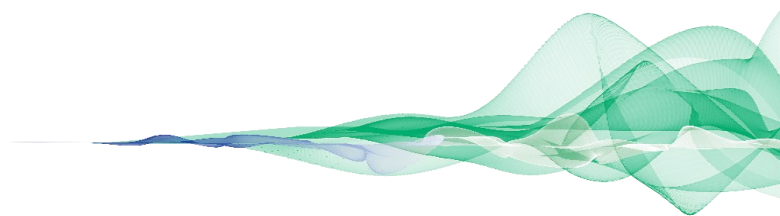


ROMGAZ

An abstract graphic element on the right side of the cover. It features a thin, green, flame-like shape rising vertically from a base of swirling, translucent white and light blue lines that resemble smoke or gas. The background is a solid dark blue.

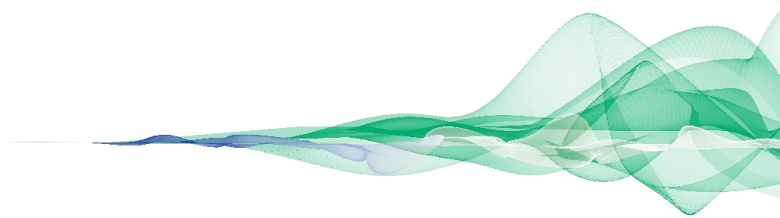
**Internal Rules of
S.N.G.N. ROMGAZ S.A.
Board of Directors**

2025



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Preamble

The scope of this Rule is to regulate the statute of board members and the functioning of Romgaz Board of Directors, in an organized and efficient framework.

Article 1. Definition of Terms/Expressions

Hereinafter, the terms and expressions below shall have the following meanings:

- a) **“conflict of interest”** - the situation when personal or professional interest of board members creates difficulties in taking objective measures in the Company’s or shareholders’ interest and fulfilling the board member mandate;
- b) **“compartment”** - general term for department, direction, office or any other organizational structure;
- c) **“officer”** - the person who was delegated with management powers of the Company, by the Board of Directors¹ and who signed a contract of mandate with the Company.
- d) **“executive manager”** - the person who was delegated management of one or more organisational entities (branch, division, department, direction, office etc.) by the Company’s officer/officers and who signed a labour agreement with the Company;
- e) **“legal provision/regulation”** - any rule provided by a piece of legislation published in the Official Journal of Romania - Part I;
- f) **“internal rule”** - any rule provided by an act approved by a corporate management body of Romgaz;
- g) **“operation”** - legal or material operation undertaken by Romgaz or a third party, natural or legal person, that causes or may cause effects, including of patrimonial nature, on Romgaz;
- h) **“legal operation”** - conclusion, modification and/abrogation of a legal act;
- i) **“material operation”** - action or labour process that is specific for the management, technical, economic, marketing sector and of any other nature as well, except those specific for the legal sector;
- j) **“separate opinion”** - an opinion expressed by a board member who voted against a decision of the Board of Director and by which he/she motivates the vote against that resolution of the Board of Directors;
- k) **“corporate management body”** - General Meeting of Shareholders, Board of Directors, Company officer/officers;
- l) **“the Company’s website”** - www.romgaz.ro;
- m) **“Romgaz” or “the Company”** - Societatea Nationala de Gaze Naturale ROMGAZ SA.

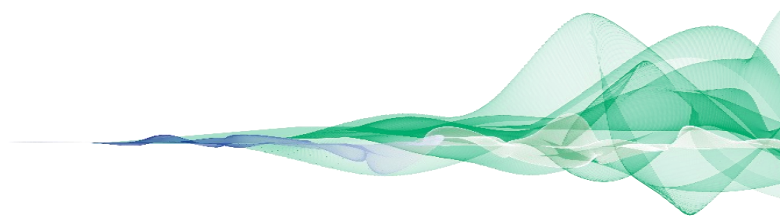
Article 2. Structure and Profile of the Board of Directors

- (1) Romgaz is managed in a one-tier system by a Board of Directors consisting of 7 board members.
- (2) Board members are elected by the Ordinary General Meeting of Shareholders in accordance with legal provisions applicable to public enterprises.
- (3) The profile of the Board of Directors, the profile of the candidate and the selection criteria of candidates for the board member position are part of the *Integral Component of the Selection Plan* prepared by the Selection and Nomination Committee and approved by the General Meeting of Shareholders.
- (4) The draft of the integral component of the selection plan shall be published on the Company’s website by the Secretary of the Board of Directors.

