

ADDENDUM No. ...
to Contract of Mandate No. dated

I. Preamble

Taking the following into consideration:

- Government Decision No. 575/June 14, 2001 on establishing Societatea Națională de Gaze Naturale „ROMGAZ” - S.A. Mediaș;
- Provisions of Government Emergency Ordinance (GEO) No. 109/2011 on corporate governance of public companies (“GEO No. 109/2011”) approved as amended and supplemented by Law No. 111/2016 as subsequently amended and supplemented;
- Provisions of Law No. 31/1990 on companies, republished, as amended and supplemented (“Law No. 31/1990”);
- Provisions of Law No. 297/2004 on capital market as amended and supplemented (“Law No. 297/2004”);
- Government Decision No. 639/2023 for the approval of Enforcement Guidelines to implement GEO No. 109/2011 on corporate governance of public enterprises (“GD No. 639/2023”);
- Updated Articles of Incorporation of Societatea Națională de Gaze Naturale „ROMGAZ” - S.A. Mediaș;
- Provisions of Art. 1913 - 1919, Art. 1924, as well as of Art. 2009 and the following of the Civil Code;
- Resolution No. 5 of the Ordinary General Meeting of Shareholders dated June 30, 2025 on the approval of financial and non-financial performance indicators of officers and non-executive board members resulting from the company’s Governance Plan, in line with the minimum level set for the company, according to the Annex to AMEPIP President Order No. 651/2024;
- Resolution No. 10 of the Ordinary General Meeting of Shareholders dated December 18, 2025 on the approval of addenda to the contracts of mandate of Board members to enforce amendments to GEO No. 109/2011 on corporate governance of public companies, as amended by Law No.158/2025, as proposed by the Ministry of Energy;
- Resolution No. of the Ordinary General Meeting of Shareholders dated on the approval of addenda to the contracts of mandate of Board members,

the parties agree to conclude this Addendum to the Contract of Mandate No. dated, hereinafter referred to as the “*Addendum*”.

II. Contracting Parties

Art.1. Societatea Națională de Gaze Naturale „ROMGAZ” - S.A., company managed under an one-tier system, having its registered office in Mediaș, 4 Piata Constantin I. Motas, Sibiu county, registered with the Trade Register Office of Sibiu Court under number J2001000392326, IBAN RO08RNCB0231019525330001 opened with BCR Mediaș, represented by acting as Principal (“ the Company”)

and

....., born on, in, domiciled in street.....number, floor, apartment..... district/county, identified with ID series, no., personal identification number, acting as Member of the Board of Directors or Agent (“Board Member/Agent”).

III. Scope of the Addendum

Art. 2. Annex 1 to Addendum No. to the Contract of Mandate shall be amended and shall have the content set out in the annex to this addendum.

Art.3. The provisions of this Addendum are effective as of December 18, 2025.

IV. Final Provisions

Art.4. All other articles of the Contract of Mandate remain unchanged.

This Addendum was concluded today, in 3 (three) original copies, of which 2 (two) copies for the Principal and 1 (one) copy for the Board Member.

SNGN “ROMGAZ” SA

Board Member

For:

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mandated by OGMS Resolution No.

dated

.....

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Annex to Addendum No.

WEIGHT OF KEY PERFORMANCE INDICATORS OF NON-EXECUTIVE BOARD MEMBERS

Key Performance Indicators of Non-executive Board Members	Weight
FINANCIAL	50%
1. Revenue	6%
2. EBITDA Margin	4%
3. Operating expenses for RON 1000 operating income	4%
4. Labour productivity (in value units)	6%
5. Ratio between liabilities and EBITDA	6%
6. Operating profit margin	6%
7. Dividend payout ratio	6%
8. Capital expenditure ratio	1%
9. Current liquidity ratio	5%
10. Receivables turnover ratio	6%
NON-FINANCIAL	50%
Operational	20%
11. Natural gas production decline	5%
12. Scope 1 emissions t	1%
13. Fulfilment of gas supply obligation	5%
14. Average number of training hours per employee	4%
15. Implementation of a safety system for employees	4%
16. Total frequency of recorded accidents	1%
Public service oriented	7%
17. Score of client satisfaction	7%
Corporate governance	23%
18. Rate of independent members in the Board of Directors	2%
19. Number of Board of Directors meetings	3%
20. Attendance rate at Board of Directors meetings	2%
21. Number of Audit Committee meetings	2%
22. Rate of women in executive positions	4%
23. Timely reporting ROMGAZ performance indicators in compliance with the financial calendar	5%
24. Implementation of the National Anticorruption System	5%
TOTAL	100%