

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on October 27, 2021

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, with a subscribed and paid up share capital of lei 385,422,400, divided in 385,422,400 registered shares, with a nominal value of leu 1 per each share (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 October 27, 2021, 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 385,422,400
Nominal value per share: leu 1
Voting right per share: 1
Type of share: registered shares

Total number of shares: 385,422,400
Voting shares: 385,422,400
Total number of votes exercisable: 385,422,400

At the at the first convening of the Ordinary General Meeting of Shareholders on October 27, 2021, 1:00 pm (Romania time), shareholders casted their vote, holding a number of 319,954,795 shares, representing 83.0141% of the total number of shares, according to shareholder’s list communicated by Depozitarul Central on October 15, 2021, reference date of the Ordinary General Meeting of Shareholders (statutory quorum) and 83.0141% from the total voting rights.

B. Voting results of OGMS on October 27, 2021

Item 1 on the agenda „Ratify/approve Addendum No. 14/2021 to the Natural gas sales contract No. 8/2016 concluded with Societatea Electrocentrale Bucuresti S.A., according to the provisions of article 52 of GEO No. 109/2011”.

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

„Ratifies/approves Addendum No. 14/2021 to the Natural Gas Sales Contract No. 8/2016 concluded with Societatea Electrocentrale Bucuresti S.A.”.

This resolution is approved with 310,963,474 votes representing 80.6812% from the sharecapital and 97.6240% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 318,531,734 votes were validly casted representing 82.6448% from the sharecapital of which:
 - 310,963,474 votes “for” representing 97.6240% from the total votes validly casted,
 - 7,568,260 votes “against” representing 2.3760% from the total votes validly casted,
 - 0 votes “abstain” representing 0% from the total votes validly casted.
- 1,484,321 votes were not casted.

Item 2 on the agenda „Approve to initiate the selection procedure of the members of the Board of Directors of Societatea Nationala de Gaze Naturale “ROMGAZ” S.A., pursuant to the provisions of the Government Emergency Ordinance No. 109/2011 on Corporate Governance of Public Enterprises, approved with amendments by Law No. 111/2016. The Ministry of Energy on behalf of the Romanian State shareholder organizes the selection procedure.”

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

„Approves to initiate the selection procedure of the members of the Board of Directors of Societatea Nationala de Gaze Naturale “ROMGAZ” S.A., pursuant to the provisions of the Government Emergency Ordinance No. 109/2011 on Corporate Governance of Public Enterprises, approved with amendments by Law No. 111/2016. The Ministry of Energy on behalf of the Romanian State shareholder will organize the selection procedure”.

This resolution is approved with 315,983,506 votes representing 81.9837% from the sharecapital and 99.3014% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 318,206,599 votes were validly casted representing 82.5605% from the sharecapital of which:
 - 315,983,506 votes “for” representing 99.3014% from the total votes validly casted,
 - 2,223,093 votes “against” representing 0.6986% from the total votes validly casted,
 - 0 votes “abstain” representing 0% from the total votes validly casted.
- 1,748,196 votes were not casted.

Item 3 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 3 on the agenda is as follows:

„Authorises the Chairperson and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

This resolution is approved with 318,531,734 votes representing 82.6448% from the sharecapital and 100% from the total votes validly casted held by the present or represented shareholders, or who cast their vote by correspondence, in accordance with the provisions of Article 15 paragraph 12 of the Articles of Incorporation.

The votes were recorded as follows:

- 318,531,734 votes were validly casted representing 82.6448% from the sharecapital of which:
 - 318,531,734 votes “for” representing 100% from the total votes validly casted,
 - 0 votes “against” representing 0% from the total votes validly casted,
 - 0 votes “abstain” representing 0% from the total votes validly casted.
- 1,484,321 votes were not casted.

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

**Secretary of the meeting
Nicu-Romeo Susanu**

Technical secretary
Anca Antal