

Voting results

of the Extraordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on December 11, 2019

In compliance with the provisions of art. 209 Regulation no. 5/2018 on issuers of financial instruments and market operations of the Financial Supervisory Authority, S.N.G.N. Romgaz S.A. - a company managed in an one-tier system, incorporated and operating under the laws of Romania, registered with the Trade Register Office of Sibiu Court under number J32/392/2001, fiscal code RO 14056826, having its headquarters at Mediaș, 4 Constantin Motas Square, Sibiu County, with a subscribed and paid up share capital of lei 385,422,400, divided in 385,422,400 registered shares, with a nominal value of leu 1 per each share (hereinafter referred to as „ROMGAZ” or the „Company”), hereby announces the voting results of the Extraordinary General Meeting of Shareholders (hereinafter referred to as “EGMS”) held on December 11, 2019, on first meeting, under valid legal conditions, at the headquarters of S.N.G.N. „ROMGAZ” – S.A., located in Mediaș, 4 Constantin Motas Square, Sibiu County, in the conference room, having the following:

A. Situation of shares and voting rights on the date of the EGMS

Share capital: lei 385,422,400
Nominal value per share: leu 1
Voting right per share: 1
Type of share: registered shares

Total number of shares: 385,422,400
Voting shares: 385,422,400
Total number of votes exercisable: 385,422,400

At the at the first convening of the Extraordinary General Meeting of Shareholders on December 11, 2019, 1:00 pm (Romania time), 49 shareholders participated, were represented or casted their vote by correspondence, holding a number of 327,125,490 shares, representing 84.8745% of the total number of shares, according to “ROMGAZ” consolidated Shareholder’s Registry on November 29, 2019, reference date of the Extraordinary General Meeting of Shareholders (statutory quorum) and 84.8745% from the total voting rights.

B. Voting results of EGMS on December 11, 2019

Item 1 on the agenda „**Approve to establish a joint stock company with the main business scope the supply of natural gas and electricity, together with Societatea de Administrare a Participatiilor in Energie S.A. (S.A.P.E. S.A.) and the Articles of Incorporation of such Company**”.

The Resolution approved for item 1 on the agenda is as follows:

„Does not approve the establishment of a joint stock company with the main business scope the supply of natural gas and electricity, together with Societatea de Administrare a Participatiilor in Energie S.A. (S.A.P.E. S.A.) and the Articles of Incorporation of such Company”.

This Resolution is approved with 293,520,308 votes representing 76.1555% from the sharecapital and 90.2251% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 14 of the Articles of Incorporation.

The votes were recorded as follows:

- 31,799,785 votes “for”
- 293,520,308 votes “against”
- 0 votes “abstain” and
- 1,805,397 votes were “not casted”.

Item 2 on the agenda „**Approve to procure external legal consultancy, assistance and/or representation services for SNGN Romgaz SA regarding a potential litigation on the development of C.T.E. Iernut with the partnership DuroFelguera and Romelectro**”

The Resolution approved for item 2 on the agenda is as follows:

„Approves the procurement of external legal consultancy, assistance and/or representation services for SNGN Romgaz SA regarding a potential litigation on the development of C.T.E. Iernut with the partnership DuroFelguera and Romelectro”.

This Resolution is approved with 319,137,550 votes representing 82,8020% from the sharecapital and 98,0996% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 14 of the Articles of Incorporation.

The votes were recorded as follows:

- 319,137,550 votes “for”
- 6,182,543 votes “against”
- 0 votes “abstain” and
- 1,805,397 votes were “not casted”.

Item 3 on the agenda „**Authorizing the chairman and the secretary of the meeting to sign the Resolution of the Extraordinary General Meeting of Shareholders**”.

The Resolution approved for item 3 on the agenda is as follows:

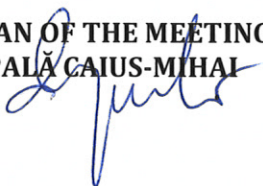
„Authorises the Chairperson and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders.”

This Resolution is approved with 325,320,093 votes representing 84.4061% from the sharecapital and 100% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 14 of the Articles of Incorporation.

The votes were recorded as follows:

- 325,320,093 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 1,805,397 votes were “not casted”.

**CHAIRMAN OF THE MEETING
PARPALĂ CAIUS-MIHAI**



**SECRETARY OF THE MEETING
BOBÂLCĂ CORNEL**

