

No. 18238/10.03.2021

Submitted for analysis and approval in the OGMS held on 27/28 April 2021

REPORT

on the approval of the prescription of the dividends for the financial year 2017 established by OGMS Resolution 4/07.06.2018, not claimed until 16.07.2021 and the recording of their value in the revenue account of the Company

SUMMARY

- Gross dividends due to the shareholders for financial year 2017 – **534.297.040,72 lei**;
- Net dividends due to the shareholders for financial year 2017 – **527.467.478,06 lei**;
- Net dividends for financial year 2017 **paid** to the shareholders between 16.07.2018 – 31.01.2021 – **526.599.827,24 lei**;
- The prescription of the dividends not claimed for financial year 2017 (prescribed on 16.07.2021) 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 financial year 2017 not claimed by the prescription date of 16.07.2021;**
- **the recording of the value representing dividends for financial year 2017 not claimed until the prescription date of 16.07.2021 in the revenue account of the Company.**

DETAILED CONTENT OF THE REPORT

According to Resolution 4/07.06.2018 of the Ordinary General Meeting of the Shareholders, SNTGN Transgaz SA Mediaș distributed dividends for financial year 2017 to all shareholders registered in the Shareholders Register at the registration date of de 26 June 2018.

- The value of the gross dividends due to the shareholders for financial year 2017 amounted to **534.297.040,72 lei**, of which net dividends – **527.467.478,06 lei**.

Between 16.07.2018 - 31.01.2021, 8.519 shareholders, meaning **92,18%** of the total number of 9.242 shareholders registered at the registration date of 26 June 2018 in the Transgaz shareholders` register claimed dividends for financial year 2017.

The amount paid to the shareholders as dividends for financial year 2017 until 31.01.2021 was of **526.599.827,24 lei**, which is **99,83%** of the total amount of the net dividends for 2017.

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 2017 not claimed over the last 3 years, is **16 July 2021**.

The prescription term of the shareholders` right to claim dividends for financial year 2017 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 2018, the date established by the OGMS as date for the initiation of the payment of the dividends for financial year 2017.

For compliance with the principle of prudence and transparency, the Company will notify through a press release published on Transgaz`s website and also by a written notification to each shareholder individually on the prescription starting from 16.07.2021 of the shareholders` right to their dividends for financial year 2017 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 financial year 2017 not claimed by 16.07.2021, and the registration of their value in the revenue account of the Company.**

**Chairman of the Board of Administration
Remus Gabriel Lăpuşan**