



TURBOMECHANICA

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Unique European Identifier (EUID): ROONRC. J40/533/1991

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Fully paid-up subscribed share capital RON 36,944,247.50

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No. 19/01.10.2024

PROCEDURE

regarding the payment of dividends for 2023 by Turbomecanica S.A.

Following the decision of the Ordinary General Meeting of Shareholders ("OGMS") of Turbomecanica S.A. on April 29, 2024, Turbomecanica S.A. announces the payment of dividends for the financial year 2023, through the Central Depository S.A. ("Central Depository") and BRD - Groupe Societe Generale ("BRD") – the selected paying agent – starting with October 24, 2024 ("Payment Date").

The gross dividend is RON 0.024361032/share for shareholders registered in the Shareholders' Register on the registration date 11.10.2024, the related dividend tax to be withheld at source at the rates provided by law.

The payment of dividends will be made to the shareholders of TURBOMECHANICA SA registered in the Register of Shareholders kept by Depozitarul Central SA, on 11.10.2024 (Registration Date), approved by the Ordinary General Meeting of Shareholders on 29.04.2024 (EX date: 10.10.2024).

The costs related to the payment of dividends will be borne by TURBOMECHANICA SA

Methods of payment of dividends:

1. Through Participants (Custodian Banks or Brokers): Individuals and legal entities / other entities that have an account opened with the Participant (intermediary participating in the clearing-settlement system and register of the Central Depository):

For shareholders who are natural persons, legal entities or other entities, who on the Registration Date hold shares highlighted in Section II of the Register of Shareholders of Turbomecanica S.A. in the account opened with the Participant, the dividends will be automatically paid by bank transfer through the Central Depository to the Participants' accounts on the Payment Date.

The payment option is the option expressed by the non-resident shareholders who have an account opened with the Participant and is communicated to the Central Depository by the Participant in

the reporting from the Registration Date made in accordance with the applicable Legal Regime, regarding:

a) the payment of dividends with the withholding of the dividend tax at the standard rate provided by the Romanian Fiscal Code, in force on the Payment Date;

b) the payment of dividends with the dividend tax rate duly withheld, according to the Double Taxation Conventions, based on the complete and correct tax documentation, previously submitted by the shareholder and received by the issuer, until 17.10.2024.

Non-resident shareholders, who have an account opened with the Participant (Custodian Bank or Broker), who wish to apply the more favorable provisions of a Double Taxation Convention concluded between Romania and their country of residence or the more favorable provisions applicable to non-resident pension funds (as defined in the legislation of the Member State of the European Union or in one of the EFTA States), must submit through the Participant the tax residence certificate for the year in which the dividends are paid, within the validity period, in original or certified copy, apostilled/superlegalized, if applicable, accompanied by an authorized translation, as well as contact details for any clarifications on the tax residence certificates (in the case of non-resident pension funds, the documents provided for in item 2.2. of Annex 1 will also be submitted, regarding non-resident pension funds):

- until 17.10.2024, at the address of Turbomecanica S.A. in Bucharest, bd. Iuliu Maniu nr. 244, sector 6, with the mention "Dividends 2023". Turbomecanica S.A. is not responsible for the non-application of the more favorable tax treatment mentioned above, in the absence of presentation within the mentioned term of the documentation and/or clarifications requested.

In the case of non-resident shareholders represented by a Participant, Turbomecanica S.A. will withhold the dividend tax from the gross dividend at the standard rate in force provided by the Romanian Tax Code if:

- have not submitted the correct and complete tax documentation (including the documents provided for in item 2 of Annex 1, relating to non-resident pension funds) and any clarifications requested, by 17.10.2024.

2. Only for payments by bank transfer according to the requests of the shareholders addressed directly to the Central Depository

Starting with 2015, the Central Depository offers the possibility to all shareholders not represented by the Participants, to collect any amount of money due by bank transfer in a bank account, regardless of the issuer who distributes the amounts of money, being valid for future distributions until otherwise notified. In order to benefit from this payment method, shareholders are invited to contact the Central Depository directly at the telephone number 021.408.58.41 or 021.408.59.56 021/408.59.23, fax. 021/408.58.14 and/ or e-mail address: dividende@depozitarulcentral.ro

3. Through the paying agent – BRD Groupe Societe Generale:

i. In cash: only for individuals who do not have an account opened with the Participant and who have not indicated a bank account to the Central Depository: at BRD counters, at any BRD unit.

For individual shareholders who do not fall under points 1 and 2, the payment of dividends will be made in cash at BRD counters, at any BRD unit. The list of BRD units is available on the <https://www.brd.ro/agentii-si-atm-uri> website.