Article 3. Assessment of Board Members’ Independence and Statements

- (1) The criteria based on which the independence of the board members shall be assessed are provided by Romgaz Corporate Governance Code (Corporate Governance Code).

¹ In compliance with the provisions of Art. 143 of Company’s Law No.31/1990, republished, as subsequently amended and supplemented



- (2) The person appointed as board member shall submit to the Board Secretary, within 5 days of the date of accepting the board member mandate, a statement declaring his/her status of independence or non-independence, indicating the elements based on which he/she is considered as independent/non-independent from the point a view of his/her character and judgments and criteria provided by the Corporate Governance Code.
- (3) Each board member shall submit to the Board Secretary a new statement declaring his/her independence or non-independence, upon request of the Chairman of the Board or ex officio upon any change in his/her personal statute related to the content of the previous statement of independence/non-independence.
- (4) The term for submitting the statement provided in paragraph (3) is 10 days from the date of the request made by the Chairman or, as the case may be, of the date of any change in the personal statute as board members in relation to the content of the latest statement of independence/non-independence.
- (5) Within 5 days from the mandate acceptance date, each board member shall submit to the Secretary of the Board of Directors, a statement confirming/denying the existence of a legal relation with any shareholder holding, directly or indirectly, more than 5% of all voting rights in Romgaz General Meeting of Shareholders. Further, each board member shall submit to the Secretary of the Board of Directors, upon the request of the Chairman of the Board or ex officio or any time requested, a new statement on any legal relation with any shareholder holding, directly or indirectly, more than 5% of all voting rights, in Romgaz General Meeting of Shareholders, within 15 days from the date of starting such legal relation.
- (6) Within 30 days from the date of election, termination of the mandate respectively, each board member shall submit to the Secretary of the Board of Directors a wealth and interest statement prepared in accordance with the legal provisions on integrity issues. Moreover, until the termination of the mandate, each board member shall annually update his/her wealth and interest statement by submitting a new wealth and interest statement by June 15.
- (7) Wealth statements shall be prepared for the previous fiscal year, ended December 31, as regards income, namely the status on the statement date for the other chapters of the statement.
- (8) The Secretary shall submit all wealth and interest statements to the compartment in charge with receiving and publishing the wealth and interest statements, in accordance with the internal rules.
- (9) Annually, the Board of Directors shall assess the independence of each board member, separately, and shall report to the OGMS.

Article 4. Records on Board Members' Data and Information

The Secretary shall prepare a file for each board member including the following documents:

- a) OGMS Resolution/Resolutions on appointment and, as the case may be, reappointment or dismissal from his/her position as board member (copy);
- b) registration decision at the Trade Register of the note on his/her appointments as board member (copy);
- c) mandate acceptance statement, under private signature;
- d) mandate acceptance statement, certified;
- e) independence/non-independence statements;
- f) statements as provided by Article 3, paragraph (5);
- g) contract of mandate and, as the case may be, the addendum to the contract of mandate;
- h) file including contact data, such as: mail address, e-mail address and telephone number;
- i) certified signature specimen.

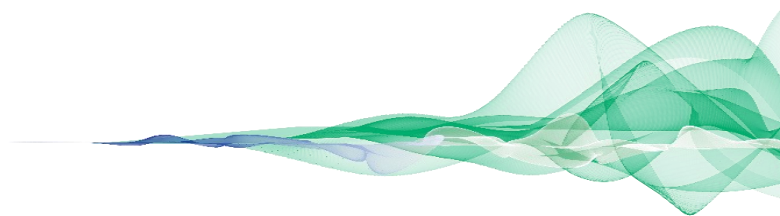
Article 5. Board Members' Rights and Obligations

- (1) Each board member has, individually, the following *rights* related to his/her mandate exercising:
 - a) to request and obtain approval for adding new items on the agenda to be discussed during the Board of Directors meetings;
 - b) to be informed accurately, completely and in due time, on each item of the agenda of Board of Directors meetings;

