

**RESOLUTION NO. 8/July 6, 2018****of the Ordinary General Meeting of Shareholders  
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.**

**Registered office: Medias, 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 July 6, 2018, 2:00 pm (Romania time) at the headquarters of “ROMGAZ”, located in Medias, 4 Constantin Motas square, Sibiu County Romania, the conference room, issues the following:

**RESOLUTION****Article 1**

Further to the cumulative vote, the following persons are appointed as members of S.N.G.N. ROMGAZ S.A. Board of Directors:

1. ...., as director.
2. ...., as director.
3. ...., as director.
4. ...., as director.
5. ...., as director.
6. ...., as director.
7. ...., as director.

**Article 2**

The mandate of Board members, appointed according to art. 1 is 4 years.

**Article 3**

The fixed allowance of Board members, appointed according to art. 1, is equal to two times the average of the last 12 months of the monthly gross average salary for the activity performed in compliance with the main business activity of the company, at the class level compliant with the activities classification in the national economy, communicated by the National Institute of Statistics prior to their appointment.

**Article 4**

Approves the template and the content of the director agreement that will be concluded between S.N.G.N. ROMGAZ S.A. and the members of the Board of Directors, appointed in line with art. 1, according to the attached model.

**Article 5**

Authorises the representative of the Ministry of Energy in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN ROMGAZ SA the template and the content of the director agreement provided at art. 4.

**Article 6**

Establishes July 25, 2018 as record date, namely the date for identifying the shareholders who are affected by the resolution of the Ordinary General Meeting of Shareholders.

**Article 7**

Authorises the chairman and the secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.

The present Resolution was signed on July 6, 2018, in 4 (four) original copies.

**CHAIRMAN OF THE MEETING**

**SECRETARY OF THE MEETING**