Cash payments will be made within the limits of the amounts established in the applicable legislation.

ii. By bank transfer: natural and legal persons/other entities that do not have an account opened with the Participant and who have not indicated a bank account to the Central Depository:

Shareholders who are natural and legal persons/other entities who wish to pay dividends by bank transfer may request payment by bank transfer from BRD by presenting at the bank's counters the documents mentioned in **Annex no. 1, point 1.**

All documents presented at the bank counters in plain copy will be certified for compliance with the original.

For shareholders who are legal entities, the payment of dividends is made exclusively by bank transfer.

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For non-resident shareholders who choose the payment methods in points 2 and 3 (respectively they do not have an account opened with the Participant and do not indicate a bank account to the Central Depository):

For payment by bank transfer/cash on the Payment Date (25.10.2024) in the case of non-resident shareholders who do not have an account opened with the Participant and who wish to apply the more favorable provisions of the Double Taxation Convention concluded between Romania and their country of residence or the more favorable provisions applicable to non-resident pension funds (as defined in the legislation of the European Union member state or in one of the EFTA states), the tax documents must be received by 17.10.2024 at the headquarters of Turbomecanica S.A. in Bucharest, bd. Iuliu Maniu nr. 244, sector 6, with the mention "Dividends 2023". Payment by bank transfer/cash on the Payment Date (25.10.2024) will be made by BRD on the condition of submitting all the documents necessary to make the payment as mentioned in this procedure.

After the Payment Date, BRD will make the payment of the net dividends within two working days from the date of receipt by BRD of the request for payment by bank transfer and of the complete and correct supporting documents and any clarifications requested. The date of crediting the shareholders' bank accounts depends on the interbank circuit and the chain of correspondent banks.

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The commissions charged by BRD and the Central Depository for the payment of net dividends in RON are borne by Turbomecanica S.A.

The payment of the net dividends due to the shareholders of Turbomecanica S.A. for the financial year 2023 is subject to the general provisions on prescription, and any payment request made after 25.10.2027, respectively within 3 (three) years from 25.10.2024, will be declared time-barred.

BRD and the Central Depository, as the case may be, reserve the right to request additional documents from the shareholder/his proxy following the analysis of the requests for payment of dividends to Turbomecanica S.A. Additional information regarding the dividend payment procedure may be requested:

- to the BRD Payment Agent at the titluri@brd.ro email address or at the following telephone numbers: +40 726.336.037, +40 722.642.649.

- At the Central Depository at the email address dividende@depozitarulcentral.ro or at the following telephone numbers: +4 021 408 5856, +4 021 408 5923.
- For other types of questions regarding dividends or shares of Turbomecanica S.A., please contact the Investor Relations department of Turbomecanica S.A. at 0724200288 phone number or email zaira.bamberger@turbomecanica.ro.

Eng. RADU VIEHMANN
President General Manager

Ec. CLAUDIA ANGHEL
Economic and Commercial Director

Annex no. 1 – Supporting documents for the payment of dividends

1. PAYMENTS THROUGH THE BRD PAYMENT AGENT – Groupe Societe Generale

INDIVIDUALS:

1.1 In the case of resident individuals who present themselves in person at BRD units, the payment of dividends is made based on the identity document with the personal identification number (C.N.P.) inscribed.

1.2 In the case of non-resident individuals who will appear in person at BRD units, the payment of dividends is made based on the document with which the shareholder identifies himself, having written data that must correspond to those with which the shareholder is registered in the records of the Central Depository;

1.3 In the case of natural persons under the age of 14, the payment of dividends is made to the legal representative in this case - the guardian/parent of the minor, based on the following documents: the identity document of the guardian/parent with the personal identification number (C.N.P.) + 1 photocopy certified for compliance with the original (the photocopy is retained by the Paying Agent), the birth certificate of the shareholder who must have the C.N.P. registered + 1 certified photocopy for conformity with the original (photocopy is retained by the Paying Agent), the legal act establishing guardianship in the case of the guardian who is not one of the parents + 1 certified photocopy for compliance with the original (photocopy is retained by the Paying Agent);

1.4 In the case of natural persons with a curatorship, the payment of dividends is made through the curator of the respective person, based on the following documents: the identity document of the curator with the personal identification number (C.N.P.) + 1 certified photocopy for compliance with the original (photocopy is retained by the Paying Agent), the identity document of the shareholder with the personal identification number (C.N.P.) + 1 certified photocopy for compliance with the original (photocopy is retained by the Paying Agent); the legal document establishing the curatorship + 1 certified photocopy for conformity with the original (the photocopy is retained by the Paying Agent);

