

*Translation from Romanian*

SNGN ROMGAZ SA

Registration no. 44497 from December 24, 2019

Ministry of Economy, Energy and Business Environment

Minister Cabinet

Registration no. 6048/VDP of December 24, 2019

**To: SOCIETATEA NATIONALA DE GAZE NATURALE SNGN ROMGAZ S.A.**

**Mrs. Stan-Olteanu Manuela Petronela, Chairperson of the Board**

Taking into account the call for the Extraordinary General Meeting of Shareholders of SNGN "ROMGAZ" SA on January 15, 2020 at 1:00 pm; the Ministry of Economy, Energy and Business Environment, on behalf of the Romanian State as shareholder, holding a number of 269,823,080 shares representing 70.0071% of Societatea Nationala de Gaze Naturale "Romgaz" S.A. (SNGN ROMGAZ SA) share capital, subject to Article 117<sup>1</sup> of Company Law 31/1990, as subsequently amended and supplemented, requests the Board of Directors to include new items on the agenda of the meeting, to debate and approve the following topics:

1. Approval to increase SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL share capital, by the inflow of capital in kind to the existing share capital with the fixed assets owned by SNGN Romgaz SA, which are used to the storage activity, in compliance with the law.
2. Approval to authorise SNGN Romgaz SA Board of Directors to coordinate the process of issuing new shares in SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL in exchange of the inflow of capital in kind by SNGN Romgaz SA.
3. Approval to authorise SNGN Romgaz SA Board of Directors to take all steps and to fulfil all necessary and legal procedures for successfully increasing the share capital of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL.

Concurrently, we propose the following resolution drafts:

1. Approves the increase of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL share capital, by the inflow of capital in kind to the existing share capital with the fixed assets owned by SNGN Romgaz SA, which are used to the storage activity, in compliance with the law.

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2. Authorises SNGN Romgaz SA Board of Directors to coordinate the process of issuing new shares in SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL in exchange of the inflow of capital in kind by SNGN Romgaz SA.
3. Authorises SNGN Romgaz SA Board of Directors to take all steps and to fulfil all necessary and legal procedures for successfully increasing the share capital of SNGN Romgaz SA – Filiala de Inmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL.

Yours respectfully,

**MINISTRY OF ECONOMY, ENERGY AND BUSINESS ENVIRONMENT**

Name: Virgil-Daniel POPESCU

*Signature*

*Stamp of the Ministry*