



Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on July 1, 2024

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 (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 1, 2024, 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 3,854,224,000
Nominal value per share: leu 1
Voting right per share: 1
Type of share: registered shares

Voting shares: 3,854,224,000
Total number of votes exercisable: 3,854,224,000

B. Voting results of OGMS on July 1, 2024

Item 1 on the agenda „Approve the 2024 rectified individual Income and Expenditure Budget of S.N.G.N. Romgaz S.A.”

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

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

3,362,778,837 votes were validly casted representing 87.2493% from the total number of votes exercisable and 87.2493% from the sharecapital of which:

- 3,353,767,300 votes “for” representing 99.7320% from the total votes validly casted;
- 9,011,537 votes “against” representing 0.2680% from the total votes validly casted.

491,441,163 votes were not casted representing 12.7507% from the total number of votes exercisable of which 64,104,835 abstentions from exercising the right to vote.

Item 2 on the agenda „Approve the increase of reserves related to financing of major investments or national interest projects or to financing of subsidiaries that make such investments”

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

„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”.

3,418,047,461 votes were validly casted representing 88.6832% from the total number of votes exercisable and 88.6832% from the sharecapital of which:

- 3,418,047,461 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

436,172,539 votes were not casted representing 11.3168% from the total number of votes exercisable.

Item 3 on the agenda „Approve 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, equivalent in RON”

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

„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.”.

3,414,334,202 votes were validly casted representing 88.5869% from the total number of votes exercisable and 88.5869% from the sharecapital of which:

- 3,413,676,692 votes “for” representing 99.9807% from the total votes validly casted;
- 657,510 votes “against” representing 0.0193% from the total votes validly casted.

439,885,798 votes were not casted representing 11.4131% from the total number of votes exercisable of which 12,549,470 abstentions from exercising the right to vote.

Item 4 on the agenda „Approve 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”

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

„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.”.

3,415,199,202 votes were validly casted representing 88.6093% from the total number of votes exercisable and 88.6093% from the sharecapital of which:

- 3,414,514,692 votes “for” representing 99.9807% from the total votes validly casted;
- 657,510 votes “against” representing 0.0193% from the total votes validly casted.

439,020,798 votes were not casted representing 11.3907% from the total number of votes exercisable of which 11,684,470 abstentions from exercising the right to vote.

Item 5 on the agenda „Approve the authorisation of the Board of Directors of the Company, 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”

The resolution approved for item 5 on the agenda is as follows:

„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”.

3,415,199,202 votes were validly casted representing 88.6093% from the total number of votes exercisable and 88.6093% from the sharecapital of which:

- 3,415,199,202 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

439,020,798 votes were not casted representing 11.3907% from the total number of votes exercisable of which 11,684,470 abstentions from exercising the right to vote.

Item 6 on the agenda „Approve the authorisation of the Company’s general manager, with the right to subdelegate, in the name and on behalf of the Company, to perform any operations in order to comply with and ensure the opposability of the above Ordinary General Meeting of Shareholders resolutions”

The resolution approved for item 6 on the agenda is as follows:

„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”.

3,415,199,202 votes were validly casted representing 88.6093% from the total number of votes exercisable and 88.6093% from the sharecapital of which:

- 3,414,514,692 votes “for” representing 99.9807% from the total votes validly casted;
- 657,510 votes “against” representing 0.0193% from the total votes validly casted.

439,020,798 votes were not casted representing 11.3907% from the total number of votes exercisable of which 11,684,470 abstentions from exercising the right to vote.

Item 7 on the agenda „Report on certain significant transactions with affiliated parties concluded between S.N.G.N. Romgaz S.A. and banks during April 23, 2024 - May 22, 2024”

The resolution approved for item 7 on the agenda is as follows:

„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”.

3,415,199,202 votes were validly casted representing 88.6093% from the total number of votes exercisable and 88.6093% from the sharecapital of which:

- 3,415,199,202 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

439,020,798 votes were not casted representing 11.3907% from the total number of votes exercisable of which 11,684,470 abstentions from exercising the right to vote.

Item 8 on the agenda „Report on some transactions concluded by S.N.G.N. Romgaz S.A. with other public companies during February 2024 - May 2024”

The resolution approved for item 8 on the agenda is as follows:

„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”.

3,415,199,202 votes were validly casted representing 88.6093% from the total number of votes exercisable and 88.6093% from the sharecapital of which:

- 3,415,199,202 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

439,020,798 votes were not casted representing 11.3907% from the total number of votes exercisable of which 11,684,470 abstentions from exercising the right to vote.

Item 9 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 9 on the agenda is as follows:

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

3,426,883,672 votes were validly casted representing 88.9125% from the total number of votes exercisable and 88.9125% from the sharecapital of which:

- 3,426,883,672 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

427.336.328 votes were not casted representing 11,0875% from the total number of votes exercisable.

**Chairman of the meeting
Dan Dragoş Drăgan**

**Secretary of the meeting
Claudiu-Aurelian Popa**

Technical secretary
Anca Antal