- c) to request and receive accurate, useful and information in due time, on the actions and operations which have been performed, which are ongoing and/or are to be performed by managers;
 - d) to cast the vote during Board of Directors meetings;
 - e) to request and obtain the registration of separate opinions in the minutes of meeting;
 - f) other rights provided by law, the Articles of Incorporation, Resolutions of the General Meeting of Shareholders or by the Board of Directors and the contract of mandate.
- (2) Each board member has, individually, the following *obligations* related to his/her mandate exercising:
- a) to comply with the highest standards of ethical and moral integrity;
 - b) to report to the Chairman, as soon as possible, any event that may negatively influence his/her reputation and credibility;
 - c) to allocate sufficient time to constantly and actively participate in the Board of Directors meetings;
 - d) to execute his/her mandate with good faith, loyalty and for the interest of the Company without promoting his/her personal interests or third parties interests;
 - e) to keep the confidentiality of the data and information presented during the Board of Directors meetings and of discussions and Resolution of the Board as well, except when the law, the Articles of Incorporation, a Resolution of the GMS or of the Board of Directors grants the right of disclosure;
 - f) other obligations provided by the law, the Articles of Incorporation, General Meeting of Shareholders or Board of Directors' Resolutions and by the contract of mandate.

Article 6. Board of Directors' Duties and Competencies

- (1) The Board of Directors shall carry out all acts, required and useful for achieving the Company's scope of business, except of those acts that are provided as sole responsibility of the General Meeting of Shareholders.
- (2) The Board of Directors shall delegate the company's management powers, entirely or partially, to one or more managers, appointing one of them as Chief Executive Officer.
- (3) If the management powers are delegated to one or more managers of the Company, the Board of Directors shall regulate the manner of organizing their activity as well.
- (4) The delegation of management powers and, as the case may be, the regulation of the manner of organizing the managers' activity shall be made by resolution of the Board of Directors.
- (5) The Board of Directors has the following main competencies **that cannot be delegated** to managers:
- a) to set the Company's core business and development directions;
 - b) to approve the Company Management Plan;
 - c) to set the accounting policies and the financial control system as well as the financial planning;
 - d) to appoint and dismiss board members and to establish their remuneration;
 - e) to supervise the managers' activity and annual assessment of the executives 'performance, the effectiveness of their cooperation with the Board, including the information provided to the Board;
 - f) to draft the annual report of the Board of Directors;
 - g) to organize General Meetings of Shareholders and enforce their resolution;
 - h) to file for insolvency prevention and for insolvency of the Company;
 - i) to draft rules for its own activity, for the activity of General Meetings of Shareholders, of advisory committees and of the management by complying with legal provisions or the Articles of Incorporation;
 - j) to establish or dissolve the secondary offices (branches, agencies, work locations or other offices);
 - k) to grant projects bonds with values that do not exceed, individually or cumulatively with other project bonds in progress, EUR 100 million, equivalent in RON;
 - l) to grant loans to companies where Romgaz is shareholder for a value that does not exceed, individually or cumulatively with other loans alike in progress, EUR 50 million, equivalent in RON;
 - m) other competencies of the Board of Directors that cannot be delegated, according to the law or the Articles of Incorporation.
- (6) The Chairman of the Board of Directors has the following competencies:
- a) to chair the meetings of General Meetings of Shareholders;
 - b) to convene, set the agenda and chair the Board, to chair these meetings and ensure that minutes of these meetings are prepared;



- c) to ensure that the information provided to the Board are accurate, timely, useful, and brief to allow the Board to make the right decisions;
 - d) to coordinate the Board of Directors' activity;
 - e) to ensure that the Board has enough time for consultation and making the right decisions;
 - f) to allow appropriate functioning of the committees and an efficient communication with the Board's committees, including operational and relevant reports provided to the Board by the committees.
 - g) to ensure that the Romgaz Board Evaluation Policy is respected and that the self assesment results are shared publicly;
 - h) to overlook the activity of the Company's managing bodies;
 - i) to ensure an appropriate work relationship of the Board with the executive management by setting periodical meetings with them;
 - j) to approach and manage the internal disputes and conflicts of interest relating to Board members;
 - k) to represent the Board of Directors in the relationship with Company managers;
 - l) other competencies provided by the law, by the Articles of Incorporation, by Resolutions of the General Meeting of Shareholders or by Resolutions of Board of Directors.
- (7) The Board shall draw up and approve an annual internal work plan identifying the topics to be addressed during the year before the end of the previous year. The plan shall consider the decisions to be proposed to the General Meeting of Shareholders, the reports of the executive management and internal control functions, and the required frequency of Board meetings.

