

**SOCIETATEA NAȚIONALĂ DE GAZE NATURALE “ROMGAZ” SA**

**SEPARATE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED DECEMBER 31, 2025**

**PREPARED IN ACCORDANCE WITH  
THE ORDER OF THE MINISTRY OF PUBLIC FINANCE NO. 2844/2016**

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## STATEMENT OF COMPREHENSIVE INCOME

	Note	Year ended December 31, 2025 '000 RON	Year ended December 31, 2024 '000 RON
Revenue	3	7,579,634	7,531,970
Purchase cost of commodities sold	5	(111,367)	(119,694)
Finance income	4	277,534	289,197
Other gains and losses	6	(69,998)	(26,718)
Net impairment gains/(losses) on trade receivables	16	(115,786)	38,479
Changes in inventory of finished goods and work in progress		(22,761)	47,832
Work performed by the Company and capitalized		316,882	307,228
Raw materials and consumables used	5	(188,405)	(180,389)
Depreciation, amortization and impairment expenses	7	(685,447)	(604,074)
Employee benefit expense	8	(1,037,090)	(1,101,776)
Taxes and duties	10	(1,340,564)	(1,806,601)
Finance cost	9	(185,207)	(92,410)
Exploration expense	13	(26,438)	(73,786)
Greenhouse gas certificates expenses	18 b)	(144,874)	(180,752)
Third party services and other costs		(730,550)	(584,331)
Other income	3	86,134	52,921
<b>Profit before tax</b>		<b>3,601,697</b>	<b>3,497,096</b>
Income tax expense	11	(463,381)	(406,399)
<b>Profit for the year</b>		<b>3,138,316</b>	<b>3,090,697</b>
<b>Other comprehensive income</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Actuarial gains/(losses) on post-employment benefits	18 c)	2,498	(8,352)
Income tax relating to items that will not be reclassified subsequently to profit or loss	11	(400)	1,336
<b>Total items that will not be reclassified subsequently to profit or loss</b>		<b>2,098</b>	<b>(7,016)</b>
<b>Other comprehensive income for the year net of income tax</b>		<b>2,098</b>	<b>(7,016)</b>
<b>Total comprehensive income for the year</b>		<b>3,140,414</b>	<b>3,083,681</b>

These financial statements were authorized for issue by the Board of Directors on March 25, 2026.

\_\_\_\_\_  
**Răzvan Popescu**  
 Chief Executive Officer

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**Gabriela Trânbițaș**  
 Chief Financial Officer

## STATEMENT OF FINANCIAL POSITION

	Note	December 31, 2025 '000 RON	December 31, 2024 '000 RON
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	12	5,879,911	5,663,767
Intangible assets	14 a)	10,367	10,617
Investments in subsidiaries	24 a)	10,257,373	7,545,662
Investments in associates	24 b)	18,120	18,120
Deferred tax assets	11	175,573	181,620
Net lease investment		-	105
Other assets	16 b)	372,982	337,008
Right of use assets	14 b)	22,971	10,179
Other financial investments	25	5,584	5,616
<b>Total non-current assets</b>		<b>16,742,881</b>	<b>13,772,694</b>
<b>Current assets</b>			
Inventories	15	436,169	381,217
Greenhouse gas certificates	20	135,229	137,244
Trade receivables	16 a)	655,440	766,565
Bank deposits other than cash and cash equivalents	28	4,872,957	2,456,527
Other assets	16 b)	46,173	47,623
Net lease investment		111	119
Cash and cash equivalents	26	1,054,956	1,712,183
<b>Total current assets</b>		<b>7,201,035</b>	<b>5,501,478</b>
<b>Total assets</b>		<b>23,943,916</b>	<b>19,274,172</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	17	3,854,224	3,854,224
Reserves		6,306,178	3,712,043
Retained earnings		6,325,847	6,383,910
<b>Total equity</b>		<b>16,486,249</b>	<b>13,950,177</b>
<b>Non-current liabilities</b>			
Retirement benefit obligation	18 c)	61,075	191,416
Deferred income	19	292,638	292,657
Lease liabilities		21,569	8,797
Bank borrowings	27 a)	165,701	484,975
Bonds	27 b)	5,070,513	2,476,433
Other liabilities		869	-
Provisions	18	448,018	351,789
<b>Total non-current liabilities</b>		<b>6,060,383</b>	<b>3,806,067</b>

## STATEMENT OF FINANCIAL POSITION

	<u>Note</u>	<u>December 31, 2025</u> <u>'000 RON</u>	<u>December 31, 2024</u> <u>'000 RON</u>
<b>Current liabilities</b>			
Trade payables	20	143,832	197,622
Contract liabilities	16 e)	196,935	290,811
Current tax liabilities	11	10,078	(2,561)
Deferred income	19	394	486
Provisions	18	232,117	155,733
Lease liabilities		3,741	3,535
Bank borrowings	27 a)	331,431	323,371
Bonds	27 b)	40,491	24,545
Other liabilities	20	438,265	524,386
<b>Total current liabilities</b>		<u>1,397,284</u>	<u>1,517,928</u>
<b>Total liabilities</b>		<u>7,457,667</u>	<u>5,323,995</u>
<b>Total equity and liabilities</b>		<u>23,943,916</u>	<u>19,274,172</u>

These financial statements were authorized for issue by the Board of Directors on March 25, 2026.

\_\_\_\_\_  
Răzvan Popescu  
Chief Executive Officer

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Gabriela Trânbițaș  
Chief Financial Officer

## STATEMENT OF CHANGES IN EQUITY

	Share capital	Legal reserve	Geological quota reserve	Development fund reserve	Reinvested profit reserve	Reserves for investments in strategic projects	Other reserves	Retained earnings	Total
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
Balance as of January 1, 2025	3,854,224	251,939	486,388	550,564	482,867	1,920,560	19,725	6,383,910	13,950,177
Profit for the year	-	-	-	-	-	-	-	3,138,316	3,138,316
Other comprehensive income for the year	-	-	-	-	-	-	-	2,098	2,098
Total comprehensive income for the year	-	-	-	-	-	-	-	3,140,414	3,140,414
Increase in reserves **)	-	180,085	-	254,584	45,810	2,113,656	-	(2,594,135)	-
Dividends distribution *)	-	-	-	-	-	-	-	(604,342)	(604,342)
Balance as of December 31, 2025	3,854,224	432,024	486,388	805,148	528,677	4,034,216	19,725	6,325,847	16,486,249
Balance as of January 1, 2024	385,422	77,084	486,388	3,812,376	439,112	-	19,725	6,220,195	11,440,302
Profit for the year	-	-	-	-	-	-	-	3,090,697	3,090,697
Other comprehensive income for the year	-	-	-	-	-	-	-	(7,016)	(7,016)
Total comprehensive income for the year	-	-	-	-	-	-	-	3,083,681	3,083,681
Increase in share capital	3,468,802	-	-	(3,468,802)	-	-	-	-	-
Increase in reserves **)	-	174,855	-	231,570	43,755	1,920,560	-	(2,370,740)	-
Dividends distribution *)	-	-	-	(24,580)	-	-	-	(549,226)	(573,806)
Balance as of December 31, 2024	3,854,224	251,939	486,388	550,564	482,867	1,920,560	19,725	6,383,910	13,950,177

\*) In April 2025 Romgaz's shareholders approved the distribution of dividends of RON 604,342 thousand (2024: RON 549,226 thousand), dividend per share being RON 0.1568 (year ended December 31, 2024: RON 0.1425). In 2024, dividends of RON 24,580 were distributed based on an inspection by the National Agency of Fiscal Administration performed during November 2019 - January 2020 on the application of Government Emergency Ordinance no. 114/2018.

\*\*) The increase in reserves was approved by shareholders in 2025. Profit distribution is based on the provisions of Government Ordinance no. 64/2001. The Ordinance is applicable to companies controlled by the Romanian State and states the reserves that can be set-up, the level of dividends that should be distributed and the terms of such distribution. Reserves for investments in strategic projects were set up based on the changes introduced in 2024 to Government Ordinance no. 64/2001. Development fund reserve may be distributed if the majority shareholder asks for it. The reserve for investments in strategic projects has to be distributed if the funds are not used or committed by the time the investments funded from this reserve are commissioned. All other reserves are not distributable. According to the legislation in force, the legal reserve and the reinvested profit reserve are set up at year end and will be subject to shareholders' approval in the following year.

These financial statements were authorized for issue by the Board of Directors on March 25, 2026.

Răzvan Popescu  
Chief Executive Officer

Gabriela Trâmbițaș  
Chief Financial Officer

## STATEMENT OF CASH FLOW

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
<b>Cash flows from operating activities</b>		
<b>Net profit</b>	<b>3,138,316</b>	<b>3,090,697</b>
<b>Adjustments for:</b>		
Income tax expense (note 11)	463,381	406,399
Interest expense (note 9)	159,409	68,302
Income from dividends (note 4)	(45,586)	(30,643)
Unwinding of decommissioning provision (note 9, note 18)	25,798	24,108
Interest income (note 4)	(231,948)	(258,554)
Net loss on disposal of non-current assets (note 6)	16,195	19,897
Change in decommissioning provision recognized in profit or loss, other than unwinding (note 18)	26,329	(14,820)
Change in other provisions (note 18)	(83,018)	48,202
Net impairment of exploration assets (note 13)	28,526	26,980
Net impairment of property, plant and equipment and intangibles	147,907	86,745
Foreign exchange differences	75,571	(200)
Depreciation and amortization	476,415	462,796
Losses from receivables and net movement in allowances for trade and other receivables (note 6, note 16 c)	113,666	(38,460)
Net movement in write-down allowances for inventory (note 6, note 15)	8,699	6,818
Liabilities written off	(385)	(231)
Interest paid	(132,793)	(38,897)
Income taxes paid	(445,095)	(2,163,863)
<b>Cash generated from operations before movements in working capital</b>	<b>3,741,387</b>	<b>1,695,276</b>
<b>Movements in working capital:</b>		
(Increase)/Decrease in inventory	(63,245)	(94,038)
(Increase)/Decrease in trade and other receivables and other assets	(1,091)	587,577
Increase/(Decrease) in trade and other liabilities	(218,349)	270,562
<b>Net cash generated by operating activities</b>	<b>3,458,702</b>	<b>2,459,377</b>

## STATEMENT OF CASH FLOW

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
<b>Cash flows from investing activities</b>		
Contribution to associates	-	(18,000)
Investment in subsidiaries	(2,711,711)	(733,522)
Collection from sale of investment in other entities	32	-
Cash placed in bank deposits	(8,141,451)	(8,533,308)
Cash received from bank deposits matured	5,753,874	8,422,922
Loans granted to subsidiaries	-	(1,330,909)
Interest received	178,292	172,032
Proceeds from sale of non-current assets	1,254	424
Dividends received	45,586	30,643
Acquisition of property, plant and equipment	(687,922)	(688,973)
Acquisition of intangible assets	(6,524)	(1,945)
Acquisition of exploration assets (note 13)	(134,033)	(199,341)
Collection of lease payments	124	109
Subsidies received (note 19)	-	15,927
<b>Net cash used in investing activities</b>	<b>(5,702,479)</b>	<b>(2,863,941)</b>
<b>Cash flows from financing activities</b>		
Cash received from bonds issued (note 27 b)	2,518,717	2,473,574
Repayment of bank borrowings (note 27 a)	(323,388)	(323,312)
Dividends paid	(604,449)	(549,379)
Repayment of lease liability	(4,330)	(2,967)
<b>Net cash generated by/(used in) financing activities</b>	<b>1,586,550</b>	<b>1,597,916</b>
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>(657,227)</b>	<b>1,193,352</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>1,712,183</b>	<b>518,831</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>1,054,956</b>	<b>1,712,183</b>

These financial statements were authorized for issue by the Board of Directors on March 25, 2026.

\_\_\_\_\_  
**Răzvan Popescu**  
 Chief Executive Officer

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**Gabriela Trânbițaș**  
 Chief Financial Officer

## NOTES

### 1. BACKGROUND AND GENERAL BUSINESS

#### *Information regarding Societatea Națională de Gaze Naturale Romgaz S.A. (the “Company”/“Romgaz”)*

Societatea Națională de Gaze Naturale Romgaz S.A. (“S.N.G.N. Romgaz S.A.”/“the Company”/“Romgaz”) is a joint stock company, incorporated in accordance with Romanian legislation. The Company is listed on the Bucharest Stock Exchange.

The Company’s headquarter is in Mediaș, 4 Constantin I. Moțaș Square, 551130, Sibiu County.

The Romanian State, through the Ministry of Energy is the majority shareholder of S.N.G.N. Romgaz S.A. together with other legal entities and physical persons (note 17).

Romgaz has as main activity:

1. geological research for the discovery of natural gas, crude oil and condensate reserves;
2. operation, production and usage, including trading, of mineral resources;
3. natural gas production for:
  - ensuring the storage flow continuity;
  - technological consumption;
  - delivery in the transmission system.
4. commissioning, interventions, capital repairs for wells equipping the deposits, as well as the natural gas resources extraction wells, for its own activity and for third parties;
5. electricity production and supply.

### 2. MATERIAL ACCOUNTING POLICIES; SIGNIFICANT ESTIMATES AND JUDGMENTS

#### *a) Material accounting policies*

##### *Statement of compliance*

The separate financial statements (“financial statements”) of the Company are prepared in accordance with Ministry of Public Finance Order no. 2844/2016 to approve accounting regulations in accordance with International Financial Reporting Standards, with subsequent amendments (MOF 2844/2016). MOF 2844/2016 is in accordance with the IFRS adopted by the European Union.

For the purpose of the preparation of these financial statements, the functional currency of the Company is deemed to be the Romanian Leu (RON).

##### *Basis of preparation*

The financial statements are prepared on a going concern basis. The principal accounting policies are set out below. The same accounting policies, methods of computation and presentation were followed in the preparation of these financial statements as were applied in the most recent annual financial statements.

Accounting is kept in Romanian and in the national currency (Romanian leu). Items included in these financial statements are denominated in Romanian lei. Unless otherwise stated, the amounts are presented in lei thousand (RON thousand).

##### *Fair value*

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using an appropriate valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for measurements that have some similarities to fair value but are not fair value, such as net realizable value in IAS 2 “Inventories” or value in use in IAS 36 “Impairment of assets”.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance to the Company of the inputs to the fair value measurement, which are described as follows:

## NOTES

- level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- level 3 inputs are unobservable inputs for the asset or liability.

### *Subsidiaries*

A subsidiary is an entity controlled by the Company. In establishing the existence of control, the Company analyses the following:

- if it has authority over the invested entity;
- if it is exposed to, or has rights to variable returns from its involvement in the invested entity;
- if it has the ability to use its power over the invested entity to affect these returns.

