

RESOLUTION NO. 13/December 6, 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 December 6, 2018, 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 Medias, 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 59 from December 4, 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 December 6, 2018.

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**

Appoints Ernst & Young Assurance Services S.R.L. as financial auditor of S.N.G.N. Romgaz S.A.

Article 2

Sets the minimum term of the financial audit contract to three years for providing specific services for years 2018, 2019 and 2020.

Article 3

Approves the distribution of the total amount of RON 716,885,664 as additional dividends, in compliance with art. II and art. III of GEO 29/2017, to the company’s shareholders, according to their participation in the company’s share capital.

Article 4

Approves the additional gross dividend per share of 1.86 RON/share. Additional gross dividends are to be distributed from the company's reserves, representing own financing sources.

Article 5

Establishes December 21, 2018 as Record Date, that is the date to determine the shareholders eligible to receive additional dividends or other rights and who are affected by the Resolutions of the Ordinary General Meeting of Shareholders.

Article 6

Establishes December 20, 2018 as Ex Date, representing the date falling one settlement cycle minus one business day before the Record Date, as of which the financial instruments provided under the corporate bodies' resolutions are traded without the rights resulting from such resolution.

Article 7

Establishes December 28, 2018 as Payment Date, which is the calendar day on which distribution of revenue related to securities, consisting of cash or securities, becomes certain.

Article 8

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 December 6, 2018, in 4 (four) original copies.

CHAIRMAN OF THE MEETING
JUDE ARISTOTEL MARIUS



SECRETARY OF THE MEETING
SUSANU NICU-ROMEO

