RESOLUTION NO. 8/October 29, 2026

of the Ordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ" – S.A.

Registered office: Medias, 4 Constantin Motas square, Sibiu County, Romania, registered with the Trade Register Office attached to Sibiu Law Court under no. J2001000392326, fiscal code RO 14056826

The Ordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ" – S.A. joined in the meeting, at its first convening, of October 29, 2026, 1:00 pm (Romania time) at the S.N.G.N. ROMGAZ S.A. working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, issues the following:

R E S O L U T I O N

Article 1
The Ordinary General Meeting of Shareholders elects as interim member in S.N.G.N ROMGAZ S.A. Board of Directors, starting with the date of adopting the Resolution of the Ordinary General Meeting of Shareholders, Mr./Mrs. ……..

Article 2
The Ordinary General Meeting of Shareholders establishes the mandate term of the interim member in the Board of Directors, elected according to art. 1, for a period of 5 months, starting with the date of adopting the Resolution of the Ordinary General Meeting of Shareholders, namely starting with October 29, 2026 until March 29, 2027 or until completion of the selection procedure, if the selection is completed before the above-mentioned term.

Article 3
The Ordinary General Meeting of Shareholders establishes the monthly fixed gross allowance of the interim member in the Board of Directors elected according to art. 1, in the amount set and calculated in compliance with art. 4 of OGMS Resolution no. 5, March 14, 2023.

Article 4
The Ordinary General Meeting of Shareholders approves the Mandate Contract draft to be concluded with the interim board member elected according to art. 1, as proposed by the Ministry of Energy.

Article 5
The Ordinary General Meeting of Shareholders approves to authorise the representative of the majority shareholder in the OGMS, the Ministry of Energy, to sign for and on behalf of the Company the mandate contract of the interim board member elected according to art. 1.

Article 6
The Ordinary General Meeting of Shareholders approves S.N.G.N. ROMGAZ S.A. 2026 Rectified Income and Expenditure Budget.

Article 7
(1) Approves to extend by one year of the Loan Facility Agreement no. 201812070225 concluded with Banca Comercială Română S.A. for issuing guarantee instruments in the form of letters of bank guarantee and irrevocable stand-by letters of credit, as well as to amend the agreement by introducing letters of credit, as additional bank instruments, up to a maximum limit of RON 500,000,000.

(2) Approves to authorise S.N.G.N. ROMGAZ S.A. Chief Executive Officer and Chief Financial Officer to sign the Addendum to the Loan Facility Agreement no. 201812070225.

(3) Approves to authorise persons who have type I and II signing rights at Banca Comercială Română S.A. to sign the requests for issuing and modifying guarantee instruments under the facility granted by Banca Comercială Română S.A., as well as any other documents in connection with the Loan Facility Agreement no. 201812070225, irrespective of the form in which they are concluded, including but not limited to requests for drawing/issuing/modifying.

Article 8
(1) Approves the conclusion of a loan facility agreement, in the form of a binding revolving credit facility, with Banca Comercială Română S.A., of EUR 100,000,000, to cover the working capital needs of S.N.G.N. ROMGAZ S.A.

(2) Approves the authorisation of S.N.G.N. ROMGAZ S.A. Chief Executive Officer and Chief Financial Officer to negotiate and sign the loan facility agreement, in the form of a binding revolving credit facility, under the terms of par. (1).

(3) Approves the authorisation of persons who have type I and II signing rights at Banca Comercială Română S.A. to sign the drawing requests as well as any other documents in connection with the loan facility agreement in the form of a binding revolving credit facility, irrespective of the form in which they are concluded.

Article 9
The Ordinary General Meeting of Shareholders takes note of the Report regarding the transactions concluded by Societatea Națională de Gaze Naturale "ROMGAZ" S.A with banks controlled by the Romanian State during August 11, 2026 and September 22, 2026 pursuant to art. 52, par. (3) of GEO no. 109/2011.

Article 10
The Ordinary General Meeting of Shareholders takes note of the Report on certain transactions concluded between S.N.G.N. ROMGAZ S.A. and other public enterprises during July - September 2026.

This document was drafted on October 29, 2026, in 4 (four) copies.

