

RESOLUTION NO. 5/July 9, 2021**of the Ordinary General Meeting of Shareholders
Societatea Nationala de Gaze Naturale „ROMGAZ” – S.A.**

**Registered office: Mediaș, 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” – S.A joined in the meeting, at its first convening, of July 9, 2021, 1:00 pm (Romania time) at the S.N.G.N. ROMGAZ S.A. working point located in Bucharest, Sector 1, 59 Grigore Alexandrescu Street, 5th floor, issues the following:

RESOLUTION**Article 1**

Approves the extension of the mandate term for Societatea Nationala de Gaze Naturale ROMGAZ SA Board of Directors by two months from the expiration date, in compliance with the provisions of article 64¹, paragraph (5) GEO No. 109/2011 on corporate governance of public enterprises.

The resolution was approved with 277,817,628 votes representing 72.0813% from the sharecapital and 86.1234% from the total votes validly casted.

Article 2

Approves the template of the addendum to the contract of mandate that extends by two months the mandate term of Board members, according to the annex.

The resolution was approved with 277,817,628 votes representing 72.0813% from the sharecapital and 86.1234% from the total votes validly casted.

Article 3

Mandates the representative of the majority shareholder, the Ministry of Energy, to sign the addenda extending the term of Societatea Nationala de Gaze Naturale ROMGAZ SA Board of Directors contracts of mandate.

The resolution was approved with 277,817,628 votes representing 72.0813% from the sharecapital and 86.1234% from the total votes validly casted.

Article 4

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

The resolution was approved with 302,396,758 votes representing 78.4585% from the sharecapital and 93.7430% from the total votes validly casted.

This document was drafted on July 9, 2021, in 4 (four) copies.

**CHAIRMAN OF THE MEETING
DAN DRAGOS DRAGAN**

**SECRETARY OF THE MEETING
CATALINA CARMEN CIOBANU**

ANNEX

ADDENDUM NO _____ TO THE CONTRACT OF MANDATE NO _____

Made between:

Societatea Națională de Gaze Naturale ROMGAZ SA, a company managed in an one-tier system, having its headquarters at Medias, 4 Constantin Motas Square, Sibiu County, registered with the Trade Register Office of Sibiu Court under number J32/392/2001, fiscal code RO 14056826, IBAN Code R008 RNCB 0231 0195 2533 0001 opened at BCR Medias, represented by Mr. _____, as principle ("The Company"),

and

Mr/Mrs _____, born on _____ in _____, County _____, resident in _____, street _____, no. _____, building _____, apartment _____, County _____, identified by ID series ___ no. ____, issued by _____, on _____, personal identification number _____, as member of the Board of the Directors ("Board Member").

Whereas:

- The provisions of Article 64¹, paragraph 5 of Government Emergency Ordinance no. 109/2011 on corporate governance of public enterprises;
- The provisions of Article _____ of SNGN ROMGAZ SA Ordinary General Meeting of Shareholders Resolution no. _____, approving the extension of the interim directors' mandate for Mr./Mrs. _____;
- Contract of Mandate no. _____ concluded between the Company and the Board Member;

The Company and the Board Member mutually agree to the following:

Sole Article

The term of the Contract of Mandate no. _____ is extended by 2 (two) months starting with _____ until _____.

This Addendum is concluded on _____ in 2 (two) original copies, each Party declaring that it has received one copy upon signing.

The Company, by

Board Member
