

No. 20377/07.03.2024

Submitted for analysis and approval in the OGMS held on 24/25.04.2024

REPORT

on the approval of the prescription of the dividends for the financial year 2020 established by OGMS Resolution no. 3 of 27.04.2021, not claimed until 16.07.2024 and the recording of their value in the revenue account of the Company

SUMMARY

- Gross dividends due to the shareholders for the financial year 2020 – **95.839.090,16 lei**
- Net dividends due to the shareholders for the financial year 2020 – **94.946.648,65 lei**
- Net dividends for the financial year 2020 **paid** to the shareholders during 16.07.2021 – 31.01.2024 – **94.766.269,05 lei**;
- The prescription of the dividends not claimed for the financial year 2020 (prescribed on 16.07.2024) 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 2020 not claimed by the prescription date of 16.07.2024;**
- **the recording of the value representing dividends for financial year 2020 not claimed until the prescription date of 16.07.2024 in the revenue account of the Company.**

DETAILED CONTENT OF THE REPORT

According to Resolution 3 of the Ordinary General Meeting of the Shareholders, SNTGN Transgaz SA Mediaș distributed dividends for the financial year 2020 to all shareholders registered in the Shareholders Register at the registration date of de 25 June 2021.

- The value of the gross dividends due to the shareholders for the financial year 2020, amounted to **95.839.090.16 lei** of which net dividends – **94.946.648,65 lei**.

Between 16.07.2021 - 31.01.2024, 9.240 shareholders, meaning 89,83% of the total number of 10.286 shareholders registered at the registration date of 25 June 2021 in the Transgaz Shareholders Register claimed dividends for financial year 2020.

The amount paid to the shareholders as dividends for the financial year 2020 until 31.01.2024, a was of **94.766.269,05 lei**, which is **99,81%** of the total amount of the net dividends for 2020.

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 2020 not claimed over the last 3 years, is **16 July 2024**.

The prescription term of the shareholders` right to claim dividends for financial year 2020 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 16 July 2021, the date established by the OGMS as date for the initiation of the payment of the dividends for the financial year 2020.

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 16.07.2024 of the shareholders` right to their dividends for the financial year 2020 not claimed by this date.

We attach hereto:

Dividend payment schedule for the financial year 2020 - 31.01.2024

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

CENTRALIZED DIVIDEND PAYMENT SCHEDULE FOR 2020

as at 31 January 2024

2020	SCHEDULE			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
	10.286	11.773.844	95.839.090,16	9.240	11.750.518	94.766.269,05	1.046	23.326	189.873,64		98,88%	892.441,60
of which: The Romanian State by SGG	6.888.840,00	56.075.157,60										
	10.286	11.773.844	95.839.090,16	9.240	11.750.518	94.766.269,05	1.046	23.326	189.873,64		892.441,60	26.791,45
Payment rate per total				89,83%	99,80%	99,81%	10,17%	0,20%	0,20%		919.233,05	

Net dividend unpaid 180.379,60