The investment in a subsidiary is recognized at cost less accumulated impairment, as the case may be.

At reporting date, the Company analyses whether impairment indicators exist in connection with its investment in subsidiaries. If the value of the investment in a subsidiary was recovered through dividends received in prior periods from the subsidiary, the investment is further recognized at cost with no analysis of potential impairment indicators. If the investment in a subsidiary was not recovered in prior periods, the Company analyses the current and future economic environment against the conditions existing when the Company made the investment in that subsidiary; worse economic conditions (eg. selling price, fiscal environment) may require an impairment test.

### *Associates*

An associate is an entity over which the Company exercises significant influence through participation in decision making on financial and operational policies of the entity invested in. Investments are recorded at cost less accumulated impairment.

### *Joint arrangements*

A joint arrangement is an arrangement of which two or more parties have joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

A joint arrangement is either a joint operation or a joint venture.

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Those parties are called joint operators.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement. Those parties are called joint ventures.

### *Joint operations*

The Company recognizes in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

As joint operator, the Company accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the IFRSs applicable to the particular assets, liabilities, revenues and expenses.

If the Company participates in, but does not have joint control of, a joint operation it accounts for its interest in the arrangement in accordance with the paragraphs above if it has rights to the assets, and obligations for the liabilities, relating to the joint operation.

If the Company participates in, but does not have joint control of, a joint operation, does not have rights to the assets, and obligations for the liabilities, relating to that joint operation, it accounts for its interest in the joint operation in accordance with the IFRSs applicable to that interest.

## NOTES

**Standards and interpretations valid for the current period**

The following standards and amendments or improvements to existing standards issued by the IASB and adopted by the EU have entered into force for the current period:

- Amendments to IAS 21 “The Effects of Changes in Foreign Exchange Rates”: Lack of Exchangeability (applicable to annual periods beginning on or after January 1, 2025).

The adoption of these amendments, interpretations or improvements to existing standards has not led to changes in the Company's accounting policies.

**Standards and interpretations issued by IASB and adopted by the EU, but not yet effective**

At the date of issue of the financial statements, the following standards, amendments or improvements were adopted by the EU, but not yet effective:

- IFRS 18 “Presentation and Disclosure in Financial Statements” (applicable to annual periods beginning on or after January 1, 2027);
- Annual Improvements Volume 11 (applicable to annual periods beginning on or after January 1, 2026);
- Contracts Referencing Nature-dependent Electricity - Amendments to IFRS 9 and IFRS 7 (applicable to annual periods beginning on or after January 1, 2026);
- Amendments to the Classification and Measurement of Financial Instruments - Amendments to IFRS 9 and IFRS 7 (applicable to annual periods beginning on or after January 1, 2026).

The Company did not adopt these standards, amendments or improvements before their effective dates. The Company is assessing the potential impact on its financial statements.

In relation to IFRS 18, the standard introduces a revised structure for the statement of comprehensive income, including mandatory subtotals such as operating profit and profit before financing and income taxes. IFRS 18 also introduces enhanced requirements for disaggregation and management-defined performance measures (MPMs). As the Company communicates certain indicators externally (such as EBITDA and EBIT), the standard will require reconciliations of such measures to the closest IFRS-defined subtotals, together with explanations of their relevance. The Company will assess the implications and will update these disclosures as implementation progresses.

**Standards and interpretations issued by IASB not yet endorsed by the EU**

At present, IFRS endorsed by the EU do not significantly differ from IFRS adopted by the IASB except for the following standards, amendments or improvements to the existing standards and interpretations, which were not endorsed for use in the EU as at date of publication of financial statements:

- IFRS 19 “Subsidiaries without Public Accountability: Disclosures” (applicable to annual periods beginning on or after January 1, 2027);
- Amendments to IAS 21 “The Effects of Changes in Foreign Exchange Rates: Translation to a Hyperinflationary Presentation Currency” (applicable to annual periods beginning on or after January 1, 2027);
- Amendments to IFRS 19 “Subsidiaries without Public Accountability: Disclosures” (applicable to annual periods beginning on or after January 1, 2027).

The Company is currently evaluating the effect that the adoption of these standards, amendments or improvements to the existing standards and interpretations will have on the financial statements of the Company in the period of initial application.

**Revenue recognition****a) Revenue from contracts with customers**

The Company recognizes revenue from the following major sources:

- sale of gas, either from its own production or acquired for resale, and related fulfilment activities (eg. transmission, storage, distribution services);
- sale of electricity, either from its own production or acquired for resale.

Revenue is measured based on the consideration to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. Revenue is recognized when, or as the Company transfers the goods or services to the customer, respectively, the client obtains control over them.

Depending on the nature of the goods or services, revenues are recognized over time or at a point in time.

## NOTES

Contracts concluded by the Company do not contain significant financing components.

The Company does not disclose information about the remaining performance obligations, applying the practical expedient in IFRS 15, as contracts with customers are generally signed for periods of less than one year and the revenues are recognized at the amount which the Company has the right to charge.

### *Revenue from sale of gas and electricity*

The Company's gas contracts include a single performance obligation which is satisfied upon delivery. The performance obligation includes the gas delivered and the fulfilment activities required to provide the gas to the customer. Revenue is recognized at the time of delivery to the customer and in line with the amount to which the Company has the right to invoice. Gas deliveries are invoiced monthly. Revenue from these contracts is recognized at a point in time on the basis of the actual quantities delivered at the prices fixed in the contracts concluded.

The Company's electricity contracts include a single performance obligation which is satisfied over the delivery period as the customer simultaneously receives and consumes electricity. Revenue is recognized at the time of consumption by the customer and in line with the amount to which the Company has the right to invoice. Electricity deliveries are invoiced on a monthly basis. Revenue from these contracts are recognized over time for the whole month on the basis of the actual quantities delivered at the prices fixed in the contracts concluded.

Trade receivables from gas deliveries are generally due within 30 days of invoice issue. These must be guaranteed by customers through bank letters of guarantee. If customers do not provide such a guarantee, they must ensure that natural gas is paid in advance.

Trade receivables from the sale of electricity are generally due within 7 days of the date of invoice delivery. These must be guaranteed by customers through bank letters of guarantee. If customers do not provide such a guarantee, they must ensure that electricity is paid in advance.

### *b) Other revenue*

Rental revenue for operating lease contracts where the Company operates as lessor is recognized on a straight-line basis over the lease term, in accordance with the substance of the relevant agreements.

### *Finance income*

Interest income is recognized periodically and proportionally as the respective income is generated, on accrual basis.

Dividends are recognized as income when the legal right to receive them is established.

### *Finance costs*

Finance costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, are added to the cost of those assets until such time as the assets are substantially ready for their intended use.

If funds borrowed for general corporate purposes are used for the purpose of obtaining a qualifying asset, the Company determines the amount of borrowing costs eligible for capitalization by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to all borrowings of the Company that are outstanding during the period. However, the Company excludes from this calculation borrowing costs applicable to borrowings made specifically for the purpose of obtaining a qualifying asset until substantially all the activities necessary to prepare that asset for its intended use or sale are complete. The amount of borrowing costs that the Company capitalizes during a period shall not exceed the amount of borrowing costs it incurred during that period.

Borrowing costs include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Interest on leasing contracts is not included in the computation of the capitalization rate.

### *Contract liabilities*

Contract liabilities are obligations to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration, or the Company has a right to an amount of consideration that is unconditional (ie. a receivable), before the Company transfers the good or service to the customer, the Company recognizes the contract as a contract liability when the payment is made or the payment is due (whichever is earlier).

**NOTES*****Exploration expenses***

The costs of seismic exploration, geological, geophysical and other similar exploration activities are recognized as exploration expenses in the statement of comprehensive income in the period in which they arise.

Exploration expenses also include the carrying value of exploration assets that have not identified gas resources and have been written-off.

***Foreign currencies***

The functional currency is the currency of the primary economic environment in which the Company operates and is the currency in which cash is primarily generated and expended. The Company operates in Romania and it has the Romanian Leu (RON) as its functional currency. The majority of sales and acquisition are in Romanian currency.

In preparing the financial statements of the Company, transactions in currencies other than the functional currency (foreign currencies) are recorded at the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the reporting date.

Exchange differences are recognized in the statement of comprehensive income in the period in which they arise as other gains and losses; positive exchange differences are disclosed as gains, while negative differences are disclosed as losses.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not re-translated.

***Employee benefits******Benefits granted upon retirement***

In the normal course of business, the Company makes payments to the Romanian State on behalf of its employees at legal rates. All employees of the Company are members of the Romanian State pension plan. These costs are recognized in the statement of comprehensive income together with the related salary costs.

Based on the Collective Labor Agreements applicable within the Company, the Company is liable to pay to its employees at retirement a number of gross salaries, according to the years worked in the gas industry/electricity industry. To this purpose, the Company recorded an obligation for benefits upon retirement. This obligation is updated annually and computed according to actuary methods based on estimates of the average salary, the average number of salaries payable upon retirement, on the estimate of the period when they shall be paid and it is brought to present value using a discount factor based on interest related to a maximum degree of security investments. As the employees retire, the obligation is reduced together with the reversal of the obligation against income.

Current legislation, in force starting 2025, limits to one the number of salaries payable to employees upon retirement; future Collective Labor Agreements will have to observe legal provisions in force.

Benefits are payable in five annual equal installments.

Gains or actuarial losses are recognized in other comprehensive income. These are changes in the present value of the defined benefit obligation as a result of statistical adjustments and changes in actuarial assumptions. Any other changes in the obligation are recognized in the result of the year.

The Company does not operate any other pension scheme or post-retirement benefit plan and, consequently, has no obligation in respect of pensions.

***Employee participation to profit***

The Company records in its financial statements a provision related to the fund for employee participation to profit in compliance with legislation in force, namely Government Ordinance no. 64/2001. According to this, employees may receive one average base monthly salary as a benefit.

Liabilities related to the fund for employee participation to profit are settled in less than a year and are measured at the amounts estimated to be paid at the time of settlement.

***Provisions***

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

***Greenhouse gas certificates acquired***

The Company recognizes a liability for the obligation to settle actual CO<sub>2</sub> emissions (provision until greenhouse gas certificates are purchased, current liability after such certificates are purchased, until their inclusion in the Unique

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Registry of Greenhouse Gas Emissions). The provision is measured at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. The liability to be settled using certificates on hand is measured at the carrying amount of those certificates; any excess emission is measured at the market value of certificates at the period end. The related expense is recognized in the same amount as the liability. Greenhouse gas certificates purchased during the period are those which will be included in the Unique Registry of Greenhouse Gas Emissions. They are recognized as current assets (intangible assets) and measured at cost. When the certificates are included in the Unique Registry, the respective liability is settled and the asset and liability are derecognized.

### *Provisions for decommissioning of wells*

Liabilities for decommissioning costs are recognized due to the Company's obligation to plug and abandon a well, dismantle and remove a facility or an item of plant and to restore the site on which it is located, and when a reliable estimate of that liability can be made.

The Company recorded a provision for decommissioning wells.

This provision was computed based on the estimated future expenditure determined in accordance with local conditions and requirements. The provision was brought to present value using the cost of debt. The rate and the estimated costs for decommissioning are updated annually to include any potential changes and the effect of inflation.

The decommissioning provision is based on the economic life of the fields wells are located on, even if this is longer than the period of the related concession agreements, as it is considered the period may be extended. Economic life of fields is determined based on studies submitted to ANRMPSG for approval; based on these studies, ANRMPSG approves the reserves available on each field, generating the economic life of such fields.

A corresponding item of property, plant and equipment of an amount equivalent to the provision is also recognized. The item of property, plant and equipment is subsequently depreciated as part of the asset.

The Company applies IFRIC 1 "Changes in Existing Decommissioning, Restoration and Similar Liabilities" related to changes in existing decommissioning, restoration and similar liabilities.

The change in the decommissioning provision for wells is recorded as follows:

- a. subject to b., changes in the liability are added to, or deducted from, the cost of the related asset in the current period;
- b. the amount deducted from the cost of the asset does not exceed its carrying amount. If a decrease in the liability exceeds the carrying amount of the asset, the excess is recognized immediately in the statement of comprehensive income;
- c. if the adjustment results in an addition to the cost of an asset, the Company considers whether this is an indication that the new carrying amount of the asset may not be fully recoverable. If it is such an indication, the Company tests the asset for impairment by estimating its recoverable amount, and accounts for any impairment loss.

Once the related asset has reached the end of its useful life, all subsequent changes of the liability are recognized in the income statement in the period when they occur.

The periodical unwinding of the discount is recognized in the comprehensive income as a finance cost, as it occurs.

### **Taxation**

Income tax expense represents the sum of the tax currently payable and deferred tax.

#### *Current tax*

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the statement of comprehensive income because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

#### *Deferred tax*

Deferred tax is recognized on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences, and deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits

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will be available against which those deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in associates and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

*Current and deferred tax for the period*

Current tax for the period is recognized as an expense in the statement of comprehensive income. Deferred tax for the period is recognized as an expense or income in the statement of comprehensive income, except when they relate to items credited or debited directly to equity, in which case the tax is also recognized directly in equity, or where it arises from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or in determining the excess of the acquirer's interest in the net fair value of the acquirer's identifiable assets, liabilities and contingent liabilities over cost.

***Property, plant and equipment***

(1) Cost

(i) *Property, plant and equipment*

Property, plant and equipment are stated at cost, less accumulated depreciation and accumulated impairment losses. The initial cost of an asset comprises its purchase price or construction cost, any costs directly attributable to bringing the asset into the location and condition necessary for it to be capable of operating in the manner intended by management and the initial estimate of any decommissioning obligation. The purchase price or construction cost is the aggregate amount paid and the fair value of any other consideration given to acquire the asset.

(ii) *Cushion gas*

This is a quantity of natural gas constituted as a reserve at the level of gas storages, physically recoverable, which ensures the optimum conditions necessary to maintain their technical-productive flow characteristics.

(iii) *Development expenditure*

Expenditure on the construction, installation and completion of infrastructure facilities such as platforms, pipelines and the drilling of development wells, including the commissioning of wells, is capitalized within property, plant and equipment and is depreciated from the commencement of production as described below in the property, plant and equipment accounting policies.

(iv) *Maintenance and repairs*

The Company does not recognize within the assets' costs the current expenses and the accidental expenses for that asset. These costs are expensed in the period in which they are incurred.

The costs for current maintenance are mainly labor costs and consumables and also small inventory items. The purpose of these expenses is usually described as "repairs and maintenance" for property, plant and equipment.

