

Ministry of Energy

Minister Cabinet

No. 101570/AA/17.05.2019

**To:**

**The Board of Directors of Societatea Națională de Gaze Naturale ROMGAZ SA**

**Mrs. Ramona Ungur, Chairperson of the Board of Directors**

Related to the letter no. 101.507/AA/13.05.2019 where the Ministry of Energy, on behalf of the Romanian State acting as shareholder holding 269,823,080 shares representing 70.0071% of Societatea Națională de Gaze Naturale ROMGAZ SA (SNGN ROMGAZ SA) shares, calls the Ordinary General Meeting of Shareholders of SNGN ROMGAZ SA for election of board members by cumulative voting, please find attached for item 4 on the agenda, namely **“Approval of the Director’s Agreement to be concluded with the directors elected by cumulative voting”**, the proposed director agreement form to be concluded as per the draft resolution.

Also, please amend item 4 of the draft agenda transmitted under the above mentioned letter as follows:

**“Director’s Agreement form to be concluded with the interim directors elected by cumulative voting, as annexed, is approved. For reconfirmed directors the provisions of director’s agreements concluded at the day of appointment and the related addenda (if applicable) are valid”.**

Best regards,

**Anton Anton**

**MINISTER OF ENERGY**

**Romania’s Presidency of the EU Council**