

**RESOLUTION NO. 9/July 1, 2024**

**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 1, 2024, 1:00 pm (Romania time) at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5<sup>th</sup> floor, issues the following:

**R E S O L U T I O N**

**Article 1**

Approves the 2024 rectified Income and Expenditure of S.N.G.N. Romgaz S.A. - individual.

*The resolution was approved with 3,353,767,300 votes representing 87.0155% from the total number of votes exercisable and 99.7320% from the total votes validly casted.*

**Article 2**

Approves the transfer of RON 1,097,297,572.80 from the reserves set up pursuant to O.G. No. 64/2001 Article 1, letter g) to ensure own financing sources in reserves for financing major investment or national interest projects or for financing subsidiaries carrying out such investments.

*The resolution was approved with 3,418,047,461 votes representing 88.6832% from the total number of votes exercisable and 100% from the total votes validly casted.*

**Article 3**

Approves of the entering into a credit facility in the form of a current account credit line with Banca Transilvania S.A., in an aggregate amount of EUR 150,000,000.00, with a maturity of 36 months from the date of signing of the agreement, for the purpose of covering the working capital needs of S.N.G.N. Romgaz S.A.

*The resolution was approved with 3,413,676,692 votes representing 88.5698% from the total number of votes exercisable and 99.980% from the total votes validly casted.*

#### **Article 4**

Approves of the entering into a credit facility in the form of a credit line with UniCredit Bank S.A., in an aggregate amount of EUR 100,000,000.00, with a maturity of 24 months from the date of signing of the agreement, for the purpose of covering the general needs and expenses of S.N.G.N. Romgaz S.A.

*The resolution was approved with 3,414,541,692 votes representing 88.5923% from the total number of votes exercisable and 99.9807% from the total votes validly casted.*

#### **Article 5**

Authorizes the Board of Directors of the S.N.G.N. Romgaz S.A, with the possibility of subdelegation, to issue any resolution and to perform any necessary, desirable and/or appropriate legal acts and deeds for the fulfillment of the above Ordinary General Meeting of Shareholders resolutions, including, but not limited to the approval of any other details and terms of the above mentioned agreements, including the applicable rates of interest, the relevant fees, the availability periods, repayment of the loans.

*The resolution was approved with 3,415,199,202 votes representing 88.6093% from the total number of votes exercisable and 100% from the total votes validly casted.*

#### **Article 6**

Authorizes the CEO and CFO of S.N.G.N. Romgaz S.A, in the name and on behalf of the Company, with full power and authority, to sign the agreements mentioned at the art. 3 and art. 4 as well as any necessary, desirable and/or appropriate documents in connection with the aforementioned agreements, to submit, collect any documents, as well as to perform any necessary formalities before any other authorities, public institutions, legal or natural persons, as well as to perform any acts or operations in order to comply with and ensure the opposability of the above Ordinary General Meeting of Shareholders resolutions for the agreements mentioned at the art. 3 and art. 4.

*The resolution was approved with 3,414,541,692 votes representing 88.5923% from the total number of votes exercisable and 99.9807% from the total votes validly casted.*

#### **Article 7**

Takes note takes note of the Report regarding the transactions concluded by S.N.G.N. Romgaz S.A. with affiliated parties during April 23, 2024 and May 22, 2024 pursuant to art. 52, par. (3) of GEO 109/2011.

*The resolution was approved with 3,415,199,202 votes representing 88.6093% from the total number of votes exercisable and 100% from the total votes validly casted.*

#### **Article 8**

Takes note of the Report on certain transactions concluded between S.N.G.N. Romgaz S.A. and other public enterprises during February - May 2024.

*The resolution was approved with 3,415,199,202 votes representing 88.6093% from the total number of votes exercisable and 100% from the total votes validly casted.*

**Article 9**

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

*The resolution was approved with 3,426,883,672 votes representing 88.9125% from the total number of votes exercisable and 100% from the total votes validly casted.*

This document was drafted on July 1, 2024, in 4 (four) copies.

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

**SECRETARY OF THE MEETING  
CLAUDIU - AURELIAN POPA**