

RESOLUTION NO. 2/February 28, 2022**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 February 28, 2022, 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**

Approves S.N.G.N. Romgaz S.A. 2022 individual Income and Expenditure Budget.

Article 2

Takes note of Romgaz S.A. Group consolidated Income and Expenditure Budget for 2022.

Article 3

Ratifies/approves the contracts on transferring gas quantities covered by the Gas Sale and Purchase Agreement No 8/2016, as modified and supplemented by subsequent Addenda, concluded with Compania Municipala Termoenenergetica Bucuresti and S.C. Vest-Energo S.A..

Article 4

The selection of the following interim members of Societatea Nationala de Gaze Naturale “ROMGAZ SA” Board of Directors is approved:

- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....];
- Mister/Misses [.....], domiciled in [.....], professional qualification [.....].

Article 5

Duration of the Board of Directors members' mandate is established to 4 (four) months, pursuant to the provisions of article 64¹ of GEO No. 109/2011 on corporate governance of public enterprises, approved with amendments and supplements by Law No. 111/2016, for members of the Board of Directors appointed in accordance with the above mentioned article, beginning with March 14, 2022.

Article 6

The fixed monthly gross allowance of the appointed members of the Board of Directors is set to twice the average for the last 12 months of the average gross monthly salary for the activity performed pursuant to the registered main activity of the company, at class level in accordance with the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment, pursuant to the provisions of article 37 of GEO No. 109/2011.

Article 7

The form of the mandate contract to be concluded with the members selected in accordance with the proposal of the Romanian State shareholder acting through the Ministry of Energy is approved.

Article 8

The representative of the majority shareholder, the Romanian State acting through the Ministry of Energy, is mandated to sign the mandate contracts with the members of S.N.G.N. ROMGAZ S.A. Board of Directors.

Article 9

Mandates the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.

This document was drafted on February 28, 2022, in 4 (four) copies.

CHAIRMAN OF THE MEETING

SECRETARY OF THE MEETING