

**SUPPLEMENT TO THE CONVENING NOTICE
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
on December 30, 2016**

The Board of Directors of Societatea Nationala de Gaze Naturale "ROMGAZ" – S.A., with the registered office in Medias, 4 Constantin Motas square, Sibiu county, registered with the Trade Register Office of Sibiu Law Court under number J32/392/2001, fiscal registration number RO 14056826, considering the request to supplement the agenda of the Ordinary General Meeting of Shareholders (OGMS) made by the shareholder the ROMANIAN STATE, represented by the MINISTRY OF ENERGY by letter no. 103697/14.12.2016, the provisions of art. 7 of the National Securities Commission Regulation no.6/2009 on the exercise of certain rights of shareholders at general meetings of companies, the provisions of art. 117¹ of the Law on Companies no.31/1990, the agenda of the Ordinary General Meeting of Shareholders, initially published in the Official Gazette – Part IV- no. 4165 of November 29, 2016 in "România Liberă" daily newspaper of November 29, 2016 and on the company's website (www.romgaz.ro) starting from November 29, 2016 will be supplemented as follows:

- Item 1 To establish the fixed remuneration of the members of the board Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan, elected according to Resolution no.10 of November 15, 2016 of the Ordinary General Meeting of Shareholders, equal to the mean of the average monthly gross earnings for the last 12 months for the activity performed according the core business of the company, as per the salary range according to the classification of activities in the national economy, as provided by the National Institute for Statistics prior to their appointment;**
- Item 2 To approve the director agreement/contract of mandate that will be concluded with the new members of the board of directors Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan, elected according to Resolution no.10 of November 15, 2016 of the Ordinary General Meeting of Shareholders;**
- Item 3 To mandate a representative of the shareholders to sign the contract of mandate with Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan.**

Therefore, the agenda of the Ordinary General Meeting of Shareholders on December 30, 2016, 1:00 pm (Romania time) that will take place at S.N.G.N. „ROMGAZ”- S.A. headquarters in Medias, 4 Constantin Motas square, Sibiu County, the conference room, where only shareholders may attend and cast their vote, who are registered on **December 19, 2016** ("Reference Date") in the Company Shareholder Registry, kept and issued by the Depozitarul Central S.A, shall be the following:

AGENDA

- Item 1** To establish the fixed remuneration of the members of the board Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan, elected according to Resolution no.10 of November 15, 2016 of the Ordinary General Meeting of Shareholders, equal to the mean of the average monthly gross earnings for the last 12 months for the activity performed according the core business of the company, as per the salary range according to the classification of activities in the national economy, as provided by the National Institute for Statistics prior to their appointment;
- Item 2** To approve the director agreement/contract of mandate that will be concluded with the new members of the board of directors Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan, elected according to Resolution no.10 of November 15, 2016 of the Ordinary General Meeting of Shareholders;
- Item 3** To mandate a representative of the shareholders to sign the contract of mandate with Mr. Buzatu Florin Danut and Mr. Stoicescu Florin Razvan.
- Item 4** Approval of the Quarterly Report of Societatea Nationala de Gaze Naturale "ROMGAZ" - S.A. Medias regarding its economic and financial activity on September 30, 2016 (period January 1, 2016 - September 30, 2016), which includes:
- a) Information on the performance of the directors' mandate contracts, on the company's financial performance and on the company's financial statements;
 - b) Fulfilment of performance indicators, review of each indicator in relation with its share of accomplishment and set target value.
- Item 5** Establishing January 19, 2017 as "The Record Date", namely as the date of identifying the shareholders who are affected by the Resolutions of the Ordinary General Meeting of Shareholders;
- Item 6** Authorizing the Chairperson and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders."

The supplemented resolution draft of the OGMS will be available on the website of the company at www.romgaz.ro at *Investor Relations/GMS* starting with December 16, 2016.

**CHAIRPERSON OF
THE BOARD OF DIRECTORS
Dumitru Chisăliță**

