**VOTING BALLOT FOR THE VOTE BY CORRESPONDENCE**

**FOR LEGAL PERSON SHAREHOLDERS**

For the Ordinary General Meeting of Shareholders

S.N.G.N. „ROMGAZ” – S.A. on December 20/21, 2017

The undersigned, [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_] (to be filled in with the legal name of the legal person shareholder), with the registered office in [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_], registered with the Trade Register/equivalent body for non- resident legal persons under no. [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_], fiscal code/equivalent registration number for non- resident legal persons [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_], legally represented by [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_] (to be filled in with the first name and last name of the legal representative of the legal person shareholder, as these are provided in the documents attesting the legal representative capacity),

shareholder on the Reference Date, i.e. **December 8, 2017**, of S.N.G.N. “ROMGAZ” – S.A., company managed under an one-tier system, incorporated and functioning under the laws of Romania, registered with the Trade Register Office attached to Sibiu Law Court under number J32/392/2001, fiscal code RO 14056826, having its registered office at Medias, 4 Constantin Motas square, Sibiu county, Romania, with the subscribed and paid-up share capital in amount of RON 385,422,400 (**“the Company”**),

holding a number of \_\_\_\_\_\_\_\_\_\_\_\_\_\_ shares representing \_\_\_\_\_\_% of the total of 385,422,400 shares issued by the Company**,** which entitles me to:

-a number of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ ordinary votes in the Ordinary General Meeting of Shareholders;

- a number of \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ cumulated votes in the Ordinary General Meeting of Shareholders, for electing interim members of the Board of Directors

acknowledging the agenda of **the Ordinary General Meeting of Shareholders** **of S.N.G.N. „ROMGAZ”– S.A. (hereinafter referred to as „OGMS”)** on **December 20, 2017, 13:00** (Romania time), and the reference material related to the agenda of the OGMS, by this vote by correspondence I understand to exercise my vote for the OGMS of the Company which will take place on **December 20, 2017, 13:00** (Romania time)**,** at the headquarters of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A., located in Medias, 4 Constantin Motas square, Sibiu county, Romania, the conference room, as follows:

**The table with the cummulative votes casted for electing interim members of the Board of Directors, in compliance with item 5 on the agenda**

|  |  |  |
| --- | --- | --- |
| **Item no.** | **First and last name of the candidate** | **Number of cumulated votes casted** |
|  | Nistoran Dorin-Liviu |  |
|  | Baciu Sorana-Rodica |  |
|  | Ciobanu Romeo-Cristian |  |
|  | Grigorescu Remus |  |
|  | Cermonea Daniel-Ioan |  |
|  | Volintiru Adrian Constantin |  |
|  | Anghel Daniel-Florin |  |

*Note:*

*In case of the cumulative voting for electing, reconfirming and revoking members of the Board of Directors, the shareholder may cast all cumulated votes to one or more candidates.*

*The number of cumulated votes is equal to the number of shares held multiplied by 7 (the number of directors that are members of the Board of Directors).*

This voting ballot for the vote by correspondence is also valid for the second meeting of the same OGMS on **December 21, 2017, 13:00** (Romania time), at the headquarters of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A., located in Medias, 4 Constantin Motas square, Sibiu county, Romania, the conference room, if the meeting does not meet the legal or statutory requirements for convening on **December 20, 2017, 13:00** (Romania time).

Vote for item 5 on the agenda shall be exercised separately from other points on the agenda, voting through this bulletin, in order to ensure the secrecy of the vote.

The deadline for the registration of the voting ballots for the vote by correspondence at the Company is **December 19, 2017, 11:00** (Romania time).

I attach to this voting ballot:

* the original or true copy of our findings certificate issued by the Trade Register or any other document, in original or true copy, issued by a competent authority of origin, attesting inter alia the identity of our legal representative, issued 3 months before the publishing date of the general meeting convening notice (for legal person shareholders) at the earliest and allowing my identification on the Company’s shareholders register on the reference date issued by SC Depozitarul Central SA

and

* a copy of the identity card of the empowered individual (identity document or identity card for Romanian citizens or passport for foreign citizens).

Date of the voting ballot for the vote by correspondence: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

Legal name of the legal person shareholder: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]

First and last name of the legal representative: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_] (to be filled in with the legal name of the legal person shareholder and with the first and last name of the legal representative, legible, in capital letters).

Signature: [\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_]   (to be filled in with the signature of the legal representative of the legal person shareholder and to be stamped)