

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on April 14, 2025

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 J2001000392326, 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 April 14, 2025, 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 April 14, 2025

Item 1 on the agenda „Approve the S.N.G.N. Romgaz S.A. Individual Income and Expenditure Budget for 2025”.

The resolution approved for item 1 on the agenda is as follows:
„Approves the S.N.G.N. Romgaz S.A. Individual Income and Expenditure Budget for 2025”.

3,330,953,649 votes were validly casted representing 86.42% from the total number of votes exercisable and 86.42% from the sharecapital of which:

- 3,330,953,649 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

523,266,351 votes were not casted representing 13.58% from the total number of votes exercisable of which 67,252,381 abstentions from exercising the right to vote.

Item 2 on the agenda „Presentation the Romgaz Group Consolidated Income and Expenditure Budget for 2025”.

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

„Takes note of the Romgaz Group Consolidated Income and Expenditure Budget for 2025”.

3,330,953,649 votes were validly casted representing 86.42% from the total number of votes exercisable and 86.42% from the sharecapital of which:

- 3,330,953,649 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

523,266,351 votes were not casted representing 13.58% from the total number of votes exercisable of which 67,252,381 abstentions from exercising the right to vote.

Item 3 on the agenda „Revocation of Board of Directors members due to non-attributable causes, in order to fulfil milestone no. 121 of Romania’s National Recovery and Resilience Plan, in accordance with the provisions of art. 36.10 of the Mandate Contract (secret ballot)”.

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

„The Ordinary General Meeting of Shareholders approves the revocation due to non-attributable causes, in order to fulfil milestone no. 121 of Romania’s National Recovery and Resilience Plan, in accordance with the provisions of art. 36.10 of the Mandate Contract, of the following Board members:

1. Mr. Dan-Dragoş Drăgan;

3,221,788,630 votes were validly casted representing 83.59% from the total number of votes exercisable and 83.59% from the sharecapital of which:

- 2,999,873,378 votes “for” representing 93.11% from the total votes validly casted;
- 221,915,252 votes “against” representing 6.89% from the total votes validly casted.

632,431,370 votes were not casted representing 16.41% from the total number of votes exercisable of which 165,606,320 abstentions from exercising the right to vote.

2. Mr. Gheorghe-Silvian Sorici.

3,221,788,630 votes were validly casted representing 83.59% from the total number of votes exercisable and 83.59% from the sharecapital of which:

- 2,999,873,378 votes “for” representing 93.11% from the total votes validly casted;
- 221,915,252 votes “against” representing 6.89% from the total votes validly casted.

632,431,370 votes were not casted representing 16.41% from the total number of votes exercisable of which 165,606,320 abstentions from exercising the right to vote.

The draft resolution proposed for item 3 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption, in the case of the following members of the Board of Directors:

1. Mr. Balázs Botond;

3,221,788,630 votes were validly casted representing 83.59% from the total number of votes exercisable and 83.59% from the sharecapital of which:

- 301,642,578 votes “for” representing 9.36% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 90.64% from the total votes validly casted.

632,431,370 votes were not casted representing 16.41% from the total number of votes exercisable of which 165,606,320 abstentions from exercising the right to vote.

2. Mr. Răzvan Braslă;

3,097,627,299 votes were validly casted representing 80.37% from the total number of votes exercisable and 83.37% from the sharecapital of which:

- 177,481,247 votes “for” representing 5.73% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 94.27% from the total votes validly casted.

756,592,701 votes were not casted representing 19.63% from the total number of votes exercisable of which 289,767,651 abstentions from exercising the right to vote.

3. Mr. Marius-Gabriel Nuț;

3,097,627,299 votes were validly casted representing 80.37% from the total number of votes exercisable and 83.37% from the sharecapital of which:

- 177,481,247 votes “for” representing 5.73% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 94.27% from the total votes validly casted.

756,592,701 votes were not casted representing 19.63% from the total number of votes exercisable of which 289,767,651 abstentions from exercising the right to vote.

4. Mrs. Elena-Lorena Stoian;

3,221,788,630 votes were validly casted representing 83.59% from the total number of votes exercisable and 83.59% from the sharecapital of which:

- 301,642,578 votes “for” representing 9.36% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 90.64% from the total votes validly casted.

632,431,370 votes were not casted representing 16.41% from the total number of votes exercisable of which 165,606,320 abstentions from exercising the right to vote.