The expenses with major activities, inspections and repairs comprise the replacement of the assets or other asset's parts, the inspection cost and major overhauls. These expenses are capitalized if an asset or part of an asset, which

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was separately depreciated, is replaced and is probable that they will bring future economic benefits for the Company. If part of a replaced asset was not considered as a separate component and, as a result, was not separately depreciated, the replacement value will be used to estimate the net book value of the asset which is replaced and is immediately written-off. The inspection costs associated with major overhauls are capitalized and depreciated over the period until next inspection.

The costs for major overhauls for wells are also capitalized and depreciated using the unit of production depreciation method.

All other costs with the current repairs and usual maintenance are recognized directly in expenses.

**(2) Depreciation**

The depreciable amount of a tangible asset is the cost less the residual value of the asset. The residual value is the estimated value that the Company would currently obtain from the disposal of an asset, after deducting the estimated costs associated with the disposal if the asset would already have the age and condition expected at the end of its useful life.

For directly productive tangible assets (ie. production wells), the Company applies the depreciation method based on the unit of production (UoP) in order to reflect in the statement of comprehensive income, an expense proportionate with the production obtained from the total natural gas reserve certified at the beginning of the period. According to this method, the carrying value of each production well is depreciated according to the ratio of the natural gas quantity extracted during the period compared to the proved developed reserves at the beginning of the period.

Assets representing cushion gas are not depreciated, as it is expected that the residual value exceeds their cost.

For indirectly productive tangible assets and storage assets, depreciation is computed using the straight-line method over the estimated useful life of the asset as follows:

<u>Asset</u>	<u>Years</u>
Gas properties (others than the properties with UoP depreciation)	1 - 50
Buildings	1 - 70
Fixtures, fittings and office equipment	1 - 18
Plant, machinery and equipment	1 - 30
Storage assets	2 - 36

Land is not depreciated as it is considered to have an indefinite useful life.

Properties in the course of construction for production, rental or administrative purposes, or for purposes not yet determined, are carried at historical cost, less any recognized impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Items of tangible fixed assets that are disposed of are eliminated from the statement of financial position along with the corresponding accumulated depreciation and impairment. Any gain or loss resulting from such retirement or disposal is included in other gains and losses.

For items of tangible fixed assets that are retired from use, but not written off by reporting date, an impairment adjustment is recorded for the carrying value at the time of retirement.

**(3) Impairment**

Non-current assets must be recognized at the lower of the carrying amount and recoverable amount. If and only if the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset should be reduced to be equal to its recoverable amount. Such a reduction represents an impairment loss that is recognized in the result of the period.

Thus at the end of each reporting period, the Company assesses whether there is any indication of impairment of assets, whether at individual asset level or at cash-generating unit level. If such indication is identified, the Company tests the assets to determine whether they are impaired.

Company's assets are allocated to cash-generating units. The cash-generating unit is the smallest identifiable asset group that generates independent cash inflows to a large extent from cash inflows generated by other assets or asset groups. The Company considers each commercial field as a separate cash-generating unit.

All gas storages held by the Company leased to Depogaz are considered as part of a single cash-generating unit, as the tariffs are set by analyzing the storage activity as a whole, not every single storage site.

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The Company operates a single power plant, which is considered an independent cash generating unit.

In 2025 and 2024, the Company did not conduct an impairment test in the Upstream segment (for onshore operations), as it did not identify any impairment indicators.

No impairment indicators were identified related to the investment in Romgaz Black Sea Limited.

In 2025 and 2024, no impairment indicators were identified in relation to the power plant.

Recoverable amount is the largest of the fair value of an asset or a cash-generating unit less costs associated with disposal and its value in use.

**Exploration and evaluation assets****(1) Cost**

Natural gas exploration (other than seismic, geological, geophysical and other similar activities), evaluation and development expenditure is accounted for using the principles of the successful efforts method of accounting.

Costs directly associated with an exploration well are initially capitalized as an asset until the drilling of the well is complete and the results have been evaluated. These costs include employee remuneration, materials and fuel used, drilling costs and payments made to contractors. If potentially commercial quantities of hydrocarbons are not found, the exploration well is impaired in the statement of financial position until the National Regulatory Authority for Mining, Petroleum and Geological Storage of Carbon Dioxide (Autoritatea Națională de Reglementare în Domeniul Minier, Petrolier și al Stocării Geologice a Dioxidului de Carbon - ANRMPSG) approvals are obtained in order to be written off; the impairment allowance previously recorded is released against the cost of the asset. If hydrocarbons are found and, subject to further evaluation activity, are likely to be capable of commercial development, the costs continue to be carried as an asset. Costs directly associated with evaluation activity, undertaken to determine the size, characteristics and commercial potential of a reservoir following the initial discovery of hydrocarbons, including the costs of evaluation wells where hydrocarbons were not found, are initially capitalized as an asset. All such carried costs are subject to technical, commercial and management review at least once a year to confirm the continued intent to develop or otherwise extract value from the discovery. When this is no longer the case, an impairment is recorded for the assets, until the completion of the legal steps necessary for them to be written off. When proved reserves of natural gas are determined and development is approved by management, the relevant asset is transferred to property, plant and equipment other than exploration and evaluation assets.

**(2) Impairment**

At each reporting date, the Company's management reviews its exploration and evaluation assets and establishes the necessity for recording in the financial statements an impairment loss in these situations:

- the period for which the Company has the right to explore in the specific area has expired during the period or will expire in the near future, and is not expected to be renewed;
- substantive expenditure on further exploration for and evaluation of gas resources in the specific area is neither budgeted nor planned;
- exploration for and evaluation of gas resources in the specific area have not led to the discovery of commercially viable quantities of gas resources and the Company has decided to discontinue such activities in the specific area;
- sufficient data exist to indicate that, although a development in the specific area is likely to proceed, the carrying amount of the exploration and evaluation asset is unlikely to be recovered in full from successful development or by sale.

**Intangible assets****(1) Cost**

Licenses for software, patents and other intangible assets are recognized at acquisition cost.

Intangible assets are not revalued.

**(2) Amortization**

Patents and other intangible assets are amortized using the straight-line method over their useful life, but not exceeding 20 years. Licenses related to the right of use of computer software are amortized over a period of 3 years.

**Inventories**

Inventories are recorded initially at cost of production, or acquisition cost, as the case may be. The cost of finished

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goods and production in progress includes materials, labour, expenses incurred in bringing the finished goods at the location and in the existent form and related indirect production costs (based on the normal operating capacity). Write down adjustments are booked against slow moving, damaged and obsolete inventory, when necessary.

At each reporting date, inventories are measured at the lower of cost and net realizable value. The net realizable value is estimated based on the selling price less any completion and selling expenses. The cost of inventories is assigned by using the weighted average cost formula.

### *Financial assets and liabilities*

The Company's financial assets include cash and cash equivalents, trade receivables, other receivables, loans granted, bank deposits with a maturity from acquisition date of over three months and investments in equity instruments.

Financial liabilities include interest-bearing bank borrowings, overdrafts, bonds and trade and other payables.

For each item, the accounting policies on recognition and measurement are disclosed in this note.

Cash and cash equivalents include petty cash, cash in current bank accounts and short-term deposits with a maturity of less than three months from the date of acquisition.

The Company recognizes a financial asset or financial liability in the statement of financial position when and only when it becomes a party to the contractual provisions of the instrument. Upon initial recognition, financial assets are classified at amortized cost or measured at fair value through profit or loss. The classification depends on the Company's business model for managing the financial assets and their contractual cash flows.

The Company does not have financial assets measured at fair value through other comprehensive income.

On initial recognition, financial assets and financial liabilities are measured at fair value plus or minus, in the case of assets and liabilities measured at amortized cost, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

Receivables resulting from contracts with customers represent the unconditional right of the Company to a consideration. The right to a consideration is unconditional if only the passage of time is required before payment of the consideration is due. These are measured at initial recognition at the transaction price.

The amortized cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition minus principal repayments plus or minus cumulative depreciation using the effective interest method for each difference between the initial amount and the amount at maturity and, for financial assets, adjusted for any loss allowance impairment.

Any difference between the initial amount and the amount at maturity is recognized in the statement of comprehensive income for the period of the borrowings or bonds using the effective interest method.

Financial instruments are classified as liabilities or equity in accordance with the nature of the contractual arrangement. Interest, dividends, gains and losses on a financial instrument classified as a liability are reported as expense or income. Distributions to holders of financial instruments classified as equity are recorded directly in equity.

Financial instruments are offset when the Company has a legally enforceable right to offset and intends to settle either on a net basis or to realize the asset and discharge the obligation simultaneously.

### *Impairment of financial assets*

Financial assets, other than those at fair value through profit and loss, are assessed for impairment at each reporting period.

Except for trade receivables, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk associated with the financial instrument, has increased significantly since initial recognition. If, at the reporting date, the credit risk for a financial instrument has not increased significantly since the initial recognition, the Company measures the loss allowance for that financial instrument at a value equal to 12 month expected credit losses.

The loss allowance on trade receivables resulting from transactions that are subject to IFRS 15 is measured using the simplified approach.

The Company measures the expected credit losses of a financial instrument in a manner that reflects reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The carrying amount of the financial asset, other than those at fair value through profit or loss, is reduced through the use of an allowance account.

**NOTES***De-recognition of financial assets and liabilities*

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

**Reserves**

Reserves include:

- legal reserves, which are used annually to transfer to reserves up to 5% of the statutory profit, but not more than 20% of the statutory share capital of the Company;
- development fund reserves, which represent allocations from profit in accordance with Government Ordinance no. 64/2001, paragraph (g); the reserve is set up from net profit, as a balance after all other reserves are set up;
- reserves from reinvested profit, set up based on the Fiscal Code. The amount of profit that benefited from tax exemption under the fiscal legislation less the legal reserve, is distributed at the end of the year by setting up the reserve;
- geological quota reserve, non-distributable, set up until 2004. Geological quota reserve set up after 2004 is distributable and presented in retained earnings. Geological quota set up after 2004 is allocated together with the profit allocation, as approved by the General Meeting of Shareholders, based on depreciation, respectively write-off of the assets financed using the development quota;
- other non-distributable reserves, set up from retained earnings representing translation differences recorded at transition to IFRS. These reserves are set up in accordance with MOF 2844/2016;
- reserves for investments in strategic projects are set up in accordance with Government Ordinance no. 64/2001 for the difference between the general dividend payout ratio requested by the Government and the lower ratio approved for the Company to support major investments of national interest to increase the energy capacity of Romania.

**Government grants**

Grants are non-reimbursable financial resources given by a government to the Company with the condition of meeting certain criteria. Grants include grants related to assets and grants related to income.

Grants related to assets are government grants for whose primary condition is that the Company should purchase, construct, or otherwise acquire long-term assets.

Grants related to income are government grants other than those related to assets.

Grants are not recognized until there is reasonable assurance that:

- (a) the Company will comply with the conditions attaching to it; and
- (b) grants will be received.

Grants related to assets are presented in the statement of financial position as "Deferred revenue", which is then recognized in profit or loss on a systematic basis over the useful life of the asset.

Grants related to income are recognized in the statement of profit or loss under "Other income", as the related expenses are recorded. Until the time the expense occurs, the grant received is recognized as "Deferred revenue".

If a government grant becomes receivable as compensation for expenses or losses incurred in a previous period, the Company recognizes such grant in the profit or loss of the period in which it becomes receivable.

**b) Significant estimates and judgments**

The preparation of the financial information requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities at the end of reporting date, and the reported amounts of revenue and expenses during the reporting period. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The following are the critical estimates and judgments that the management has made in the process of applying

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the Company's accounting policies, and that have the most significant effect on the amounts recognized in the financial statements.

*Judgment related to government grants related to income*

Government Emergency Ordinance no. 27/2022 as subsequently amended (GEO 27) included the obligation of the Company to sell the electricity it produced at a regulated price. According to GEO 27, electricity producers had to calculate a contribution to the Energy Transition Fund. For the period January 1, 2023-March 31, 2024, if the value of the CO<sub>2</sub> certificates related to the energy sold at the regulated price exceeded the contribution to the Energy Transition Fund, electricity producers were entitled to receive the excess. Until December 2025, the legislation did not provide for the mechanism to request these amounts from the Romanian State nor the competent authority for the settlement of such requests. As such, the right to receive the grant is not enforceable. The Company initiated legal action for the recovery of these amounts.

The government does not act as a shareholder or a client of the Company in this matter. As such, the relevant standard considered in the accounting of the grant is IAS 20.

By December 31, 2025 the Company should receive RON 188,260 thousand. Until the amount becomes virtually certain, the Company discloses the grant as a contingent asset.

*Estimates related to impairment losses on trade receivables*

At each period end, the Company evaluates the risks attached to current and overdue receivables and the probability of such risks to materialize. The Company's receivables are generally due in maximum 30 days from the date of issue. Based on the information available at period end and previous experience, the Company estimates the lifetime expected credit loss of receivables, both current and overdue, on a client-by-client basis and records appropriate impairment losses (note 16).

*Judgment related to the exploration expenditure on undeveloped fields*

If field works prove that the geological structures are not exploitable from an economic point of view or that they do not have hydrocarbon resources available, an impairment is recorded. The impairment assessment is performed based on geological experts' technical expertise.

*Estimates related to developed proved reserves*

The Company applies the unit-of-production depreciation method for gas producing wells in order to reflect in the income statement an expense proportionate with the production obtained from the total developed proved natural gas reserve at the beginning of the period. According to this method, the carrying value of each production well is depreciated according to the ratio of the natural gas quantity extracted during the period compared to the gas reserve at the beginning of the period. The gas reserves are updated annually by ANRMPSG-certified internal experts according to internal policies and assessments that are based on certifications of ANRMPSG.

The estimated developed proved gas reserves are a key input in management's impairment indicators assessment of assets within the Upstream segment.

Periodically, Romgaz engages a reputable international company to perform an independent assessment of its gas reserves, the most recent one being as of December 31, 2023. However, the depreciation of producing wells and the assessment of impairment indicators are based on the developed proved gas reserves estimated by Romgaz' internal experts and certified by ANRMPSG.

If gas reserves increased by 5%, the depreciation charge of assets depreciated using the unit of production method would be RON 9,944 thousand lower than current levels (2024: RON 8,932 thousand).

If gas reserves decreased by 5%, the depreciation charge of assets depreciated using the unit of production method would be RON 10,941 thousand higher than current levels (2024: RON 9,857 thousand).

*Estimates related to the decommissioning provision*

Liabilities for decommissioning costs are recognized for the Company's obligation to plug and abandon a well, dismantle and remove a facility or an item of plant and to restore the site on which it is located, and when a reliable estimate of that liability can be made.

