

CURRENT REPORT

According to Law no. 24/2017 on issuers of financial instruments and market operations

Date of report: **17 December 2025**

Name of issuing entity: **SNTGN TRANSGAZ SA**

Headquarters: **Mediaș, 1 Constantin I. Motaș Square, Sibiu County**

Telephone/fax number: **0269803333/0269839029**

Tax identification code: **RO 13068733**

Trade Register number: **J32/301/2000**

Subscribed and paid-up capital: **1.883.815.040 RON**

Regulated market on which issued securities are traded: **Bucharest Stock Exchange.**

REPORTED EVENTS:

According to the laws on reporting to the capital market institutions SNTGN TRANSGAZ SA notifies all shareholders and investors that the Ordinary General Meeting of the Company's Shareholders was held on 17 December 2025 as convened, according to Art. 117 of Law 31/1990 on trading companies, republished as further amended and supplemented, and of Art. 16 of the updated Articles of Incorporation.

We hereby enclose:

- Resolution No. 9/17.12.2025 of the Ordinary General Meeting of the Shareholders of SNTGN Transgaz SA.

RESOLUTION NO. 9 of the Ordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., of 17 December 2025

The Ordinary General Meeting of the Shareholders of the National Gas Transmission Company TRANSGAZ S.A., open company, headquartered in Mediaș, 1 C.I. Motaș Square, Sibiu County, registered with the Sibiu Trade Register Office under number J/32/301/2000, tax identification code RO13068733, subscribed and paid-up capital: 1.883.815.040 lei, divided into 188.381.504 shares, each having a nominal value of 10 lei, convened under Art. 117 of Companies Law 31/1990, republished, as amended, of Law 24/2017 on the issuers of financial instruments and market operations, republished, as amended, of Financial Supervisory Authority Regulation 5/2018 on the issuers of financial instruments and market operations, as amended, and under Art. 16 of the updated Articles of Incorporation, adopts today, in the meeting held on 17 December 2025, at the first convening, in which shareholders representing 81.1164% of the share capital and 81.1164% of the total voting rights participated, at the headquarters of the National Gas Transmission Company TRANSGAZ S.A. of Mediaș, 1 C. I. Motaș Square, Sibiu County, the following:

RESOLUTION

Art.1. With 150001648 votes *For*, representing 100% of the total number of expressed votes, **approves** the fixed monthly remuneration of the non-executive members of the Board of Administration of SNTGN Transgaz S.A , at a maximum level of twice the average gross monthly salary for the last 12 months for the activity carried out in accordance with the main object of activity registered by the company, at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the appointment, namely RON 26.946 gross. A total of 6 shareholders, having 2806719 votes, adopted the `Abstention` position on this item.

Art.2. With 149876708 votes *For*, representing 100% of the total number of expressed votes, **approves** the following:

- the form of the addendum to the mandate contract concluded with the non-executive administrators of SNTGN Transgaz SA, which includes the fixed monthly remuneration and other benefits, established in accordance with the provisions of Article 39(2) of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, as subsequently amended and supplemented;
- the empowerment of Ms Emilia TOADER as representative of the General Secretariat of the Government to sign, on behalf of the company, the addenda to the mandate contracts of the non-executive administrators of SNTGN Transgaz SA.

A total of 7 shareholders, having 2931659 votes, adopted the `Abstention` position on this item.

Art.3. With 145885996 votes *For*, representing 95.508320% of the total number of expressed votes and with 6860897 votes *Against*, representing 4.491680% of the total number of expressed votes, **approves** the following:

- setting the maximum limit for the annual insurance premium for the members of the Board of Administration of SNTGN Transgaz SA at EUR 50.000 per year;
- setting the minimum insured amount related to the professional liability insurance for the members of the Board of Administration of SNTGN Transgaz SA at EUR 30.000.000 per year per event and aggregated.

A total of 4 shareholders, having 61474 votes, adopted the `Abstention` position on this item.

Art.4. With 143120476 votes *For*, representing 95.425500% of the total number of expressed votes and with 6860897 votes *Against*, representing 4.574500% of the total number of expressed votes, **approves** the conclusion of the addendum to the mandate contracts of the non-executive administrators of SNTGN Transgaz S.A., concerning the key financial and non-financial performance indicators resulting from the 2025-2029 Management Plan, endorsed and approved, as well as the appointment of Ms Emilia TOADER as representative of the majority shareholder, the General Secretariat of the Government, to sign on behalf of the Company the addenda to the mandate contracts of the non-executive administrators of SNTGN Transgaz S.A., in the form transmitted by GSG letter no. 20/35516/S.R.O./28.11.2025. A total of 7 shareholders, having 2826994 votes, adopted the `Abstention` position on this item.

Art.5. With 152808367 votes *For*, representing 100% of the total number of expressed votes, sets the date of **14.01.2026** as registration date for the shareholders subject to the Resolution of the Ordinary General Meeting of the Shareholders.

Art.6. With 152808367 votes *For*, representing 100% of the total number of expressed votes, empowers Mr Nicolae Minea , as Chairman of the Board of Administration, or his alternate, Mr Costin Mihalache, Administrator, Ms Ilinca Von Derenthall, Administrator, Ms Adina-Lăcrimioara Hanza, Administrator, to sign the Resolution of the Ordinary General Meeting of the Shareholders, and of Mr Mihai Leontin Leahu, Deputy Director-General, to sign the necessary documents for the registration and publication of the Resolution of the Ordinary General Meeting of the Shareholders at the Trade Register Office attached to Sibiu Law Court.

Chairman of the Board of Administration
Nicolae Minea