5. Mr. Aristotel-Marius Jude

3,097,627,299 votes were validly casted representing 80.37% from the total number of votes exercisable and 83.37% from the sharecapital of which:

- 177,481,247 votes “for” representing 5.73% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 94.27% from the total votes validly casted.

756,592,701 votes were not casted representing 19.63% from the total number of votes exercisable of which 289,767,651 abstentions from exercising the right to vote.

Item 4 on the agenda „Revocation of Board of Directors members due to attributable causes, in accordance with the provisions of art. 36.3 together with the provisions of art. 9, of the Mandate Contract, respectively the refusal to carry out the Resolutions of the General Meeting of Shareholders, by not signing addendum no. 3 to the Mandate Contract, until April 10, 2025 (secret ballot)”.

The draft resolution proposed for item 4 on the agenda:

„The Ordinary General Meeting of Shareholders approves the revocation due to attributable causes, in accordance with the provisions of art. 36.3 together with the provisions of art. 9, of the Mandate Contract, respectively the refusal to carry out the Resolutions of the General Meeting of Shareholders, by not signing addendum no. 3 to the Mandate Contract until April 10, 2025, of the following Board members:

1. Mr. Balázs Botond;

3,182,419,569 votes were validly casted representing 82.57% from the total number of votes exercisable and 82.57% from the sharecapital of which:

- 262,273,517 votes “for” representing 8.24% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 91.76% from the total votes validly casted.

671,800,431 votes were not casted representing 17.43% from the total number of votes exercisable of which 186,492,521 abstentions from exercising the right to vote.

2. Mr. Răzvan Braslă;

3,058,258,238 votes were validly casted representing 79.35% from the total number of votes exercisable and 79.35% from the sharecapital of which:

- 138,112,186 votes “for” representing 4.52% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 95.48% from the total votes validly casted.

795,961,762 votes were not casted representing 20.65% from the total number of votes exercisable of which 310,653,852 abstentions from exercising the right to vote.

3. Mr. Dan-Dragoș Drăgan;

3,182,419,569 votes were validly casted representing 82.57% from the total number of votes exercisable and 82.57% from the sharecapital of which:

- 262,273,517 votes “for” representing 8.24% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 91.76% from the total votes validly casted.

671,800,431 votes were not casted representing 17.43% from the total number of votes exercisable of which 186,492,521 abstentions from exercising the right to vote.

4. Mr. Marius-Gabriel Nuț;

3,058,258,238 votes were validly casted representing 79.35% from the total number of votes exercisable and 79.35% from the sharecapital of which:

- 138,112,186 votes “for” representing 4.52% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 95.48% from the total votes validly casted.

795,961,762 votes were not casted representing 20.65% from the total number of votes exercisable of which 310,653,852 abstentions from exercising the right to vote.

5. Mr. Gheorghe-Silvian Sorici;

3,182,419,569 votes were validly casted representing 82.57% from the total number of votes exercisable and 82.57% from the sharecapital of which:

- 262,273,517 votes “for” representing 8.24% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 91.76% from the total votes validly casted.

671,800,431 votes were not casted representing 17.43% from the total number of votes exercisable of which 186,492,521 abstentions from exercising the right to vote.

6. Mrs. Elena-Lorena Stoian;

3,182,419,569 votes were validly casted representing 82.57% from the total number of votes exercisable and 82.57% from the sharecapital of which:

- 262,273,517 votes “for” representing 8.24% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 91.76% from the total votes validly casted.

671,800,431 votes were not casted representing 17.43% from the total number of votes exercisable of which 186,492,521 abstentions from exercising the right to vote.

7. Mr. Aristotel-Marius Jude”.

3,058,258,238 votes were validly casted representing 79.35% from the total number of votes exercisable and 79.35% from the sharecapital of which:

- 138,112,186 votes “for” representing 4.52% from the total votes validly casted;
- 2,920,146,052 votes “against” representing 95.48% from the total votes validly casted.

795,961,762 votes were not casted representing 20.65% from the total number of votes exercisable of which 310,653,852 abstentions from exercising the right to vote.

The draft resolution proposed for item 4 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption.

Item 5 on the agenda „Election of interim members of the Board of Directors (secret ballot)”.

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

„The Ordinary General Meeting of Shareholders approves the election of following interim members of the Board of Directors:

1. Mr. Dumitru Chisăliță;

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

2. Mr. Cornel Benchea”.

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

Item 6 on the agenda „Approval of the mandate term of interim Board members elected in accordance with item 3, for a period of 5 months, in accordance with the provisions of GEO no. 109/2011 on corporate governance of public enterprises, as subsequently amended and supplemented”.