This provision is computed based on the estimated future expenditure determined in accordance with local conditions and requirements and it is brought to present value using the cost of debt. The rate and estimated decommissioning costs are updated annually (note 18).

Costs to plug and abandon a well are calculated as an average of current year's costs actually incurred for such activities. These costs are brought to present value over the period over which the Company believes the field will

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be economically viable, even if the current term of concession agreements is shorter, as the Company believes there is a high probability it will be able to extend the term of the agreements.

If economic life of existing concession agreements increased by 5 years, the decommissioning provision would decrease by RON 104,786 thousand (2024: RON 69,137 thousand).

If economic life of existing concession agreements decreased by 5 years, the decommissioning provision would increase by RON 119,318 thousand (2024: RON 78,437 thousand).

*Estimates related to the retirement benefit obligations*

Under the Collective Labor Agreement applicable within the Company, the Company must pay its employees when they retire a multiplier of the gross salary, depending on the seniority within the gas industry/electricity industry. This obligation is updated annually. It is calculated based on actuarial methods to estimate the average wage, the average number of employees to pay at retirement, the estimate of the period when they will be paid and is brought to present value using a discount factor based on interest on investments with the highest degree of safety (government bonds) (note 18).

Current legislation, in force starting 2025, limits to one the number of salaries payable to employees upon retirement; future Collective Labor Agreements will have to observe legal provisions in force. See note 18 c) for further information.

The Company does not operate any other pension plan or retirement benefits, and therefore has no other obligations relating to pensions.

*Judgment on depreciation and expected useful lives of property, plant and equipment*

The energy transition may curtail the expected useful lives of the Company's assets thereby accelerating depreciation charges. However, it is expected that most of the existing assets will likely have immaterial carrying values by 2050. The Company's core strategy is focused on its upstream segment and will continue to have an important part of the Company's activities over that period. Therefore, management does not expect the useful lives of the Company's property, plant and equipment to change. Significant capital expenditure is still required for ongoing projects as well as renewal and/or replacement of aged assets and therefore the useful lives of future capital expenditure may be different.

If useful life of property, plant and equipment depreciated on a straight-line basis increased by 5%, depreciation for the year would have decreased by RON 7,582 thousand (2024: RON 4,360 thousand).

If useful life of property, plant and equipment depreciated on a straight-line basis decreased by 5%, depreciation for the year would have increased by RON 8,525 thousand (2024: RON 13,171 thousand).

*Judgment related to impairment of assets*

The Company assesses whether indications of impairment exist both at CGU level and for individual assets.

Impairment indicators considered at CGU level (onshore gas business) include: significant changes in developed proved gas reserves, analysis of profitability of existing fields, regulations related to gas prices, regulations on tax environment and decisions to end existing concessions.

Impairment indicators for individual assets include lack of production, decisions to abandon or write-off an individual asset.

Impairment indicators considered in the electricity segment include lower electricity prices, period until the plant will be in operation, level of output, level of taxation impacting the business. The assumptions used for prices are based on management's best estimate, considering specifics of local market as well as the correlation between the local and regional markets.

Impairment indicators considered for the investment in subsidiaries include lower price levels than the prices estimated when the Company decided to invest in a subsidiary and higher taxation levels that may cause lower future profits. No such impairment indicators were identified in connection with the Company's investments in subsidiaries.

*Judgment related to the residual value of the cushion gas*

Cushion gas is recorded at cost. The Group estimates that future gas prices (ie. residual value) will exceed the cost of the cushion gas. Therefore, the cushion gas is not depreciated.

*Contingencies*

By their nature, contingencies end only when one or more uncertain future events occur or not. In order to determine

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the existence and the potential value of a contingent element, is required to exercise the professional judgment and the use of estimates regarding the outcome of future events (note 32).

*Judgments related to the application of Pillar Two*

In December 2023, the Romanian Parliament enacted legislation to implement the Pillar Two Model rules. The legislation is effective for the Company from January 1, 2024 and includes an income inclusion rule and a qualified domestic minimum top-up tax, which together are designed to ensure a minimum effective tax rate of 15% in each country in which the companies in the Romgaz Group operate.

The Romgaz Group is formed of Societatea Națională de Gaze Naturale Romgaz S.A., as ultimate parent company, and its fully owned subsidiaries S.N.G.N. ROMGAZ S.A. - Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiești S.R.L. ("Depogaz"), Romgaz Black Sea Limited and Romgaz Trading S.R.L. and Romgaz Trading S.R.L. Depogaz is the main gas storage operator in Romania. Romgaz Black Sea Limited holds 50% of the rights and obligations for the Neptun Deep offshore block.

The Romanian legislation includes an initial phase of exclusion from the income inclusion rule for multinational groups subject to the additional tax or national additional tax, by which the tax will be reduced to zero in the first 5 years of the initial phase of the international activity of the multinational group. The initial phase of the international activity started on January 1, 2024.

A multinational group shall be considered to be in the initial phase of its international activity if, for a financial year:

- a) it has constituent entities in no more than 6 jurisdictions; and
- b) the sum of the carrying value of the tangible assets of all the constituent entities of the multinational group having their headquarters in all jurisdictions, except the reference jurisdiction, does not exceed EUR 50,000 thousand. The reference jurisdiction represents the jurisdiction in which the constituent entities of the multinational group have the highest total carrying value of tangible assets in the financial year in which the multinational group initially falls within the scope of the law. The total value of tangible assets in a jurisdiction is the sum of the carrying amount of all tangible assets of all constituent entities of the multinational group that are established in that jurisdiction.

Romgaz Group is a multinational group, as Romgaz Black Sea Limited is a company incorporated in the Commonwealth of the Bahamas and Romgaz Trading S.R.L. is a company incorporated in the Republic of Moldova. However, Romgaz Black Sea Limited has no operations outside Romania, the company being involved in only one project, namely the development of the Neptun Deep project in Romania. Romgaz Trading S.R.L. has no current activity. As such, all tangible assets are located in Romania, which is considered to be the reference jurisdiction.

Considering the above, the Group did not recognize any additional income tax from the application of Pillar Two Model rules. The Group notified the tax authorities on being in its initial phase of international activity.

*Judgments made in assessing the impact of climate change and the transition to a lower carbon economy*

Romgaz pays special attention to decarbonization policies, to its contribution to achieving the decarbonization targets assumed by the Paris Agreement and to the implementation of the legislation related to the European Commission's Green Deal package. The Company's current strategy for the period 2022-2030 includes a series of directions of action to reduce carbon emissions. Moreover, Romgaz developed a decarbonization strategy through which a framework plan of long-term actions/projects/investments was defined in order to achieve the decarbonization targets. The Company's strategy will also be updated after the completion of the decarbonization strategy, in close correlation with it.

At the same time, taking into account a series of European legal acts related to the Green Deal policies that came into force in 2024 and which involve a series of obligations on natural gas producers, Romgaz has initiated the following steps:

- a) *Implementing Regulation (EU) No. 2024/1735 of the European Parliament and of the Council of June 13, 2024 on establishing a framework of measures for strengthening Europe's net-zero technology manufacturing ecosystem and amending Regulation (EU) 2018/1724 (NZIA Regulation)*

The NZIA Regulation includes a chapter on carbon capture, transport and storage technology, the intention of which is to accelerate and facilitate investments in such technologies.

It also sets a target of at least 50 million tons of CO<sub>2</sub> per year in storage capacity in depleted oil and gas fields and in saline aquifers. In order to achieve this target, Article 23 (1) provides for oil and gas producers in the European Union to create and make available, by 2030, CO<sub>2</sub> storage capacities, established by the European Commission and calculated proportionally to the share of oil and natural gas production at EU level between January 1, 2020 and December 31, 2023. NZIA imposes oil and gas producers in the European Union to provide by 2030 a 50 Mtpa CO<sub>2</sub> storage capacity of which Romania is accountable for 10.25 Mtpa, and Romgaz, has a capacity contribution obligation

## NOTES

of 4.12 Mtpa.

In order to implement the requirements of this regulation, and from the perspective of a potential diversification of the Company's business and the orientation towards activities with a low carbon footprint, Romgaz will start an analysis on the opportunity and technical feasibility of transforming depleted natural gas fields into CO<sub>2</sub> storage sites.

At the same time, taking into account the obligation imposed by the NZIA Regulation, the Company will continue the steps towards the implementation of carbon capture and storage (CCS) projects if the technical, economic and commercial studies and analyses demonstrate the feasibility of such investments.

Romgaz filed with the Court of Justice of the European Union a direct action against the European Commission. The Company is primarily seeking the repeal of Delegated Regulation No. 1477/2025 supplementing Regulation (EU) 2024/1735 of the European Parliament and of the Council and the annulment of Commission Decision (EU) 2025/1479 of 22 May 2025 specifying pro-rata contributions to the Union CO<sub>2</sub> injection capacity objective by 2030 from oil and gas producers in the European Union.

*b) Implementing Regulation (EU) 2024/1787 of the European Parliament and of the Council of June 13, 2024 on the reduction of methane emissions in the energy sector and amending Regulation (EU) 2019/942 (REM Regulation)*

The REM Regulation establishes strict rules for the European energy sector on (i) the measurement and reporting of methane emissions, (ii) the periodic monitoring of installations/equipment to detect gas leaks early and eliminate them through immediate interventions, (iii) the limitation of the release of methane into the atmosphere and (iv) actions to reduce emissions from inactive or abandoned wells.

The implementation of the REM Regulation represents a challenge for the Company in the context in which the company operates one of the largest and most complex natural gas extraction infrastructures located throughout the country, much of this infrastructure having a remarkable age. However, given the importance of adopting the measures provided for by the REM Regulation both from an environmental point of view and from that of reducing losses and increasing efficiency, the necessary steps were taken to implement the provisions of the Regulation.

NZIA Regulation and REM Regulation did not lead to the recognition of any impairment on current gas fields or to the reduction of gas reserves. Gas is a transition fuel and management believe such regulations will not lead to accelerated closure of existing fields.

The Company is monitoring the evolution of regulations at EU and national level and continuously assesses their impact on its activities. Currently, the Company does not consider climate change will have a significant effect on the useful life on property, plant and equipment, decommissioning provision, impairment or other general provisions.

### 3. REVENUE AND OTHER INCOME

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Revenue from gas sold, including fulfilling activities - own production	6,908,725	6,886,938
Revenue from gas sold - other arrangements	22,888	25,471
Revenue from gas acquired for resale	23,273	20,351
Revenue from electricity	382,055	374,990
Revenue from services	30,422	30,626
Revenue from sale of goods	116,533	96,879
Other revenues from contracts	1,152	708
<b>Total revenue from contracts with customers</b>	<b>7,485,048</b>	<b>7,435,963</b>
Revenues from rental activities	94,586	96,007
<b>Total revenue</b>	<b>7,579,634</b>	<b>7,531,970</b>
Other operating income	86,134	52,921
<b>Total revenue and other income</b>	<b>7,665,768</b>	<b>7,584,891</b>

## NOTES

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Revenue at a point in time	7,072,619	7,030,387
Revenue over time	412,429	405,576
<b>Total revenue from contracts with customers</b>	<b>7,485,048</b>	<b>7,435,963</b>

## 4. FINANCE INCOME

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Income from dividends	45,586	30,643
Interest income	231,948	258,554
<b>Total</b>	<b>277,534</b>	<b>289,197</b>

Interest income is derived from the Company's investments in bank deposits.

## 5. PURCHASE COST OF COMMODITIES SOLD, RAW MATERIALS AND CONSUMABLES

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Consumables used	151,344	147,955
Technological consumption	28,501	25,476
Other consumables	8,560	6,958
<b>Total cost of raw materials and consumables</b>	<b>188,405</b>	<b>180,389</b>
Cost of gas acquired for resale, sold	23,270	24,643
Cost of electricity imbalances *)	86,574	93,820
Cost of other goods sold	1,523	1,231
<b>Total cost of commodities sold</b>	<b>111,367</b>	<b>119,694</b>

\*) Imbalances are generated when quantities actually delivered are lower than the quantities contracted. The difference must be purchased.

## 6. OTHER GAINS AND LOSSES

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Foreign exchange gain	59,119	7,073
Foreign exchange loss	(106,343)	(7,057)
Net gain/(loss) on disposal of non-current assets	(16,195)	(19,897)
Net allowances for other receivables (note 16 c)	2,164	(19)
Net write down allowances for inventory (note 15)	(8,699)	(6,818)
Losses from trade receivables	(44)	-
<b>Total net gain/(net loss)</b>	<b>(69,998)</b>	<b>(26,718)</b>

## NOTES

## 7. DEPRECIATION, AMORTIZATION AND IMPAIRMENT EXPENSES

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Depreciation and amortization	509,014	490,349
out of which:		
- depreciation of property, plant and equipment (note 12)	499,511	481,031
- amortization of intangible assets (note 14 a)	5,908	6,583
- amortization of right-of use assets (note 14 b)	3,595	2,735
Net impairment of property, plant and equipment, including exploration assets	176,433	113,725
<b>Total depreciation, amortization and impairment</b>	<b>685,447</b>	<b>604,074</b>

## 8. EMPLOYEE BENEFIT EXPENSE

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Wages and salaries	1,014,259	962,776
Social security charges	37,661	34,577
Meal tickets	43,058	44,201
Other benefits according to collective labor contract	34,814	33,773
Effect of change in retirement benefit obligation (note 18 c)	(113,629)	5,343
Private pension payments	10,149	10,325
Private health insurance	10,778	10,781
<b>Total employee benefit expense</b>	<b>1,037,090</b>	<b>1,101,776</b>

## 9. FINANCE COSTS

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Interest expense	159,409	68,302
Unwinding of the decommissioning provision (note 18 a)	25,798	24,108
<b>Total</b>	<b>185,207</b>	<b>92,410</b>

## 10. TAXES AND DUTIES

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Royalties	538,254	572,691
Windfall tax	767,190	1,201,360
Energy transition fund	13,461	23,626
Other taxes and duties	21,659	8,924
<b>Total</b>	<b>1,340,564</b>	<b>1,806,601</b>

## NOTES

## 11. INCOME TAX

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Current tax expense	457,734	449,144
Deferred income tax (income)/expense	5,647	(42,745)
<b>Income tax expense</b>	<b>463,381</b>	<b>406,399</b>
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
	'000 RON	'000 RON
Current income tax liability	26,687	14,048
Solidarity contribution	(16,609)	(16,609)
<b>Current tax liability</b>	<b>10,078</b>	<b>(2,561)</b>

The tax rate used for the reconciliations below for the year ended December 31, 2025 respectively year ended December 31, 2024 is 16% payable by corporate entities in Romania on taxable profits.

