

Voting results

of the Ordinary General Meeting of Shareholders Societatea Nationala de Gaze Naturale „ROMGAZ” - S.A. on December 18, 2025

In compliance with the provisions of art. 209 Regulation no. 5/2018 on issuers of financial instruments and market operations of the Financial Supervisory Authority, S.N.G.N. Romgaz S.A. - a company managed in an one-tier system, incorporated and operating under the laws of Romania, registered with the Trade Register Office of Sibiu Court under number J2001000392326, fiscal code RO 14056826, having its headquarters at Medias, 4 Constantin Motas Square, Sibiu County (hereinafter referred to as „ROMGAZ” or the „Company”), hereby announces the voting results of the Ordinary General Meeting of Shareholders (hereinafter referred to as “OGMS”) held on December 18, 2025, on first meeting, under valid legal conditions, at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, having the following:

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

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

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

B. Voting results of OGMS on December 18, 2025

Item 1 on the agenda „Approve the form and substance of the addendum to the contracts of mandate of SNGN Romgaz SA Board members, appointed by OGMS Resolution No. 5/March 14, 2023, to implement the modifications to GEO No. 109/2011 on corporate governance of public companies, as amended by Law No. 158/2025, as proposed by the Ministry of Energy”.

The resolution approved for item 1 on the agenda is as follows:

„Approves the form and substance of the addendum to the contracts of mandate of SNGN Romgaz SA Board members, appointed by OGMS Resolution No. 5/March 14, 2023, to implement the modifications to GEO No. 109/2011 on corporate governance of public companies, as amended by Law No. 158/2025, as proposed by the Ministry of Energy”.

3,437,627,591 votes were validly casted representing 89.19% from the total number of votes exercisable and 89.19% from the sharecapital of which:

- 3,408,090,690 votes “for” representing 99.14% from the total votes validly casted;
- 29,536,901 votes “against” representing 0.86% from the total votes validly casted.

416,592,409 votes were not casted representing 10.81% from the total number of votes exercisable of which 45,143,260 abstentions from exercising the right to vote.

Item 2 on the agenda „Approve the form and substance of the addendum to the contracts of mandate of SNGN Romgaz SA Board members, appointed by OGMS Resolution No. 9/November 11, 2025, to implement the modifications to GEO No. 109/2011 on corporate governance of public companies, as amended by Law No. 158/2025, as proposed by the Ministry of Energy”.

The resolution approved for item 2 on the agenda is as follows:

„Approves the form and substance of the addendum to the contracts of mandate of SNGN Romgaz SA Board members, appointed by OGMS Resolution No. 9/November 11, 2025, to implement the modifications to GEO No. 109/2011 on corporate governance of public companies, as amended by Law No. 158/2025, as proposed by the Ministry of Energy”.

3,437,627,591 votes were validly casted representing 89.19% from the total number of votes exercisable and 89.19% from the sharecapital of which:

- 3,408,090,690 votes “for” representing 99.14% from the total votes validly casted;
- 29,536,901 votes “against” representing 0.86% from the total votes validly casted.

416,592,409 votes were not casted representing 10.81% from the total number of votes exercisable of which 45,143,260 abstentions from exercising the right to vote.

Item 3 on the agenda „Authorise the representative of the majority shareholder, the Ministry of Energy in the Ordinary General Meeting of Shareholders, to sign for and on behalf of SNGN Romgaz SA the addenda to the contracts of mandate, as proposed by the Ministry of Energy, of Board members appointed by OGMS Resolution No. 5 /March 14, 2023”.

The resolution approved for item 3 on the agenda is as follows:

„Authorises the representative of the majority shareholder, the Ministry of Energy in the Ordinary General Meeting of Shareholders, to sign for and on behalf of SNGN Romgaz SA the addenda to the contracts of mandate, as proposed by the Ministry of Energy, of Board members appointed by OGMS Resolution No. 5 /March 14, 2023”.

3,437,349,602 votes were validly casted representing 89.18% from the total number of votes exercisable and 89.18% from the sharecapital of which:

- 3,408,090,690 votes “for” representing 99.15% from the total votes validly casted;
- 29,258,912 votes “against” representing 0.85% from the total votes validly casted.

416,870,398 votes were not casted representing 10.82% from the total number of votes exercisable of which 45,421,249 abstentions from exercising the right to vote.

Item 4 on the agenda „ Authorise the representative of the majority shareholder, the Ministry of Energy in the Ordinary General Meeting of Shareholders, to sign for and on behalf of SNGN Romgaz SA the addenda to the contracts of mandate, as proposed by

the Ministry of Energy, of Board members appointed by OGMS Resolution No. 9/November 11, 2025”.

The resolution approved for item 4 on the agenda is as follows:

„Authorises the representative of the majority shareholder, the Ministry of Energy in the Ordinary General Meeting of Shareholders, to sign for and on behalf of SNGN Romgaz SA the addenda to the contracts of mandate, as proposed by the Ministry of Energy, of Board members appointed by OGMS Resolution No. 9/November 11, 2025”.

3,437,349,602 votes were validly casted representing 89.18% from the total number of votes exercisable and 89.18% from the sharecapital of which:

- 3,408,090,690 votes “for” representing 99.15% from the total votes validly casted;
- 29,258,912 votes “against” representing 0.85% from the total votes validly casted.

416,870,398 votes were not casted representing 10.82% from the total number of votes exercisable of which 45,421,249 abstentions from exercising the right to vote.

