

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on January 15, 2020

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 Ordinary General Meeting of Shareholders (hereinafter referred to as “**OGMS**”) held on January 15, 2020, 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 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: 385,422,400

At the at the first convening of the Ordinary General Meeting of Shareholders on January 15, 2020, 38 shareholders participated, were represented or casted their vote by correspondence, holding a number of 321,832,459 shares, representing 83.5012% of the total number of shares, according to shareholder’s list communicated by Depozitarul Central on January 6, 2020, reference date of the Ordinary General Meeting of Shareholders (statutory quorum) and 83.5012% from the total voting rights.

B. Voting results of OGMS on January 15, 2020

Item 1 on the agenda „Approval the extension of the credit facility agreement concluded with BCR and reduce the limit to UDS 60 million for issuing letters of bank guarantee”

The draft decision proposed for 1 on the agenda, was as follows:

„Approves:

- **the extension until December 31st, 2020 of the credit facility contract no. 201812070225 of December 10th, 2018, entered into with The Romanian Commercial Bank S.A.;**

The votes were recorded as follows:

- 320,031,062 votes were casted of which:
 - 50,207,982 votes “for”
 - 0 votes “against”
 - 269,823,080 votes “abstain”
- 1,801,397 votes were not casted.

- **the reduction of the credit facility cap to USD 60 mil;**

The votes were recorded as follows:

- 320,031,062 votes were casted of which:
 - 50,207,982 votes “for”
 - 0 votes “against”
 - 269,823,080 votes “abstain”
- 1,801,397 votes were not casted.

- **the empowering of Mr. Volintiru Constantin Adrian, in his capacity of General Director of Romgaz S.A., and Mr. Veza Leonte Marius, in his capacity of Economic Director to sign the contract for bank credit under the form of letters of bank guarantee, with a cap of USD 60 mil, valid until December 31st, 2020;**

The votes were recorded as follows:

- 320,031,062 votes were casted of which:
 - 50,207,982 votes “for”
 - 0 votes “against”
 - 269,823,080 votes “abstain”
- 1,801,397 votes were not casted.

- **the empowering of the persons below to sign the requests for issuance and modification of letters of bank guarantees under the BCR credit facility contract no. 201812070225 of December 10th, 2018, as well as any other documents related to the credit facility contract, irrespective of their form, including but not limited to addendums:**

For signature I:	Mr. Volintiru Constantin	General Director
	Adrian	
	Mr. Paraschiv Nelu	Deputy General Director - Development
	Mrs. Tataru Argentina	Deputy General Director - Operations and Exploration
For signature II:	Mr. Veza Marius Leonte	Economic Director
	Mr. Bobar Andrei	Financial Director
	Mrs. Tranbitas Gabriela	Head of Financial Reporting Office

The votes were recorded as follows:

- 320,031,062 votes were casted of which:
 - 50,207,982 votes "for"
 - 0 votes "against"
 - 269,823,080 votes "abstain"
- 1,801,397 votes were not casted.

The draft resolution proposed for approval, related to item 1 of the agenda, was not adopted, failing to obtain the majority of the validly expressed votes necessary to be adopted.

Item 2 on the agenda „Authorise the chairman and the secretary of the meeting to sign the Resolution of the Ordinary General Meeting of Shareholders”

The draft decision proposed for 2 on the agenda, was as follows:

„Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

The draft decision proposed for 2 on the agenda, was approved with 320,031,062 votes representing 83.0339% 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 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 320,031,062 votes were casted of which:
 - 320,031,062 votes "for"
 - 0 votes "against"
 - 0 votes "abstain"
- 1,801,397 votes were not casted.

**CHAIRMAN OF MEETING
BOTOND BALAZS**

**SECRETARY OF THE MEETING
BOBÂLCĂ CORNEL**