

To: S.N.G.N. ROMGAZ S.A. GENERAL MEETING OF SHAREHOLDERS

## REPORT

on certain transactions concluded between S.N.G.N. ROMGAZ S.A. and other public companies  
between May - August 2023

Pursuant to Article 52 par. (1) of Government Emergency Ordinance No. 109/2011<sup>1</sup> "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".

Moreover, 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 company with:

- a) the persons provided in paragraph (1) and (2) and the value of the transaction does not exceed the level established in paragraph (1);
- b) another public company 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".

### Concluded transactions

#### 1) DEPOGAZ - provision of underground gas storage

- ❖ Romgaz submitted to DEPOGAZ on August 2, 2023, a *Request for the conclusion/amendment of the underground gas storage contract*, registered under No. 30.052, requesting a storage capacity of 200,000 MWh, in addition to the gas capacity allocated to that date. Therefore, Addendum No.3/2023 to Contract No.1236/2023 was signed, adding storage capacity by 200.000 MWh, increasing the Contract value by RON 4,606,000, to RON 16,162,455.09 (VAT exclusive);

#### 2) TSO (S.N.T.G.N. TRANSGAZ S.A. Medias) - provision of natural gas transmission services;

- ❖ In accordance with the timetable for transmission capacity booking process at the entry/exit points into/from the National Gas Transmission System (NTS), for 2022 - 2023 gas year, the Network User (NU) Romgaz booked an optimum annual transmission capacity. Additionally, in order to ensure the transmission capacity at the level of gas deliveries to customers in its portfolio, NU Romgaz reserves quarterly and monthly transmission capacity.

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<sup>1</sup> Government Emergency Ordinance No. 109 of November 30, 2011 on corporate governance of public companies as subsequently amended and supplemented.

In this respect, the transactions concluded are summarized in the table below:

Contract (No./Date)	Scope of Contract	Term of Contract	Contracted Capacity (MWh)	Amount in RON excluding VAT
695L/2023	Provision of monthly gas transmission services at exit point from the NTS	June 1, 2023 July 1, 2023	75,918.60	152,243.05
771L/2023	Provision of monthly gas transmission services at exit point from the NTS	July 1,2023 August 1, 2023	596.006	1,573.46

- ❖ Depending on the daily natural gas requirements and in order to optimise the costs of capacity booking for transmission services, Romgaz took over/transferred transmission capacity from/to other users of the NTS network. 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:

✓ Contract No. 76/22.08.2022:

Addendum No.	Scope of contract	Term of contract	Transmission capacity (MWh)			Amount in RON excluding VAT
			transfer red	taken over	returned	
9	Provision of annual gas transmission services at exit point from the NTS	October 01, 2022	3	3		2.76
10		October 01, 2023			3	0.00

✓ Contract No. 695L/17.05.2023:

Addendum No.	Scope of contract	Term of contract	Transmission capacity (MWh)			Amount in RON excluding VAT		
			transfer red	taken over	returned			
1	Provision of monthly gas transmission services at exit point from the NTS	June 01, 2023 July 01, 2023	300			546.00		
2			300			546.00		
3						300	0.00	
4			300				546.00	
5			300				546.00	
6			300				546.00	
7			300				546.00	
8			300				546.00	
9							300	0.00
10			300				546.00	
11			300				546.00	
12			300				546.00	
13			300				546.00	
14			300				546.00	
15			300				546.00	
16			300				546.00	
17			300				546.00	
18			300				546.00	
19			300				546.00	
20			300				546.00	
21			300				546.00	
22			300				546.00	

Gas Transmission Contracts are Framework Agreements and have the following characteristics:

- ✓ The scope of contract is provision of natural gas transmission services designating the activities and operations carried out by the TSO for or in connection with transmission capacity booking at the

entry/exit points of the NTS and transmission through the National Transmission System (NTS) of gas quantities, expressed in units of energy, to the entry/exit points of the NTS;

- ✓ Contract term: annual, quarterly, monthly, daily;
- ✓ Applicable tariffs: in accordance with Order No. 75/May 18, 2022;
- ✓ Payment: within 15 calendar days from the invoice issue date.

- 3) By Notice No.4905/July 13, 2023, registered with Romgaz under No. 27355/July 13, 2023, **S.C. Electrocentrale Constanta S.A.** informs that assets and heat production activity were transferred to the new heat supply operator **TERMOCENTRALE CONSTANTA SRL** (Termocentrale). Accordingly, Elcen, Termocentrale and Romgaz signed the Transfer Agreement No. 5378/July 28, 2023, by which Elcen transfers to Termocentrale the Gas Sales Contract No. VG26/2023 at the physical and financial status to be executed, as of August 1, 2023, as well as transfer of rights and obligations that arise therefrom.

### Draft Resolution

**Article 1. The Ordinary General Meeting of Shareholders takes note of the Report on certain transactions concluded between S.N.G.N. ROMGAZ S.A. and other public companies between May-August 2023.**

**CHAIRMAN**  
**Board of Directors**  
**Dan Dragoș DRĂGAN**

**Chief Executive Officer**  
**Razvan POPESCU**

**Deputy Chief Executive Officer**  
**Aristotel Marius Jude**

**Chief Financial Officer**  
**Gabriela TRANBITAS**

**Director of Energy Trading Department**  
**Radu Costica MOLDOVAN**