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

„The Ordinary General Meeting of Shareholders approves the mandate term of interim Board of Directors members elected in accordance with article 4, for a period of 5 months, in accordance with the provisions of GEO no. 109/2011 on corporate governance of public enterprises, as subsequently amended and supplemented”.

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

Item 7 on the agenda „Establishing the gross fixed monthly remuneration of interim members of the Board of Directors elected in accordance with item 3, in the amount established in accordance with the Resolution of the Ordinary General Meeting of Shareholders no. 5 of March 14, 2023”

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

„The Ordinary General Meeting of Shareholders approves the establishment of the gross fixed monthly remuneration of interim Board members elected in accordance with article 4, in the

amount established in line with the Resolution of S.N.G.N. Romgaz S.A. Ordinary General Meeting of Shareholders No.5 March 14, 2023”.

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

Item 8 on the agenda „Approval of the form of the Mandate Contract to be concluded with interim members of the Board of Directors elected according to item 3, as proposed by the Ministry of Energy.”.

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

„The Ordinary General Meeting of Shareholders approves the form of the Mandate Contract to be concluded with interim Board members elected in accordance with article 4, as proposed by the Ministry of Energy”.

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

Item 9 on the agenda „Mandating the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the mandate contracts of the interim members of the Board of Directors”.

The resolution approved for item 9 on the agenda is as follows:

„The Ordinary General Meeting of Shareholders approves mandating the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the mandate contracts of the interim Board members”.

3,177,031,799 votes were validly casted representing 82.43% from the total number of votes exercisable and 82.43% from the sharecapital of which:

- 2,830,955,216 votes “for” representing 89.11% from the total votes validly casted;
- 346,076,583 votes “against” representing 10.89% from the total votes validly casted.

677,188,201 votes were not casted representing 17.57% from the total number of votes exercisable of which 45,373,331 abstentions from exercising the right to vote.

Item 10 on the agenda „Approval to initiate the selection procedure for the vacant positions of Board of Directors members, in accordance with the provisions of GEO no. 109/2011 on corporate governance of public enterprises, as subsequently amended and supplemented. The selection procedure will be carried out by the Ministry of Energy, in its capacity as public supervisory body”.

The resolution approved for item 10 on the agenda is as follows:

„The Ordinary General Meeting of Shareholders approves to initiate of the selection procedure for the vacant positions of Board members, in accordance with the provisions of GEO no. 109/2011 on corporate governance of public enterprises, as subsequently amended and supplemented. The selection procedure will be carried out by the Ministry of Energy, in its capacity as public supervisory body”.

3,386,778,450 votes were validly casted representing 87.87% from the total number of votes exercisable and 87.87% from the sharecapital of which:

- 3,386,480,950 votes “for” representing 99.99% from the total votes validly casted;
- 297,500 votes “against” representing 0.01% from the total votes validly casted.

467,441,550 votes were not casted representing 12.13% from the total number of votes exercisable of which 616,500 abstentions from exercising the right to vote.

Item 11 on the agenda „Authorize the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

The resolution approved for item 11 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”.

3,398,081,040 votes were validly casted representing 88.17% from the total number of votes exercisable and 88.17% from the sharecapital of which:

- 3,397,783,540 votes “for” representing 99.99% from the total votes validly casted;
- 297,500 votes “against” representing 0.01% from the total votes validly casted.

456,138,960 votes were not casted representing 11.83% from the total number of votes exercisable of which 616,500 abstentions from exercising the right to vote.

Item 12 on the agenda „Authorize the chairman of the meeting, to fulfil any and all of the formalities required for registration and for ensuring the enforceability against third parties of the resolutions taken by the Ordinary General Meeting of Shareholders. The authorized person may delegate to other persons the mandate related to fulfilling the above-mentioned formalities”.

The resolution approved for item 12 on the agenda is as follows:

„The Ordinary General Meeting of Shareholders approves to mandate the Chairman of the meeting to fulfil any and all of the formalities required for registration and for ensuring the enforceability against third parties of the resolutions taken by the Ordinary General Meeting of Shareholders. The authorised person may delegate to other persons the mandate related to fulfilling the above-mentioned formalities”.

3,387,394,950 votes were validly casted representing 87.89% from the total number of votes exercisable and 87.89% from the sharecapital of which:

- 3,387,394,950 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

466,825,050 votes were not casted representing 12.11% from the total number of votes exercisable.

**Chairman of the meeting
Balázs Botond**

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

Technical secretary
Anca Antal