

To:
BURSA DE VALORI BUCUREȘTI S.A.
AUTORITATEA DE SUPRAVEGHERE FINANCIARĂ

CURRENT REPORT 30/2023

According to Law nr. 24/2017 regarding issuers of financial instruments and market operations, ASF regulation nr. 5/2018 regarding the issuers of financial instruments and market operations and/or the Bucharest Stock Exchange Rulebook for Multilateral Trading System.

Date of report	03.10.2023
Name of the Company	NOROFERT S.A.
Registered Office	Bucharest Str. Lt. Av. Șerban Petrescu Nr. 20, Ground Floor, Room 1 and 2, District 1
Phone	0753 157 858
Email	investitori@norofert.ro
Registration nr. with Trade Registry	J40/4222/2000
Fiscal Code	12972762
Subscribed and paid share capital	6,859,152 lei
Total number of shares	17,147,880
Market where securities are traded	MTS AeRO Premium, symbol NRF for shares Bonds-SMT, symbol NRF25 for bonds

Important events to be reported: Dividend payment

Norofert SA, hereinafter referred to as the Company, informs the market that, in accordance with the Resolution of the Ordinary General Meeting of Shareholders No.1. from 21.04.2023, the Company will pay the dividends through Central Depository and BRD - Groupe Societe Generale - the selected paying agent, starting from 20.10.2023, to the Company's shareholders registered in the Register of Shareholders held by the Central Depository on the registration date 03.10.2023.

The gross dividend is 0.0699 lei per share, and where appropriate, the related dividend tax will be withheld at source in the rates provided by law.

Details on the methods of dividend payment can be found in the document attached to this current report as well as on the Company's website, Investors section: [**www.norofert.ro/dividends**](http://www.norofert.ro/dividends).

PRESIDENT OF THE BOARD OF DIRECTORS

Popescu Vlad Andrei

INFORMATION

REGARDING THE METHODS OF PAYING DIVIDENDS FOR THE 2022 FINANCIAL YEAR

Considering the Resolution of the Ordinary General Meeting dated 21.04.2023 of the shareholders of Norofert S.A., hereinafter referred to as the Company, Norofert announces the payment of dividends related to the 2022 financial year, through the Central Depository S.A. (hereinafter referred to as the "Central Depository") and BRD Groupe Societe Generale S.A., hereinafter referred to as BRD - the selected paying agent - starting from 20.10.2023, hereinafter referred to as the "Payment Date", with the ex-date of 02.10.2023, to Norofert S.A. shareholders registered in the Register To the shareholders held by the Central Depository on the registration date 03.10.2023, hereinafter referred to as the "Registration Date".

The gross dividend is **0.0699 lei per share**, and the related dividend tax will be withheld at source in the rates provided by law, as the case may be.

This dividend distribution procedure is also available to the public on the Company's website, Investors section at the following link www.norofert.ro/dividends.

Method of payment of dividends:

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

For shareholders, natural persons, legal entities or other entities, who on the registration date hold an account opened with a Participant, the dividends will be automatically paid by bank transfer through the Central Depository to the Participant's accounts, on the Payment Date.

In the case of shares held in co-ownership, the dividends due to the co-owners will be transferred to the Participant whose customers they are.

Non-resident shareholders, who have an account opened with a Participant, who wish to apply the more favorable provisions of a Convention for the avoidance of double taxation concluded between Romania and their country of residence, must submit:

- the tax residency certificate for the year in which the dividends are paid, within the validity period, in the original or legalized copy, apostilled/superlegalized, if applicable, accompanied by an authorized translation into Romanian;

- for shareholders of non-resident legal entities – a self-responsibility declaration signed, holograph or using an embedded extended electronic signature based on a certificate qualified according to the law, by the legal representative/person authorized to represent the entity by which it is declared:

- the identification data of the entity as a shareholder of Norofert S.A., respectively: the unique identification code, as shown in the Register of Norofert S.A. Shareholders kept by the Central

Norofert S.A.

