ROMGAZ

Voting results

of the Odinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ" - S.A. on November 11, 2025

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 J2001000392326, fiscal code RO 14056826, having its headquarters at Medias, 4 Constantin Motas Square, Sibiu County (hereinafter referred to as **„ROMGAZ"** or the „**Company**"), hereby announces the voting results of the Ordinary General Meeting of Shareholders (hereinafter referred to as "**OGMS**") held on November 11, 2025, on first meeting, under valid legal conditions, at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, having the following:

A. Situation of shares and voting rights on the date of the OGMS

Share capital: lei 3,854,224,000
Nominal value per share: leu 1
Voting right per share: 1
Type of share: registered shares

Voting shares: 3,854,224,000
Total number of votes exercisable: 3,854,224,000

B. Voting results of OGMS on November 11, 2025

Item 1 on the agenda **„Revocation of S.N.G.N. ROMGAZ S.A. Board of Directors interim members, as of the meeting date, following the selection procedure conclusion (secret vote)".**

The resolution approved for item 1 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the revocation of Mr. Dumitru Chisăliță, S.N.G.N ROMGAZ S.A. Board of Directors interim member, as of the meeting date, following the selection procedure conclusion".

3,470,342,006 votes were validly casted representing 90.04% from the total number of votes exercisable and 90.04% from the sharecapital of which:
- 3,330,940,220 votes "for" representing 95.98% from the total votes validly casted;
- 139,401,786 votes "against" representing 4.02% from the total votes validly casted.

383,877,994 votes were not casted representing 9.96% from the total number of votes exercisable of which 10,705,583 abstentions from exercising the right to vote.

Item 2 on the agenda **„S.N.G.N. ROMGAZ S.A. Board of Directors members election, as of the meeting date (secret vote)".**

The resolution approved for item 2 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the election of the following Board of Directors members, as of the meeting date:

- **Mr. Benghea Mălăieș Andrei Gabriel;**

  3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
  - 3,035,684,321 votes "for" representing 87.22% from the total votes validly casted;
  - 444,900,952 votes "against" representing 12.78% from the total votes validly casted.

  373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

- **Mr. Plaveti Iulius Dan".**

  3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
  - 3,104,950,259 votes "for" representing 89.21% from the total votes validly casted;
  - 375,635,014 votes "against" representing 10.79% from the total votes validly casted.

  373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

Item 3 on the agenda **„Establishing the mandate term of Board members elected at item (2), as of the meeting date and until March 16, 2027, date corresponding to the termination of the mandate of Board members appointed by Ordinary General Meeting of Shareholders Resolution no. 5 of March 14, 2023".**

The resolution approved for item 3 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the mandate term of the Board members elected at art. 2, as of the meeting date and until March 16, 2027, date corresponding to the termination of the mandate of Board of Directors members appointed by Ordinary General Meeting of Shareholders Resolution no. 5 of March 14, 2023".

3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
- 3,142,261,540 votes "for" representing 90.28% from the total votes validly casted;
- 338,323,733 votes "against" representing 9.72% from the total votes validly casted.

373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

Item 4 on the agenda **„Establishing the monthly fixed gross allowance of Board members appointed according to item 2, in compliance with Article 4 of Ordinary General Meeting of Shareholders Resolution no. 5 of March 14, 2023".**

The resolution approved for item 4 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the monthly fixed gross indemnity of Board of Directors members appointed according to art. 2, in compliance with art. 4 of Ordinary General Meeting of Shareholders Resolution no. 5 of March 14, 2023".

3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
- 3,142,261,540 votes "for" representing 90.28% from the total votes validly casted;
- 338,323,733 votes "against" representing 9.72% from the total votes validly casted.

373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

Item 5 on the agenda **„Approving the mandate contract to be concluded with the Board of Directors members, elected in compliance with item (2), as proposed by the Ministry of Energy".**

The resolution approved for item 5 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the mandate contract to be concluded with the Board of Directors members, elected in compliance with art. 2, as proposed by the Ministry of Energy".

3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
- 3,142,261,540 votes "for" representing 90.28% from the total votes validly casted;
- 338,323,733 votes "against" representing 9.72% from the total votes validly casted.

373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

Item 6 on the agenda **„Mandating the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders, to sign on behalf of and for the Company, the mandate contracts of Board of Directors members, elected at item (2)".**

The resolution approved for item 6 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders to sign on behalf of and for the Company the mandate contracts of Board of Directors members, elected at art. 2".

