

To: THE GENERAL MEETING OF SHAREHOLDERS

REPORT

on certain transactions concluded with other public enterprises
during November 2024 - February 2025

In compliance with Article 52 par. (1) of Government Emergency Ordinance No. 109/2011 "the 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:

persons provided in paragraphs (1) and (2) and the value of the transaction does not exceed the level established in paragraph (1);

- a) *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, point 2 of GEO No.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."*

We hereby inform the General Meeting of Shareholders that for November 2024 - February 2025, Romgaz concluded the following transactions with:

1) DEPOGAZ SA

In compliance with the provisions of Art.6 of Contract No. 1515/2024 for underground gas storage, concluded with Depogaz, Romgaz submitted by address No. 40688/25.09.2024 the Underground Gas Storage Programme withdrawal process 2024-2025.

Thus, the company concluded Addendum No.6/2024 to Contract No.1515/2024 on underground gas storage, providing the withdrawal program for November 2024 - March 2025.

2) TSO (SNTGN TRANSGAZ SA Mediaş)

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/consumer and on the other hand, costs optimisation for Romgaz.

Therefore, in line with the calendar for transmission capacity booking, for gas year 2024-2025 the Network User (NU) Romgaz booked annual transmission capacity, calculated 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	Contract Term	Contracted Capacity (MWh)	Amount, VAT exclusive (RON)
151L/23.10.2024	Provision of monthly gas transmission services at NTS entry points	01.11.2024 01.12.2024	754,200	4,167,522
153L/23.10.2024	Provision of monthly gas transmission services at NTS exit points	01.11.2024 01.12.2024	12,730.53	82,239.22
90T/12.11.2024	Provision of quarterly gas transmission services at NTS entry points	01.01.2025 01.04.2025	2,887,650	16,550,932.50
97T/12.11.2024	Provision of quarterly gas transmission services at NTS exit points	01.01.2025 01.04.2025	41,352.57	330,407.03
271L/20.11.2024	Provision of monthly gas transmission services at NTS entry points	01.12.2024 01.01.2025	1,229,677	9,642,034.78
272L/20.11.2024	Provision of monthly gas transmission services at NTS exit points	01.12.2024 01.01.2025	22,040.535	213,372.78
296L/18.12.2024	Provision of monthly gas transmission services at NTS exit points	01.01.2025 01.02.2025	276,579.52	3,401,928.10
298L/18.12.2024	Provision of monthly gas transmission services at NTS entry points	01.01.2025 01.02.2025	284,518.00	3,532,029.02
480L/22.01.2025	Provision of monthly gas transmission services at NTS entry points	01.02.2025 01.03.2025	316,484.00	2,696,039.08
481L/22.01.2025	Provision of monthly gas transmission services at NTS exit points	01.02.2025 01.03.2025	234,651.40	2,032,081.09

Depending on the daily natural gas requirements (following changes in the client portfolio) and in order to optimise the costs for capacity booking, Romgaz took over/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 No.151L/23.10.2024 for NTS entry points:

Addendum No.	Contract scope	Contract term	Transmission capacity (MWh)			Value, VAT exclusive (RON)
			transferred	taken	returned	
1	Provision of gas transmission services at NTS exit - annual capacity	01.11.2024	1,000			3,830
2			1,000		1,000	3,830
3		01.12.2024	1,000		1,000	3,830
4			15,000		1,000	57,450

3) S ELECTROCENTRALE BUCUREȘTI SA

Considering the need to ensure the daily gas deliveries contracted for the period January 1, 2025 - January 31, 2025, from current internal production, correlated with the daily program of natural gas extraction from underground gas storages and in accordance with the provisions of Article 28 of the Gas Sales Contract No. VG27/2024, concluded with S ELECTROCENTRALE Bucuresti SA, we inform the Board of Directors that Addendum No.1/2024 to the Gas Sales Contract No. VG27/2024 was signed on December 31, 2024 and that Addendum No. 2/2025 to the Gas Sales Contract No. VG27/2024 was signed on January 23, 2025.

By signing the above-mentioned Addenda, the parties mutually agreed to change the amount of the daily quantity scheduled to be delivered between January 1, 2025 - January 31, 2025, without changing the total monthly quantity contracted, as well as the amount of the daily quantity scheduled to be delivered between January 23, 2025 - January 24, 2025 in VTP and to introduce a new delivery point, respectively in the underground gas storages operated by SNGN Romgaz SA - Filiala de Înmagazinare Gaze Naturale Depogaz Ploiești SRL, without changing the daily quantity and the total monthly quantity contracted. Thus, the value of the contract remains unchanged.

4) OMV PETROM S.A.

Considering the request for offer submitted by OMV Petrom S.A. by e-mail, registered at SNGN Romgaz SA under no. 53452/December 12, 2024, regarding the acquisition of gas quantities needed by Petrom customers, the gas delivered from the upstream supply pipelines of NTS operated by Romgaz, the gas for the period January - March 2025, SNGN Romgaz SA offer No. 53774/December 16, 2024 submitted to OMV Petrom SA as well as the acceptance of OMV Petrom regarding the gas sale price and the contractual terms and conditions, we inform the Board of Directors that on December 27, 2024 the Gas Sale Contract No.VG72/2024 was concluded according to the offer communicated to the partner, the contractual period January - March 2025.

5) ELECTRICA FURNIZARE S.A.

Considering the request for offer submitted by Electrica Furnizare S.A.by e-mail, registered at S.N.G.N. Romgaz S.A. under No. 51867/December 4, 2024, regarding the acquisition of gas quantities needed by the customers in the portfolio, natural gas for March 2025, S.N.G.N. Romgaz S.A. offer No. 52164/December 5, 2024 submitted to Electrica Furnizare S.A. as well as the acceptance of Electrica Furnizare S.A. of the gas sale price gas and the contractual terms and conditions, we inform the Board of Directors that on January 17, 2025 the Gas Sale Contract No.VG70/2024 was concluded according to the offer communicated to the partner, the contractual period March 2025.

6) Contracts concluded under GEO 27/2022

Considering the notification of SNTGN Transgaz SA dated December 18, 2024, regarding the supplementation of quantities allocated for January 2025, the provisions of Article 28 of Gas Sale Contracts, we inform the Board of Directors that in December 2024, Romgaz concludes certain transactions with:

- **Termocentrale Constanța SRL**
 - Addendum No. 3/2024 to Gas Sale Contract No. PET5/2024.
- **Electrica Furnizare SA**
 - Addendum No. 1/2024 to Gas Sale Contract No. F8/2024.
- **Engie România SA**
 - Addendum No. 2/2024 to Gas Sale Contract No. F14/2024.
- **E.ON Energie România SA**
 - Addendum No. 3/2024 to Gas Sale Contract No. F15/2024.

Effects of concluding transactions

Performing the above-mentioned gas transmission contracts will:

- ✓ Secure required conditions to deliver gas and, namely, to inject/withdraw gas into/from UGSs;
- ✓ Optimise related transmission service costs.

Performing the above-mentioned gas sale contracts will:

- ✓ Ensure the conditions to comply with the income and expenditure budget, both in terms of quantities of sold gas and in terms of revenue achievement.

Draft Resolution

„The 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 November 2024 - February 2025”.

Chairman of the Board of Directors
Dan Dragoș DRĂGAN

Chief Executive Officer
Răzvan POPESCU

Deputy Chief Executive Office
Aristotel Marius JUDE

Chief Financial Officer
Gabriela TRÂNBIȚAȘ

Energy Trading Director
Radu Costică MOLDOVAN