

CURRENT REPORT

In compliance with Law no. 24/2017 regarding Issuers of Financial Instruments and Market Operations and A.S.F. Regulation no. 5/2018



Report date: June 11, 2025

Company name: Societatea Natională de Gaze Naturale Romgaz S.A.

Address: Medias, 4 Constantin I. Motaș Square, Sibiu County - Romania, 551130

Phone/fax no: 004-0374-401020 / 004-0269-846901

Fiscal Code: RO14056826

LEI Code: 2549009R7KJ38D9RW354

Trade Register registration number: J2001000392326

Subscribed and paid in share capital: RON 3,854,224,000

Regulated market where the issued securities are traded: Bucharest Stock Exchange (BVB)

Significant event to be reported:

- **Supplemented Agenda for the Ordinary General Meeting of Shareholders of S.N.G.N. Romgaz S.A. convened on June 27 (30), 2025, 1:00 PM (Romania time)**

ROMGAZ Board of Directors convened in meeting on June 11, 2025 approved the supplement of the agenda of the Ordinary General Meeting of Shareholders on June 27 (30), 2025 (OGMS) by adding six (6) new items as follows:

- Five (5) new items, considering the request made by the Romanian State, as shareholder of S.N.G.N. Romgaz S.A. (owning 70.0071% of the share capital), represented by the Ministry of Energy (please see the current report published on June 6, 2025, IRIS BVB code FC180)
- One new item, considering the provisions of art. 105, paragraph (5¹) of Law no. 24/2017 on issuers of financial instruments and market operations and the provisions of art. 117¹, paragraph (2¹) of Companies Law no. 31/1990

The supporting documents for the new items on the agenda may be reviewed at ROMGAZ Correspondence Entry, as well as on the Company's website www.romgaz.ro, Investors Section - General Meeting of Shareholders.

The Supplement to the Convening Notice of the OGMS is to be published in the Official Gazette of Romania Part IV and in at least one widely-spread Romanian newspaper.

Attached: **Supplement to the Convening Notice of the OGMS on June 27 (30), 2025**

Chief Executive Officer,
Razvan POPESCU



**SUPPLEMENT TO THE CONVENING NOTICE
OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS
on June 27, 2025**

The Board of Directors of Societatea Natională de Gaze Naturale "ROMGAZ" - S.A., with the registered office in Mediaș, 4 Constantin Motas Square, Sibiu county, registered with the Trade Register Office of Sibiu Law Court under number J2001000392326, fiscal registration number RO 14056826, considering the request to supplement the agenda of the Ordinary General Meeting of Shareholders (OGMS) on June 27, 2025, made by the shareholder the Romanian State, represented by the Ministry of Energy, by letter no. 1034/05.06.2025, registered at S.N.G.N. ROMGAZ S.A. under no. 22367 from June 6, 2025, the provisions of article 105, paragraph (3) of Law no. 24/2017 on issuers of financial instruments and market operations and the provisions of article 117¹, paragraph (1) of Company Law no. 31/1990, the agenda of the Ordinary General Meeting of Shareholders on June 27, 2025, initially published in the Official Gazette - Part IV, no. 2370 of May 26, 2025, in "Jurnalul Național" daily newspaper no. 1910 of May 26, 2025, and the Company's website (www.romgaz.ro), as of May 26, 2025, will be supplemented as follows:

- **Approve the key financial and non-financial performance indicators of Officers and non-executive members of the Board of Directors resulting from the Governance Plan of S.N.G.N ROMGAZ S.A., in accordance with the minimum level established for the company pursuant to the Annex to the Order no. 651/2024 of the President of AMEPIP, and which shall form an annex to the mandate contracts of Officers and members of the Board of Directors of S.N.G.N ROMGAZ S.A.;**
- **Approve the addendum to the mandate contract to be concluded with the members of the Board of Directors in the form and content proposed by the Ministry of Energy;**
- **Approve the mandate of the representative of the Romanian State shareholder through the Ministry of Energy in the Ordinary General Meeting of Shareholders to sign the addendum to the mandate contract with the members of the Board of Directors;**
- **Approve the integral component of the selection plan for vacant positions of members in the Board of Directors of S.N.G.N ROMGAZ S.A.;**
- **Authorize the Chairman of the Board of Directors of S.N.G.N ROMGAZ S.A. to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfil all and any of the formalities required by law for the registration and ensuring the enforceability against third parties of the Resolution adopted by the Ordinary General Meeting of Shareholders. The authorized person may delegate to other persons the mandate regarding the fulfilment of the aforementioned formalities.**

