**Announcement for the Recruitment and Selection**

**of**

**Members of the board of directors**

**in**

**S.N.G.N ROMGAZ S.A. Medias**

**February the 12th, 2013**

The Office for State Ownership and Privatization in Industry (OPSPI) selected the partnership made-up of S.C.Quest Advisors S.R.L. and S.C. Transearch International S.R.L., to assist the Ministry of Economy, through OPSPI, in the recruitment process of the candidates- members of the Board of Directors in **ROMGAZ S.A. Medias.**

The main object of activity of **Societatea Nationala de Gaze Naturale „ROMGAZ”-S.A. Medias** is the extraction of natural gas, geological survey for the discovery of new natural gas reserves, the production, supply and underground storage of natural gas in compliance with quality, safety, economic efficiency and environmental protection requirements. ROMGAZ S.A. has 6 branches.

The Romanian State holds 85.007% of the share capital of SNGN ROMGAZ S.A. The Ministry of Economy represents the State as shareholder of ROMGAZ S.A. and exercises all rights related to such capacity. S.C. Fondul Proprietatea S.A. holds 14.992% of SNGN ROMGAZ S.A.’s share capital.

**Responsibilities of the Directors**

The full list of the responsibilities of the Board of Directors may be found in the company’s Articles of Incorporation, the Companies Law 31/ 1990, republished, as subsequently amended and supplemented, and G.E.O. no.109/ 2011 regarding corporate governance of public enterprises.

Within the recruitment and selection process for Board Members, applications must be submitted by Romanian or foreign individuals, or legal entities registered in Romania or other States, that have experience in the administration/management of profitable public enterprise or profitable commercial companies, active in the same area of activity as the public company they are applying for.

**Recruitment and selection criteria**

* Minimum 10 years’ professional experience, of which minimum 5 years in administration/ management positions;
* Academic degree;
* Knowledge of Romanian or an internationally used language;
* Legal persons will be specialised in business administration in the energy sector, having minimum 5 years’ experience;
* Experience, for individuals or legal entities, in administration/management positions in companies having a turnover of minimum Euro 100 million or 1000 employees.

**Compliance with the following conditions is a plus:**

* Knowledge of Romanian is a plus in the case of foreign individuals/ representatives of legal entities;
* Knowledge of English is a plus in the case of Romanian individuals/ representatives of legal entities;
* Specialisation/ Master’s degree in: management/ marketing/ law/ economics/ technical studies;
* Knowledge of the legislation applicable to the public enterprise’s area of activity;
* Knowledge in the field of capital markets and investors relation;
* Experience in both local and international companies;
* Relevant experience within legal bodies governed by public or private law;
* Experience in the relationship with public authorities, regulatory and supervisory authorities;
* Knowledge of corporate governance;
* Proven strategic vision;
* Interpersonal communication skills;
* Professionalism.

**Rules concerning the selection process**

* No more than 2 members may be selected from among the civil servants or other categories of personnel of the Ministry of Economy – as supervisory public authority, or of other public authorities or institutions;
* No more than 2 members of the new Board of Directors may be appointed as executive directors;
* At least one of the selected persons must have minimum 5 years’ experience in the field of natural gas;
* At least one of the members of the Board of Directors must have economic studies and minimum 5 years’ experience in economics, accounting, audit or finance;
* An individual may simultaneously have maximum 5 mandates as director and/ or member of the supervisory board of joint-stock companies/ public undertakings located in Romania;
* Avoidance of conflicts of interest or incompatibility is a must in the selection of candidates (Form 1);
* Most members selected in the Board of Directors must be non-executive and independent directors within the meaning of article 138² of Law no. 31/1990 (Form 2).

**Application documents required from individuals:**

1. List of documents;
2. Curriculum Vitae;
3. „Technical proposal”- the candidate shall detail therein how he/ she meets each criterion specified in the Announcement for selection;
4. At least two letters of recommendation;
5. Statutory declaration of the absence of a criminal record (Form 3);
6. Statutory declaration of the non-registration on the list of the directors whose mandate was revoked due to their fault (Form no. 4);
7. Statutory declaration of the absence of any conflict of interest -(Form no. 1);
8. Statutory declaration whether he/ she is „independent” within the meaning of Article 138² of law 31/ 90 republished as subsequently amended (Form 2) ;
9. Copy of the identity document.

**Documents required for the application of legal entities:**

* Presentation of the company and similar projects as detailed as possible;
* Documents proving the turnover realised from the object of activity of business administration;
* Presentation of the representative to be appointed, accompanied by the corresponding documents required for the application of individuals;
* Criminal record and tax record or an equivalent document;
* Company’s details or a similar document indicating the Company’s object and the fact that the Company is operational (namely that it is not undergoing bankruptcy proceedings based on a decision issued by an insolvency practitioner, is not undergoing insolvency proceedings, has not entered into an agreement with its creditors);
* Statutory declaration of the absence of any conflict of interest.

The candidatures and documents hereby requested will be sent/submitted, with acknowledgement of receipt, no later than March the13th, 2013, 4:00 p.m., in hard copy, in a closed and sealed envelope, bearing the mention: „Procedure for the recruitment and selection of Non-executive Director of Romgaz S.A., Surname Name”, to the address “Secretariatul O.P.S.P.I., Calea Victoriei, nr. 152, et. 5, camera 515, sector 1, București, cod 010096, România” (The Secretariat of O.P.S.P.I.,152 Calea Victoriei, 5th floor, room 515, district 1, Bucharest, postal code 010096, Romania), and in electronic format, to the e-mail address aplicatii.romgaz@questadvisors.eu

All application documents hereby requested must be submitted in hard copy.

Impossibility to send all requested documents in hard copy, before the above-mentioned deadline, entails exclusion from the recruitment and selection procedure.

By submission of the application, the candidates give their implicit consent to have their personal data processed for the recruitment and selection procedure.

The supervisory body reserves the right to interview only the selected candidates and to give up the selection process at any time during the procedure.

The candidates selected for the interview may be requested additional documents in support of their experience or professional status.

The candidates participating in the selection process must take into account that, further to the selection process, the Shareholder’s Assembly of the public company appoints the Directors, at the proposal of the shareholder, the Ministry of Economy.