

Ministry of Energy

SNGN ROMGAZ SA

The Minister's Office

No. 30438/01.08.2025

No. 1480/BGI/31.07.2025

To: Societatea Națională de Gaze Naturale Romgaz S.A.

Mr. Răzvan POPESCU - Chief Executive Officer

Attn: Mr. Dumitru CHISĂLIȚĂ - Chairman of the Board of Directors

Pursuant to the provisions of:

- Law No. 31/1990, republished as subsequently amended and supplemented,
- Law No. 24/2017, on issuers of financial instruments and market operations, republished
- Regulation No. 5/2018, on issuers of financial instruments and market operations
- GEO No. 109/2011 on corporate governance of public companies, as subsequently amended and supplemented

The Ministry of Energy, on behalf of the Romanian State, as shareholder, holding 2,698,230,800 shares, representing 70.0071% of the share capital of the company, requests the convening of the Ordinary General Meeting of Shareholders, with the following agenda:

1. Election of an interim board member in the Board of Directors (BoD) (secret vote), as of the date of the meeting.
2. Establish the term of mandate of the interim board member elected at item (1), for a 2-month term, according to GEO No.109/2011 on corporate governance of public companies, as subsequently amended and supplemented.
3. Establish the fixed monthly gross allowance of the interim board member elected at item (1), in the amount established in line with the Resolution of the Ordinary General Meeting of Shareholders No. 5/March 14, 2023.
4. Approve the contract of mandate to be concluded by the interim BoD member, elected at item (1), as proposed by the Ministry of Energy.
5. Mandate the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the contract of mandate with the interim BoD member elected at item (1).
6. Extend by 2 months the mandate term of the interim BoD member.
7. Approve conclusion of the addendum to the contract of mandate related to a 2 (two) months extension of the mandate term of the interim BoD member, as proposed by the Ministry of Energy and setting the allowance in the amount established in line with the Resolution of the Ordinary General Meeting of Shareholders No. 5/March 14, 2023.
8. Mandate the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the addendum to the contract of mandate concluded with the interim BoD member, as proposed by the Ministry of Energy.
9. Authorize the Chairman of the Meeting/Directorate to carry out any and all formalities required to register and to ensure the enforceability of OGMS resolutions against third parties. The authorized person will be able to delegate his/her mandate on carrying out the above mentioned formalities.

We hereby attach the following:

- The form of the mandate contract that will be signed with the interim member of the Board of Directors, elected in accordance with item 1 of the agenda.
- The form of the Addendum that will be signed with the interim member of the Board of Directors.

Furthermore, we propose the following draft resolutions:

1. OGMS approves election of an interim board member in the Board of Directors (BoD) (secret vote), as of the date of the meeting.
2. OGMS approves to establish the mandate term of the interim board member elected at item (1), for a 2-month term, according to GEO No.109/2011 on corporate governance of public companies, as subsequently amended and supplemented.
3. OGMS approves to establish the fixed monthly gross allowance of the interim board member elected at item (1), in the amount established in line with the Resolution of the Ordinary General Meeting of Shareholders No. 5/March 14, 2023.
4. OGMS approves the contract of mandate to be concluded by the interim BoD member, elected at item (1), as proposed by the Ministry of Energy.
5. OGMS approves to mandate the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the contract of mandate with the interim BoD member elected at item (1).
6. OGMS approves to extend by 2 months the mandate term of the interim BoD member.
7. OGMS approves conclusion of the addendum to the contract of mandate related to a 2 (two) months extension of the mandate term of the interim BoD member, as proposed by the Ministry of Energy and setting the allowance in the amount established in line with the Resolution of the Ordinary General Meeting of Shareholders No. 5/March 14, 2023.
8. OGMS mandates the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the Company, the addendum to the contract of mandate concluded with the interim BoD member, as proposed by the Ministry of Energy.
9. OGMS approves to authorize the Chairman of the Meeting/Directorate to carry out any and all formalities required to register and to ensure the enforceability of OGMS resolutions against third parties. The authorized person will be able to delegate his/her mandate on carrying out the above mentioned formalities.

Best regards,

Ministry of Energy,

Bogdan Gruia IVAN