1.5 In the case of natural persons who do not appear in person at the counter, but mandate another person to do so, the payment of dividends is made to the representative of that person, based on the following documents: special power of attorney authenticated at a notary which includes the power of attorney to collect the Amounts to be distributed issued no more than 3 years prior to the date on which the payment is made, unless the power of attorney has a validity period of more than 3 years and is valid on the date on which the payment is made + 1 photocopy certified for compliance with the original (the photocopy is retained by the Paying Agent) and the identity document of the authorized person having the personal identification number (C.N.P.) + 1 photocopy certified for compliance with the original (photocopy is retained by the Paying Agent);

LEGAL ENTITIES:

Shareholders who are legal persons, through a legal or conventional representative, shall submit:

- copy of the registration certificate – certified by the legal representative "in accordance with the original";
- copy of the document certifying the quality of legal representative of the company (certificate of ascertainment issued by the Trade Register/equivalent entity – for entities of foreign nationality) – certified by the legal representative "in accordance with the original";
- a copy of the documents attesting to the signatory of the application as a conventional representative, if applicable – certified by the conventional representative "in accordance with the original";
- account statement or a document issued by the bank (signed and stamped) confirming the existence of the account in the name of the holder - legal entity, specifying the IBAN code, in original;

Note 1: In the case of co-owners, payments will be processed under the condition that all co-owners present themselves at the counter, personally or through a legal and/or conventional representative.

Note 2: The documents presented in a foreign language will be accompanied by the legalized translation into Romanian, and if they are issued by a foreign authority, they must be apostilled or superlegalized, as the case may be.

Note 3: The paying agent will be able to make cash payments to individuals within the limits of the amounts established in the applicable legislation.

Note 4: In the case of payments by bank transfer to banks other than BRD, the above documents shall also be accompanied by a bank statement certified by the bank requesting the transfer of dividends or a supporting document issued by the bank showing the holder of the aforementioned bank account. **The account holder can only be the shareholder or, as the case may be, his proxy.**

Exceptional situations:

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

- to the shareholders whose CNP in the documents presented at the counter does not agree with the one registered in the records of the Paying Agent and received from the Central Depository. They will be directed to the Central Depository.
- to the heirs of the shareholders, based on the certificates of inheritance. They will be directed to the Central Depository.

2. In the case of PENSION FUNDS, the following documents shall be sent to the issuer:

- copy of the identity document of the legal representative of the fund management company, within the validity period – identity card with CNP for Romanian citizens or passport with identification number for foreign citizens;

- copy of the certificate of ascertainment of the fund management company / other equivalent document, not older than 3 months, mentioning the legal representative of the fund management company;
- copy of the registration certificate/other equivalent document for the fund management company;
- copy of the decision of the regulatory authority attesting the authorization of the fund management company and the pension fund;
- in the case of non-resident pension funds: tax residence certificate, in original or in a certified copy, apostilled/superlegalized, if applicable, accompanied by the authorized translation into Romanian, a declaration on own responsibility of the legal representative of the fund management company attesting that the authorization of the fund management company and the pension fund is valid on the date of payment, if they represent pension funds as defined in the legislation of the Member State of the European Union or in one of the EFTA States, and if available, information on the official website of the regulatory authority in the country of origin where the status of pension fund can be verified.

The documents submitted by the Pension Funds in a foreign language will be accompanied by the legalized translation into Romanian, and if they are issued by a foreign authority, they must be apostilled or superlegalized, as the case may be.

3. Shares held in co-ownership

In the case of shares held in co-ownership, the payment of dividends will be made according to the following particularities:

- 3.1. In the case of payments by bank transfer, the dividends due to the co-owners will be transferred to the account indicated by all the co-owners based on the joint request addressed to BRD.
- 3.2. In the case of cash payments, payments will be made in cash provided that all co-owners present themselves to BRD, personally or through a legal and/or conventional representative and present the documents provided above for cash payments.
- 3.3. In case of payments to those who have an account opened with the Participant, the dividends due to the co-owners will be transferred to the Participant whose clients they are.
- 3.4. In the event that the co-owners request both the registration by the Central Depository of the direct transfer of ownership of the financial instruments as a result of the exit from the joint ownership, in accordance with the applicable legal regime, and the direct payment to each of the co-owners according to the number of instruments acquired in exclusive ownership, the Central Depository will block the payment of dividends, the payment to be made to each former co-owner according to this Procedures.

4. Deceased shareholders

4.1. If deceased persons are included in the Register of Shareholders on the Registration Date, the dividends are to be paid only after the request by the heir(s) and the registration by the Central Depository of the direct transfer of ownership of the financial instruments as a result of the succession, in accordance with the applicable Legal Regime.

Eng. RADU VIEHMANN
President General Manager

CLAUDIA ANGHEL
Economic and Commercial Director