



Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on July 27, 2023

In compliance with the provisions of art. 209 Regulation no. 5/2018 on issuers of financial instruments and market operations of the Financial Supervisory Authority, 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 July 27, 2023, on first meeting, under valid legal conditions, at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, 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: 385,422,400

B. Voting results of OGMS on July 27, 2023

Item 1 on the agenda „Approve conclusion of a loan agreement between SNGN Romgaz SA and the subsidiary Romgaz Black Sea Limited”

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

„Approves conclusion of a loan agreement between SNGN Romgaz SA (as lender) and Romgaz Black Sea Limited by Romgaz Black Sea Limited Nassau (Bahamas), București Subsidiary (as borrower) in maximum amount of RON 2.1 billion (equivalent value of USD 454 million), to ensure the financing required by Romgaz Black Sea Limited for the period between the signing date of the loan agreement until May 2024. The interest rate shall be the one provided in the Loan Agreement no. 39097/08.09.2022, namely ROBOR 12 months + 1.74%”.

341,933,544 votes were validly casted representing 88.7166% from the sharecapital of which:

- 341,933,544 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

43,488,856 votes were not casted representing 11.2834% from the sharecapital.

Item 2 on the agenda „Approve procurement of legal services for concluding and implementing rating services contracts and for securing external financing, and for acquiring participations/assets from natural gas distribution companies”

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

„Approves the procurement of legal consultancy, assistance and/or representation services for SNGN Romgaz SA in compliance with the conditions and limitation provided within the Report no. 24511/23.06.2023”.

341,933,544 votes were validly casted representing 88.7166% from the sharecapital of which:

- 341,933,544 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

43,488,856 votes were not casted representing 11.2834% from the sharecapital.

Item 3 on the agenda „Report on certain significant transactions with affiliates concluded by SNGN Romgaz SA with banks”

The resolution approved for item 3 on the agenda is as follows:

„Takes note of the Report regarding the transactions concluded by SNGN Romgaz SA with affiliated parties during March 08, 2023 - June 12, 2023 pursuant to art. 52, par. (3) of GEO no. 109/2011”.

341,933,544 votes were validly casted representing 88.7166% from the sharecapital of which:

- 341,933,544 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

43,488,856 votes were not casted representing 11.2834% from the sharecapital.

Item 4 on the agenda „Report on certain transactions concluded between SNGN Romgaz SA and other public companies”

The resolution approved for item 4 on the agenda is as follows:

„Takes note of the Report on certain transactions concluded between SNGN Romgaz SA and other public companies between April - May 2023”.

341,933,544 votes were validly casted representing 88.7166% from the sharecapital of which:

- 341,933,544 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

43,488,856 votes were not casted representing 11.2834% from the sharecapital.

Item 5 on the agenda „Authorise 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:

„Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

341,933,544 votes were validly casted representing 88.7166% from the sharecapital of which:

- 341,933,544 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

43,488,856 votes were not casted representing 11.2834% from the sharecapital.

**Chairman of the Board of Directors
Dan Dragos Dragan**

**Secretary of the meeting
Craita-Ana Bucheru**

Technical secretary
Anca Antal