

No. 38490/October 11, 2022

To,

**SNGN ROMGAZ SA GENERAL MEETING OF SHAREHOLDERS****REPORT**

**on certain transactions concluded between SNGN Romgaz SA with Filiala de  
Înmagazinare Gaze Naturale Depogaz Ploiești SRL and SNTGN Transgaz SA  
during July 8, 2022 – September 1, 2022**

**Legal requirement**

In compliance with the provisions of art. 52 (1) of GEO No. 109/2011<sup>1</sup> "the Board of Directors calls [...] the general meeting of shareholders to approve any transaction, if its value, individually or in a series of concluded transactions, is higher than 10% of the net assets value [...] or exceeds 10% from the revenue ... with the shareholders who control or with a company controlled by them".

Moreover, in compliance with art. 52 para (3) of GEO No. 109/2011, "the Board of Directors [...] **informs the shareholders** during the first general meeting of shareholders following the conclusion of the legal document, on any transaction concluded by the public company with:

- a) the persons provided at para.(1) and (2) and the transaction value is below the level set at para.(1);
- b) another public company or with the public supervisory body, if the transaction value, individually or in a series of transactions, has at least the equivalent value in RON of EURO 100,000".

**Transactions concluded:**

As regards the natural gas quantities scheduled to be injected by Romgaz, in underground gas storages, during August – September 2022, it was necessary to supplement the capacity booked in the UGS.

Therefore:

- On 01.08.2022, Romgaz concluded with SNGN Romgaz SA – Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiești SRL, Addendum No.2 to the Underground Gas Storage Contract No. 958/2022, increasing therefore the booked capacity by 171,000.00 MWh. Thus, the contract value increased by RON 3,320,820 (VAT exclusive);
- On 01.09.2022, Romgaz concluded with SNGN Romgaz SA – Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiești SRL, Addendum No.3 to the Underground Gas Storage Contract No. 958/2022, increasing therefore the booked capacity by 20,000.00 MWh. Thus, the contract value increased by RON 388,400 (VAT exclusive).

<sup>1</sup> GEO No.109 of November 30, 2011 on corporate governance of public companies, as subsequently amended and supplemented

In line with the capacity booking calendar in the National Gas Transmission System entry/exit points, for gas year 2021-2022, Romgaz concluded with the TSO (SNTGN Transgaz SA) Contract No. 84/2021 related to booking an annual transmission capacity at NTS exit points. Additional to the annual capacity, Romgaz booked quarterly and monthly capacity.

Depending on the gas demand at NTS exit points and in order to optimise costs with capacity booking for transmission services, Romgaz transferred and took over transmission capacities to/from other NTS network users.

Therefore, in compliance with the Network Code for the National Gas Transmission System, approved by Order No. 16/2013 of ANRE President, Romgaz concluded with SNTGN Transgaz SA, during July – September 2022, Contract No. 813L/2022 and addenda to contracts 171T/2022, 684L/2022, 760L/2022.

In this respect, the table below shows a summary of the concluded transactions:

Legal document		Scope of contract	Contract term	Transmission capacity – MWh			Value RON VAT exclusive
Contract	Addendum			surrendered	taken over	released	
84/2021	35	Provision of annual natural gas transmission services at NTS exit	01.10.2021 01.10.2022	500			920.00
	36			500			920.00
	37			14,000			25,760.00
	38				259		476.56
171T/2022	1	Provision of quarterly natural gas transmission services at NTS exit	01.07.2022 01.10.2022		2,300		1,587.00
	2					2,300	0.00
	3				2,300		1,587.00
	4				2,300		1,587.00
	5				2,300		1,587.00
	6				2,300		1,587.00
	7				2,300		1,587.00
	8					2,300	0.00
	9				2,300		1,587.00
	10					2,300	0.00
	11				2,300		1,587.00
	12				2,300		1,587.00
	13				2,300		1,587.00
	14					2,300	0.00
	15				2,500		1,725.00
	16					2,300	0.00
684L/2022	1	Provision of monthly natural gas transmission services at NTS exit	01.07.2022 01.08.2022		290		220.40
	2				280		212.80
	3				270		205.20
	4				250		190.00
	5					250	0.00
	6				150		114.00
	7					150	0.00
	8				200		152.00
	9				220		167.20
	10				180		136.80
	11				200		152.00
	12				140		106.40
	13				190		144.40
	14				200		152.00
	15				190		144.40
	16				200		152.00
	17				190		144.40
	18				180		136.80
	19				150		114.00
760L/2022	1		01.08.2022		5,000		4,050.00

	2	Provision of monthly natural gas transmission services at NTS exit	01.09.2022		2,000		1,620.00		
	3							2,000	0.00
	4					7,500			6,075.00
	5							7,500	0.00
	6					1,000			810.00
	7					1,000			810.00
	8							1,000	0.00
	9					6,500			5,265.00
	10					4,600			3,726.00
	11					3,500			2,835.00
	12					3,500			2,835.00
	13					3,500			2,835.00
	14					3,100			2,511.00
	15					7,100			5,751.00
813L/2022	1			Provision of annual natural gas transmission services at NTS exit	01.09.2022 01.10.2022		850		574.00

Moreover, in compliance with the Network Code and the capacity booking calendar at entry/exit points in the National Gas Transmission System for gas year 2022-2023, Romgaz concluded with TSO (SNTGN Transgaz SA) the following transactions, summarised below:

Legal document	Scope of contract	Contract term	Contracted transmission capacity– MWh	Value RON VAT exclusive
Contract				
24/2022	Provision of annual natural gas transmission services at NTS entry	01.10.2022 01.10.2023	142,971	111,152,413.40
76/2022	Provision of annual natural gas transmission services at NTS exit	01.10.2022 01.10.2023	12,518	5,071,667.70
29T/2022	Provision of annual natural gas transmission services at NTS exit	01.10.2022 01.01.2023	48.50	18,472.68
94/2022	Provision of balancing services and access to the VTP	01.10.2022 01.10.2023	n/a	The value will be set by the end of the gas year, depending on the imbalances recorded (deficit, excess)

Transmission contracts are framework agreements with the following characteristics:

- ✓ The scope of contract is provision of natural gas transmission services, namely activities and operations performed by the TSO for or in connection with transmission capacity booking at entry/exit points into/out of the NTS and with the transmission of gas quantities through the National Transmission System (NTS), expressed in energy units, up to the NTS entry/exit points;
- ✓ Contract term: annual, quarterly or monthly;
- ✓ Applicable tariffs: according to Order 32/26.05.2021 approved by ANRE;
- ✓ Payment: within 15 calendar days from the invoice issue date.

## **Resolution draft**

Following the above mentioned, we submit for approval this resolution draft:

***„The Ordinary General Meeting of Shareholders takes note of the Report on certain transactions concluded by Romgaz with other public companies”.***

**CHAIRMAN OF THE BOARD OF DIRECTORS,  
DAN DRAGOȘ DRĂGAN**

**CHIEF EXECUTIVE  
OFFICER,  
Răzvan POPESCU**

**CHIEF FINANCIAL  
OFFICER,  
Andrei BOBAR**

**ENERGY TRADING  
DIRECTOR,  
Radu Costică MOLDOVAN**