

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A. on September 13, 2022

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 Mediaș, 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 September 13, 2022, 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

B. Voting results of OGMS on September 13, 2022

Item 1 on the agenda „Selection of 7 (seven) interim members of the Board of Directors”

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

„Mr. Dan Dragos Dragan, residing in București, professionally qualified as economist, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

326,830,802 votes were validly casted representing 84.7981% from the sharecapital of which:
- 301,538,110 votes “for” representing 92.2612% from the total votes validly casted;
- 25,292,692 votes “against” representing 7.7388% from the total votes validly casted.
58,591,598 votes were not casted representing 15.2019% from the sharecapital.

„Mr. Aristotel Marius Jude, residing in Medias, professionally qualified as MBA legal adviser, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

326,830,802 votes were validly casted representing 84.7981% from the sharecapital of which:
- 301,538,110 votes “for” representing 92.2612% from the total votes validly casted;
- 25,292,692 votes “against” representing 7.7388% from the total votes validly casted.
58,591,598 votes were not casted representing 15.2019% from the sharecapital.

„Mr. Cezar Batog, residing in Bucuresti, professionally qualified as economist, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:
- 273,174,134 votes “for” representing 87.6344% from the total votes validly casted;
- 38,546,231 votes “against” representing 12.3656% from the total votes validly casted.
73,702,035 votes were not casted representing 19.1224% from the sharecapital of which
15,110,437 abstentions from exercising the right to vote.

„Mr. Virgil Marius Metea, residing in Livezeni, professionally qualified as engineer, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:
-286,428,673 votes “for” representing 91.8864% from the total votes validly casted;
-25,291,692 votes “against” representing 8.1136% from the total votes validly casted.
73,702,035 votes were not casted representing 19.1224% from the sharecapital of which
15,110,437 abstentions from exercising the right to vote.

„Mr. Nicolae Bogdan Simescu, residing in Medias, professionally qualified as engineer, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

326,830,802 votes were validly casted representing 84.7981% from the sharecapital of which:
- 301,538,110 votes “for” representing 92.2612% from the total votes validly casted;
- 25,292,692 votes “against” representing 7.7388% from the total votes validly casted.
58,591,598 votes were not casted representing 15,2019% from the sharecapital.

„Mr. Botond Balazs, residing in Medias, professionally qualified as legal adviser, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

311,228,947 votes were validly casted representing 80.7501% from the sharecapital of which:

- 278,367,995 votes “for” representing 89.4416% from the total votes validly casted;
- 32,860,952 votes “against” representing 7.7388% from the total votes validly casted.

74,193,453 votes were not casted representing 19.2499% of which 15,601,855 abstentions from exercising the right to vote.

„Mr. Gheorghe Silvian Sorici, residing in Cismădie, professionally qualified as economist, is appointed as interim director of S.N.G.N. ROMGAZ S.A.”.

311,228,947 votes were validly casted representing 80.7501% from the sharecapital of which:

- 272,682,716 votes “for” representing 87.6148% from the total votes validly casted;
- 38,546,231 votes “against” representing 12.3852% from the total votes validly casted.

74,193,453 votes were not casted representing 19.2499% of which 15,601,855 abstentions from exercising the right to vote.

Item 2 on the agenda „Set the mandate term of interim board members for 4 (four) months, in compliance with the provisions of art 64^{^1}, para (5) of GEO no. 109/2011 on corporate governance of public companies”

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

„Approves the term of mandate of interim board members appointed in compliance with art. 1-7, of 4 (four) months starting with September 15, 2022 and ending on January 15, 2023”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:

- 286,428,673 votes “for” representing 91.8864% from the total votes validly casted;
- 25,291,692 votes “against” representing 8.1136% from the total votes validly casted.

73,702,035 votes were not casted representing 19.1224% from the sharecapital of which 15,110,437 abstentions from exercising the right to vote.

Item 3 on the agenda „Set the fixed gross monthly allowance of interim board members, in compliance with art. 37 para (2) of GEO no. 109/2011 on corporate governance of public companies”

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

„Establishes the fixed gross monthly remuneration of non-executive interm board members, equal two times the average over the past 12 months of the gross average monthly salary, for the activity performed according to the main business scope registered by the company, at class level according to the activity classification in the national economy, communicated by the National Statistics Institute prior to the appointment”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:

- 286,428,673 votes “for” representing 91.8864% from the total votes validly casted;
- 25,291,692 votes “against” representing 8.1136% from the total votes validly casted.

73,702,035 votes were not casted representing 19.1224% from the sharecapital of which 15,110,437 abstentions from exercising the right to vote.

Item 4 on the agenda „ Approve the form of the mandate contract to be concluded with interim board members”

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

„Approves the template of the mandate contract to be concluded with interim board members, according to the annex”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:

-286,428,673 votes “for” representing 91.8864% from the total votes validly casted;

-25,291,692 votes “against” representing 8.1136% from the total votes validly casted.

73,702,035 votes were not casted representing 19.1224% from the sharecapital of which 15,110,437 abstentions from exercising the right to vote.

Item 5 on the agenda „Mandate the representative of the majority shareholder, the Ministry of Energy, to sign the contracts of mandate with interim board members”

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

„Authorises the Ministry of Energy representative in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN ROMGAZ SA the contracts of mandate”.

311,720,365 votes were validly casted representing 80.8776% from the sharecapital of which:

-286,428,673 votes “for” representing 91.8864% from the total votes validly casted;

-25,291,692 votes “against” representing 8.1136% from the total votes validly casted.

73,702,035 votes were not casted representing 19.1224% from the sharecapital of which 15,110,437 abstentions from exercising the right to vote.

Item 6 on the agenda „ Authorize the Chairman of the meeting and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”

The resolution approved for item 6 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”.

326,830,802 votes were validly casted representing 84.7981% from the sharecapital of which:

- 326,830,802 votes “for” representing 100% from the total votes validly casted;

- 0 votes “against” representing 0% from the total votes validly casted.

58,591,598 votes were not casted representing 15.2019% from the sharecapital.

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

**Secretary of the meeting
Ilariana Dinu**

Technical secretary
Anca Antal

