



**SOCIETATEA NAȚIONALĂ DE TRANSPORT
GAZE NATURALE "TRANSGAZ" SA MEDIAȘ**

Capital social: 117 738 440,00 LEI

ORC: J32/301/2000; C.I.F.: RO13068733

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**RELEASE ON PAYMENT OF DIVIDENDS
distributed according to GEO 29/2017 of the amounts existing in the
Other Reserves and Retained Earnings accounts balance on 31.12.2016**

According to Resolution no. 7 of the Ordinary General Meeting of the Shareholders held on 23.10.2017, the National Gas Transmission Company Transgaz SA, headquartered in Mediaș, 1 C.I. Motaș Square, Sibiu County, notifies the shareholders registered at the **registration date of 8 November 2017** that the **dividends distributed according to GEO 29/2017 of the amounts existing in the Other Reserves and Retained Earnings accounts balance on 31.12.2016 will be paid-out** by Depozitarul Central SA and BRD Groupe Societe Generale – the appointed payment agent, **as of 28 November 2017 (the date of payment)**. The ex-date set by the Ordinary General Meeting of the Shareholders is 07.11.2017.

The gross dividend is RON 14.52 /share and the tax on dividend amounting to 5% will be withheld at source and paid up to the state budget. If the non-resident shareholders prove that they can benefit from a more favourable tax rate, the tax deductions will be applied according to the conventions for the avoidance of double taxation concluded by the Romanian State in this regard. Other provisions of the Fiscal Code will also be taken into consideration for the determination of the tax on dividends.

The payment of the net dividends due to the shareholders of Transgaz is subject to the general legal prescription provisions, being prescriptible within 3 (three) years from the date of payment. The dividends distributed according to GEO 29/2017 of the amounts existing in the Other Reserves and Retained Earnings accounts balance on 31.12.2016 will be paid out between 28 November 2017 and 28 November 2020, the last date of payment.

The Depozitarul Central SA fees and the BRD Groupe Societe Generale fees to be paid for the net dividends will be borne by Transgaz SA.

The means of payment are as follows:

1. through **Depozitarul Central (DC)** – for the shareholders whose interests are represented by the Participants (Trustee Banks or Brokers) in the Clearing and Settlement System and in the registry of Depozitarul Central;
2. through **Depozitarul Central (DC)** – for the shareholders addressing directly to Depozitarul Central;
3. through **BRD-GROUPE SOCIETE GENERALE, the payment agent** appointed by Transgaz for the shareholders not having an account opened with a Participant.

The payment procedures are similar to those for the payment of dividends for financial year 2016 and are published at [www.transgaz.ro/Investors information/Dividends](http://www.transgaz.ro/Investors%20information/Dividends).

Note: The Shareholders having accounts opened with the Participants may not collect the dividends in cash/transfer at the office of the Romanian Development Bank (BRD).

The Participants (the Custodian Bank or the Broker) which have in the portfolio clients with retirement funds, **in order to benefit from the legal provisions applicable to the retirement fund** and to be exempted from the payment of the tax on dividends, according to Law 227/2015 on the Fiscal Code, as further amended and

supplemented, must sent to SNTGN Transgaz SA **until 20.11.2017** a list of such clients, accompanied by all legal documents attesting the quality of their retirement fund. If the documents mentioned above have already been submitted to Transgaz with the dividends paid on 18.07.2017, it is not necessary to submit them again.

The non-resident shareholders having an account opened with the Participant (Trustee Bank or Broker) and intending to benefit from the more favourable conditions under the Convention for the avoidance of double taxation between Romania and their country of residence or from the non-residence retirement funds (as defined in the EU member state laws or the EFTA state laws), according to Law no. 227/2015 on the Fiscal Code) must submit the valid Certificate of Fiscal Residence for the year of dividend pay-out, in original or as a certified copy, apostilled/legalized, if appropriate, accompanied by the certified translation, as well as the contact details for potential clarifications regarding them, until **20 November 2017** for the payment of the dividends with the application of the most favorable tax rate at the payment date, at the headquarters of SNTGN Transgaz SA Mediaş, 1 C.I. Motaş Square, 551130, Sibiu County.

For the payments made at the date of payment, 28 November 2017 the **non-resident shareholders without an account opened with a Participant** wishing to apply the more favourable provisions of the Convention for the avoidance of the double taxation concluded between Romania and their country of residence or the more favourable provisions applied to the non-resident retirement funds (as defined by the laws of the EU member state or one of the EFTA states), according to Law 227/2015 on the Fiscal Code, shall submit the Certificate of fiscal residence for the year in which the dividends are paid, within the validity term, in original or as a certified copy, apostilled/superlegalized, as appropriate, and accompanied by a certified translation in Romanian, as well as the contact details for clarifications regarding the certificates of fiscal residence, at SNTGN Transgaz SA Mediaş, 1 C.I. Motaş Square, 551130, Mediaş, Sibiu County, until **20 November 2017**.

For further details on payment of dividends, please contact us at relatii.investitori@transgaz.ro, tel. 0269803217; 0269803216; 0269803103 or fax 0269803407.

**DIRECTOR - GENERAL
ION STERIAN**