

**No. 18695/13.03.2023**

Submitted for analysis and approval in the OGMS held on 26/27.04.2023

## REPORT

**on the approval of the prescription of the dividends for the financial year 2019 established by OGMS Resolution no 4/27.04.2020, not claimed until 17.07.2023 and the recording of their value in the revenue account of the Company**

## **SUMMARY**

- Gross dividends due to the shareholders for the financial year 2019 – **182.141.366,68 lei**;
- Net dividends due to the shareholders for the financial year 2019 – **180.111.703,68 lei**;
- Net dividends for the financial year 2019 **paid** to the shareholders during 17.07.2010 – 31.01.2023 – **179.542.076,87 lei**;
- The prescription of the dividends not claimed for the financial year 2019 (prescribed on 17.07.2023) according to Art. 2517 of Law 287/2009 on the Civil Code, republished, according to which `the prescription term is of 3 years`.

## **PROPOSAL**

Based on Art.15 (3) (g) of the updated Articles of Incorporation of SNTGN Transgaz SA Mediaș, **we submit for the approval of the Ordinary General Meeting of the Shareholders the following:**

- **the prescription of the dividends for the financial year 2019 not claimed by the prescription date of 17.07.2023;**
- **the recording of the value representing dividends for financial year 2019 not claimed until the prescription date of 17.07.2023 in the revenue account of the Company.**

## **DETAILED CONTENT OF THE REPORT**

According to Resolution 4/27.04.2020 of the Ordinary General Meeting of the Shareholders, SNTGN Transgaz SA Mediaș distributed dividends for the financial year 2019 to all shareholders registered in the Shareholders Register at the registration date of de 26 June 2020.

- The value of the gross dividends due to the shareholders for the financial year 2019 amounted to **182.141.366,68 lei**, of which net dividends – **180.111.703,68 lei**.

Between 17.07.2020 - 31.01.2023, 8.519 shareholders, meaning **90,73%** of the total number of 9.389 shareholders registered at the registration date of 26 June 2020 in the Transgaz Shareholders Register claimed dividends for financial year 2019.

The amount paid to the shareholders as dividends for the financial year 2019 until 31.01.2023 was of **179.542.076,87 lei**, which is **99,68%** of the total amount of the net dividends for 2019.

Based on Art. 2517 of Law 287/2009 on the Civil Code, republished, according to which `the prescription term is of 3 years`, the prescription term for the dividends for financial year 2019 not claimed over the last 3 years, is **17 July 2023**.

The prescription term of the shareholders` right to claim dividends for financial year 2019 starts 60 days after the deadline foreseen by the law for the submission of the Yearly Financial Statements, according to Art 1 (3) of GO 64/2001, updated, meaning from 17 July 2020, the date established by the OGMS as date for the initiation of the payment of the dividends for the financial year 2019.

For compliance with the principle of prudence and transparency, the Company will notify through a press release published on Transgaz` website and also by a written notification to each shareholder individually on the prescription starting from 17.07.2023 of the shareholders` right to their dividends for the financial year 2019 not claimed by this date.

We attach hereto:

Dividend payment schedule for the financial year 2019 as at 31.01.2023.

**Chairman of the Board of Administration**  
**Petru Ion Văduva**

CENTRALIZED STATEMENT OF DIVIDEND PAYMENTS FOR 2019

as at 31 January 2023

	PROGRAM			PAID			OUTSTANDING PAYMENTS			Dividend payout ratio	COSTS			
	No. of Shareholders	No. of shares held	Gross dividends payable	No. of shareholders paid	No. of shares held	Net dividends paid	No. of shareholders to be paid	No. of shares held	Gross dividends payable		Tax on dividends	Fees paid		
	2019	9.389	11.773.844	182.141.366,68	8.519	11.735.084	179.542.076,87	870	38.760		599.606,66	98,57%	1.999.683,15	22.349,74
		of which: The Romanian state by ME	6.888.840,00	106.570.354,80										
	<b>9.389</b>	<b>11.773.844</b>	<b>182.141.366,68</b>	<b>8.519</b>	<b>11.735.084</b>	<b>179.542.076,87</b>	<b>870</b>	<b>38.760</b>	<b>599.606,66</b>		<b>1.999.683,15</b>	<b>22.349,74</b>		
<b>Payment rate per total</b>				<b>90,73%</b>	<b>99,67%</b>	<b>99,67%</b>	<b>9,27%</b>	<b>0,33%</b>	<b>0,33%</b>		<b>2.022.032,89</b>			