



Protocol to establish the non-observance of conditions required for the performance of S.N.G.N. „Romgaz” S.A. OGMS convened for 26.10.2019

Concluded today, 26.10.2019, at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, according to S.N.G.N. „ROMGAZ” – S.A. Articles of Incorporation Article 14, par. 6.

Hereby, the following is established in connection with the OGMS meeting convened for 26.10.2019:

- The convening of the OGMS meeting from 26.10.2019 was approved by the Board Resolution no. 35 from 24.09.2019.
- OGMS Convening Notice was published in the Official Journal of Romania –Part IV – No. 4028 of 25.09.2019, in „Bursa” daily newspaper No. 176 on 25.09.2019 and on the company’s website (www.romgaz.ro) as of 25.09.2019, as such, the formalities for convening the OGMS on 26.10.2019 were fulfilled.
- According to S.N.G.N. “Romgaz” S.A. Articles of Incorporation, Article 15, par. 12:
„The presence of shareholders holding at least half of the total voting rights, and the decision-making by a majority of validly expressed votes are conditions required for the validity of ordinary general meeting deliberations upon its first convening”
- The total number of votes which can be casted during OGMS on 26.10.2019, is: 385.422.400 votes.
- Mrs. Antal Anca, legal counselor, was appointed Technical Secretary of OGMS on 26.10.2019.
- For the OGMS on 26.10.2019, no shareholder was present.

Under the given factual and legal circumstances, the conditions required for the performance of OGMS on 26.10.2019 (upon first convening) are not fulfilled.

This Protocol is drafted in two original copies, one copy is to be submitted to Capital Market Office and the second copy to GMS and BoD Secretary Office of S.N.G.N. „ROMGAZ” S.A..

**Chairman of the Board of Directors
Stan-Olteanu Manuela-Petronela**

CU. 26.10.2019

Technical Secretary
legal counselor Antal Anca

to