3,480,585,273 votes were validly casted representing 90.31% from the total number of votes exercisable and 90.31% from the sharecapital of which:
- 3,142,261,540 votes "for" representing 90.28% from the total votes validly casted;
- 338,323,733 votes "against" representing 9.72% from the total votes validly casted.

373,634,727 votes were not casted representing 9.69% from the total number of votes exercisable of which 462,316 abstentions from exercising the right to vote.

Item 7 on the agenda **„Approve the procurement of legal consulting, assistance, and/or external representation services to support the interests of the company in the context of the submission of a request for annulment of Commission Delegated Regulation (EU) 2025/1477 of 21 May 2025 and Commission Decision (EU) 2025/1479 of 22 May 2025".**

The resolution approved for item 7 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the procurement of legal consulting, assistance, and/or external representation services to support the interests of the company in the context of the submission of a request for annulment of Commission Delegated Regulation (EU) 2025/1477 of 21 May 2025 and Commission Decision (EU) 2025/1479 of 22 May 2025".

3,481,047,589 votes were validly casted representing 90.32% from the total number of votes exercisable and 90.32% from the sharecapital of which:
- 3,481,047,589 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

373,172,411 votes were not casted representing 9.68% from the total number of votes exercisable.

Item 8 on the agenda **„Approve the procurement of external legal consulting, assistance, and/or representation services in all process phases, to represent S.N.G.N. ROMGAZ S.A. interests in a criminal case/action".**

The resolution approved for item 8 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the procurement of external legal consulting, assistance, and/or representation services in all process phases, to represent S.N.G.N. ROMGAZ S.A. interests in a criminal case/action".

3,481,047,589 votes were validly casted representing 90.32% from the total number of votes exercisable and 90.32% from the sharecapital of which:
- 3,470,804,322 votes "for" representing 99.71% from the total votes validly casted;
- 10,243,267 votes "against" representing 0.29% from the total votes validly casted.

373,172,411 votes were not casted representing 9.68% from the total number of votes exercisable.

Item 9 on the agenda **„Approve procurement of legal external consultancy, assistance and/or representation services of S.N.G.N. ROMGAZ S.A. in case of an/some possible litigations/arbitrations with the contractor DURO FELGUERA and/or its subcontractors, derived from or related to development of CTE Iernut".**

The resolution approved for item 9 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders approves the procurement of legal external consultancy, assistance and/or representation services of S.N.G.N. ROMGAZ S.A. in case of an/some possible litigations/arbitrations with the contractor DURO

FELGUERA and/or its subcontractors, derived from or related to development of CTE Iernut".

3,481,047,589 votes were validly casted representing 90.32% from the total number of votes exercisable and 90.32% from the sharecapital of which:
- 3,481,047,589 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

373,172,411 votes were not casted representing 9.68% from the total number of votes exercisable.

Item 10 on the agenda **„Extension by 1 year of the Loan Facility Agreement no. 201812070225 concluded with Banca Comercială Română S.A. for issuing guarantee instruments in the form of letters of bank guarantee and irrevocable stand-by letters of credit up to a maximum limit of RON 500,000,000".**

The resolution approved for item 10 on the agenda is as follows:
„Extension by 1 year of the Loan Facility Agreement no. 201812070225 concluded with Banca Comercială Română S.A. for issuing guarantee instruments in the form of letters of bank guarantee and irrevocable stand-by letters of credit up to a maximum limit of RON 500,000,000".

3,436,544,199 votes were validly casted representing 89.16% from the total number of votes exercisable and 89.16% from the sharecapital of which:
- 3,436,544,199 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

417,675,801 votes were not casted representing 10.84% from the total number of votes exercisable of which 44,503,390 abstentions from exercising the right to vote.

Item 11 on the agenda **„Issuance of guarantee instruments from the loan, in USD/RON/EUR or other currencies, to cover the obligations of a third party i.e. for "ROMGAZ TRADING" S.R.L. subsidiary with its headquarters in Chișinău, Republic of Moldova".**

The resolution approved for item 11 on the agenda is as follows:
„Issuance of guarantee instruments from the loan, in USD/RON/EUR or other currencies, to cover the obligations of a third party i.e. for "ROMGAZ TRADING" S.R.L. subsidiary with its headquarters in Chișinău, Republic of Moldova".

