

## Voting results

### of the Extraordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on December 18, 2023

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 Extraordinary General Meeting of Shareholders (hereinafter referred to as “EGMS”) held on December 18, 2023, on first meeting, under valid legal conditions, at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5<sup>th</sup> floor, having the following:

#### A. Situation of shares and voting rights on the date of the EGMS

Share capital: RON 385,422,400  
Nominal value per share: RON 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 EGMS on December 18, 2023

**Item 1 on the agenda „Approve S.N.G.N. Romgaz S.A. share capital increase in the amount of RON 3,468,801,600 by issuing 3,468,801,600 shares with a nominal value of RON 1/share”**

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

**„Approves S.N.G.N. Romgaz S.A. share capital increase in the amount of RON 3,468,801,600 by issuing 3,468,801,600 shares with a nominal value of RON 1/share, each shareholder registered on the Registration Date being entitled to 9 pro bono shares for each share held. The total amount of share capital shall be increased from the current amount of RON 385,422,400 to RON 3,854,224,000. The share capital increase shall be made to support the current activity of the Company”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 2 on the agenda „Approve the incorporation into the S.N.G.N. Romgaz S.A. share capital of the amount of RON 3,468,801,600 representing reserves for own sources of financing”**

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

**„Approves the incorporation into the share capital of the amount of RON 3,468,801,600 representing reserves for own sources of financing”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 3 on the agenda**

**Approve S.N.G.N. Romgaz S.A. Articles of Incorporation amendment as follows:**

***„Art. 6 - Share capital***

***(1) ROMGAZ S.A. share capital is of RON 3,854,224,000, being subscribed and paid in full.***

***(2) the share capital is divided into 3,854,224,000 shares, each share having a nominal value of RON 1.***

***(3) The Romanian State holds 2,698,230,800 shares.***

***(4) The rights of the Romanian State, in its capacity as shareholder of ROMGAZ S.A., are exercised through the Ministry of Energy.***

***(5) A total of 1,155,993,200 shares are held by natural and legal persons, Romanian and foreign, other than the Romanian State.***

***Art. 7 - Increase and reduction of share capital***

***(1) The share capital may be increased by issuing new shares or by increasing the nominal value of existing shares in exchange for new contributions in cash and/or in kind. New shares may also be released by incorporation of reserves, with the exception of statutory reserves and profits or share premiums, or by offsetting liquid and payable claims on the company against shares of the company”.***

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

**Approves S.N.G.N. Romgaz S.A. Articles of Incorporation amendment as follows:**

***„Art. 6 - Share capital***

***(1) ROMGAZ S.A. share capital is of RON 3,854,224,000, being subscribed and paid in full.***

***(2) The share capital is divided into 3,854,224,000 shares, each share having a nominal value of RON 1.***

***(3) The Romanian State holds 2,698,230,800 shares.***

**(4) The rights of the Romanian State, in its capacity as shareholder of ROMGAZ S.A., are exercised through the Ministry of Energy.**

**(5) A total of 1,155,993,200 shares are held by natural and legal persons, Romanian and foreign, other than the Romanian State.**

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

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 4 on the agenda „Authorise the Chief Executive Officer, to carry out the necessary formalities for implementing the share capital increase, to draw up and sign any and all documents required for this purpose, including for the signing of the updated Articles of Incorporation, in order to comply with the disclosure requirements provided for by Law no. 31/1990 on companies, republished, as subsequently amended and supplemented”.**

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

**„Authorizes Mr. Răzvan Popescu, as Chief Executive Officer, to carry out the necessary formalities for implementing the share capital increase, to draw up and sign any and all documents required for this purpose, including for the signing of the updated Articles of Incorporation, in order to comply with the disclosure requirements provided for by Law no. 31/1990 on companies, republished, as subsequently amended and supplemented”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

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

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 5 on the agenda „Approve 28 May 2024 as an ex-date”**

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

**„Approves 28 May 2024 as an ex-date”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 6 on the agenda „Approve 29 May 2024 as the date of registration of the shareholders on whom the effects of the Extraordinary General Meeting of Shareholders' Decision will be passed”**

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

**„Approves 29 May 2024 as the date of registration of the shareholders on whom the effects of the Extraordinary General Meeting of Shareholders' Decision will be passed”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 7 on the agenda „Approve 30 May 2024 as the date of payment of the shares”**

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

**„Approves 30 May 2024 as the date of payment of the bonus shares”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Item 8 on the agenda „Authorise the Chairman and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders”**

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

**„Authorizes the Chairman and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders”.**

344,475,776 votes were validly casted representing 89.3762% from the sharecapital of which:

- 344,475,776 votes “for” representing 100% from the total votes validly casted;
- 0 votes “against” representing 0% from the total votes validly casted.

40,946,624 votes were not casted representing 10.6238% from the sharecapital.

**Chairman of the Board of Directors  
Dan Dragoş Drăgan**

**Secretary of the meeting  
Claudiu - Aurelian Popa**

Technical secretary  
Anca Antal