

**SUPPLEMENT TO THE CONVENING NOTICE  
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
on June 16, 2015**

(subject to art. 117<sup>^1</sup> of Company Law no. 31/1990 and according to the request of the Ministry of Energy, Small and Medium Enterprises and the Business Environment, through the General Directorate for Business Enterprises, on behalf of the Romanian State as shareholder of S.N.G.N. „ROMGAZ” – S.A.)

The Board of Directors of S.N.G.N. “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, in accordance with the provisions of Law no.31/1990 republished, as subsequently amended and supplemented, and with the provisions of the updated S.N.G.N. “ROMGAZ” – S.A., Articles of Incorporation, at the request of the Ministry of Energy, Small and Medium Enterprises and the Business Environment, through the General Directorate for Business Enterprises, on behalf of the Romanian State as shareholder of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. (owning 70.0071% of the share capital), sent by letter no. 1502319 on May 25, 2015, registered at S.N.G.N. “ROMGAZ” – S.A. under no. 15440 on May 26, 2015, subject to art. 117<sup>^1</sup> Company Law no. 31/1990, republished, as subsequently amended and supplemented, the agenda of the Ordinary General Meeting of Shareholders, initially published in the Official Gazette – Part IV – no. 2429 of May 15, 2015, in Bursa daily newspaper no. 91 on May 15, 2015 and on the website of the company ([www.romgaz.ro](http://www.romgaz.ro)), starting from May 16, 2015, will be supplemented as follows:

- **Set the Income and expenditure budget for 2015 of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A., in compliance with the provisions of Government Decision no. 329/2015**

Therefore the agenda, for the Ordinary General Meeting of Shareholders on June 16, 2015, 12:00 (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 June 5, 2015 (“Reference Date”) in the Company Shareholder Registry, kept and issued by the Depozitarul Central S.A, shall be the following:

#### **AGENDA**

**Item 1 Approval of Societatea Nationala de Gaze Naturale „ROMGAZ” S.A. Board of Directors’ Report for 2015 Q1 (period January 1, 2015 – March 31, 2015) containing the following:**

- a) **information on the performance of the directors’ mandate contracts, details on the operational performance, on the company’s financial performance and on the company’s financial statements;**

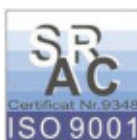
Capital social: 385.422.400 lei

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



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- b) fulfilment of performance indicators, review of each indicator in relation with its share of accomplishment and with the set target value.
- Item 2** Appoint the Company „Deloitte Audit” S.R.L. Bucharest as financial auditor of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. and establish the minimum duration of the financial audit contract to 3 (three) years.
- Item 3** Set the Income and expenditure budget for 2015 of Societatea Naționala de Gaze Naturale „ROMGAZ” – S.A., in compliance with the provisions of Government Decision no. 329/2015
- Item 4** Establish July 03, 2015 as „The Record Date”, respectively the date for identifying the shareholders who are affected by the Resolutions of the Ordinary General Meeting of Shareholders.
- Item 5** Authorize 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, as well as documents and materials related to item 3 of the Ordinary General Meeting of Shareholders agenda will be available on the website of the company at [www.romgaz.ro](http://www.romgaz.ro) at *Investor Relations/GMS* starting with June 04, 2015.

**CHAIRPERSON OF  
THE BOARD OF DIRECTORS  
Aurora NEGRU**

