

To: THE GENERAL MEETING OF SHAREHOLDERS

REPORT

on certain transactions concluded with other public enterprises during May - June 2024

In compliance with Article 52 par. (1) of Government Emergency Ordinance No. 109/2011 "Board of Directors [...] convenes the general meeting of shareholders in order to approve any transaction, if its value, individually or in a series of concluded transactions, exceeds 10% of the value of net assets [...] or exceeds 10% of the revenue ... with the controlling shareholders or with a company controlled by such shareholders".

Also, pursuant to Article 52 par. (3) of Government Emergency Ordinance No. 109/2011 "The Board of Directors [...] informs the shareholders, during the first General Meeting of Shareholders following the legal act, on any transaction concluded by the public enterprise with:

- a) persons provided in paragraph (1) and (2) and the value of the transaction does not exceed the level established in paragraph (1);
- b) another public enterprise or with the public supervisory authority, if the transaction has a value, individually or in a series of transactions, of at least the equivalent in RON of EUR 100,000".

According to Article 2, par. 2 of GEO 109/2011, "public enterprise has the following meanings:

- a) autonomous public companies established by the State or by a territorial administrative unit;
- b) national companies and corporations, companies in which the State or an administrative-territorial unit is the sole or majority shareholder or in which it has control;
- c) companies in which one or more of the public enterprises referred to in (a) and (b) has a majority or controlling interest."

During May-June 2024, Romgaz concluded the following transactions:

❖ SNTGN TRANSGAZ SA Mediaş (TSO)

Transmission capacity booking in entry/exit points to/from the National Transmission System (NTS) is made annually, quarterly and monthly, taking into account on one hand, the delivery profile to end clients/customers and on the other hand, costs optimisation for Romgaz.

Therefore, in line with the calendar for transmission capacity booking, for gas year 2023-2024, the Network User (NU) Romgaz booked annual transmission capacity, calculated in order to achieve the lowest cost (optimise the cost per portfolio). Additionally to the terms set by law, NU Romgaz books quarterly and monthly transmission capacity.

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

Contract (No./Date)	Scope of Contract	Term of Contract	Contracted Capacity (MWh)	Amount in RON excluding VAT
194T/May 14, 2024	Provision of quarterly gas transmission services at NTS exit point	July 01, 2024 October 01, 2024	794,378.50	1,391,163.89
751L/May 22, 2024	Provision of monthly gas transmission services at NTS entry point	June 01, 2024 July 01, 2024	419,083.11	496,869.94
803L/June 19, 2024	Provision of monthly gas transmission services at NTS entry point	July 01, 2024 August 01, 2024	961.37	3,384.03

Depending on the daily natural gas requirements (following changes in the client portfolio) and in order to optimise the costs for transmission capacity booking, Romgaz took/transferred transmission capacity from/to other NTS users. Therefore, in accordance with the provisions of the Network Code for the NTS, approved by ANRE President Order No.16/2013, Romgaz concluded with S.N.T.G.N. Transgaz S.A. the following Addenda to:

✓ Gas transmission contract for NTS exit points No.194T/May 14, 2024:

Addendum No.	Contract scope	Contract term	Transmission capacity (MWh)			Value, VAT exclusive (RON)
			transfer red	taken	returned	
1	Provision of quarterly gas transmission services at NTS exit point	July 01, 2024 October 01, 2024		155,000		269,700.00

✓ Gas transmission contract for NTS exit points No 751L/22.05.2024:

Addendum No.	Contract scope	Contract term	Transmission capacity (MWh)			Value, VAT exclusive (RON)
			transfer red	taken	returned	
1	Provision of monthly gas transmission services at NTS exit point	June 01, 2024 July 01, 2024		4,800		11,328.00
2				5,800	4,800	13,688.00
3				250	5,800	590.00
4				230	250	542.80
5				270	230	637.20
6				300	270	708.00
7				330	300	778.80
8				300	330	708.00
9				300	300	708.00
10				250	300	590.00
11				200	250	472.00

Gas Transmission Contracts are Framework Agreements and have the following characteristics:

- ✓ The scope of contract is provision of natural gas transmission services meaning the activities and operations carried out by the TSO for or in connection with transmission capacity booking at the entry/exit points in/from the NTS and transmission through the National Transmission System (NTS) of gas quantities, expressed in units of energy, to the entry/exit points in/from the NTS;
- ✓ Contract term: annual, quarterly, monthly, daily;
- ✓ Tariffs applicable for transmission services regulated by ANRE Order;
- ✓ Payment: within 15 calendar days from the date of invoices issuance.

Effects of concluding transactions

Performing the above-mentioned natural gas transport agreements will:

- ✓ secure required conditions to deliver gas and to inject/withdraw gas into/from UGSs;
- ✓ optimize related transmission services costs.

Draft Resolution

"The Ordinary General Meeting of Shareholders takes note of the Report on certain transactions concluded between S.N.G.N. ROMGAZ S.A. and other public enterprises during May - June 2024."

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

**CEO
Răzvan POPESCU**

**Deputy CEO
Aristotel Marius JUDE**

**CFO
Gabriela TRÂNBIȚAȘ**

**Energy Trading Director
Radu Costică MOLDOVAN**