

RESOLUTION NO. 5/March 14, 2023**of the Ordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.**

Registered office: Medias, 4 Constantin Motas square, Sibiu County, Romania, registered with the Trade Register Office attached to Sibiu Law Court under no. J32/392/2001, fiscal code RO 14056826

The Ordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A joined in the meeting, at its first convening, of March 14, 2023, 1:00 pm (Romania time) at the S.N.G.N. ROMGAZ S.A. working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, issues the following:

RESOLUTION**Article 1**

The Ordinary General Meeting of Shareholders approves the revocation of the following members of the Board of Directors as a result of the end of their mandate, as of March 15, 2023:

Mister Dan Dragos Dragan,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Aristotel Marius Jude,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Cezar Batog,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Virgil Marius Metea,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Nicolae Bogdan Simescu,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Botond Balazs,

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Mister Gheorghe Silvian Sorici.

The resolution was approved with 329,555,386 votes representing 85.5050% from the sharecapital and 98.6444% from the total votes validly casted.

Article 2

The Ordinary General Meeting of Shareholders approves the selection of 7 members of the Board of Directors of Societatea Nationala de Gaze of ROMGAZ S.A. as of March 16, 2023, pursuant to the provisions of the Government Emergency Ordinance No. 109/2011 on corporate governance of public enterprises as subsequently amended and supplemented:

Mister Dan Dragos Dragan,

The resolution was approved with 309,452,944 votes representing 80.2893% from the sharecapital and 92.5023% from the total votes validly casted.

Mister Aristotel Marius Jude,

The resolution was approved with 309,458,494 votes representing 80.2907% from the sharecapital and 92.5039% from the total votes validly casted.

Mister Marius-Gabriel Nut,

The resolution was approved with 303,676,329 votes representing 78.7905% from the sharecapital and 90.7786% from the total votes validly casted.

Mister Razvan Brasla,

The resolution was approved with 273,291,194 votes representing 70.9069% from the sharecapital and 85.5603% from the total votes validly casted.

Mister Gheorghe Silvian Sorici,

The resolution was approved with 288,102,314 votes representing 74.7498% from the sharecapital and 90.3268% from the total votes validly casted.

Mister Botond Balazs,

The resolution was approved with 293,878,529 votes representing 76.2484% from the sharecapital and 92.1378% from the total votes validly casted.

Misses Elena-Lorena Stoian,

The resolution was approved with 283,068,563 votes representing 73.4437% from the sharecapital and 88.6181% from the total votes validly casted.

Article 3

Establishes the duration of the mandate of the newly appointed members of the Board of Directors, to a period of 4 (four) years.

The resolution was approved with 309,465,366 votes representing 80.2925% from the sharecapital and 92.5041% from the total votes validly casted.

Article 4

Establishes the fixed monthly gross allowance of the appointed members of the Board of Directors is set to twice the average for the last 12 months of the average gross monthly salary for the activity performed pursuant to the registered main activity of the company, at class level in accordance with the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment, pursuant to the provisions of Article 37 paragraph 1 and 2 of the GEO No. 109/2011 on the corporate governance of public enterprises as subsequently amended and supplemented by Law No. 111/2016

The resolution was approved with 309,345,491 votes representing 80.2614% from the sharecapital and 92.5014% from the total votes validly casted.

Article 5

Approves the form of the mandate contract to be concluded with the newly appointed Board members, as attached.

The resolution was approved with 309,345,491 votes representing 80.2614% from the sharecapital and 92.5014% from the total votes validly casted.

Article 6

The representative of the majority shareholder, the Romanian State acting through the Ministry of Energy, is mandated to sign the mandate contracts with the members of S.N.G.N. ROMGAZ S.A. Board of Directors

The resolution was approved with 303,660,212 votes representing 78.7863% from the sharecapital and 90.8014% from the total votes validly casted.

Article 7

Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.

The resolution was approved with 334,542,420 votes representing 86.7989% from the sharecapital and 100% from the total votes validly casted.

This document was drafted on March 14, 2023, in 4 (four) copies.

**CHAIRMAN OF
THE BOARD OF DIRECTORS
DAN DRAGOS DRAGAN**

**SECRETARY OF THE MEETING
CRAITA BUCHERU**