Item 5 on the agenda „Approve the Addendum No. 5 to the Contract of Mandate concluded with the Board members appointed by OGMS Resolution No. 5/March 14, 2023, as proposed by the Board of Directors”.

The draft resolution proposed for item 5 on the agenda:

„Approves the Addendum No. 5 to the Contract of Mandate concluded with the Board members appointed by OGMS Resolution No. 5/March 14, 2023, as proposed by the Board of Directors”.

3,438,085,107 votes were validly casted representing 89.20% from the total number of votes exercisable and 89.20% from the sharecapital of which:

- 478,015,853 votes “for” representing 13.90% from the total votes validly casted;
- 2,960,069,254 votes “against” representing 86.10% from the total votes validly casted.

416,134,893 votes were not casted representing 10.80% from the total number of votes exercisable of which 44,685,744 abstentions from exercising the right to vote.

The draft resolution proposed for item 5 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption.

Item 6 on the agenda „Approve the Addendum No. 1 to the Contract of Mandate concluded with the Board members appointed by OGMS Resolution No. 9/November 11, 2025, as proposed by the Board of Directors”.

The draft resolution proposed for item 6 on the agenda:

„Approves the Addendum No. 1 to the Contract of Mandate concluded with the Board members appointed by OGMS Resolution No. 9/November 11, 2025, as proposed by the Board of Directors”.

3,438,085,107 votes were validly casted representing 89.20% from the total number of votes exercisable and 89.20% from the sharecapital of which:

- 478,015,853 votes “for” representing 13.90% from the total votes validly casted;
- 2,960,069,254 votes “against” representing 86.10% from the total votes validly casted.

416,134,893 votes were not casted representing 10.80% from the total number of votes exercisable of which 44,685,744 abstentions from exercising the right to vote.

The draft resolution proposed for item 6 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption.

Item 7 on the agenda „Authorise of the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN Romgaz SA the Addendum No. 5 to the contracts of mandate of Board members appointed by OGMS Resolution No. 5/March 14, 2023, as proposed by the Board of Directors”.

The draft resolution proposed for item 7 on the agenda:

„Authorises of the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN Romgaz SA the Addendum No. 5 to the contracts of mandate of Board members appointed by OGMS Resolution No. 5/March 14, 2023, as proposed by the Board of Directors”.

3,438,085,107 votes were validly casted representing 89.20% from the total number of votes exercisable and 89.20% from the sharecapital of which:

- 478,015,853 votes “for” representing 13.90% from the total votes validly casted;
- 2,960,069,254 votes “against” representing 86.10% from the total votes validly casted.

416,134,893 votes were not casted representing 10.80% from the total number of votes exercisable of which 44,685,744 abstentions from exercising the right to vote.

The draft resolution proposed for item 7 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption.

Item 8 on the agenda „Authorise of the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN Romgaz SA the Addendum No. 1 to the contracts of mandate of Board members appointed by OGMS Resolution No. 9/November 11, 2025, as proposed by the Board of Directors”.

The draft resolution proposed for item 8 on the agenda:

„Authorises of the representative of the majority shareholder, the Ministry of Energy, in the Ordinary General Meeting of Shareholders to sign for and on behalf of SNGN Romgaz SA the Addendum No. 1 to the contracts of mandate of Board members appointed by OGMS Resolution No. 9/November 11, 2025, as proposed by the Board of Directors”.

3,438,085,107 votes were validly casted representing 89.20% from the total number of votes exercisable and 89.20% from the sharecapital of which:

- 478,015,853 votes “for” representing 13.90% from the total votes validly casted;
- 2,960,069,254 votes “against” representing 86.10% from the total votes validly casted.

416,134,893 votes were not casted representing 10.80% from the total number of votes exercisable of which 44,685,744 abstentions from exercising the right to vote.

The draft resolution proposed for item 8 on the agenda was not adopted, because it did not obtain the majority of validly cast votes for adoption.

Item 9 on the agenda „Information regarding the transactions concluded by SNGN Romgaz SA with banking companies controlled by the Romanian State, during the period October 9, 2025 - November 11, 2025, according to the provisions of art. 52, paragraph (3) of GEO No. 109/2011”.

The resolution approved for item 9 on the agenda is as follows:

„Takes note of the Report regarding the transactions concluded by SNGN Romgaz SA with banking companies controlled by the Romanian State, during the period October 9, 2025 - November 11, 2025, according to the provisions of art. 52, paragraph (3) of GEO No. 109/2011”.

3,482,152,851 votes were validly casted representing 90.35% from the total number of votes exercisable and 90.35% from the sharecapital of which:

- 3,251,942,997 votes “for” representing 93.39% from the total votes validly casted;
- 230,209,854 votes “against” representing 6.61% from the total votes validly casted.

372,067,149 votes were not casted representing 9.65% from the total number of votes exercisable of which 618,000 abstentions from exercising the right to vote.

Item 10 on the agenda „Authorise the Chairman of the meeting and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

The resolution approved for item 10 on the agenda is as follows:

„Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders”.

3,482,770,851 votes were validly casted representing 90.36% from the total number of votes exercisable and 90.36% from the sharecapital of which:

- 3,482,770,851 votes “for” representing 100.00% from the total votes validly casted;
- 0 votes “against” representing 0.00% from the total votes validly casted.

371,449,149 votes were not casted representing 9.64% from the total number of votes exercisable.

Chairman of the Board of Directors
Marius-Gabriel Nuț

Secretary of the meeting
Ionela Ștefan

Technical secretary
Anca Antal