

Voting results**of the Ordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on October 20, 2017**

In accordance with the provisions of Article 19 of the Regulation 6/2009 on the exercise of certain shareholders rights in relation to general meetings of shareholders of the National Securities Commission, 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 Medias, 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 Ordinary General Meeting of Shareholders (hereinafter referred to as “OGMS”) held on October 20, 2017, on first meeting, under valid legal conditions, at the headquarters of S.N.G.N. „ROMGAZ” – S.A., located in Medias, 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 OGMS

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 as regards the ordinary votes: 385,422,400

B. Voting results of OGMS on October 20, 2017

Item 1 on the agenda „Approval de distribution of the additional gross dividend per share in amount of RON 1.94/share resulting from the distribution of a total amount of RON 747,719,456 in form of additional gross dividends based on Articles II and III of EGO no. 29/2017 to the company’s shareholders proportionately with their participation to the company’s share capital. The additional gross dividends shall be allocated from the company’s reserves representing own sources of finance”

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

„Approve de distribution of the additional gross dividend per share in amount of RON 1.94/share resulting from the distribution of a total amount of RON 747,719,456 in form of additional gross dividends based on Articles II and III of EGO no. 29/2017 to the company’s shareholders proportionately with their participation to the company’s share capital. The additional gross dividends shall be allocated from the company’s reserves representing own sources of finance.”

This Resolution is approved with 308,227,849 votes representing 96.1986% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 308,227,849 votes "for"
- 12,179,827 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

Item 2 on the agenda „Establishing November 29, 2017 as payment date, namely the calendar day when the distribution of revenue in connection with securities, consisting of cash or securities, becomes certain”

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

„Establish November 29, 2017 as payment date, namely the calendar day when the distribution of revenue in connection with securities, consisting of cash or securities, becomes certain.”

This Resolution is approved with 308,227,849 votes representing 96.1986% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 308,227,849 votes "for"
- 12,179,827 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

Item 3 on the agenda „The payment of additional dividends shall be made in RON, the shareholders benefitting from these amounts are those registered in the Shareholders' Register on the Record Date established by the general meeting of shareholders. The additional dividend payment modality shall be brought to the attention of shareholders prior to the actual payment date. Expenses in connection with the payment of additional dividends shall be borne by the company”

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

„The payment of additional dividends shall be made in RON, the shareholders benefitting from these amounts are those registered in the Shareholders' Register on the Record Date established by the general meeting of shareholders. The additional dividend payment modality shall be brought to the attention of shareholders prior to the actual payment date. Expenses in connection with the payment of additional dividends shall be borne by the company.”

This Resolution is approved with 308,227,849 votes representing 96.1986% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 308,227,849 votes "for"

- 12,179,827 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

Item 4 on the agenda „Establishing November 8, 2017 as Record Date, namely the date for identifying the shareholders who will receive additional dividends or other entitlements and who are affected by the Resolutions of the Ordinary General Meeting of Shareholders”

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

„Establish November 8, 2017 as Record Date, namely the date for identifying the shareholders who will receive additional dividends or other entitlements and who are affected by the Resolutions of the Ordinary General Meeting of Shareholders.”

This Resolution is approved with 318,676,979 votes representing 99.4598% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 318,676,979 votes "for"
- 1,730,697 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

Item 5 on the agenda „Establishing November 7, 2017 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”

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

„Establish November 7, 2017 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.”

This Resolution is approved with 319,147,414 votes representing 96.6067% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 319,147,414 votes "for"
- 1,260,262 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

Item 6 on the agenda „Authorizing the Chairperson and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”

The Resolution approved for item 6 on the agenda is as follows:

„Authorize the Chairperson and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.”

This Resolution is approved with 320,407,676 votes representing 100% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 320,407,676 votes "for"
- 0 votes "against"
- 0 votes "abstain" and
- 2,185,121 votes were "not casted".

CHAIRPERSON
Grigorescu Remus



Secretary of the meeting
Stoican Liviu

