



RELEASE ON PAYMENT OF DIVIDENDS FOR THE 2025 FINANCIAL YEAR

According to Resolution No. 2 of the Ordinary General Meeting of the Shareholders dated 26.05.2026, the National Gas Transmission Company Transgaz SA, headquartered in Medias, 1 C.I. Motaș Square, Sibiu County, **notifies that the dividends for financial year 2025 will be paid-out** by Depozitarul Central SA and **BANCA TRANSILVANIA**, the assigned paying agent, **as of 21 July 2026 (the payment date)** for the shareholders registered at **the registration date 2 July 2026**. The `ex- date` set by the Ordinary General Meeting of the Shareholders is 01.07.2026.

The gross dividend for the 2025 financial year is 2.13 lei/share and the tax on dividend will be withheld at source and transferred to the state budget at the rates provided by law. According to the current Tax Code, the standard tax rate applied to the 2025 financial year dividends is 16% of the gross amount of the dividends. In the event that non-resident shareholders prove that they are eligible for a more favourable tax rate, the tax withholdings shall be applied in accordance with the provisions of the double taxation treaties concluded with the Romanian State for this purpose.

According to Article 43 (5) of the Tax Code, as amended, dividends distributed/paid to privately administered pension funds and/or voluntary pension funds are subject to taxation by applying a tax rate of 16% on the gross dividend.

The payment of net dividends due to the shareholders of SNTGN Transgaz SA is subject to the general legal provisions regarding the statute of limitations, being subject to a limitation period of 3 (three) years from the payment date. The period for the payment of dividends related to the 2025 financial year runs from **21 July 2026 to 31 July 2029, the latter being the last day of payment.**

The payment of net dividends is in lei and the tariffs related to Depozitarul Central SA and the fees of Banca Transilvania related to their payment are borne by SNTGN Transgaz SA.

METHODS OF PAYMENT:

1. through **Participants (Custodian Banks or Brokers)** for shareholders natural and legal persons, holding shares through Participants' accounts (Section S2 of DC);
2. through **Depozitarul Central (DC)** for the shareholders natural and legal persons holding shares in individual accounts (Section S1 of the CD) who have an IBAN account registered with Depozitarul Central;
3. through **Banca Transilvania, the paying agent** appointed by Transgaz for the shareholders natural persons who do not have an account opened with a Participant, or an IBAN account registered with Depozitarul Central.

PAYMENT PROCEDURES:

1. **through Participants (Custodian Banks or Brokers) for shareholders natural and legal persons, holding shares through Participants' accounts (Section S2 of DC);**

For the shareholders (natural persons, legal persons or other entities) who at the registration date of 02.07.2026 own shares registered in Section II of Transgaz's Shareholders Register the corresponding amounts shall be automatically transferred to the Participants' accounts on the payment date, via bank transfer through the Depozitarul Central, with no additional documents required.

Investment funds without legal personality - to benefit from the applicable laws, the Participants/the Investment Management Companies whose client portfolios include investment funds without legal personality shall submit the following document **by 8.07.2026**:

- Declaration signed by the legal representative/person authorized to represent the investment fund comprising at least the following information:
 - the fund does not have a stand-alone organization or own patrimony;
 - the fund does not have legal personality;
 - the fund identification data as recorded in the Transgaz' Shareholders Register;
 - the full name of the open-end/closed-end investment fund;
 - the registration number in the Register of Financial Instruments and Investments.
- A copy of the valid identity document of the legal representative/person authorized to represent the investment fund;
- A copy of the relevant document showing the capacity of the person signing the declaration as legal representative/person authorized to represent the investment fund;
- A copy of the certificate issued by the Financial Supervisory Authority (ASF).