The total current tax expense for the period can be reconciled to the accounting profit as follows:

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
<b>Accounting profit before tax</b>	<b>3,601,697</b>	<b>3,497,096</b>
Income tax expense calculated at 16%	576,272	559,535
Effect of income exempt of taxation	(66,902)	(57,119)
Effect of expenses that are not deductible in determining taxable profit	74,948	69,192
Effect of current income tax reduction *)	(76,068)	(79,266)
Effect of tax incentive for reinvested profit	(7,329)	(7,001)
Effect of tax incentive for legal reserves	(28,814)	(27,977)
Effect of the benefit from tax credits, used to reduce deferred tax expense	(4,834)	(8,220)
Effect of income tax expense related to previous years	(9,539)	-
<b>Income tax expense</b>	<b>457,734</b>	<b>449,144</b>

\*) Income tax reductions are calculated according to Government Emergency Ordinance no. 153/2020 which allows for certain reductions in the level of the income tax if equity is positive or if equity is increased against a specific period (2020 level or previous year's level). Reductions vary based on the level of the increase in equity.

## NOTES

*Components of and movement in deferred tax balances*

	Deferred tax (asset)/ liability December 31, 2023	Recorded in profit or loss in 2024	Charged to OCI in 2024	Deferred tax (asset)/ liability December 31, 2024	Recorded in profit or loss in 2025	Charged to OCI in 2025	Deferred tax (asset)/ liability December 31, 2025
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
Provisions	(106,759)	3,290	(1,336)	(104,805)	(5,620)	400	(110,025)
Property, plant and equipment	73,565	(29,627)	-	43,938	(12,037)	-	31,901
Exploration assets*)	(82,196)	12,055	-	(70,141)	6,656	-	(63,485)
Financial investments	(29)	-	-	(29)	-	-	(29)
Inventory	(6,508)	(4,666)	-	(11,174)	(1,392)	-	(12,566)
Trade receivables and other receivables	(15,612)	(23,797)	-	(39,409)	18,040	-	(21,369)
<b>Total</b>	<b>(137,539)</b>	<b>(42,745)</b>	<b>(1,336)</b>	<b>(181,620)</b>	<b>5,647</b>	<b>400</b>	<b>(175,573)</b>

*OCI - other comprehensive income*

\*) According to the Fiscal Code applicable in Romania, expenses related to location, exploration, development or any preparatory activity for the exploitation of natural resources, which, according to MOF 2844/2016, are recorded directly in the result, are recovered in equal rates for a period of 5 years, starting with the month in which the expenses are incurred. Also, for fixed assets specific to the exploration and production of gas resources, the carrying tax value of fixed assets written-off is deducted using the tax depreciation method used before their write-off for the remaining period of depreciation, had the asset not been written-off. All of these costs are treated as assets only from a tax point of view and generate a deferred tax asset.

## NOTES

## 12. PROPERTY, PLANT AND EQUIPMENT

	Land and land improvements	Buildings	Gas properties	Plant, machinery and equipment	Fixtures, fittings and office equipment	Storage assets **)	Exploration assets	Capital work in progress	Total
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Cost</b>									
As of January 1, 2025	121,424	992,661	7,851,441	1,288,205	118,891	1,642,657	514,383	2,085,910	14,615,572
Additions *)	67	51	61,308	333	-	3,594	138,429	712,238	916,020
Transfers	107	31,337	299,221	106,177	4,943	-	-	(441,785)	-
Disposals	(67)	(3,254)	(132,100)	(24,174)	(3,416)	(30,785)	(88,836)	(5,172)	(287,804)
As of December 31, 2025	121,531	1,020,795	8,079,870	1,370,541	120,418	1,615,466	563,976	2,351,191	15,243,788
<b>Accumulated depreciation</b>									
As of January 1, 2025	-	466,774	5,369,794	922,252	87,245	924,723	-	-	7,770,788
Depreciation	-	29,035	333,857	78,934	9,372	48,313	-	-	499,511
Disposals	-	(1,097)	(42,636)	(26,058)	(3,016)	(28,895)	-	-	(101,702)
As of December 31, 2025	-	494,712	5,661,015	975,128	93,601	944,141	-	-	8,168,597
<b>Impairment</b>									
As of January 1, 2025	3,180	81,668	551,242	90,611	1,079	14,036	164,371	274,830	1,181,017
Charge ***)	-	9,932	44,829	4,389	100	24,463	31,264	88,626	203,603
Transfers	-	-	47,718	-	-	-	-	(47,718)	-
Utilization	-	(397)	(59,839)	(8)	(52)	(12,809)	(84,437)	(4,628)	(162,170)
Release	-	(376)	(10,851)	(1,625)	1,562	(5,219)	(2,738)	(7,923)	(27,170)
As of December 31, 2025	3,180	90,827	573,099	93,367	2,689	20,471	108,460	303,187	1,195,280
<b>Carrying value</b>									
As of January 1, 2025	118,244	444,219	1,930,405	275,342	30,567	703,898	350,012	1,811,080	5,663,767
As of December 31, 2025	118,351	435,256	1,845,756	302,046	24,128	650,854	455,516	2,048,004	5,879,911

\*) Additions of capital work in progress include RON 104,934 thousand related to the new Iernut power plant.

\*\*\*) Including cushion gas of RON 216,343 thousand. No changes were recorded during the year.

\*\*\*) The impairment recorded during the year refers to individual assets; such assets are fully impaired, as described in note 2.

## NOTES

	Land and land improvements	Buildings	Gas properties	Plant, machinery and equipment	Fixtures, fittings and office equipment	Storage assets **)	Exploration assets	Capital work in progress	Total
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
As of January 1, 2024	119,133	979,244	7,514,730	1,226,602	118,061	1,647,390	340,161	1,907,982	13,853,303
Additions *)	-	-	23,827	15	-	-	199,871	743,116	966,829
Transfers	2,291	15,369	475,460	77,529	8,574	-	(17,836)	(561,387)	-
Disposals	-	(1,952)	(162,576)	(15,941)	(7,744)	(4,733)	(7,813)	(3,801)	(204,560)
As of December 31, 2024	121,424	992,661	7,851,441	1,288,205	118,891	1,642,657	514,383	2,085,910	14,615,572
Accumulated depreciation									
As of January 1, 2024	-	441,331	5,082,270	869,561	86,056	876,948	-	-	7,356,166
Depreciation	-	26,641	325,316	67,973	8,929	52,172	-	-	481,031
Disposals	-	(1,198)	(37,792)	(15,282)	(7,740)	(4,397)	-	-	(66,409)
As of December 31, 2024	-	466,774	5,369,794	922,252	87,245	924,723	-	-	7,770,788
Impairment									
As of January 1, 2024	3,180	81,019	511,694	89,401	1,596	14,374	144,674	281,030	1,126,968
Charge ***)	-	2,310	55,468	4,572	716	112	29,897	67,521	160,596
Transfers	-	-	69,019	-	-	-	-	(69,019)	-
Utilization	-	(356)	(46,732)	(1,402)	(180)	(294)	(7,283)	(3,432)	(59,679)
Release	-	(1,305)	(38,207)	(1,960)	(1,053)	(156)	(2,917)	(1,270)	(46,868)
As of December 31, 2024	3,180	81,668	551,242	90,611	1,079	14,036	164,371	274,830	1,181,017
Carrying value									
As of January 1, 2024	115,953	456,894	1,920,766	267,640	30,409	756,068	195,487	1,626,952	5,370,169
As of December 31, 2024	118,244	444,219	1,930,405	275,342	30,567	703,898	350,012	1,811,080	5,663,767

\*) Additions of capital work in progress include RON 209,847 thousand related to the new Iernu power plant.

\*\*\*) Including cushion gas of RON 216,343 thousand. No changes were recorded during the year.

\*\*\*\*) The impairment recorded during the year refers to individual assets; such assets are fully impaired, as described in note 2.

## NOTES

*Rented assets*

Carrying value of property plant and equipment rented to third parties:

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Buildings	101,739	111,061
Plant, machinery and equipment	23,822	37,698
Fixtures, fittings and office equipment	526	893
Storage assets	428,496	485,802
<b>Carrying value of rented property plant and equipment</b>	<b>554,583</b>	<b>635,454</b>

	<u>Buildings</u>	<u>Fixtures, fittings and office equipment</u>	<u>Plant, machinery and equipment</u>	<u>Storage assets</u>	<u>Total</u>
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Cost</b>					
As of January 1, 2025	213,900	7,903	173,025	1,405,945	1,800,773
Additions	-	-	-	3,549	3,549
Disposals	(2,130)	(510)	(689)	(20,402)	(23,731)
<b>As of December 31, 2025</b>	<b>211,770</b>	<b>7,393</b>	<b>172,336</b>	<b>1,389,092</b>	<b>1,780,591</b>
<b>Accumulated depreciation</b>					
As of January 1, 2025	101,524	7,001	135,324	908,955	1,152,804
Depreciation	7,598	333	13,876	48,283	70,090
Disposals	(687)	(481)	(686)	(16,660)	(18,514)
<b>As of December 31, 2025</b>	<b>108,435</b>	<b>6,853</b>	<b>148,514</b>	<b>940,578</b>	<b>1,204,380</b>
<b>Impairment</b>					
As of January 1, 2025	1,315	9	3	11,188	12,515
Charge	1,632	7	-	24,463	26,102
Release/ utilization	(1,351)	(2)	(3)	(15,633)	(16,989)
<b>As of December 31, 2025</b>	<b>1,596</b>	<b>14</b>	<b>-</b>	<b>20,018</b>	<b>21,628</b>
<b>Carrying value</b>					
As of January 1, 2025	111,061	893	37,698	485,802	635,454
<b>As of December 31, 2025</b>	<b>101,739</b>	<b>526</b>	<b>23,822</b>	<b>428,496</b>	<b>554,583</b>

## NOTES

	<u>Buildings</u>	<u>Fixtures, fittings and office equipment</u>	<u>Plant, machinery and equipment</u>	<u>Storage assets</u>	<u>Total</u>
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Cost</b>					
As of January 1, 2024	214,013	8,163	173,284	1,406,991	1,802,451
Additions	-	-	-	2,194	2,194
Disposals	(113)	(260)	(259)	(3,240)	(3,872)
As of December 31, 2024	213,900	7,903	173,025	1,405,945	1,800,773
<b>Accumulated depreciation</b>					
As of January 1, 2024	93,733	6,908	120,751	860,003	1,081,395
Depreciation	7,840	353	14,832	52,164	75,189
Disposals	(49)	(260)	(259)	(3,212)	(3,780)
As of December 31, 2024	101,524	7,001	135,324	908,955	1,152,804
<b>Impairment</b>					
As of January 1, 2024	1,315	9	3	11,251	12,578
Charge	-	-	-	112	112
Release/ utilization	-	-	-	(175)	(175)
As of December 31, 2024	1,315	9	3	11,188	12,515
<b>Carrying value</b>					
As of January 1, 2024	118,965	1,246	52,530	535,737	708,478
As of December 31, 2024	111,061	893	37,698	485,802	635,454

*Maturity analysis of revenue from rented assets*

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Year 1	76,870	84,013

## NOTES

## 13. EXPLORATION AND EVALUATION FOR NATURAL GAS RESOURCES

The following financial information represents the amounts included within the Company's totals relating to activity associated with the exploration for and evaluation of natural gas resources.

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Seismic, geological, geophysical studies	26,438	73,786
<b>Total exploration expense</b>	<b>26,438</b>	<b>73,786</b>
Net movement in exploration assets' impairment (net income)/net loss	28,526	26,980
Cash used in exploration investing activities	(134,033)	(199,341)
	<b>December 31, 2025</b>	<b>December 31, 2024</b>
	'000 RON	'000 RON
Exploration assets included in property, plant and equipment (note 12)	455,516	350,012
Liabilities included in trade payables	(24,120)	(32,303)
<b>Net assets</b>	<b>431,396</b>	<b>317,709</b>

## 14. INTANGIBLE ASSETS. RIGHT OF USE ASSETS

## a) Intangible assets

	2025	2024
	'000 RON	'000 RON
<b>Cost</b>		
As of January 1	<b>118,808</b>	<b>116,846</b>
Additions	7,320	3,405
Disposals	(10,904)	(1,443)
<b>As of December 31</b>	<b>115,224</b>	<b>118,808</b>
<b>Accumulated amortization</b>		
As of January 1	<b>108,191</b>	<b>101,608</b>
Charge	5,908	6,583
Disposals	(9,242)	-
<b>As of December 31</b>	<b>104,857</b>	<b>108,191</b>
<b>Carrying value</b>		
As of January 1	<b>10,617</b>	<b>15,238</b>
<b>As of December 31</b>	<b>10,367</b>	<b>10,617</b>

## NOTES

## b) Right of use assets

	<u>2025</u>	<u>2024</u>
	'000 RON	'000 RON
<b>Cost</b>		
As of January 1	17,531	15,391
Effects of rent index updates	338	640
New contracts	16,290	1,500
Terminated contracts	(1,766)	-
<b>As of December 31</b>	<b>32,393</b>	<b>17,531</b>
<b>Accumulated amortization</b>		
As of January 1	7,352	4,617
Charge	3,595	2,735
Terminated contracts	(1,525)	-
<b>As of December 31</b>	<b>9,422</b>	<b>7,352</b>
<b>Carrying value</b>		
As of January 1	10,179	10,774
<b>As of December 31</b>	<b>22,971</b>	<b>10,179</b>

## 15. INVENTORIES

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Spare parts and materials	413,495	303,200
Finished goods (gas)	43,893	113,560
Other inventories	1,291	984
Inventories at third parties	56,028	33,312
Write-down allowance for spare parts and materials	(77,526)	(69,566)
Write-down allowance for other inventories	(1,012)	(273)
<b>Total</b>	<b>436,169</b>	<b>381,217</b>

## 16. ACCOUNTS RECEIVABLE. CONTRACT LIABILITIES

## a) Trade receivables

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Trade receivables	948,786	1,280,462
Allowances for expected credit losses (note 16 c)	(293,346)	(513,897)
<b>Total</b>	<b>655,440</b>	<b>766,565</b>

## NOTES

## b) Other assets

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
Loans to subsidiaries	311,019	302,080
Interest on loans to subsidiaries	61,963	34,928
<b>Total other assets (long term)</b>	<b>372,982</b>	<b>337,008</b>
Advances paid to suppliers	2,410	490
Joint operation receivables	6,612	2,932
Other receivables	20,532	28,682
Allowance for expected credit losses other receivables (note 16 c)	(170)	(169)
Other debtors	44,454	46,667
Allowance for expected credit losses for other debtors (note 16 c)	(43,883)	(46,048)
Prepayments	10,196	5,637
Subsidies receivable	90	-
VAT not yet due	5,931	9,015
Other taxes receivable	1	417
<b>Total other assets (short term)</b>	<b>46,173</b>	<b>47,623</b>

## c) Changes in the allowance for expected credit losses for trade and other receivables and other assets

	2025	2024
	'000 RON	'000 RON
<b>At January 1</b>	<b>560,114</b>	<b>599,762</b>
Charge in the allowance for other receivables (note 6)	700	453
Charge in the allowance for trade receivables	144,237	36,366
Write-off against trade receivables *)	(336,337)	(1,188)
Release in the allowance for other receivables (note 6)	(2,864)	(434)
Release in the allowance for trade receivables	(28,451)	(74,845)
<b>At December 31</b>	<b>337,399</b>	<b>560,114</b>

\*) In 2025 the Company wrote-off receivables of RON 336,337 thousand due mainly to the loss of a litigation with one of the Company's clients and following the completion of the bankruptcy procedure related to another client of the Company. Both receivables were fully impaired in previous period.

