



**SOCIETATEA NAȚIONALĂ DE TRANSPORT
GAZE NATURALE "TRANSGAZ" SA MEDIAȘ**
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Submitted for analysis and approval in the OGMS dated 27.04.2017

REPORT

on the approval of the prescription of the dividends for the financial year 2013, established by OGMS Resolution No. 1/28.04.2014, not claimed until the prescription date 29.07.2017 and the recording of their value in the revenue account of the Company

SUMMARY

- Gross dividends due to the shareholders for the financial year 2013 – **RON 206.984.177,52**;
- Net dividends due to the shareholders for financial year 2013 – **RON 196.883.624,71**;
- Net dividends for the financial year 2013 **paid** to the shareholders between 29.07.2014 and 28.02.2017 – **RON 195.847.425,03**;
- Prescription of the dividends not claimed for financial year 2013 (prescribed on 29.07.2017) 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, paragraph (3), letter g of the Articles of Incorporation of SNTGN Transgaz SA Mediaș, updated on 29.04.2016, **we submit for the approval of the Ordinary General Meeting of the Shareholders the following:**

- **the prescription of the dividends for the financial year 2013, not claimed by the prescription date (29.07.2017)**
- **the recording of the value representing dividends for the financial year 2013 not claimed until the prescription date 29.07.2017 in the revenue account of the Company.**

According to Resolution 1 of the Ordinary General Meeting of the Shareholders of 28.04.2014, SNTGN Transgaz SA Mediaș distributed dividends for the financial year 2013 to all shareholders registered in the Shareholders Register at the registration date of 19 May 2014.

The value of the gross dividends for the financial year 2013 due to the shareholders amounted to **RON 206,984,177.52** of which net dividends of RON 196.883.624, 71.

Between 29.07.2014 and 28.02.2017, 6,878 shareholders, meaning **83.40%** of the total number of 8.247 shareholders registered at the registration date of 19 May 2014 claimed dividends for the financial year 2013.

The amount paid to the shareholders as dividends for financial year 2013 until 28.02.2017 was of **RON 195.847.425, 03** representing **98.63%** of the total amount of the net dividends for 2013.

Report on the approval of the prescription of the dividends for the financial year 2013, established by OGMS Resolution No. 1/28.04.2014, not claimed until the prescription date 29.07.2017 and the recording of their value in the revenue account of the Company

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 2013, not claimed over the last 3 years, is **29 July 2017**.

The prescription term of the shareholders' right to claim dividends for financial year 2013 starts at the expiration of the 60-day term from the term foreseen by the law for submitting the annual financial statements, according to Art. 1, paragraph (3) of GO 64/2001, updated, meaning 29 July 2014, the date established by the OGMS as date for the initiation of the payment of the dividends for the financial year 2013.

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 separately on the prescription as of 29.07.2017 of the shareholders' right to their dividends for financial year 2013 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`, **we submit for your approval** under Art.15, paragraph (3), letter g of the Articles of Incorporation of SNTGN Transgaz SA Mediaş, updated on 29.04.2016, **the prescription of the dividends for financial year 2013 not claimed by 29.07.2017, and the registration of their value in the revenue account of the Company.**

Chairman of the Board of Administration
Ion Sterian