3,436,081,883 votes were validly casted representing 89.15% from the total number of votes exercisable and 89.15% from the sharecapital of which:
- 3,436,081,883 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

418,138,117 votes were not casted representing 10.85% from the total number of votes exercisable of which 44,965,706 abstentions from exercising the right to vote.

Item 12 on the agenda **„Authorization of S.N.G.N. ROMGAZ S.A. Board of Directors to approve the decrease and the subsequent increase of the loan up to the total maximum limit of RON 500,000,000".**

The resolution approved for item 12 on the agenda is as follows:
„Authorization of S.N.G.N. ROMGAZ S.A. Board of Directors to approve the decrease and the subsequent increase of the loan up to the total maximum limit of RON 500,000,000".

3,436,544,199 votes were validly casted representing 89.16% from the total number of votes exercisable and 89.16% from the sharecapital of which:
- 3,436,544,199 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

417,675,801 votes were not casted representing 10.84% from the total number of votes exercisable of which 44,503,390 abstentions from exercising the right to vote.

Item 13 on the agenda **„Authorization of the Chief Executive Officer and Chief Financial Officer of S.N.G.N. ROMGAZ S.A. to sign the current Addendum to the Loan Facility Agreement no. 201812070225 and the subsequent Addenda".**

The resolution approved for item 13 on the agenda is as follows:
„Authorization of the Chief Executive Officer and Chief Financial Officer of S.N.G.N. ROMGAZ S.A. to sign the current Addendum to the Loan Facility Agreement no. 201812070225 and the subsequent Addenda".

3,436,544,199 votes were validly casted representing 89.16% from the total number of votes exercisable and 89.16% from the sharecapital of which:
- 3,436,544,199 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

417,675,801 votes were not casted representing 10.84% from the total number of votes exercisable of which 44,503,390 abstentions from exercising the right to vote.

Item 14 on the agenda **„Authorization of persons who have type I and II signing rights in Banca Comercială Română S.A. to sign the requests for issuing and modifying guarantee instruments under the facility granted by Banca Comercială Română S.A., as well as any other documents in connection with the Loan Facility Agreement no. 201812070225, irrespective of the form in which they are concluded, including but not limited to requests for drawing/issuing/modifying".**

The resolution approved for item 14 on the agenda is as follows:
„Authorization of persons who have type I and II signing rights in Banca Comercială Română S.A. to sign the requests for issuing and modifying guarantee instruments under the facility granted by Banca Comercială Română S.A., as well as any other documents in connection with the Loan Facility Agreement no. 201812070225, irrespective of the form in which they are concluded, including but not limited to requests for drawing/issuing/modifying".

3,436,081,883 votes were validly casted representing 89.15% from the total number of votes exercisable and 89.15% from the sharecapital of which:
- 3,436,081,883 votes "for" representing 100.00% from the total votes validly casted;
- 0 votes "against" representing 0.00% from the total votes validly casted.

418,138,117 votes were not casted representing 10.85% from the total number of votes exercisable of which 44,965,706 abstentions from exercising the right to vote.

Item 15 on the agenda **„Information on certain significant transactions concluded between Societatea Națională de Gaze Naturale “ROMGAZ” S.A. and banks controlled by the Romanian State”.**

The resolution approved for item 15 on the agenda is as follows:
„The Ordinary General Meeting of Shareholders takes note of the Report regarding the transactions concluded by Societatea Națională de Gaze Naturale “ROMGAZ” S.A. with banks controlled by the Romanian State during August 12, 2025, and October 8, 2025 pursuant to art. 52 par. (3) of GEO no. 109/2011”.

3,481,047,589 votes were validly casted representing 90.32% from the total number of votes exercisable and 90.32% from the sharecapital of which:
- 3,481,047,589 votes “for” representing 100.00% from the total votes validly casted;
- 0 votes “against” representing 0.00% from the total votes validly casted.

373,172,411 votes were not casted representing 9.68% from the total number of votes exercisable.

Item 16 on the agenda **„Authorize the Chairman of the meeting and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.**

The resolution approved for item 16 on the agenda is as follows:
„Authorizes the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

3,481,047,589 votes were validly casted representing 90.32% from the total number of votes exercisable and 90.32% from the sharecapital of which:
- 3,481,047,589 votes “for” representing 100.00% from the total votes validly casted;
- 0 votes “against” representing 0.00% from the total votes validly casted.

373,172,411 votes were not casted representing 9.68% from the total number of votes exercisable.

Chairman of the meeting
Botond Balazs

Secretary of the meeting
Mihaela Gafița

Technical secretary
Anca Antal