CHAIRMAN OF THE MEETING

Annex 1

2026 rectified Income and Expenditure

RON thousand

					Row No.	Proposals rectified 2026
0	**1**			**2**	**3**	**4**
I.				**TOTAL INCOME (Row1=Row2+Row5)**	1	**7.742.264**
	1			**Total operating income out of which:**	2	7.411.916
			a)	**subsidies, according to legal provisions in force**	3	0
			b)	**transfers, according to legal provisions in force**	4	0
	2			**Financial income**	5	330.348
II				**TOTAL EXPENSES (Row6=Row7+Row19)**	6	**5.503.776**
	1			**Operating expenses (row7=row8+row9+row10+row18), out of which:**	7	**5.015.307**
		A.		**expenses for goods and services**	8	1.279.399
		B.		**expenses for taxes, duties and similar payments**	9	1.503.115
		C.		**personnel-related expenses (Row10=Row11+Row14+Row16+Row17), out of which:**	10	1.310.706
			C0	**Wages and Salaries Expense (Row11=Row12+Row13)**	11	1.224.304
			C1	**Salaries expense**	12	1.094.535
			C2	**Bonus expense**	13	129.769
			C3	**other personnel expenses, out of which:**	14	9.997
				expenses with termination benefits	15	950
			C4	**expenses for the mandate contract and for other management and control bodies, committees and commissions**	16	10.710
			C5	**expenses with contributions owed by the employer**	17	65.695
		D.		**other operating expenses**	18	922.087

			INDICATORS	Row No.	Proposals rectified 2026
	2		Financial expenses	19	**488.469**
III			GROSS RESULT (profit/loss) (Row20=Row1-Row6)	20	**2.238.488**
IV			CURRENT PROFIT TAX	21	313.516
			DEFERRED PROFIT TAX	22	14.826
			INCOME FROM DEFERRED PROFIT TAX	23	21.151
			ACTIVITY SPECIFIC TAX	24	0
			OTHER TAXES NOT REPRESENTED IN THE ABOVE ELEMENTS	25	0
V			NET PROFIT/LOSS of the reporting period (Row 26=Row20-Row21-Row22+Row23-Row24-Row25), out of which:	26	**1.931.298**
	1		Legal Reserves	27	**111.924**
	2		Other reserves representing fiscal facilities provided by law	28	**0**
	3		Coverage of accounting loss from previous years	29	**0**
	4		Establishing equity finance for projects co-financed from foreign loans, and establishing sources for reimbursement of installments, payment of interest rates, charges and other costs related to such loans	30	**0**
	5		Other distributions provided by law	31	**0**
	6		Accounting profit after deduction of the amounts provided at Rows 27, 28, 29, 30, 31 (Row 32= Row26-(Row27 to Row31)>= 0)	32	**1.819.373**
	7		Profit share payable to employees within the limit of 10% of the net profit, but not more than one monthly average base salary paid by the economic operator during the reference financial year	33	52.052
	8		Minimum 50% payments to the state budget or local budget in case of autonomous companies, or as dividends paid to shareholders in case of national companies and companies fully or majority state-owned, out of which:	34	**935.713**
		a)	- dividends to the state budget	35	654.999
		b)	- dividends to the local budget	36	0
		c)	- dividends to other shareholders	37	280.714
	9		Profit not allocated to rows 33-34 is allocated to other reserves and represents the company's equity finance	38	**883.661**

			INDICATORS	Row No.	Proposals rectified 2026
VI			INCOME FROM EUROPEAN FUNDS	39	543
VII			ELIGIBLE EXPENSES FROM EUROPEAN FUNDS, out of which:	40	1.087
		a)	expenses for materials	41	0
		b)	Salaries expense	42	979
		c)	expenses for services	43	30
		d)	expenses for promotion and advertising	44	0
		e)	other expenses	45	78
VIII			INVESTMENT FINANCING SOURCES, out of which:	46	6.135.315
	1		Allocations from the budget, out of which:	47	0
			budget allocations related to payments of previous years commitments	48	0
IX			INVESTMENTS EXPENSES	49	6.102.619
X			SUPPORTING DATA		0
	1		Forecasted number of employees at the end of the year	50	6.422
	2		Total average number of employees	51	5.555
	3		Average monthly income per employee (RON/ person) determined on basis of salary-related expenses	52	17.166
	4		Average monthly income per employee (RON/ person) determined on basis of salary expenses recalculated under the Annual Law of the State Budget	53	17.166
	5		Labour productivity in financial units per total average number of employees (thousand RON/person) (Row2/Row51)	54	1.334
	6		Labour productivity in financial units per total average number of employees recalculated under the Annual Law of the State Budget	55	1.334
	7		Labour productivity in physical units per total average number of employees (thousand cm/person)	56	0
	8		Total expenses related to RON 1 000 total income (Row 57= (Row6/Row1) x1000)	57	711
	9		Outstanding payments	58	0
	10		Overdue accounts receivables	59	514.514