

No. 19321/10.03.2022

Submitted for analysis and approval in the OGMS held on 28/29.04.2022

REPORT

on the approval of the prescription of the dividends for the financial year 2018 established by OGMS Resolution no 5/06.06.2019, not claimed until 16.07.2022 and the recording of their value in the revenue account of the Company

SUMMARY

- Gross dividends due to the shareholders for the financial year 2018 – **255.021.461,04 lei**;
- Net dividends due to the shareholders for the financial year 2018 – **252.077.787,49 lei**;
- Net dividends for the financial year 2018 **paid** to the shareholders during 16.07.2019 – 31.01.2022 – **251.707.484,64 lei**;
- The prescription of the dividends not claimed for the financial year 2018 (prescribed on 16.07.2022) 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 2018 not claimed by the prescription date of 16.07.2022;**
- **the recording of the value representing dividends for financial year 2018 not claimed until the prescription date of 16.07.2022 in the revenue account of the Company.**

DETAILED CONTENT OF THE REPORT

According to Resolution 5/06.06.2019 of the Ordinary General Meeting of the Shareholders, SNTGN Transgaz SA Mediaș distributed dividends for the financial year 2018 to all shareholders registered in the Shareholders Register at the registration date of 25 June 2019.

- The value of the gross dividends due to the shareholders for the financial year 2018 amounted to **255.021.461,04 lei**, of which net dividends – **252.077.787,49 lei**.

Between 16.07.2019 - 31.01.2022, 8.243 shareholders, meaning **89,52%** of the total number of 9.208 shareholders registered at the registration date of 25 June 2019 in the Transgaz shareholders` register claimed dividends for financial year 2018.

The amount paid to the shareholders as dividends for the financial year 2018 until 31.01.2022 was of **251.707.484,64 lei**, which is **99,85%** of the total amount of the net dividends for 2018.

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 2018 not claimed over the last 3 years, is **16 July 2022**.

The prescription term of the shareholders` right to claim dividends for financial year 2018 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 2019, the date established by the OGMS as date for the initiation of the payment of the dividends for the financial year 2018.

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 16.07.2022 of the shareholders` right to their dividends for the financial year 2018 not claimed by this date.

Considering the above, based on Art. 2517 of Law 287/2009 on the Civil Code, republished, according to which `the prescription term is of 3 years`, according to Art.15 (3) (g) of the updated Articles of Incorporation of SNTGN Transgaz SA Mediaş, **we submit for your approval the prescription of the dividends for the financial year 2018 not claimed by 16.07.2022, and the registration of their value in the revenue account of the Company.**

Chairman of the Board of Administration
Petru Ion Văduva