## d) Credit risk exposure for trade and other receivables

December 31, 2025	Gross carrying amount	Expected credit loss rate	Lifetime expected credit losses
	'000 RON	%	'000 RON
Current receivables, including accrued receivables	601,359	-	-
less than 30 days overdue	3,821	83.70	3,198
30 to 90 days overdue	9,400	69.05	6,491
90 to 360 days overdue	26,798	11.12	2,980
over 360 days overdue *)	307,408	91.3	280,677
<b>Total trade receivables</b>	<b>948,786</b>		<b>293,346</b>

Current receivables were collected in 2026, hence no allowance was recorded on December 31, 2025.

## NOTES

\*) Gross carrying amount of trade receivables overdue for over 360 days as of December 31, 2025 of RON 307,408 thousand include RON 157,085 thousand (December 31, 2024: RON 161,531 thousand) that have to be paid by the Ministry of Energy (for non-household clients) and the Ministry of Labor (for household clients) based on Government Emergency Ordinance no. 27/2022. As receivables are old, as the legislation in force does not include a deadline for their payment and as the 2026 state budget does not appear to include sufficient amounts for paying all such liabilities to all market participants, as at December 31, 2025 the Company impaired these receivables based on the probability of such receivables not being collected.

December 31, 2024	<u>Gross carrying amount</u> '000 RON	<u>Expected credit loss rate</u> %	<u>Lifetime expected credit losses</u> '000 RON
Current receivables, including accrued receivables	749,823	0.00	-
less than 30 days overdue	14,391	6.08	875
30 to 90 days overdue	1,897	93.83	1,780
90 to 360 days overdue	31,815	98.66	31,390
over 360 days overdue	<u>482,536</u>	<u>99.44</u>	<u>479,852</u>
<b>Total trade receivables</b>	<b><u>1,280,462</u></b>		<b><u>513,897</u></b>

## e) Contract liabilities

Contract liabilities refer to cash received by the Company in advance for future deliveries; usually, advances are received for deliveries during the following month.

Revenue was recognized in 2025 from the whole amount of outstanding contract liabilities on December 31, 2024.

Changes in contract liabilities on December 31, 2025 compared to December 31, 2024 are mainly caused by clients opting for providing bank letters of guarantee to Romgaz to secure collections instead of paying for future deliveries in advance.

## 17. SHARE CAPITAL

	<u>December 31, 2025</u> '000 RON	<u>December 31, 2024</u> '000 RON
3,854,224,000 fully paid ordinary shares (2024: 3,854,224,000 fully paid ordinary shares)	<u>3,854,224</u>	<u>3,854,224</u>
<b>Total</b>	<b><u>3,854,224</u></b>	<b><u>3,854,224</u></b>

The shareholding structure presenting the main shareholders as at December 31, 2025 is as follows:

	<u>No. of shares</u>	<u>Value</u> '000 RON	<u>Percentage</u> (%)
The Romanian State through the Ministry of Energy	2,698,230,800	2,698,231	70.01
Fondul de Pensii Administrat Privat NN	211,933,514	211,934	5.50
Legal entities	780,032,658	780,032	20.24
Physical persons	<u>164,027,028</u>	<u>164,027</u>	<u>4.25</u>
<b>Total</b>	<b><u>3,854,224,000</u></b>	<b><u>3,854,224</u></b>	<b><u>100</u></b>

The shareholding structure presenting the main shareholders as at December 31, 2024 is as follows:

	<u>No. of shares</u>	<u>Value</u> '000 RON	<u>Percentage</u> (%)
The Romanian State through the Ministry of Energy	2,698,230,800	2,698,231	70.01
Legal entities	962,639,519	962,640	24.98
Physical persons	<u>193,353,681</u>	<u>193,353</u>	<u>5.01</u>
<b>Total</b>	<b><u>3,854,224,000</u></b>	<b><u>3,854,224</u></b>	<b><u>100</u></b>

## NOTES

All shares are ordinary and were subscribed and fully paid as at December 31, 2025. All shares carry equal voting rights and have a nominal value of RON 1/share (December 31, 2024: RON 1/share).

## 18. PROVISIONS AND RETIREMENT BENEFIT OBLIGATION

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
Decommissioning provision (note 18 a)	448,018	351,789
Retirement benefit obligation (note 18 c)	61,075	191,416
<b>Total long term provisions and obligations</b>	<b>509,093</b>	<b>543,205</b>
Decommissioning provision (note 18 a)	43,462	28,937
Litigation provision (note 18 b *)	52,224	6,579
Greenhouse gas certificates provision (note 18 b)	53,551	43,907
Other provisions (note 18 b **)	82,880	76,310
<b>Total short term provisions</b>	<b>232,117</b>	<b>155,733</b>
<b>Total</b>	<b>741,210</b>	<b>698,938</b>

\*) The value of litigating cases in which the Company is involved is estimated at RON 64,473 thousand (December 31, 2024: 41,698), being the maxim exposure of the Company. The Company's management considers that the provision of RON 52,224 thousand (December 31, 2024: RON 6,579 thousand) is sufficient, based on current available information.

\*\*) On December 31, 2025, other provisions of RON 82,880 thousand (December 31, 2024: RON 76,310 thousand) include the provision for employee's participation to profit of RON 49,911 thousand (December 31, 2024: RON 46,939 thousand), the provision for taxes of RON 9,118 thousand (December 31, 2024: RON 7,018 thousand), a provision of RON 6,227 thousand for the variable remuneration of the board of directors and officers with a mandate contract to which they will be entitled if they meet the key performance indicators approved by shareholders (December 31, 2024: RON 6,939 thousand) and the provision for vacation days not taken of RON 17,624 thousand (December 31, 2024: RON 15,415 thousand).

## a) Decommissioning provision

	2025	2024
	'000 RON	'000 RON
<b>Decommissioning provision movement</b>		
<b>At January 1</b>	<b>380,726</b>	<b>405,585</b>
Additional provision recorded against non-current assets	62,678	23,853
Unwinding effect (note 9)	25,798	24,108
Recorded in profit or loss	26,329	(14,820)
Decrease recorded against non-current assets	(4,051)	(58,000)
<b>At December 31</b>	<b>491,480</b>	<b>380,726</b>

The Company makes full provision for the future cost of decommissioning natural gas wells on a discounted basis upon installation. The provision for the costs of decommissioning these wells at the end of their economic lives has been estimated using existing technology, at current prices or future assumptions, depending on the expected timing of the activity, and discounted using a rate of 7.94% (year ended December 31, 2024: 7.37%). While the provision is based on the best estimate of future costs and the economic lives of the wells, there is uncertainty regarding both the amount and timing of these costs.

The increase with 1 percentage point of the discount rate would decrease the decommissioning provision with RON 58,850 thousand (2024: RON 52,698 thousand). The decrease with 1 percentage point of the discount rate would increase the decommissioning provision with RON 73,014 thousand (2024: RON 66,849 thousand).

The increase with 1 percentage point of the inflation rate would increase the decommissioning provision with RON 76,135 thousand (2024: RON 69,237 thousand). The decrease with 1 percentage point of the inflation rate would decrease the decommissioning provision with RON 61,902 thousand (2024: RON 55,105 thousand).

## NOTES

## b) Litigation provision, greenhouse gas certificates provision and other provisions

	<u>Litigation provision</u>	<u>Greenhouse gas certificates provision</u>	<u>Other provisions</u>	<u>Total</u>
	'000 RON	'000 RON	'000 RON	'000 RON
At January 1, 2025	<u>6,579</u>	<u>43,907</u>	<u>76,310</u>	<u>126,796</u>
Additional provision in the period *)	55,058	140,921	75,691	271,670
Provisions used in the period	(8,982)	(104,941)	(69,121)	(183,044)
Unused amounts during the period, reversed	<u>(431)</u>	<u>(26,336)</u>	<u>-</u>	<u>(26,767)</u>
At December 31, 2025	<u>52,224</u>	<u>53,551</u>	<u>82,880</u>	<u>188,655</u>

\*) In 2025, the additional litigation provision of RON 55,058 thousand includes RON 17,034 thousand recorded against non-current assets, reflecting the fact that the Company has lost the case in the first instance. If the adverse decision is upheld on final appeal, the related amount would become payable and the provision would be released against a corresponding liability. Until a final ruling is issued, the Company has recognized the non-current asset with a corresponding adjustment to a provision.

In 2025, in addition to the RON 104,941 thousand representing greenhouse gas certificates provision used, the Company spent an additional RON 39,933 thousand to acquire certificates related to 2025, greenhouse gas certificates expenses totaling RON 144,874 thousand.

	<u>Litigation provision</u>	<u>Greenhouse gas certificates provision</u>	<u>Other provisions</u>	<u>Total</u>
	'000 RON	'000 RON	'000 RON	'000 RON
At January 1, 2024	<u>18,839</u>	<u>-</u>	<u>65,098</u>	<u>83,937</u>
Additional provision in the period *)	9,770	137,092	69,709	216,571
Provisions used in the period	(12,144)	(90,139)	(58,497)	(160,780)
Unused amounts during the period, reversed	<u>(9,886)</u>	<u>(3,046)</u>	<u>-</u>	<u>(12,932)</u>
At December 31, 2024	<u>6,579</u>	<u>43,907</u>	<u>76,310</u>	<u>126,796</u>

\*) In 2024, in addition to the RON 90,139 thousand representing greenhouse gas provision used, the Company spent an additional RON 90,613 thousand to acquire certificates related to 2024, greenhouse gas certificates expenses totaling RON 180,752 thousand.

## c) Retirement benefit obligation

Movement of the retirement benefit obligation	<u>2025</u>	<u>2024</u>
	'000 RON	'000 RON
At January 1	<u>191,416</u>	<u>177,721</u>
Interest cost	11,639	9,967
Cost of current service	1,422	11,464
Utilization during the year	(3,511)	(16,088)
Reclassification to litigation provision *)	(14,213)	-
Actuarial (gain)/loss for the period	(2,498)	8,352
Past service costs **)	<u>(123,180)</u>	<u>-</u>
At December 31	<u>61,075</u>	<u>191,416</u>

Based on the Collective Labor Agreements applicable within the Company, the Company is liable to pay to its employees at retirement a number of gross salaries, according to the years worked in the gas industry/electricity industry. To this purpose, the Company recorded an obligation for benefits upon retirement.

## NOTES

\*\*) However, current legislation effective from 2025 limits retirement benefits to a single monthly salary; accordingly, future Collective Labor Agreements must comply with the applicable legal requirements. As a consequence, the retirement benefit obligation was reassessed and reduced in 2025.

\*) Some of the Company's employees who retired during 2025 initiated legal actions against the Company asking for payment of benefits as included in the Collective Labor Agreement; provisional court decisions ruled in favor of the employees, however the Company appealed such decisions. Considering the provisional decisions, the Company released the retirement benefit obligation for the equivalent of benefits claimed in court and recorded a litigation provision for the said amount.

Except for actuarial gains/losses, all movements in the retirement benefit obligation are recognized as employee benefit expenses.

In determining the retirement benefit obligation, the following significant assumptions were used:

- No layoffs or restructurings are planned;
- Average discount rate: 5.6% (2024: 6.8%);
- Salaries' growth rate: 4.6% in 2026; 4.7% in 2027; 4.9% in 2028; 5.1% in 2029-2031 period, following a decreasing trend in the next years (2024: 5.8% in 2025; 4.9% in 2026; 4.7% in 2027; 4.5% in 2028-2031 period, following a decreasing trend in the next years).

*Sensitivity analysis*

The discount rate has a significant effect on the obligation. Isolated change in assumptions with 1 percentage point would have the following effect on the obligation:

	<u>Increase in assumptions</u>	<u>Decrease in assumptions</u>
	'000 RON	'000 RON
<i>December 31, 2025</i>		
Average discount rate	(3,406)	3,678
Salaries' growth rate	3,838	(3,601)
<i>December 31, 2024</i>		
Average discount rate	(16,030)	18,343
Salaries' growth rate	18,777	(16,647)

*Maturity analysis of cash outflows*

	<u>2025</u>	<u>2024</u>
	'000 RON	'000 RON
Up to 1 year	3,751	16,676
1-2 years	1,257	13,972
2-5 years	4,427	52,550
5-10 years	20,998	145,866
Over 10 years	115,372	611,347

## 19. DEFERRED INCOME

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Amounts collected from NIP (see below)	292,446	292,446
Other deferred revenue	110	122
Other amounts received as subsidies	82	89
<b>Total long term deferred revenue</b>	<b>292,638</b>	<b>292,657</b>
Other amounts received as subsidies	394	486
<b>Total short term deferred revenue</b>	<b>394</b>	<b>486</b>
<b>Total deferred revenue</b>	<b>293,032</b>	<b>293,143</b>

## NOTES

*National Investment Plan (“NIP”)*

In Government Decision no. 1096/2013 approving the mechanism for free allocation of greenhouse gas emission allowances to electricity producers for the period 2013-2020, Annex no. 3 “National Investment Plan”, Romgaz is included with the investment “Combined Gas Turbine Cycle”.

For this investment, in 2017 Romgaz signed a financing agreement with the Ministry of Energy, whereby the Ministry of Energy undertakes to grant a non-reimbursable financing of RON 320,912 thousand, representing a maximum of 25% of the total value of eligible expenditure of the investment. By December 31, 2025 the Company collected RON 292,446 thousand. Amounts received under this contract will be transferred to income based on the depreciation rate of the investment. No income was recognized by December 31, 2025 as the plant was not yet commissioned.

As per Government Decision no. 1164/December 30, 2025 the completion and commissioning period of investments financed from the National Investment Plan was extended until December 31, 2026 and the reimbursement period until June 30, 2027. If the plant is not commissioned by December 31, 2026, the government grant must be repaid to the Ministry of Energy. An addendum to the financing agreement was signed in December, 2025 to reflect the changes in legislation.

