

Nr. 31896/12.08.2025

Endorsed  
Chairman of the board of Directors  
Dumitru Chisăliță

To,  
**THE GENERAL MEETING OF SHAREHOLDERS**

**REPORT**  
**on certain significant transactions concluded between Societatea Națională de Gaze**  
**Naturale "ROMGAZ" S.A. and banks controlled by the Romanian State**

**Reasons for Reporting**

Pursuant to art. 52 par. (1) of Government Emergency Ordinance No. 109/2011<sup>1</sup> *"The Board of Directors [...] convenes the general meeting of shareholders in order to approve any transaction, if its value, individually or in a series of concluded transactions, exceeds 10% of the value of net assets [...] or exceeds 10% of the revenue ... with the controlling shareholders or with a company controlled by such shareholders"*.

Moreover, pursuant to art. 52 par. (3) of Government Emergency Ordinance No. 109/2011 *"The Board of Directors [...] informs the shareholders, during the first general meeting of shareholders following the legal act, on any transaction concluded by the public company with:*

- a) the persons provided in paragraph (1) and (2) if the value of the transaction is below the level established within paragraph (1);*
- b) another public company or with public supervisory authority, if the transaction has a value, individually or in a series of transactions, of at least the equivalent in RON of EUR 100,000".*

Thus, we hereby inform **Societatea Națională de Gaze Naturale "ROMGAZ" S.A.(S.N.G.N. ROMGAZ S.A./Company)** GENERAL MEETING OF SHAREHOLDERS that, during during **March 26, 2025 and August 11, 2025**, The Company concluded with banks controlled by the Romanian State, the following term deposit agreements:

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<sup>1</sup> Government Emergency Ordinance No. 109 of November 30, 2011 on corporate governance of public companies as subsequently amended and supplemented.

Bank	Holding Period	Amount RON
Exim Banca Romaneasca S.A.	31.03.2025 - 14.07.2025	250,000,000.00
	29.04.2025 - 11.08.2025	110,000,000.00
	23.05.2025 - 11.08.2025	85,000,000.00
	23.05.2025 - 15.09.2025	120,000,000.00
	26.05.2025 - 15.09.2025	127,000,000.00
	16.06.2025 - 23.07.2025	451,000,000.00
	22.07.2025 - 15.12.2025	200,000,000.00
	30.07.2025 - 12.01.2026	85,000,000.00
	11.08.2025 - 12.01.2026	110,000,000.00
<b>Total</b>		<b>1,538,000,000.00</b>
CEC Bank S.A.	17.04.2025 - 14.07.2025	100,000,000.00
	17.04.2025 - 11.08.2025	108,000,000.00
	21.05.2025 - 26.05.2025	100,000,000.00
	14.07.2025 - 18.07.2025	300,000,000.00
<b>Total</b>		<b>608,000,000.00</b>

Draft Resolution

“The 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 **March 26, 2025 and August 11, 2025** pursuant to art. 52 par.3 of GEO 109/2011.”

Chief Executive Officer  
Răzvan POPESCU

Chief Financial Officer  
Gabriela TRÂNBIȚAȘ

Head of Treasury  
Ildiko DAVID