The documents mentioned above may be sent by e-mail to relatii.investitori@transgaz.ro or by mail at the headquarters of Transgaz, 1 C.I. Motaş Square, 551130, Medias, Sibiu County, marked *`Attn. of the Investor Relations Department`*

The non-resident shareholders who have an account opened with a Participant (Custodian Bank or Broker) and who wish to apply the more favourable provisions of the Double Taxation Treaty concluded between Romania and their country of residence, in accordance with the provisions of Article 230 of Law No. 227/2015 on the Tax Code shall submit the Tax Residency Certificate for the year in which the dividend payment takes place, valid at the time of submission, in original or legalized copy, apostilled/super-legalized, where applicable, accompanied by an authorized translation, as well as contact details for any clarifications regarding these, , at SNTGN Transgaz SA Medias, 1 C.I. Motaş Square, 551130, Medias, Sibiu County:

- **by 8 July 2026**, in which case the payment of the net dividend calculated by applying the more favourable tax rate, shall be made on the payment date, namely 21.07.2026.
- **after the payment date**, in which case the amount representing the tax difference between the standard rate withheld and the more favourable rate under the Double Taxation Treaty shall be refunded.

Note: Shareholders who are legal entities cannot withdraw their dividends in cash/by bank transfer at the counters of Banca Transilvania.

The documents submitted in a foreign language shall be accompanied by a legalized translation into Romanian, and if issued by a foreign authority, they must be apostilled or super-legalized, as applicable.

The IBAN code collection forms shall be sent to: Depozitarul Central SA – Bucharest, 4–8 Nicolae Titulescu Road, America House Building, East Wing, 1st floor, or may be submitted directly to Depozitarul Central S.A headquarters.

All of the above requests shall include the email address and the telephone number at which the shareholders or their intermediaries/representatives, as applicable, may be contacted, if further clarifications are necessary.

The form for collecting the IBAN code and the supporting documents required for the payment are available on the website of Depozitarul Central SA at www.roclear.eu/shareholders/services for shareholders/Payment of dividends and other amounts, or by accessing the link:

https://www.roclear.ro/AppFiles/Detinatori/Formular_colectare_cod_iban.pdf

Note: The form for collecting the IBAN code and the supporting documents shall be submitted only once to Depozitarul Central and will subsequently be used for the distribution of any amounts due to the shareholder concerned arising from its relationship with the issuers for which Depozitarul Central provides registry services/cash distribution services. The shareholder shall notify Depozitarul Central of any changes to its bank account information.

2. Through Banca Transilvania, the paying agent appointed by TRANSGAZ for shareholders natural persons who do not have an account opened with a Participant, or an IBAN account registered with Depozitarul Central.

For the shareholders natural persons, the payment of dividends may be made in cash/by counter transfer at the counter of any Banca Transilvania unit as of 21 July 2026.

The paying agent - Banca Transilvania - may make cash payments within the limits set by the applicable law (according to Law No. 70/2015, in force as of 8 May 2015, amounts released to beneficiaries are subject to a daily cap of 10,000 lei/day).

The dividends may be collected by shareholders natural persons either in person or through a legal or conventional representative, as follows:

- **Resident natural persons who come in person at the counter:** an identity card bearing the personal identification number (C.N.P.).
- **Co-owners (persons holding shares jointly)** - payments to them shall be made provided that all co-owners are present at the counter, in person or through a legal and/or conventional representative.
- **Non-resident natural persons beneficiaries who come in person at the counter:** passport.
- **Natural persons beneficiaries under the age of 14:** the payment of the amounts due is made to the legal representative – namely the guardian/parent of the minor, based on the following documents:

- *the beneficiary's birth certificate*, which must bear the personal identification number (C.N.P.) + 1 certified photocopy of the original (the photocopy is retained);
 - *the legal document establishing guardianship* if the guardian is not one of the parents + 1 certified photocopy of the original (the photocopy is retained);
 - *the ID of the guardian/parent* + 1 certified photocopy of the original (the photocopy is retained).
- **Beneficiaries natural persons placed under curatorship**, the payment of the amounts due is made through the curator of that person, based on the following documents:
 - *the beneficiary's identity card*, which must bear the personal identification number (C.N.P.) + 1 certified photocopy of the original (the photocopy is retained);
 - *the legal document establishing the curatorship* + 1 certified photocopy of the original (the photocopy is retained);
 - *the ID of the curator* + 1 certified photocopy of the original (the photocopy is retained).
 - **Beneficiaries natural persons not appearing in person at the counter** but mandating another person to do so: the payment of the amounts to be distributed is made to that person's proxy, based on the following documents:
 - *notarized power of attorney* comprising the authorization to collect the amounts to be distributed, issued no more than 3 years prior to the date the payment, unless the power of attorney has a validity period exceeding 3 years and is valid at the date of actual payment + 1 certified photocopy of the original (the photocopy is retained);
 - *the proxy's ID* + 1 certified photocopy of the original (the photocopy is retained).