**20. TRADE AND OTHER CURRENT LIABILITIES**

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Accruals	81,736	116,479
Trade payables	25,277	23,186
Payables to fixed assets suppliers	36,819	57,957
<b>Total trade payables</b>	<b>143,832</b>	<b>197,622</b>
Payables related to employees	43,343	41,860
Royalties	132,941	157,419
Contribution to Energy Transition Fund	-	6,510
Social security taxes	39,277	37,586
Other current liabilities	7,638	11,983
Greenhouse gas certificates surrender liability *)	135,229	137,244
VAT	4,088	12,016
Dividends payable	873	1,365
Windfall tax	72,055	114,527
Other taxes	2,821	3,876
<b>Total other liabilities</b>	<b>438,265</b>	<b>524,386</b>
<b>Total trade and other liabilities</b>	<b>582,097</b>	<b>722,008</b>

\*) According to legislation, greenhouse gas certificates must be submitted to the relevant bodies until September, 2026. The balance as of December 31, 2025 relates to certificates acquired in 2025, not yet submitted.

**21. FINANCIAL RISK MANAGEMENT****Financial risk factors**

The Company’s activities expose it to a variety of financial risks: market risk (including currency risk, inflation risk, interest rate risk), credit risk, liquidity risk. The Company’s overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company’s financial performance within certain limits. However, the use of this approach does not prevent losses outside of these limits in the event of more significant market movements. The Company does not use derivative financial instruments to hedge risk exposures.

The Company has formal procedures on risk management that ensure risks are identified and controlled by putting in place a system that keeps risks at an acceptable level. Risk management is an ongoing process that involves identifying the risks that could affect meeting the companies’ objectives, assessing the risks identified, managing the risks, identifying control measures for significant risks and setting up an annual plan to implement control measures for significant risks.

NOTES

Risk assessment considers probability and impact to determine whether measures need to be taken. Based on the risk exposure, the tolerance level is determined based on a matrix. Tolerance levels range from tolerable risk that do not require any measure, to intolerable risks that need urgent control measures.

Risks identified may be accepted, monitored, avoided, treated or transferred.

(a) Market risk

(i) Foreign exchange risk

The Company is exposed to currency risk as a result of exposure to various currencies. Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities.

The Company is mainly exposed to currency risk generated by EUR against RON as a result of the cash, bank borrowings and bonds. The Company does not hedge the risk, but monitors the changes in exchange rates.

As of December 31, 2025, the official exchange rate was RON 5.0985 to EUR 1 (December 31, 2024: RON 4.9741 to EUR 1).

	EUR	GBP	USD	MDL	RON	
	1 EUR = 5.0985	1 GBP = 5.8335	1 USD = 4.3417	1 MDL = 0.2580	1 RON	Total
December 31, 2025	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Financial assets</b>						
Cash and cash equivalents	87,257	5	105	263	967,326	1,054,956
Loans to subsidiaries	-	-	-	-	372,982	372,982
Bank deposits other than cash and cash equivalents	2,602,119	-	-	-	2,270,838	4,872,957
Trade receivables	-	-	-	-	655,440	655,440
<b>Total financial assets</b>	<b>2,689,376</b>	<b>5</b>	<b>105</b>	<b>263</b>	<b>4,266,586</b>	<b>6,956,335</b>
<b>Financial liabilities</b>						
Trade payables	-	-	-	-	(143,832)	(143,832)
Lease liability	(16,124)	-	-	-	(9,186)	(25,310)
Bank borrowings	(497,132)	-	-	-	-	(497,132)
Bonds	(5,111,004)	-	-	-	-	(5,111,004)
<b>Total financial liabilities</b>	<b>(5,624,260)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(153,018)</b>	<b>(5,777,278)</b>
<b>Net</b>	<b>(2,934,884)</b>	<b>5</b>	<b>105</b>	<b>263</b>	<b>4,113,568</b>	<b>1,179,057</b>
	1 EUR = 4.9741	1 GBP = 5.9951	1 USD = 4.7768	1 MDL = 0.2576	1 RON	Total
December 31, 2024	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Financial assets</b>						
Cash and cash equivalents	109,332	3	8	263	1,602,577	1,712,183
Loans to subsidiaries	-	-	-	-	337,008	337,008
Bank deposits other than cash and cash equivalents	2,450,433	-	-	-	6,094	2,456,527
Trade receivables	-	-	-	-	766,565	766,565
<b>Total financial assets</b>	<b>2,559,765</b>	<b>3</b>	<b>8</b>	<b>263</b>	<b>2,712,244</b>	<b>5,272,283</b>

NOTES

December 31, 2024	1 EUR = 4.9741	1 GBP = 5.9951	1 USD = 4.7768	1 MDL = 0.2576	1 RON	Total
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
<b>Financial liabilities</b>						
Trade payables	-	(9)	-	-	(197,613)	(197,622)
Lease liability	(6,811)	-	-	-	(5,521)	(12,332)
Bank borrowings	(808,346)	-	-	-	-	(808,346)
Bonds	(2,500,978)	-	-	-	-	(2,500,978)
<b>Total financial liabilities</b>	<b>(3,316,135)</b>	<b>(9)</b>	<b>-</b>	<b>-</b>	<b>(203,134)</b>	<b>(3,519,278)</b>
<b>Net</b>	<b>(756,370)</b>	<b>(6)</b>	<b>8</b>	<b>263</b>	<b>2,509,110</b>	<b>1,753,005</b>

The Company is mainly exposed to currency risk generated by EUR against RON. The table below details the sensitivity of the Company's result to a 5% increase/decrease in the EUR exchange rate against the RON. The 5% rate is the rate used in internal reports to management on foreign currency risk and represents management's assessment of reasonable changes in the exchange rate. Sensitivity analysis includes only monetary items denominated in foreign currency in the balance sheet.

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
RON weakening - loss	146,744	37,818
RON strengthening - gain	(146,744)	(37,818)

(ii) *Inflation risk*

The official annual inflation rate in Romania for 2025 was 7.32% as provided by the National Institute of Statistics. The cumulative inflation rate for the last 3 years was under 100%. This factor, among others, led to the conclusion that Romania is not a hyperinflationary economy.

(iii) *Interest rate risk*

The Company is exposed to interest rate risk, due to interest-bearing bank loans.

An increase of 1 percentage point in the interest rate on the bank borrowings would lead to an increase of the interest expense in 2026 of RON 3,770 thousand.

Bank deposits, treasury bills and the bonds issued bear a fixed interest rate.

The Company does not hedge the risk, but monitors the changes in interest rates.

(b) *Credit risk*

Financial assets, which potentially subject the Company to credit risk, consist principally of trade receivables, cash and cash equivalents, bank deposits other than cash equivalents. The Company has policies in place to ensure that sales are made to customers with low credit risk. Also, sales have to be secured, either through advance payments, either through bank letters of guarantee. The carrying amount of trade receivables, net of loss allowances, represents the maximum amount exposed to credit risk. The Company has a concentration of credit risk in respect of its top three clients, which amounts to 40.47% of net trade receivable balance at December 31, 2025 (its top 3 clients: 29.80% as of December 31, 2024).

Although collection of receivables could be influenced by economic factors, management believes that there is no significant risk of loss to the Company beyond the loss allowance already recorded.

Romgaz' Board of Directors approved an internal policy on placing excess cash in state bonds or bank deposits. Regarding bank deposits, cash is only placed with banks having a good credit rating. If bank have no credit rating, excess cash may be placed at them if they are majority state owned or maturity is short. Exposure to each bank cannot be higher than a certain percent, a higher allocation being permitted only for banks having the Romanian State as majority shareholder.

## NOTES

Credit quality of cash and cash equivalent and bank deposits other than cash and cash equivalents is presented below:

Equivalent to external credit rating	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
A+	699,396	474,311
BBB+	3,347,051	2,500,299
BBB	1,440,944	-
BBB-	81,094	1,013,590
BB	3,370	1
No credit rating assigned	356,058	180,509
<b>Total</b>	<b>5,927,913</b>	<b>4,168,710</b>

Cash is placed with 14 banks, of which top 5 represent 89% of the Company's cash, cash equivalent and bank deposits other than cash and cash equivalents (2024: top 5 banks represent 95% of the Company's cash, cash equivalent and bank deposits other than cash and cash equivalents).

**(c) Capital risk management**

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to minimize the cost of capital. Capital includes equity, bank borrowings and bonds issued.

In order to maintain or adjust the capital structure, the Company may adjust the dividend policy, issue new shares or sell assets to reduce debt.

The Company's policy is to only resort to borrowing if investment needs cannot be financed internally.

The Company's capital management aims to ensure that it meets financial covenants attached to the interest-bearing loans. Breaches in meeting the financial covenants would permit the bank to immediately call borrowings. There have been no breaches of the financial covenants of interest-bearing loans in the current period. Covenants on existing loans need to be complied at each year end; however, these are monitored regularly to identify any risk of non-compliance, so that measures are taken timely.

**(d) Fair value estimation**

Carrying amount of financial assets and liabilities is assumed to approximate their fair value.

Financial instruments in the balance sheet include trade receivables, cash and cash equivalents, bank deposits other than cash equivalents, trade payables, interest-bearing borrowings and bonds issued. Due to their short-term nature, trade receivables, cash and cash equivalents, bank deposits other than cash equivalents, trade payables, fair value approximates the carrying amount.

Bank borrowings' fair value approximate their carrying amount, as these bear a variable rate of interest.

The bonds' carrying value approximate their fair value. The bonds' closing price on Luxembourg Stock Exchange on December 31, 2025 was 102.632% for the first issue and 99.984% for the second issue (level 1 information).

**(e) Liquidity risk management**

Liquidity risk is addressed by constant monitoring the maturities of assets and liabilities. The Company's policy is to have collection periods shorter than payment terms. For unforeseen events that may disturb the cash at hand, Romgaz signed two committed revolving credit facilities (see note 27) that may be drawn to meet payment terms.

## NOTES

The table below shows financial liabilities of the Company on contractual maturities. The amounts represent non-discounted future cash flows generated by financial liabilities.

December 31, 2025	Due in less than a month ‘000 RON	Due in 1-3 months ‘000 RON	Due in 3 months to 1 year ‘000 RON	Due in 1-5 years ‘000 RON	Due in over 5 years ‘000 RON	Total ‘000 RON
Trade payables	48,287	95,342	203	-	-	143,832
Bank borrowings	-	85,422	253,785	166,992	-	506,199
Lease liabilities	418	1,055	2,872	10,655	10,771	25,771
Bonds	-	-	286,259	3,384,129	2,667,153	6,337,541
<b>Total</b>	<b>48,705</b>	<b>181,819</b>	<b>543,119</b>	<b>3,561,776</b>	<b>2,677,924</b>	<b>7,013,343</b>

December 31, 2024	Due in less than a month ‘000 RON	Due in 1-3 months ‘000 RON	Due in 3 months to 1 year ‘000 RON	Due in 1-5 years ‘000 RON	Due in over 5 years ‘000 RON	Total ‘000 RON
Trade payables	72,209	125,384	29	-	-	197,622
Bank borrowings	-	86,352	256,036	496,695	-	839,083
Lease liabilities	236	1,516	2,369	5,581	8,788	18,490
Bonds	-	-	118,135	2,948,973	-	3,067,108
<b>Total</b>	<b>72,445</b>	<b>213,252</b>	<b>376,569</b>	<b>3,451,249</b>	<b>8,788</b>	<b>4,122,303</b>

Ultimate responsibility for liquidity risk management rests with the Company’s management, which has established an appropriate liquidity risk management framework for the management of the Company’s short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and current cash flows and by matching the maturity profiles of financial assets and liabilities.

## 22. RELATED PARTY TRANSACTIONS AND BALANCES

### (i) Sales of goods and services

	Year ended December 31, 2025 ‘000 RON	Year ended December 31, 2024 ‘000 RON
Subsidiaries *)	116,341	113,797
Associates	14,228	23,590
<b>Total</b>	<b>130,569</b>	<b>137,387</b>

\*) Of RON 116,341 thousand representing revenue obtained from transactions with subsidiaries, RON 84,163 thousand relate to rental revenues (2024: RON 84,476 thousand).

### (ii) Government related entities

The Company is controlled by the Ministry of Energy, on behalf of the Romanian State (note 17). As such, all companies over which the Romanian State has control or significant influence are considered related parties of the Company. The Company applies the disclosure exemption for Government related entities in IAS 24, and therefore discloses significant transactions and balances. Significance is determined based on size and based on existing regulatory/supervisory disclosure requirements (Law no. 24/2017 regarding Issuers of Financial Instruments and Market Operations and F.S.A. Regulation no. 5/2018). Except for the transactions listed below, no other individually significant transactions or collectively significant transactions were identified. Related party transactions are carried out on market terms and there are no transactions outside normal day-to-day operations.

## NOTES

The table below shows the collectively significant sales of the Company to companies over which the Romanian State has control or significant influence:

	Year ended December 31, 2025	Year ended December 31, 2024
	'000 RON	'000 RON
Electrocentrale București SA	819,467	566,334
Engie România SA	782,510	676,197
E.On Energie România SA	2,049,467	1,660,825
<b>Total</b>	<b>3,651,444</b>	<b>2,903,356</b>

The table below shows the collectively material cash and cash equivalents and bank deposits other than cash equivalents balances at banks over which the Romanian State has control.

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
CEC Bank	87,574	-
Exim Banca Românească	1,459,476	988,086
<b>Total</b>	<b>1,547,050</b>	<b>988,086</b>

**(iii) Purchase of goods and services**

	Year ended Dec 31, 2025	Year ended Dec 31, 2024
	'000 RON	'000 RON
Subsidiaries	30,872	62,338
<b>Total</b>	<b>30,872</b>	<b>62,338</b>

**(iv) Interest and dividend income**

	Year ended Dec 31, 2025	Year ended Dec 31, 2024
	'000 RON	'000 RON
Subsidiaries - interest income	27,035	83,496
Subsidiaries - dividend income	37,629	29,957
<b>Total</b>	<b>64,664</b>	<b>113,453</b>

**(v) Trade receivables**

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
Subsidiaries	2,957	1,795
<b>Total</b>	<b>2,957</b>	<b>1,795</b>

**(vi) Net lease investment**

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
Subsidiaries	111	225
<b>Total</b>	<b>111</b>	<b>225</b>

## NOTES

## (vii) Loans granted

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Subsidiaries	372,982	337,008
<b>Total</b>	<b>372,982</b>	<b>337,008</b>

## (viii) Trade payables

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Subsidiaries	-	63
<b>Total</b>	<b>-</b>	<b>63</b>

## (ix) Taxation

The Company is subject to industry specific taxes and/or general taxes. These are presented in notes 10 and 11.

