

ROMGAZ BLACK SEA LIMITED**RESOLUTIONS OF THE SOLE MEMBER IN LIEU OF MEETING
In Accordance with Article 58 of the Articles of Association**

The undersigned holder of all the issued and outstanding voting common shares of **ROMGAZ BLACK SEA LIMITED** (“the Company”) an international business company organized and existing under the laws of the Commonwealth of The Bahamas, hereby consents to the adoption of the following resolutions:

- **AUTHORISED CAPITAL**
- **CLASSES NUMBER AND PAR VALUE OF SHARES**

BE IT HEREBY RESOLVED as follows:

1. That authorized capital of the Company increased from US\$11,620,000.00 to US\$1,600,000,000.00.
2. That the classes of Common B-T Shares and Preference Shares be converted into Common A Shares. Each Common Share of classes B-T and each Preference Share at a nominal value of US \$20.00 par value each shall become 20 Common A Shares of US\$1.00 par value each.
3. That the classes of Common B,D,I,K issued shares be converted into Common A Shares. Each Common Share of classes B, D, I, K issued at a nominal value of US \$20.00 par value each shall become 20 Common A issued Shares of US \$1.00 par value each.
4. That the authorized capital of the Company be made up of one class of shares divided into 1,600,000,000 Common A Shares of US\$1.00 par value each.
5. That the Common A Shares be changed to confer to the holders thereof the following rights and restrictions that is to say:
 - i) the right to receive notice of and to attend and vote at all meetings of the members of the Company, and they shall have one vote in respect of each common share held by them;
 - ii) in the event of liquidation, dissolution, winding-up or return of the capital of the Company, the right to receive any assets of the Company proportional to the capital contributed in consideration for the issuance of shares;
 - iii) the right to receive and the Company shall pay thereon if and when declared by the directors out of profits and retained earnings of the Company available for the payment of dividends a dividend at a rate to be set by the directors at the time of issuance and pursuant to such other rights set by the directors at the time of issuance;

6. That in order to effect the aforementioned, the Company's Memorandum of Association be amended and for the sake of clarity it is considered to be in the best interest of the Company that the Company do adopt a Further Amended and Restated Memorandum of Association in lieu of the present Memorandum of Association and that the Further Amended and Restated Memorandum of Association, a copy whereof is annexed hereto and signed by Sarah Lobosky and Hollie Lunn-Donathan for the purposes of identification only, be adopted as the Memorandum of Association of the Company in exclusion of all others.

7. That the Assistant Secretary be and is hereby authorized to prepare and file a Certificate under the Common Seal of the Company as to the foregoing amendment and submit the same to the Registrar General for registration.

Dated this ____ day of _____, 2024

Răzvan POPESCU
CEO

S.N.G.N. Romgaz S.A.
Sole Member - By its authorized representative(s)