The documents submitted in a foreign language shall be accompanied by a legalized translation into Romanian, and if issued by a foreign authority, they must be apostilled or super-legalized, as applicable.

The non-resident shareholders who choose payment methods 2 and 3 (i.e. do not have an account opened with a Participant):

For the payments made on the payment date, namely 21 July 2026, in the case of the non-resident shareholders without an account opened with a Participant and wishing to apply the more favourable provisions of the Double Taxation Treaty concluded between Romania and their country of residence according to the provisions of Art. 230 of Law No. 227/2015 on the Tax Code, the non-resident person shall submit the Tax Residency Certificate for the year in which the dividend payment is made, valid at the time of submission, in original or legalized copy, apostilled/super-legalized, as applicable, and accompanied by the original authorized translation in Romanian, as well as the contact details for any clarifications regarding these, at SNTGN Transgaz SA Mediaş, 1 C.I. Motaş Square, 551130, Mediaş, Sibiu County, by **8 July 2026**.

After 21 July 2026 the non-resident shareholders without an account opened with a Participant and wishing to apply the more favourable provisions of the Double Taxation Treaty concluded between Romania and their country of residence, but who did not request payment of dividends by the payment date, may submit the tax residency certificate at SNTGN Transgaz SA Mediaş, 1 C.I. Motaş

Square, code 551130, Mediaș, Sibiu County, following which the amounts payable will be calculated for them. The shareholders shall then follow the procedures mentioned at points 2 and 3.

Exceptional situations for the payment of dividends:

Deceased shareholders – dividends due to such shareholders shall be paid at the request of their successors by bank transfer or in cash following the request of such successors to Depozitarul Central to register the transfer of the shares to the successor(s) as a result of the inheritance and after the updating of the data in the record of the paying agent, following the request made to Depozitarul Central.

Shareholders holding shares in both sections of Transgaz's Shareholders Register (Section I - holdings in their own name, and Section II – holdings through a participant) –payment to such shareholders shall be made in direct proportion to the shares held in each section separately (the shares in Section I through the paying agent according to point 3 and the shares in Section II through the participant according to point 1).

Net dividend payments shall not be made the counter in the following cases:

- to the shareholders whose personal identification number - C.N.P., as stated in the documents presented at the counter, is not identical with the C.N.P. in the documents received by the paying agent from Depozitarul Central. Such shareholders shall be referred to Depozitarul Central.
- to the heirs of the shareholders, based on the inheritance certificate. These heirs shall be referred to Depozitarul Central. The payments shall be made according to the deceased shareholders section.

Shareholders who changed their name or home address relative to the information recorded in the shareholders' register are required to take the necessary steps to update their personal identification data, as the absence of such updates significantly hinders communication between the company and its shareholders. The supporting documents required to update identification data are available on the website of Depozitarul Central SA, www.rocLEAR.eu/deținători/formulare/Modificarea_datorilor_de_identificare_ale_titularilor_de_cont or via: <https://www.rocLEAR.ro/Detinatori/DetinatoriModificareDate>. Requests for update data may be submitted directly at Depozitarul Central SA, or sent by mail at 4–8 Nicolae Titulescu Road, America House Building, East Wing, 1st Floor, Bucharest, District 1, Postal Code 011141. Further information may be requested by email: dividende@depozitarulcentral.ro or by phone: +40 21.408.58.00

For further information on payment of dividends, please contact us at relatii.investitori@transgaz.ro, or by phone 0269803217; 0269803216; 0269803258.

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DIRECTOR - GENERAL