

RESOLUTION NO. 1/March 11, 2021

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.

**Registered office: Mediaș, 4 Constantin Motas square, Sibiu County, Romania,
registered with the Trade Register Office attached to Sibiu Law Court under no.
J32/392/2001, fiscal code RO 14056826**

The Ordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A joined in the meeting, at its first convening, of March 11, 2021, 1:00 pm (Romania time) at the S.N.G.N. ROMGAZ S.A. working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, issues the following:

RESOLUTION

Article 1

Takes note of the notification on the status of transferring assets to Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiești S.R.L..

Article 2

Approve election of board members by means of the cumulative voting method:

- Mr./Mrs.;

Article 3

The mandate term of board members is established as follows:

- a) for 4 (four) months, in accordance with the provisions of Art. 64¹ GEO no. 109/2011 on corporate governance of public enterprises, as amended from time to time and approved by Law no. 111/2016, for interim board members appointed in accordance with Art. 2 above;
- b) equal with the remaining period of the mandate approved by OGMS Resolution no. 8 of July 6, 2018, Art. 2, for board members reconfirmed in compliance with the provisions of GEO no. 109/2011 on corporate governance of public enterprises, Art. 32 par. (8), as amended from time to time and approved by Law no. 111/2016.

Article 4

Establishes the fixed gross monthly remuneration of non-executive BoD members , equal two times the average over the past 12 months of the gross average monthly salary, for the activity performed according to the main business scope registered by the company, at class level according to the activity classification in the national economy, communicated by the National Statistics Institute prior to the appointment, in compliance with Art. 37 of GEO no. 109/2011.

Article 5

Approves the mandate contract draft to be concluded with the board members elected by means of the cumulative voting method as proposed by the shareholder, the Romanian State, acting through the Ministry of Energy.

Article 6

Authorises the representative of the shareholder, the Romanian State, acting through the Ministry of Energy, to sign the mandate contracts with the members of S.N.G.N. Romgaz S.A. Board of Directors.

Article 7

Authorises the Chairman of the meeting and the Secretary of the meeting to sign the Resolution of the Ordinary General Meeting of Shareholders.

The present Resolution was signed on March 11, 2021, in 4 (four) original copies.

CHAIRMAN OF THE MEETING

SECRETARY OF THE MEETING