

No. 19045/06.03.2025

Submitted for analysis and approval in the OGMS held on 29/30.04.2025

REPORT

on the approval of the prescription of the dividend collection right for the financial year 2021 established by OGMS Resolution no. 5 of 28.04.2022, not claimed until 29.07.2025 and the recording of the dividend value in the Company's revenue account

SUMMARY

- Gross dividends due to the shareholders for the financial year 2021 – **174.488.368,08 lei**
- Net dividends due to the shareholders for the financial year 2021 – **172.888.682,80 lei**
- Net dividends for the financial year 2021 **paid** to the shareholders during 14.07.2022 – 31.01.2025 – **172.600.147,38 lei;**
- The prescription of the dividends not claimed for the financial year 2021 (prescribed on 29.07.2025) 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, **the following is submitted for the approval of the Ordinary General Meeting of the Shareholders:**

- **the prescription of the dividends for the financial year 2021 not claimed by the prescription date, i.e. 29.07.2025;**
- **the recording of the value representing dividends for financial year 2021 not claimed until the prescription date of 29.07.2025 in the Company's revenue account.**

DETAILED CONTENT OF THE REPORT

According to Resolution 5 of the Ordinary General Meeting of the Shareholders dated 28.04.2022, SNTGN Transgaz SA Medias distributed dividends for the financial year 2021 to all shareholders registered in the Shareholders Register at the registration date of de 23 June 2022.

- The value of the gross dividends due to the shareholders for the financial year 2021, amounted to **174.488.368,08 lei** of which net dividends – **172.888.682,80 lei**.

During 14.07.2022 - 31.01.2025, 10.690 shareholders, particularly 91.99% of the total number of 11.621 shareholders registered at the registration date of 23 June 2022 in Transgaz' Shareholders Register claimed dividends for financial year 2021.

The amount paid to the shareholders as dividends for the financial year 2021 until 31.01.2025, was **172.600.147,38 lei**, which is **99.83%** of the total amount of the net dividends for 2021.

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 related to financial year 2021 not claimed over the last 3 years, is **29 July 2025**.

The prescription term of the shareholders` right to claim dividends related to the financial year 2021 starts 60 days after the deadline provided for by the law for the submission of the Yearly Financial Statements, according to Art 1 (3) of GO 64/2001, updated, respectively 29 July 2025.

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 with 29.07.2025 of the shareholders` right to their dividends for the financial year 2021 not claimed by this date.

Please find attached hereto:

Dividend payment schedule for the financial year 2021 - 31.01.2025.

Petru Ion VADUVA
Chairman of the Board of Administration

CENTRALIZED STATEMENT OF DIVIDEND PAYMENTS FOR 2021

as at 31 January 2025

2021	PROGRAM			PAID			OUTSTANDING TO BE PAID			dividend payout ratio	COSTS		
	Number of Shareholders	Number of shares held	Gross dividends due	Number of paid-up Shareholders	Number of shares held	Net dividends paid	Number of Shareholders still to be paid	Number of shares held	Gross dividends to be paid		Dividend tax	Fees paid	
	11,621	11,773,844	174,488,368.08	10,690	11,753,350	172,600,147.38	931	20,494	303,721.11		98.92%	1,584,499.59	41,057.07
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11,621	11,773,844	174,488,368.08	10,690	11,753,350	172,600,147.38	931	20,494	303,721.11		1,584,499.59	41,057.07		
Payout ratio per total			91.99%	99.83%	99.83%	8.01%		0.17%			1,625,556.66		

Unpaid net dividend 288,535.35