Article 7. Convening of Board of Directors' Meetings

- (1) Board of Directors' meetings may be convened by the Chairman, ex officio or upon a reasonable request of at least two board members or of the Chief Executive Officer.
- (2) The proposals for the agenda of Board of Directors meetings shall be made only by the Chairman, the other board members and the Chief Executive Officer.
- (3) Except the case when, during the meetings, the item presentation has been requested by the Board of Directors, each proposal to be included on the agenda shall mandatory indicate the reasons for which such item will be of interest for the Board of Directors and, if the approval of such operation is requested, the agenda shall include the reasons for which is considered that such approval of operations lies within the responsibility of the Board of Directors but not within another corporate management body of Romgaz.
- (4) The agenda of Board of Directors meetings is set by the Chairman, based the proposals made, according to paragraph (2) and (3), and after previously consulting the other board members and the Chief Executive Officer.
- (5) If the Board of Directors is convened upon the request of board members or of the Chief Executive Officer, the agenda shall be set by the authors of such request, after consulting the Chairman, the other board members and, as the case may be, the Chief Executive Officer, the Chairman is obliged to respond to such a request.
- (6) The request for convening the Board of Directors, prepared by board members or by the Chief Executive Officer shall be made in writing and addressed to the Chairman of the Board of Directors.
- (7) Board meetings may be convened within at least 5 days before the meeting date.
- (8) Board meetings are usually held by meeting in person of board members, at the place, date and time established by the convening notice.
- (9) Board meetings can be also held by conference call or videoconference, as far as at least 5 board members participate in the meeting.
- (10) Under exceptional circumstances, justified by the emergency of the situation and by the Company's interest, the Board of Directors can make decisions by the unanimous vote of the board members expressed in writing, without observing the convening term and without effectively joining in a meeting. The vote can be sent also by electronic means, via e-mail. The Chairman of the Board of Directors shall decide if the

emergency of the situation and the Company's interest require decisions to be made without joining in a meeting.

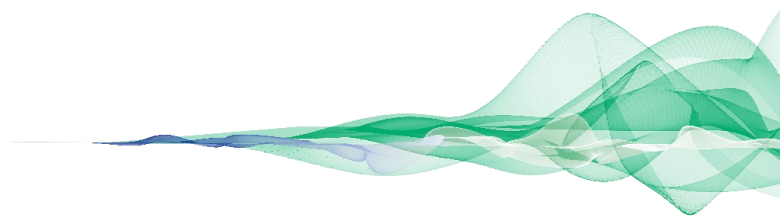
- (11) The Board of Directors can make decisions, joined in a meeting, concerning the problems which are not included on the agenda proposed by the convening notice of the meeting only under exceptional circumstances, justified by the emergency of the situation and the Company's interest. The Board of Directors shall decide if the emergency of the situation and the Company's interest suggest that the decisions should be adopted during that meeting.
- (12) The convening term provided in paragraph (7) may be reduced under the term of 5 days since the date proposed for the meeting, with the agreement of all board members: upon the request of the Chairman (when the meeting is convened ex-officio by the Chairman) or upon the request of board members or the Chief Executive Officer (when the meeting is called at their request).

Article 8. Convening Notice of the Meeting

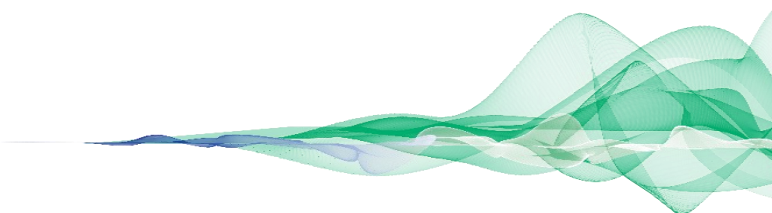
- (1) The convening notice of the meeting contains, mandatorily:
- a) place of the meeting, indicating the address of the location;
 - b) date and time of the meeting;
 - c) agenda of the meeting;
 - d) manners in which the documents related to the items on the agenda are made available for board members;
 - e) manners to exercise the voting right.
- (2) In the case referred to in Article 7(9), the convening notice shall contain:
- a) date and time of the meeting;
 - b) the agenda of the meeting;
 - c) manners by which the documents related to the items on the agenda are submitted to/made available for board members;
 - d) manners of communication between board members during the meeting;
 - e) manners to exercise the voting right.

