

No. 18239/10.03.2021

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

REPORT

on the approval of the prescription of dividends distributed/redistributed from the amounts registered in the "retained earnings" and/or "other reserves" accounts in the amount of 13,472,486 lei, approved by OGMS Decision no. 7 from 03.12.2018 and not claimed until 28.12.2021 as well as the registration of their value in the company's income account

SUMMARY

- Gross dividends due to shareholders distributed/redistributed from the amounts recorded in the "retained earnings" and/or "other reserves" accounts, approved by OGMS Decision no. 7 from 03.12.2018 - **lei 13,472,486;**
- Following the distribution of dividends resulted a value gross of dividends due to all shareholders registered in the Shareholders' Register on the registration date of 19 December 2018 of **lei 13,422,182.16**, of which the value of net dividends **lei 13,266,141.22**, as well as a difference undistributed in the amount of **lei 50,303.84**.
- Net dividends related to shareholders, distributed / redistributed from the amounts recorded in the "retained earnings" and / or "other reserves" accounts, approved by OGMS Decision no. 7 from 03.12.2018 **paid** to the shareholders during the period 28.12.2018 - 31.01.2021 - **lei 13,242,482.55;**
- The prescription of the dividends not claimed, distributed/redistributed from the amounts registered in the "retained earnings" and/or "other reserves" accounts, approved by the OGMS Decision no. 7 of 03.12.2018, respectively on 28.11.2020, based on the provisions of Art. 2517 of Law no. 287/2009 on the Civil Code, republished, according to which "the limitation period is 3 years".

PROPOSAL

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

- **the prescription of the dividends not claimed, distributed/redistributed from the amounts registered in the "retained earnings" and/or "other reserves" accounts, approved by the OGMS Decision no. 7 of 03.12.2018 and not claimed until the date until the date of prescription, respectively 28.12.2021 as well as the undistributed difference in the amount of 50,303.84 lei;**
- **the registration in the company's income account of the value representing distributed/redistributed dividends from the amounts registered in the "retained earnings" and/or "other reserves" accounts, approved by the OGMS Decision no. 7 of 03.12.2018 and not claimed until the date of prescription, respectively 28.12.2021 and the undistributed difference in the amount of 50,303.84 lei.**

DETAILED CONTENT OF THE REPORT

According to the provisions of Decision no. 7 of 03.12.2018 of the Ordinary General Meeting of Shareholders, the distribution/redistribution of the amounts registered in the "retained earnings" and/or "other reserves" accounts was approved, in the amount of **lei 13,472,486** as well as a gross dividend / share in value of lei **1.14/share**.

The distribution of dividends resulted in a value of gross dividends due to all shareholders registered in the Register of Shareholders as per the registration date 19 December 2018 of **lei 13,422,182.16**, of which the value of net dividends - **lei 13,266,141.22**, as well as the undistributed difference in the amount of **lei 50,303.84**.

The amount paid to shareholders, as dividends distributed / redistributed from the amounts recorded in the "retained earnings" and/or "other reserves" accounts, approved by OGMS Decision no. 7 from 03.12.2018, until 31.01.2021, was **lei 13,242,482.55**, representing 99.82% of the total amount of net dividends paid.

The number of shareholders who claimed, during the period 28.12.2018 - 31.01.2021, the dividends distributed/redistributed from the amounts registered in the accounts "retained earnings" and / or "other reserves", approved by the OGMS Decision no. 7 of 03.12.2018 was 8,344 shareholders, respectively **90.61%** of the total number of 9,209 shareholders registered in the Transgaz shareholders register on the registration date 19 December 2018.

Pursuant to the provisions of Art. 2517 of Law no. 287/2009 on the Civil Code, republished, according to which "the limitation period is 3 years" we inform you that, for dividends distributed/redistributed from the amounts registered in the "retained earnings" and / or "other reserves" accounts, approved by the OGMS Decision no. 7 of 03.12.2018 not claimed in the last 3 years, the limitation period is **28 December 2021**.

In order to comply with the principles of prudence and transparency, the company will inform, by written notification addressed to each shareholder, on the prescription starting with **28.12.2021** of the shareholders' right regarding the dividends due to them for dividends distributed/redistributed from the amounts registered in the "retained earnings" and/or "other reserves" accounts, approved by the OGMS Decision no. 7 of 03.12.2018 and not collected until this date.

Considering the above, based on the provisions of Art. 2517 of Law no. 287/2009 on the Civil Code, republished, according to which "the prescription term is 3 years" **we submit to your approval** based on Art.15, par. (3) lit. g of the Articles of Incorporation of SNTGN Transgaz SA Mediaş, updated, **the prescription of the dividends distributed/redistributed from the amounts registered in the accounts "retained earnings" and/or "other reserves", approved by the OGMS Decision no. 7 of 03.12.2018 and not claimed until 28.12.2021 and the difference not distributed in the amount of lei 50,303.84, as well as the registration of these values in the income account of the company.**

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