

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on October 28, 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 Ordinary General Meeting of Shareholders (hereinafter referred to as “OGMS”) held on October 28, 2019, on second 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 second convening of the Ordinary General Meeting of Shareholders on October 28, 2019, 1:00 pm (Romania time), 45 shareholders participated, were represented or casted their vote by correspondence, holding a number 39,712,456 shares, representing 10.3036% of the total number of shares, according to shareholder’s list communicated by Depozitarul Central on October 16, 2019, reference date of the Ordinary General Meeting of Shareholders 10.3036% from the total voting rights.

Capital social: 385.422.400 lei

CIF: RO 14056826

Nr. Ord.reg.com/an : J32/392/2001

RO08 RNCB 0231 0195 2533 0001 - BCR Mediaș

RO12 BRDE 3305 V024 6190 3300 - BRD Mediaș



S.N.G.N. Romgaz S.A.
551130, Piața C.I. Motas, nr.4
Mediaș, jud. Sibiu - România
Telefon 004-0269-201020
Fax 004-0269-846901
E-mail secretariat@romgaz.ro
www.romgaz.ro

B. Voting results of OGMS on October 28, 2019

Item 1 on the agenda „**Extend the mandates of the interim directors with a 2 months term from the expiry date, according to the provisions of art. 64¹ para (5) of GEO 109/2011**”

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

„Approves the extension of interim directors’ mandates with a 2 months term from the expiry date, according to the provisions of art. 64¹ para (5) of GEO 109/2011”.

This Resolution is approved with 30,658,107 votes representing 7.9544% from the sharecapital and 80.8605% 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 13 of the Articles of Incorporation.

The votes were recorded as follows:

- 30,658,107 votes “for”
- 6,865,704 votes “against”
- 391,016 votes “abstain” and
- 1,797,629 votes were “not casted”.

Item 2 on the agenda „**Approve the conclusion of addenda to the director agreements to extend by 2 months the term of the director agreements of interim directors**”

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

„Approves the conclusion of addenda to the director agreements to extend by 2 months the term of the director agreements of interim directors”.

This Resolution is approved with 31,126,116 votes representing 8.0758% from the sharecapital and 82.0948% 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 13 of the Articles of Incorporation.

The votes were recorded as follows:

- 31,126,116 votes “for”
- 6,397,695 votes “against”
- 391,016 votes “abstain” and
- 1,797,629 votes were “not casted”.

Item 3 on the agenda „**Mandate the representative of the major shareholder, the Ministry of Energy, to sign the addenda for the extension of the director agreements of interim directors**”

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

„Mandates the representative of the major shareholder, the Ministry of Energy, to sign the addenda for the extension of the director agreements of interim directors”.

This Resolution is approved with 31,126,116 votes representing 8.0758% from the sharecapital and 82.0948% 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 13 of the Articles of Incorporation.

The votes were recorded as follows:

- 31,126,116 votes "for"
- 6,397,695 votes "against"
- 391,016 votes "abstain" and
- 1,797,629 votes were "not casted".

**CHAIRMAN OF
THE BOARD OF DIRECTORS
STAN-OLTEANU MANUELA-PETRONELA**

M. 28.10.2015

**SECRETARY OF THE MEETING
ȘTEFĂNESCU ADINA CAMELIA**

Adina Ștefănescu