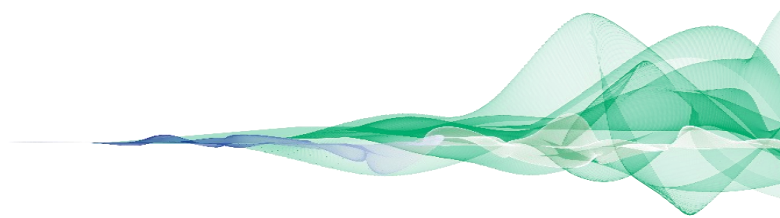
Article 9. Documents Related to Agenda Items

- (1) The documents related to the items on the agenda of the Board may include:
- a) notes on performed operations, ongoing operations and/or operations which are to be performed, individually by Romgaz, or together with other persons acting as co-contractors;
 - b) notes on performed operations, ongoing operations and/or which are to be performed for Romgaz by third parties;
 - c) requests for approval of the proposal to perform certain operations by Romgaz, individually or together with other persons acting as co-contractors.
- (2) The term "operation" means any human action, regardless of its nature, which produces effects upon Romgaz assets.
- (3) The documents provided in paragraph (1), letter a) and b) will be named as "note" or "activity report" and the documents provided at paragraph (1), letter c) will be named as "report".
- (4) Each note/activity report shall contain at least the following elements:
- a) the scope of the note/activity report;
 - b) description of performed operations, ongoing operations and/or operations which are to be performed;
 - c) conditions and terms under which the operations were, are or will be performed;
 - d) effects, including effects relating to property, pursuant to performed and/or ongoing operations;
 - e) the expected future effects, including those related to property, of the operation(s) to be realized;
 - f) resolution draft proposed for the Board's approval, formulated as "The Board of Directors takes note..." or a similar wording;



- (5) Each Report shall include at least the following elements:
- a) description of the operation(s) submitted for the Board's approval;
 - b) the reasons for the proposed operation/operations project, indicating also the expected effects to be obtained, with priority to those of a patrimonial nature, as a result of performing the operation/operations;
 - c) identification and evaluation of the risks that could have a negative or positive impact on the effects of the operation/operations, to the extent that this will be carried out;
 - d) the measures required to be taken to manage risks provided at letter c), including the conditions and terms for performing the operation(s) project;
 - e) resolution draft proposed for the Board's approval, formulated as "The Board of Directors approves ..." or a similar wording;
 - f) an assessment of the compliance of the decision about to be taken within the Board, with the Company's sustainability objectives and E&S policies (Environmental and Social), or a proposal of mitigation measures for the E&S negative impact where this decision has a potential significant and negative impact within the E&S field.
- (6) Any document that bears the title "note" or "activity report" which, regardless of the reason, shall provide a request for approval of an operation(s) project, shall be considered a report and will be treated likewise. In addition, any document bearing the title "report" which will not provide a request for approving an operation(s) project, shall be considered a note and will be treated likewise.
- (7) Each note/activity report presented to the Board of Directors shall include at least the following signatures:
- a) the signature of the person that prepared the note/activity report;
 - b) the signature of the executive manager who, directly or indirectly, manages the person that prepared the note/activity report;
 - c) the signature of the officer with mandate (other than the Chief Executive Officer) exercising management duties of the organisational unit that prepared the note/activity report;
 - d) The signature of the Chief Executive Officer.
- (8) At the request of the Chief Executive Officer the notes/activity reports can be also signed by other persons.
- (9) The signatory persons certify by signatures provided for in paragraph (7), letter a), b) and c) and paragraph (8) that the data and information presented in the notes/activity reports signed by them, is accurate, up to date, complete and relevant against the purpose for which they are presented to the Board of Directors.
- (10) By signing the note/activity report according to paragraph (7) letter d) the Chief Executive Officer approves the notification to the Board of Directors as provided by the note/activity report.
- (11) Each report that will be presented to the Board of Directors will contain on a compulsory basis at least the following signatures:
- a) the signature of the person who prepared the report;
 - b) the signature of the officer with mandate (other than the Chief Executive Officer and the Chief Financial Officer) exercising management duties of the organisational unit that prepared the report;
 - c) the Chief Executive Officer's signature.
- (12) Moreover, each report shall be submitted for approval to:
- a) the executive manager, who manages, directly or indirectly, the person who drafted the report;
 - b) head of the legal department;
 - c) the person responsible for Romgaz preventive financial control of the operation project which produces financial effects on the Company's property;
 - d) the Chief Financial Officer.

