

Voting results

of the Extraordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on October 18, 2018

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 October 18, 2018, 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 October 18, 2018, 2:00 pm (Romania time), 49 shareholders participated, were represented or casted their vote by correspondence, holding a number of 315,801,997 shares, representing 81.9366% of the total number of shares, according to “ROMGAZ” consolidated Shareholder’s Registry on October 5, 2018, reference date of the Extraordinary General Meeting of Shareholders (statutory quorum) and 81.9366% from the total voting rights.

B. Voting results of EGMS on October 18, 2018

Item 1 on the agenda „Approval of the increase of share capital of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL by contribution in kind, made by the sole shareholder SNGN Romgaz SA, of current assets such as stocks of consumable materials, spare parts and inventory amounting to RON 16,056,160”

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

„Approves the increase of share capital of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL by contribution in kind, made by the sole shareholder SNGN Romgaz SA, of current assets such as stocks of consumable materials, spare parts and inventory amounting to RON 16,056,160.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

Item 2 on the agenda „Approval of the issuance of 1,605,616 social shares, with a nominal value of RON 10/share, due to the contribution in kind of the sole shareholder SNGN Romgaz SA”

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

„Approves the issuance of 1,605,616 social shares, with a nominal value of RON 10/share, due to the contribution in kind of the sole shareholder SNGN Romgaz SA.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

Item 3 on the agenda **„Approval of the amount of RON 2.20, representing the difference between the assessed value of stocks and the value of contribution, to be recorded in the reserves registered in the accounting of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL”**

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

„Approves the amount of RON 2.20, representing the difference between the assessed value of stocks and the value of contribution, to be recorded in the reserves registered in the accounting of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

Item 4 on the agenda **„Approval of the amendment of Chapter III, SHARE CAPITAL, SOCIAL SHARES – Article 3.1 of the Articles of Incorporation of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL, to read as presented in Annex 1, as follows:**

„The subscribed and paid share capital of the company amounts to RON 66,056,160, divided into 6,605,616 social shares, having a nominal value of RON 10/social share, held entirely by the sole shareholder”

The Resolution approved for item 4 on the agenda is as follows:

„Approves the amendment of Chapter III, SHARE CAPITAL, SOCIAL SHARES – Article 3.1 of the Articles of Incorporation of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale Depogaz Ploiesti SRL, to read as presented in Annex 1, as follows:

„The subscribed and paid share capital of the company amounts to RON 66,056,160, divided into 6,605,616 social shares, having a nominal value of RON 10/social share, held entirely by the sole shareholder.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

Item 5 on the agenda „Authorizing the Director General of SNGN Romgaz SA to sign the update and the proposed amendments to the Articles of Incorporation of SNGN Romgaz SA – Depogaz Ploiești SRL Natural Gas Underground Storage Subsidiar”

The Resolution approved for item 5 on the agenda is as follows:

„Authorises the Director General of SNGN Romgaz SA to sign the update and the proposed amendments to the Articles of Incorporation of SNGN Romgaz SA – Depogaz Ploiești SRL Natural Gas Underground Storage Subsidiary.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

Item 6 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 6 on the agenda is as follows:

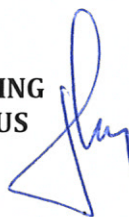
„Authorises the Chairperson and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders.”

This Resolution is approved with 313,678,268 votes representing 81.3856% 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:

- 313,678,268 votes “for”
- 0 votes “against”
- 0 votes “abstain” and
- 2,123,729 votes were “not casted”.

**CHAIRMAN OF THE MEETING
JUDE ARISTOTEL MARIUS**



**SECRETARY OF THE MEETING
SUSANU NICU-ROMEO**

