



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: July 27, 2023

Company name: **Societatea Nationala de Gaze Naturale ROMGAZ S.A.**

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

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

Fiscal Code: **RO14056826**

LEI Code: **2549009R7KJ38D9RW354**

Trade Register registration number: **J32/392/2001**

Subscribed and paid in share capital: **385,422,400 RON**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange (BVB), London Stock Exchange (LSE)**

Significant events to be reported:

- **Resolution of the Ordinary General Meeting of Shareholders of S.N.G.N. Romgaz S.A. of July 27, 2023 (OGMS)**
- **Resolution of the Extraordinary General Meeting of Shareholders of S.N.G.N. Romgaz S.A. of July 27, 2023 (EGSM)**

The quorum conditions for both the OGSM and the EGSM have been fulfilled according to the provisions of Article 15, paragraph 12 and paragraph 14 from S.N.G.N. Romgaz S.A. Articles of Incorporation and Article 112 and Article 115 from the Company Law no.31/1990.

Attached:

Resolution no. 10 of the Ordinary General Meeting of Shareholders of S.N.G.N. Romgaz S.A. on July 27, 2023

Resolution no. 11 of the Extraordinary General Meeting of Shareholders of S.N.G.N. Romgaz S.A. on July 27, 2023

**Chief Executive Officer,
Razvan POPESCU**



RESOLUTION NO. 10/July 27, 2023

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.
J32/392/2001, fiscal code RO 14056826

The Ordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” - SA joined in the meeting, at its first convening, of July 27, 2023, 1:00 pm (Romania time) at the SNGN ROMGAZ SA working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, issues the following:

RESOLUTION

Article 1

Approves conclusion of a loan agreement between SNGN Romgaz SA (as lender) and Romgaz Black Sea Limited by Romgaz Black Sea Limited Nassau (Bahamas), București Subsidiary (as borrower) in maximum amount of RON 2.1 billion (equivalent value of USD 454 million), to ensure the financing required by Romgaz Black Sea Limited for the period between the signing date of the loan agreement until May 2024. The interest rate shall be the one provided in the Loan Agreement no. 39097/08.09.2022, namely ROBOR 12 months + 1.74%.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

Article 2

Approves the procurement of legal consultancy, assistance and/or representation services for SNGN Romgaz SA in compliance with the conditions and limitation provided within the Report no. 24511/23.06.2023.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

Article 3

Takes note of the Report regarding the transactions concluded by SNGN Romgaz SA with affiliated parties during March 08, 2023 - June 12, 2023 pursuant to art. 52, par. (3) of GEO no. 109/2011.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

Article 4

Takes note of the Report on certain transactions concluded between SNGN Romgaz SA and other public companies between April - May 2023.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

Article 5

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

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

This document was drafted on July 27, 2023, in 4 (four) copies.

**CHAIRMAN OF
THE BOARD OF DIRECTORS
DAN DRAGOS DRAGAN**

**SECRETARY OF THE MEETING
CRAITA-ANA BUCHERU**



RESOLUTION NO. 11/July 27, 2023

**of the Extraordinary 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.
J32/392/2001, fiscal code RO 14056826**

The Extraordinary General Meeting of Shareholders of Societatea Nationala de Gaze Naturale „ROMGAZ” - SA joined in the meeting, at its first convening, of July 27, 2023, 2:00 pm (Romania time) at the SNGN ROMGAZ SA 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

Approves SNGN Romgaz SA withdrawal from the “Joint Operating Agreement referring to Bilca Gas Project Area from EIII-1 Brodina Block”, under the conditions mentioned in the document number 24508/23.06.2023.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

Article 2

Authorises the Chairman and the Secretary of the meeting to sign the resolution of the Extraordinary General Meeting of Shareholders.

The resolution was approved with 341,933,544 votes representing 88.7166% from the sharecapital and 100% from the total votes validly casted.

This document was drafted on July 27, 2023, in 4 (four) copies.

**CHAIRMAN OF
THE BOARD OF DIRECTORS
DAN DRAGOS DRAGAN**

**SECRETARY OF THE MEETING
CRAITA-ANA BUCHERU**

romgaz.ro

**Societatea Națională
de Gaze Naturale
Romgaz S.A.**

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