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- (13) The person/persons responsible with preventive financial control within Romgaz are those appointed by the Chief Executive Officer pursuant to the provisions of GO no. 119/1999 regarding internal control and preventive financial control and the applicable enforcement guidelines.
- (14) The person signing in accordance with paragraph (11) letters a) and b) certifies that the information provided in the report is accurate or, as the case may be, credible, up-to-date, complete and relevant concerning the purpose for which they are submitted to the Board of Directors.
- (15) By approving the reports pursuant to paragraph (12), the followings are certified in this order:
- The executive manager, who, directly or indirectly, manages the person that prepared the note/activity report, certifies that the data and information of the report are true, or as the case may be credible, up to date, complete and relevant and that the operation(s) project requiring approval satisfies the regularity condition;
 - The head of the legal department certifies that the operation(s) project requiring approval satisfies the legal condition;
 - The person carrying out the preventive financial control certifies that the operation(s) project, requiring approval, fulfils legal and regularity conditions and the condition for complying with the provisions of the income and expenditure budget;
 - The Chief Financial Officer certifies that the operation(s) project requiring approval ensures a good management of Romgaz patrimony and complies with the efficiency, economy and effectiveness principles.
- (16) If the report has a draft contract attached, the latter shall be submitted for endorsement of the persons provided at paragraph (12).
- (17) The person refusing to give one of the approvals under paragraph (15), for the approval of a report and/or, as the case may be, of an attached contract, shall, as soon as possible, justify the refusal to give its approval in a non-approval report to be sent together with the report to the Chief Executive Officer and the members of the Board of Directors.
- (18) The non-approval report shall comprise at least the following elements:
- The name, surname and position of the person refusing the approval;
 - A description of the operations project(s) requiring approval;
 - The subject matter of the approval, identified according to paragraph (15)
 - The reasons behind the refusal;
 - The requirements that need to be fulfilled in order to obtain the approval.
 - The signature of the person refusing the approval.
- (19) By signing the report, pursuant to paragraph (11), letter c), the Chief Executive Officer approves the request for approval of the operation(s) project addressed to the Board of Directors as presented in the report.
- (20) The Secretary of the Board of Directors shall not accept to add on the agenda of the meeting reports, notes or activity reports, or any other documents that do not comply with the requirements of this Rule. The Secretary of the Board of Directors shall return to the issuer all documents that are incomplete or that do not comply with the provisions of this Rule.
- (21) After approval of the note/activity report according to paragraph (10) and/or of the report according to paragraph (19), each document shall be registered at the Company's Registry and afterwards sent to the BoD Secretary to be further sent to the Board of Directors. All documents addressed to the Board of Directors shall comply with the rules and standards set in the effective Corporate Identity Manual of SNGN Romgaz SA.
- (22) All documents, as provided at paragraph (21), shall be sent to the BoD Secretary, one original copy, and to Secretary's e-mail, both word and pdf, named according to the title.
- (23) Board members have the right to request and receive additional information in connection with the documents on the agenda both before and during Board meetings and, at the same time, to prepare draft resolutions to be submitted for approval to the Board of Directors.