Also, considering the provisions of art. 105, paragraph (5¹) of Law no. 24/2017 on issuers of financial instruments and market operations and the provisions of art. 117¹, paragraph (2¹) of Companies Law no. 31/1990, the Board of Directors, by Decision no. 36/11.06.2025, supplements the agenda of the Ordinary General Meeting of Shareholders of June 27, 2025, with the following item:

- **Approve the conclusion of a natural gas sales contract with the ELECTROCENTRALE București S.A. Company.**

Therefore, the agenda of the Ordinary General Meeting of Shareholders on June 27, 2025, 1:00 pm (Romania time) that will take place at the S.N.G.N. ROMGAZ S.A. working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, where only shareholders that are registered on June 17, 2025, („Reference Date”) in the Company Shareholder Registry, kept and issued by the Depozitul Central S.A, may attend and cast their vote, shall be the following:

AGENDA

- Item 1** **Appointment of one interim member of the Board of Directors**
- Item 2** **Set the mandate term of interim member of the Board of Directors**
- Item 3** **Set the fixed gross monthly allowance of interim member of the Board of Directors**
- Item 4** **Approve the form and content of the mandate contract to be concluded with the interim member of the Board of Directors**
- Item 5** **Authorize the representative of the Ministry of Energy in the OGMS to sign, for and on behalf of the S.N.G.N. ROMGAZ S.A., the mandate contract of the interim member of the Board of Directors**
- Item 6** **Approve the key financial and non-financial performance indicators of Officers and non-executive members of the Board of Directors resulting from the Governance Plan of S.N.G.N ROMGAZ S.A., in accordance with the minimum level established for the company pursuant to the Annex to the Order no. 651/2024 of the President of AMEPIP, and which shall form an annex to the mandate contracts of Officers and members of the Board of Directors of S.N.G.N ROMGAZ S.A.**
- Item 7** **Approve the addendum to the mandate contract to be concluded with the members of the Board of Directors in the form and content proposed by the Ministry of Energy**
- Item 8** **Approve the mandate of the representative of the Romanian State shareholder through the Ministry of Energy in the Ordinary General Meeting of Shareholders to sign the addendum to the mandate contract with the members of the Board of Directors**
- Item 9** **Approve the integral component of the selection plan for vacant positions of members in the Board of Directors of S.N.G.N ROMGAZ S.A.**
- Item 10** **Approve the conclusion of a natural gas sales contract with the ELECTROCENTRALE București S.A. Company**

Item 11 Authorize the Chairman of the Board of Directors of S.N.G.N ROMGAZ S.A. to sign the Resolution of the Ordinary General Meeting of Shareholders and to fulfil all and any of the formalities required by law for the registration and ensuring the enforceability against third parties of the Resolution adopted by the Ordinary General Meeting of Shareholders. The authorized person may delegate to other persons the mandate regarding the fulfilment of the aforementioned formalities

Item 12 Authorize the Chairman and the Secretary of the meeting to sign the resolution of the Ordinary General Meeting of Shareholders.

The templates of the special power of attorney and voting ballot by correspondence in updated form will be available at ROMGAZ Correspondence Entry and on the Company web page (<https://www.romgaz.ro/en/shareholder-meetings>), as from June 16, 2025.

The voting ballots by correspondence/special or general powers of attorney that are not received at ROMGAZ Registry Desk or by e-mail until **June 25, 2025, 11:00 am (Romania Time)** shall not be counted for establishing the existence/non-existence of the majority of validly cast votes in the OGMS.

CHAIRMAN OF
THE BOARD OF DIRECTORS
DUMITRU CHISĂLITĂ