

Voting results**of the Ordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on March 7, 2018**

In accordance with the provisions of Article 19 of the Regulation 6/2009 on the exercise of certain shareholders rights in relation to general meetings of shareholders of the National Securities Commission, S.N.G.N. Romgaz S.A. - a company managed in an one-tier system, incorporated and operating under the laws of Romania, registered with the Trade Register Office of Sibiu Court under number J32/392/2001, fiscal code RO 14056826, having its headquarters at Medias, 4 Constantin Motas Square, Sibiu County, with a subscribed and paid up share capital of lei 385,422,400, divided in 385.422.400 registered shares, with a nominal value of leu 1 per each share (hereinafter referred to as „ROMGAZ” or the „Company”), hereby announces the voting results of the Ordinary General Meeting of Shareholders (hereinafter referred to as “OGMS”) held on March 7, 2018, on first meeting, under valid legal conditions, at the headquarters of S.N.G.N. „ROMGAZ” – S.A., located in Medias, 4 Constantin Motas Square, Sibiu County, in the conference room, having the following:

A. Situation of shares and voting rights on the date of the OGMS

Share capital: lei 385,422,400
Nominal value per share: leu 1
Voting right per share: 1
Type of share: registered shares

Total number of shares: 385,422,400
Voting shares: 385,422,400
Total number of votes exercisable as regards the ordinary votes: 385,422,400

B. Voting results of OGMS on March 7, 2018

Item 1 on the agenda „Present the Address of the Romanian Court of Accounts – Sibiu Chamber of Accounts no. 2046 of December 15, 2017, and the Decision No. 26 of June 1, 2016 and the subsequent decisions issued by the Romanian Court of Accounts – Sibiu Chamber of Accounts”

The Resolution approved for item 1 on the agenda is as follows:

„Take note of the Letter issued by the Romanian Court of Accounts – Sibiu Chamber of Accounts no. 2046/15.12.2017 as well as of Decision no. 26 of June 1, 2016 and of the subsequent decisions issued by the Romanian Court of Accounts – Sibiu Chamber of Accounts.”

This Resolution is approved with 311,006,870 votes representing 100% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 311,006,870 votes "for"
- 0 votes "against"
- 0 votes "abstain" and
- 2,210,197 votes were "not casted".

Item 2 on the agenda „Approve to modify the value of the fixed monthly gross allowance of Board members provided in the director agreement, further to implementing the provisions of GEO no.79/2017 on amending and supplementing Law no. 227/2015 related to the Fiscal Code and based on article 18 of GEO no. 90/2017 on certain fiscal-budget measures to amend and supplement pieces of legislation and to adjourn terms, so that the value of the current monthly net allowance of the Board members remains unchanged”

The Resolution approved for item 2 on the agenda is as follows:

„Approve to modify the value of the fixed monthly gross allowance of Board members provided in the director agreement, further to implementing the provisions of GEO no.79/2017 on amending and supplementing Law no. 227/2015 related to the Fiscal Code and based on article 18 of GEO no. 90/2017 on certain fiscal-budget measures to amend and supplement pieces of legislation and to adjourn terms, so that the value of the current monthly net allowance of the Board members remains unchanged.”

This Resolution is approved with cu 300.226.817 votes representing 96.5338% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 300.226.817 votes "for"
- 3,448,925 votes "against"
- 7,331,128 votes "abstain" and
- 2,210,197 votes were "not casted".

Item 3 on the agenda „Authorize the representative of the Ministry of Energy in the General Meeting of Shareholders to sign the addenda to the director agreements of Board members, as a consequence of article 2.”

Draft of Resolution approved for item 3 on the agenda is as follows:

„Authorize the representative of the Ministry of Energy in the General Meeting of Shareholders to sign the addenda to the director agreements of Board members, as a consequence of article 2.”

This Resolution is approved with 307,557,945 votes representing 98.8910% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 307,557,945 votes "for"
- 3,448,925 votes "against"
- 0 votes "abstain" and
- 2,210,197 votes were "not casted".

Item 4 on the agenda „Establish March 27, 2018 as the Record Date, namely as the date of identifying the shareholders who are affected by the resolution of the Ordinary General Meeting of Shareholders.”

The Resolution approved for item 4 on the agenda is as follows:
„Establish March 27, 2018 as the Record Date, namely as the date of identifying the shareholders who are affected by the resolution of the Ordinary General Meeting of Shareholders.”

This Resolution is approved with 311,006,870 votes representing 100% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 311,006,870 votes "for"
- 0 votes "against"
- 0 votes "abstain" and
- 2,210,197 votes were "not casted".

Item 5 on the agenda „Authorize the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.”

The Resolution approved for item 5 on the agenda is as follows:
„Authorize the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.”

This Resolution is approved with 307,057,237 votes representing 100% of the total votes held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 307,057,237 votes "for"
- 0 votes "against"
- 0 votes "abstain" and
- 6,159,830 votes were "not casted".

CHAIRMAN OF THE MEETING
Volintiru Adrian –Constantin

SECRETARY OF THE MEETING
Liviu Stoican