## 23. INFORMATION REGARDING THE MEMBERS OF THE ADMINISTRATIVE, MANAGEMENT AND SUPERVISORY BODIES

## The remuneration of executives and directors

The Company has no contractual obligations on pensions to former executives and directors of the Company.

During the years ended December 31, 2025 and December 31, 2024, no loans and advances were granted to executives and directors of the Company, except for work related travel advances, and they do not owe any amounts to the Company from such advances.

Executives include directors with mandate contracts and directors with labor contracts. Directors in the table below refer to members of the Board of Directors.

	<u>Year ended</u> <u>December 31, 2025</u>	<u>Year ended</u> <u>December 31, 2024</u>
	'000 RON	'000 RON
Salaries expense with executives (gross)	43,073	35,407
of which, bonuses and variable component (gross)	7,854	5,337
Remuneration expense with directors (gross)	4,110	3,513
of which, variable component (gross)	1,971	1,543
	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Salaries payable to executives	871	726
Salaries payable to directors	96	96

In addition to the above, on December 31, 2025 the Company recorded a provision for bonuses for executives and directors of RON 6,227 thousand (December 31, 2024: RON 6,939 thousand).

## NOTES

## 24. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATES

## a) Investment in subsidiaries

Subsidiaries' name	Main activity	Country of residence and operations	Percentage of interest held (%)	
			December 31, 2025	December 31, 2024
SNGN ROMGAZ SA - Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL	Natural gas storage	Romania Country of incorporation - Bahamas	100	100
Romgaz Black Sea Limited	Gas exploration and production	Country of operations - Romania	100	100
Romgaz Trading S.R.L	Gas trading	Republic of Moldova	100	-
			Cost at December 31, 2025 '000 RON	Cost at December 31, 2024 '000 RON
SNGN ROMGAZ SA - Filiala de Înmagazinare Gaze Naturale DEPOGAZ Ploiesti SRL			66,056	66,056
Romgaz Black Sea Limited			10,191,048	7,479,606
Romgaz Trading SRL			269	-
<b>Total</b>			<b>10,257,373</b>	<b>7,545,662</b>

## b) Investments in associates

The Company's investments in associates are accounted at cost less accumulated impairment. The shares are not quoted on the stock exchange. No dividends were received in the years ended December 31, 2025, respectively, December 31, 2024.

The Company's investment in Agri LNG Project Company is not material. The investment is fully impaired.

Name of associate	Main activity	Place of incorporation and operation	Proportion of ownership interest and voting power held (%)	
			December 31, 2025	December 31, 2024
SC Depomures SA Tg.Mures	Storage of natural gas	Romania	40.4014	40.4014
SC Agri LNG Project Company SRL	Feasibility projects	Romania	25	25

## NOTES

Name of associate	Gross carrying value as of December 31, 2025	Impairment as of December 31, 2025	Carrying value as of December 31, 2025	Gross carrying value as of December 31, 2024	Impairment as of December 31, 2024	Carrying value as of December 31, 2024
	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON	'000 RON
SC Depomures SA Tg.Mures	18,120	-	18,120	18,120	-	18,120
SC Agri LNG Project Company SRL	182	(182)	-	182	(182)	-
<b>Total</b>	<b>18,302</b>	<b>(182)</b>	<b>18,120</b>	<b>18,302</b>	<b>(182)</b>	<b>18,120</b>

## 25. OTHER FINANCIAL INVESTMENTS

Other financial investments are recognized at fair value through profit or loss.

Except for the investment in Patria Bank, which is classified as level 1 instrument in the fair value hierarchy, all other investments are included in level 3 category, according to IFRS 13.

Company	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held (%)	
			December 31, 2025	December 31, 2024
Electrocentrale București S.A.	Electricity and thermal power producer	Romania	2.49	2.49
Patria Bank S.A.	Other activities - financial intermediations	Romania	0.02	0.02
Mi Petrogas Services S.A.	Services related to oil and natural gas extraction, excluding prospections	Romania	10	10
Lukoil association	Petroleum exploration operations	Romania	12.2	12.2
Electricity Producers Association-HENRO	Non-governmental, non-profit, independent association	Romania	33.33	33.33
Company			Fair value as of December 31, 2025	Fair value as of December 31, 2024
			'000 RON	'000 RON
Electrocentrale București S.A.			-	-
Patria Bank S.A. *)			47	79
Mi Petrogas Services S.A.			60	60
Lukoil association			5,227	5,227
Electricity Producers Association-HENRO			250	250
<b>Total</b>			<b>5,584</b>	<b>5,616</b>

\*) In 2016, the Company's shareholders decided to withdraw Romgaz from the bank's shareholders, as a result of the merger process in which Patria Bank was involved. In 2021, the approval of the National Bank of Romania was obtained for the partial redemption of the shares that the Company holds in Patria Bank. The shares of Patria Bank S.A. are listed, but following the merger process, the price at which the redemption of the shares held by the shareholders who requested the withdrawal from the shareholding was set to a fixed value. Thus, the investment is measured at this redemption value.

## NOTES

## 26. CASH AND CASH EQUIVALENTS

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Current bank accounts *)	152,695	122,106
Petty cash	20	37
Term deposits	901,393	1,588,325
Restricted cash **)	848	1,715
<b>Total</b>	<b>1,054,956</b>	<b>1,712,183</b>

\*) Current bank accounts include overnight deposits.

\*\*\*) At December 31, 2025 restricted cash refers to bank accounts used only for dividend payments to shareholders, according to stock market regulations.

## 27. BANK BORROWINGS. BONDS

## a) Bank borrowings

	<u>Maturity</u>	<u>December 31, 2025</u>	<u>December 31, 2024</u>
		'000 RON	'000 RON
EUR 325,000 thousand bank borrowing (equivalent of RON 1,657,013 thousand at RON 5.0985/EUR 1) (unsecured) *)	June 2027	497,132	808,346
RON 745,875 revolving credit facility (unsecured) **)	September 2027	-	-
EUR 100,000 revolving credit facility (equivalent of RON 509,850 thousand at RON 5.0985/EUR 1) (unsecured) **)	December 2026	-	-
<b>Total</b>		<b>497,132</b>	<b>808,346</b>

\*) In March 2022, Romgaz signed a EUR 325 million financing deal with Raiffeisen Bank S.A. to finance part of the purchase price of the shares of ExxonMobil Exploration and Production Romania Limited (now Romgaz Black Sea Limited) that holds 50% of the rights and obligations for the Neptun Deep block.

In June 2022, an addendum to the facility contract was signed between Romgaz acting as borrower and Raiffeisen Bank S.A. and Banca Comercială Română S.A. as lenders.

The loan agreement includes two covenants that have to be met each December 31:

- leverage ratio has to be lower than 300%. Leverage ratio means the ratio between net debt on December 31 and earnings before interest, tax, depreciation and amortization expenses (EBITDA) for the year. Net debt means the aggregate principal amount owed by Romgaz pursuant to financial indebtedness (ie. outstanding bank borrowings, bonds issued, lease liabilities) after deducting the aggregate of cash and cash equivalents.
- debt service coverage ratio has to be higher than 110%. Debt service coverage ratio means the ratio between EBITDA for the year and debt service (ie. interest and bank commissions of any financial indebtedness, scheduled repayments of principal related to any financial indebtedness) paid or payable during the year.
- all metrics are calculated based on these financial statements.

On December 31, 2025 and December 31, 2024 the Company complied with both covenants. There are no indications that the Company may face difficulties complying with the covenants when they will be next tested as at December 31, 2026.

The facility's final maturity is in five years from utilization. There are no borrowing costs other than interest. The loan is repayable in quarterly instalments. The loan is not secured.

The average interest rate during the period was 2.31%/year.

\*\*\*) In 2024, Romgaz signed two revolving credit facilities of RON 745,875 thousand (with Banca Transilvania SA) and EUR 250,000 thousand (with UniCredit Bank SA). The two facilities may be used for general corporate purposes. Romgaz has not drawn any amount from the facilities.

## NOTES

	2025	2024
	'000 RON	'000 RON
Balance as at January 1	808,346	1,131,722
Interest charged	16,430	38,962
Interest paid	(16,490)	(38,897)
Repayments	(323,388)	(323,312)
Foreign exchange differences	12,234	(129)
Carrying amount as at December 31	497,132	808,346

## b) Bonds

In September 2024 Romgaz launched its first Euro Medium Term Note program for a total value of EUR 1,500,000 thousand.

The first tranche of EUR 500,000 thousand of the program was issued in October 2024. The coupon rate is 4.75%. The bonds are repayable in 5 years at par value.

The second tranche of EUR 500,000 thousand of the program was issued in November 2025. The coupon rate is 4.625%. The bonds are repayable in 6 years at par value.

The bonds are not secured.

The coupon on the two issues is payable on an annual basis. The bonds are not convertible and are unsecured. The bonds have no covenants.

The bonds are listed on Luxembourg Stock Exchange and Bucharest Stock Exchange.

	2025	2024
	'000 RON	'000 RON
Proceeds from bond issue	2,527,817	2,485,488
Transaction costs	(9,100)	(11,914)
Net proceeds from bond issue	2,518,717	2,473,574
	2025	2024
	'000 RON	'000 RON
Carrying amount as at January 1	2,500,978	-
Net proceeds from bond issue	2,518,717	2,473,574
Interest charged	142,059	28,655
Interest paid	(116,304)	-
Foreign exchange differences	65,554	(1,251)
Carrying amount as at December 31	5,111,004	2,500,978

The bonds' carrying value approximate their fair value. The bonds' closing price on Luxembourg Stock Exchange on December 31, 2025 was 102.632% for the first issue and 99.984% for the second issue.

## 28. BANK DEPOSITS OTHER THAN CASH AND CASH EQUIVALENTS

Bank deposits other than cash and cash equivalents represent deposits with a maturity of over 3 months, from acquisition date. The Company did not identify any risk of loss for these assets, therefore it did not record any impairment.

	December 31, 2025	December 31, 2024
	'000 RON	'000 RON
Bank deposits	4,822,103	2,434,436
Accrued interest receivable on bank deposits	50,854	22,091
Total	4,872,957	2,456,527

## NOTES

## 29. GUARANTEES GRANTED BY BANKS

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Guarantees granted	129,544	173,851
<b>Total</b>	<b>129,544</b>	<b>173,851</b>

In 2025, Romgaz signed an addendum to the credit agreement with BCR SA representing a facility for issuing letters of guarantee and opening letters of credit for a maximum amount of RON 500,000 thousand. On December 31, 2025 are still available for use RON 372,480 thousand (December 31, 2024: RON 328,915 thousand).

As of December 31, 2025, the Company's contractual commitments for the acquisition of non-current assets are of RON 745,683 thousand (December 31, 2024: RON 832,267 thousand).

## 30. GUARANTEES RECEIVED FROM BANKS

	<u>December 31, 2025</u>	<u>December 31, 2024</u>
	'000 RON	'000 RON
Guarantee received	1,909,305	1,939,112
<b>Total</b>	<b>1,909,305</b>	<b>1,939,112</b>

Guarantees are received from the Company's clients to secure payment of deliveries.

## 31. CONTINGENCIES

**(a) Litigations**

The Company is subject to several legal actions arisen in the normal course of business. The management of the Company considers that they will have no material adverse effect on the results and the financial position of the Company, other than the provisions already recorded.

**(b) Taxation**

The Romanian taxation system is undergoing a process of consolidation and harmonization with the European Union legislation. However, there are still different interpretations of the fiscal legislation. In various circumstances, the tax authorities may have different approaches to certain issues, and assess additional tax liabilities, together with late payment interest and penalties. In Romania, tax periods remain open for fiscal verification for 5 years. The Company's management considers that the tax liabilities included in these financial statements are fairly stated.

**(c) Environmental contingencies**

Environmental regulations are developing in Romania and the Company has not recorded any liability at December 31, 2025 for any anticipated costs, including legal and consulting fees, impact studies, the design and implementation of remediation plans related to environmental matters, except the amount of RON 491,480 thousand (December 31, 2024: RON 380,725 thousand), representing the decommissioning liability.

**(d) Contingencies related to grants related to income**

Government Emergency Ordinance no. 27/2022 as subsequently amended (GEO 27) included the obligation of the Group, until March 31, 2024, to sell the electricity it produced at a regulated price of RON 450/MWh. According to GEO 27, electricity producers had to calculate a contribution to the Energy Transition Fund. If the value of the greenhouse gas certificates related to the energy sold at the regulated price exceeded the contribution to the Energy Transition Fund, electricity producers were entitled to receive the excess. Until December 31, 2025, the legislation did not provide for the mechanism to request these amounts from the Romanian State nor the competent authority for the settlement of such requests. As such, the right to receive the grant is not probable. Thus, as of December 31, 2025 the Company discloses a contingent asset of RON 188,260 thousand until legislation will provide for a mechanism for recovering this amount (December 31, 2024: RON 188,260 thousand).

The Company initiated legal action for the recovery of these amounts.

## 32. AUDITOR'S FEES

The fee charged by the Company's statutory auditor, PricewaterhouseCoopers Audit SRL for the statutory audit of the 2025 annual financial statements is RON 825 thousand and for subsidiaries RON 373 thousand (December 31, 2024: RON 758 thousand for the Company and RON 327 thousand for subsidiaries).

The fee charged by the Company's statutory auditor for other assurance services in 2025 are RON 2,157 thousand and for subsidiaries RON 248 thousand (December 31, 2024: RON 2,414 thousand for the Company and RON 228 thousand for subsidiaries).

## NOTES

There were no fees charged by the auditor between December 31, 2025 and the date these financial statements were authorized for issue.

### 33. EVENTS AFTER THE BALANCE SHEET DATE

Considering the geopolitical tensions following the breakout of the war in Iran, there has been an increase in financial markets volatility and exchange rate depreciation pressure.

It is expected that these events may affect the activities in various sectors of the economy, could result in further increases in European energy prices and increased risk of supply chain disturbances.

The Company does not have direct exposures to related parties and/or key customers or suppliers from the region.

The Company regards these events as non-adjusting events after the reporting period, the quantitative effect of which cannot be estimated at the moment with a sufficient degree of confidence. Currently, the Company's management is analyzing the possible impact of changing micro- and macroeconomic conditions on the Company's financial position and results of operations.

### 34. AUTHORIZATION OF FINANCIAL STATEMENTS

These financial statements were authorized for issue by the Board of Directors on March 25, 2026.

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**Răzvan Popescu**  
Chief Executive Officer

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**Gabriela Trânbițaș**  
Chief Financial Officer