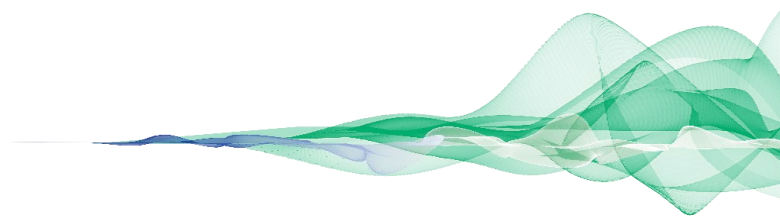


Article 10. Meetings of the Board of Directors

- (1) The Board of Director's meetings shall be chaired by the Chairman.
- (2) The Chairman of the Board shall open the meeting, shall be able to suspend the meeting, if there are certain situations which hinder the ordinary performance of the meeting, shall grant and withdraw the floor to board members and guests, shall submit each draft resolution to the vote of board members and shall close the meeting.
- (3) Board members have the obligation to attend and actively participate in Board meetings.
- (4) To the extent in which a board member, regardless the reason, decides not to participate in a Board meeting, he/she shall inform the Chairman, justifying his decision.
- (5) A decision is valid when the majority of board members participate in the meeting and the decision is made with the majority of the valid votes cast.
- (6) When a board member abstains from voting, it shall be deemed that the board member waives his/her right to vote.
- (7) During Board meetings, votes may be cast directly or by representative.
- (8) Votes by representative may only be cast by means of another board member and only based on a special mandate, except the case when the voting is cast in writing, by post or electronic correspondence.
- (9) A board member has the right to cast a vote only for a single absent board member.
- (10) The special mandate shall be deemed that mandate which includes voting instructions for one, or more or all the items on the agenda of a Board meeting.
- (11) The direct vote may be cast by post or electronic correspondence, as well, under the conditions set by the Convening Notice.
- (12) Each board member has the right to cast a single vote, directly or by representative, when the Board of Directors makes a decision.
- (13) In the event of a tie, the vote of the Chairman is decisive.
- (14) Board meetings shall be audio recorded, and the record shall be archived by the Board's Secretary for 5 years.

Article 11. Resolutions of the Board of Directors

- (1) The Board of Directors decides upon the items on the agenda, by resolutions.
- (2) By resolutions, the Board of Directors can:
 - a) establish/take into account/take note about the data and information regarding the performed and ongoing operations and/or the operations which shall be performed;
 - b) approve/not approve/delay to make decisions regarding the proposals to undertake certain operations;
 - c) order measures for the executive management, upon request or ex-officio, to undertake certain operations and/or to provide data and information.



Article 12. Board of Directors Minutes and Resolutions

- (1) A minute of the meeting shall be drafted after each Board meeting, including the name and surname of board members participating in the meeting and the represented board members, the agenda, the decisions made, the number of votes cast for each decision and their kind, the manner of voting and other different opinions, upon request.
- (2) The Minutes of the Meeting is signed by the Chairman of the Board and by the board members participating in the meeting.
- (3) Based on the minutes of the meeting, a resolution of the Board of Directors shall be issued, including all the decisions taken during every meeting, in part.
- (4) The resolution drafted according to the previous paragraph shall be signed by the Chairman of the Board.
- (5) For each Board meeting, a file shall be prepared, including: the convening notice, the documents presented in the meeting to support the items on the agenda, the minutes of the meeting, the resolution adopted by the Board of Directors, and, as the case may be, the power of attorney for the vote by representative, the letters with the vote by correspondence and the copies of the electronic votes certified by the Board of Directors Secretary.

Article 13. Conflict of Interests

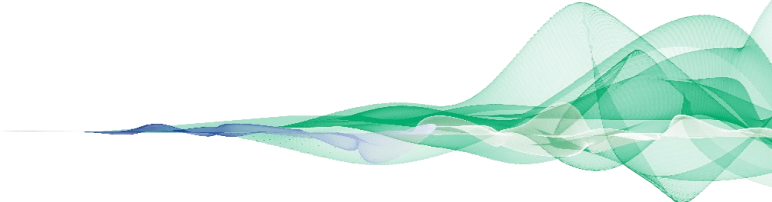
- (1) The board member, who has in a certain operation, directly or indirectly, interests contrary to the interests of the Company, shall inform the other board members and the internal auditor and shall not make any decision regarding this operation. The board member has the same obligation if, in a certain operation, he/she is aware that his/her wife/husband, his/her relatives or other relative ties up including the fourth-degree relatives, are interested.
- (2) The Audit Committee shall evaluate annually, based on the statements provided in article 3, the minutes of the meetings, as well as any other relevant data and information, the existence/inexistence of conflicts of interest, related to each board member, in part, and shall report to the Board of Directors.

