no. 2046/December 15, 2017 as well as of Decision no. 26 of June 1, 2016 and of the subsequent decisions issued by the Romanian Court of Accounts – Sibiu Chamber of Accounts.

Article 2

Approve to modify the value of the fixed monthly gross allowance of Board members provided in the director agreement, further to implementing the provisions of GEO no.79/2017 on amending and supplementing Law no. 227/2015 related to the Fiscal Code and based on article 18 of GEO no. 90/2017 on certain fiscal-budget measures to amend and supplement pieces of legislation and to adjourn terms, so that the value of the current monthly net allowance of the Board members remains unchanged.

Article 3

Authorize the representative of the Ministry of Energy in the General Meeting of Shareholders to sign the addenda to the director agreements of Board members, as a consequence of article 2.

Article 4

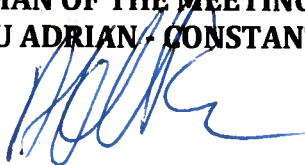
Establish March 27, 2018 as the Record Date, namely as the date of identifying the shareholders who are affected by the resolution of the Ordinary General Meeting of Shareholders.

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 March 7, 2018, in 4 (four) original copies.

**CHAIRMAN OF THE MEETING
VOLINTIRU ADRIAN - CONSTANTIN**



**SECRETARY OF THE MEETING
STOICAN LIVIU**