J40/4222/2000; CUI RO12972762

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District 1, Bucharest, Romania

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Depository, the full name of the entity, the registration number with the competent national authority (eg Trade Register, Central Bank);

- the fact that the entity is the actual beneficiary of the dividend income obtained from Norofert S.A.;
- the fact that the entity is a payer of profit tax or any other tax that replaces the profit tax in the country of fiscal residence;
- the fact that income from dividends is taxed with profit tax or any other tax that replaces the profit tax in the country of residence, at the level of the entity that has the capacity of shareholder in Norofert S.A.;

The documents must be submitted by **October 5, 2023**, at the address of Norofert S.A. in Justitiei Str. no. 63, sector 4, Bucharest, postal code 040117, to the attention of the Investor Relations Department (for the speedy analysis of the documentation, we also recommend sending the scanned documentation to the following e-mail address: **investitori@norofert.ro**). We mention that the application of the Convention for the Avoidance of Double Taxation is conditional on the receipt by **October 5, 2023** of the complete and correct documents. Norofert S.A. is not responsible for the non-application of the more favorable tax treatment mentioned above, in the absence of the presentation of the requested documentation within the mentioned term.

Thus, in the case of non-resident shareholders, Norofert S.A. will withhold the dividend tax from the gross dividend at the standard rate in force provided by Law no. 227/2015 regarding the Fiscal Code, if they have not submitted the tax residence certificate and any clarifications and additional documents requested by **October 5, 2023**.

2. Payments by bank transfer to the accounts of shareholders not represented by Participants, accounts communicated to the Central Depository

According to the requests of the shareholders who do not have an account open with the Participant, these requests being addressed directly to the Central Depository.

The Central Depository offers the possibility to all shareholders not represented by Participants to collect any sum of money due by bank transfer to a bank account, regardless of the issuer that distributes the sums of money, being also valid for future distributions until further notice. To benefit from this method of payment, shareholders are invited to contact the Central Depository directly at the telephone number 021.408.58.74 and/or the e-mail address: **dividende@depozitarulcentral.ro**.

In the case of investment funds / collective investment bodies without legal personality framed in this way according to the regulations regarding the capital market in Romania, in order to benefit from the applicable legal provisions, it is necessary to submit the following documents:

➤ a self-responsibility declaration signed, holograph or using an embedded extended electronic signature based on a certificate qualified according to law, by the legal representative/person authorized to represent the investment fund declaring:

- the type of Norofert S.A. shareholder investment fund (eg open-end investment fund/closed-end investment fund);
- the fact that the fund has no legal personality;
- the identification data of this fund as a shareholder of Norofert S.A., respectively: the unique identification/registration code, as shown in the Register of Norofert S.A. Shareholders held by

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the Central Depository, the full name of the investment fund, registration number in the Register ASF, number and date of the ASF authorization decision (CNVM);

- copy of the identity card of the legal representative/person authorized to represent the fund, within the validity period - identity card/passport with CNP for Romanian citizens or passport with identification number for foreign citizens - certificate of holder "in accordance with the original";
- copy of the relevant document showing the quality of the person signing the statement as legal representative / person authorized to represent the fund - certified "in accordance with the original".

Norofert S.A. is not responsible for the non-application of the more favorable tax treatment mentioned above, in the absence of the presentation within the mentioned term of the requested documentation and/or clarifications. In the event that the documents mentioned above will not be sent, until **October 5, 2023**, Norofert S.A. will withhold the dividend tax from the gross dividend at the standard rate in force provided by the Fiscal Code.

The aforementioned documentation will be sent through one of the following options:

1. email: **investitori@norofert.ro**;
2. by mail or courier services with confirmation of receipt at the headquarters of Norofert S.A. in Justitiei Str. no. 63, Sector 4, Bucharest.

3. Through the payment agent – BRD Groupe Societe Generale

a). In cash, only for individuals who do not have an account with the Participant, payment is made at the counters of BRD banking units. The list of BRD units is available on the website **www.brd.ro**.

In the case of shares held in co-ownership, payments will be made in cash, provided that all co-owners appear at the counters of BRD units, in person or through a legal representative, and present the documents provided for cash payments.

The paying agent will be able to make cash payments within the limits of the amounts established in the legislation applicable at the time of payment.

b). By bank transfer for natural and legal persons who do not have an account with the Participant.

Shareholders of natural and legal persons/other entities who wish to pay dividends by bank transfer can request payment by bank transfer to BRD by submitting the form for payment of dividends by bank transfer accompanied by the supporting documents.

In the case of shares held in co-ownership, the dividends due to co-owners will be transferred to the account indicated by all co-owners.

The holder of the bank account in which the transfer of net dividends is requested can only be the shareholder.

Information note regarding the processing of personal data of shareholders, natural persons and/or legal representatives of Norofert S.A. shareholders, legal persons/other entities.