Article 14. Advisory Committees

- (1) The Board of Directors has the following advisory committees:
 - a) The Nomination and Remuneration Committee;
 - b) The Audit Committee;
 - c) The Strategy Committee;
 - d) The Risk Management Committee.
- (2) The Rules of Organization and Operation of advisory committees are established by the Articles of Incorporation and the internal rules of each committee.
- (3) The Board of Directors may establish other advisory committees.

Article 15. Secretary of the Board of Directors

- (1) The Secretary of the Board of Directors is appointed by Board resolution, upon the Chairman's proposal.
- (2) The Secretary of the Board of Directors must be experienced, charged with supporting the Board and its committees in organizing their activities, preparing the meetings, annual assessment of the Board and committees performance, as well as Board members 'training programs, if needed.

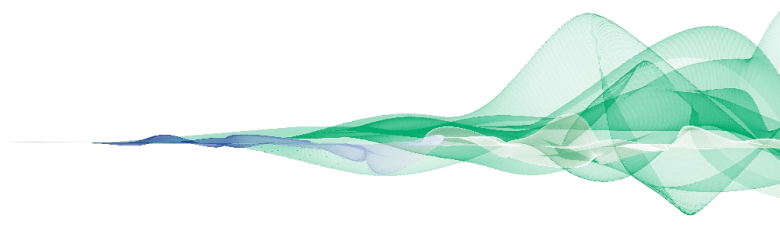
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- (3) The activity of the Secretary is coordinated by the Chairman of the Board.
- (4) The Secretary of the Board has the following responsibilities:
- a) to ensure the flow of information between the Company and the advisory committees, on one hand, and the Board of Directors, on the other hand;
 - b) to monitor the compliance of the Board's activity with the internal rules on corporate governance;
 - c) to carry out the required steps for Board meetings, including all steps for board members to participate in Board meetings;
 - d) to draft the minutes of the meeting and the resolutions, by complying with the legal provisions and the internal rules;
 - e) to keep evidence of the Board's activities;
 - f) to support the Remuneration and Nomination Committee with implementing orientation and continuous training programs for Board members, according to the Board's Resolution.
 - g) To support the Board of Directors 'Chairman in reviewing the annual internal work plan prepared by the Board and its committees;
 - h) other responsibilities provided by the law, by the Articles of Incorporation and by other internal rules.

Article 16. Board of Directors and Advisory Committees Activity Assessment

- (1) By the end of February of each calendar year, the Board of Director, with all board members participating in the meeting, shall make a self assessment of the performance and efficiency of the Board of Directors and the advisory committees, for the previous calendar year.
- (2) The self assessment shall be coordinated by the Chairman who shall require the opinion of each director regarding the manner in which the activity of the Board and the advisory committees could be improved.
- (3) The self assessment results shall be shared to all members of the Board, establishing future measures if needed, including professional development plans.

Article 17. Professional Integration and Development of Board Members

- (1) Each newly appointed member of the Board must undergo an induction program provided by the Company's internal staff, which may include:
- Overview of the Company;
 - overview of the main internal regulations (Articles of Incorporation, Internal Rules of the Board and committees, Code of Ethics and Business Conduct, Reports related to the last financial year, Policies and Strategies, etc.);
 - Company operational overview (visits at the Headquarters/ Branches/ Work locations, meetings with Management, etc.).
- (2) Based on the Board's annual self assessment results, the Nomination and Remuneration Committee together with the Chairman of the Board shall prepare professional development programs focused on areas of interest for the company.
- (3) Implementation of the integration and continuous training programs for Board members is made under the Nomination and Remuneration Committee surveillance, with the Board's Secretary support.



Article 18. Final Provisions

- (1) This Internal Rules shall enter into force after the approval of the Board of Directors and may be amended by decision of the Board whenever necessary.
- (2) Any matter regarding the interpretation of the provisions of this Internal Rules shall be presented and/or settled by the Board of Directors.
- (3) In case of conflict between this Internal Rules and any legal provisions, the latter shall prevail.

Approved by Board of Directors Resolution No. 5 of March 23, 2017, amended by Board of Directors Resolutions No. 3 of January 25, 2018, No. 5 of February 5, 2019, No. 109 of December 16, 2024 and No. 83 of October 22, 2025.