Norofert S.A. processes the personal data entered in the Company's shareholder register provided by Depozitarul Central S.A. consisting of name, surname, CNP for Romanian holders or a similar unique code for foreign holders, identity card series and number, address, locality, territorial administrative

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unit (county for Romanian holders), country, citizenship, shareholder status, number of shares held. Also, Norofert S.A. processes the data provided by the registered shareholders directly or through a member of their family or through another person entitled for this purpose. Norofert S.A. processes the personal data of its shareholders for the fulfillment of legal and contractual obligations regarding the calculation, registration and payment of dividends.

The personal data of the shareholders are intended for use by Norofert S.A. for the above-mentioned purpose and can only be communicated to the following recipients, as appropriate:

- (i) the Company's shareholders and their legal/conventional representatives;
- (ii) Central Depository S.A.;
- (iii) the paying agent through which the dividend payment will be made (BRD – Groupe Société Générale S.A.);
- (iv) central or local public authorities;
- (v) the National Fiscal Administration Agency;
- (vi) Financial Supervision Authority.

Norofert S.A. also has the obligation to communicate personal data requested by courts, prosecutors, criminal investigation bodies, notaries, bailiffs, if they are necessary for carrying out checks, investigations or trials.

We inform you that any changes to personal data in the shareholders' register (changes of name, address, etc.) are made only by Central Depository S.A. at the request of the shareholder/person entitled.

The company will store the personal data of the shareholders for the period of time necessary to fulfill its legal and contractual obligations, in compliance with the legal regulations in force. After the time when the above-mentioned processing period expires and the Company no longer has legal reasons or a legitimate interest regarding the processing of these personal data, they will be deleted in accordance with the Company's procedures.

In accordance with the legislation in the field of personal data protection, shareholders benefit from specific rights in relation to data processing, including the right to access data, as well as, in accordance with the conditions of the applicable legislation, to rectify or delete them, to restrict of processing, to oppose processing and the right to data portability.

Also, the shareholders have the right to file a complaint before the National Supervisory Authority for the Processing of Personal Data and the right to address the competent courts.

1. SUPPORTING DOCUMENTS FOR THE PAYMENT OF DIVIDENDS IN CASH

1.1 In the case of resident natural persons who present themselves in person at BRD units, the payment of dividends is made on the basis of the identity document with the personal numerical code written on it.

1.2 In the case of non-resident natural persons who will appear in person at the BRD units, the payment of dividends is made on the basis of the passport.

1.3 In the case of natural persons under the age of 14, dividends are paid to the legal representative, based on the following documents: the shareholder's birth certificate, which must have

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the CNP registered + 1 certified photocopy for compliance with the original, the legal document establishing guardianship in the case of the guardian who is not one of the parents + 1 photocopy certified for compliance with the original and the identity document of the guardian/parent + 1 photocopy certified for compliance with the original.

1.4 In the case of natural persons with trusteeship instituted, the payment of dividends is made through the curator of that person, based on the following documents: the shareholder's identity document which must have the CNP registered + 1 photocopy certified for compliance with the original, the legal document establishing the trusteeship + 1 photocopy certified for compliance with the original and the curator's identity document + 1 photocopy certified for compliance with the original.

1.5 In the case of natural persons who do not present themselves at the counter but mandate another person to do so, the payment of dividends is made to that person's authorized representative, based on the following documents: special power of attorney authenticated at the notary which includes the authorization to withdraw the dividends + 1 certified photocopy for compliance with the original and identity document of the proxy + 1 certified photocopy for compliance with the original.

1.6 Documents presented in a foreign language will be accompanied by the legalized translation in Romanian, and if they are issued by a foreign authority, they must be apostilled or superlegalized, as the case may be.

1.7. No net dividend payments will be made at the counters of the Paying Agent in the following cases:

- to shareholders whose CNP from the documents presented at the counter does not match the one entered in the Paying Agent's records and received from the Central Depository. They will be directed to the Central Depository;
- to the heirs of the shareholders, based on the heir certificates. They will be directed to the Central Depository.

2. SUPPORTING DOCUMENTS FOR THE PAYMENT OF DIVIDENDS BY BANK TRANSFER

Shareholders, natural persons and legal entities/other entities who wish to pay dividends by bank transfer can request from the Payment Date (**October 20, 2023**) to BRD the payment by bank transfer based on the "Dividend payment request by bank transfer" form accompanied by the supporting documents, so:

2.1 Individual shareholders, in person or through a legal or conventional representative, will present the above form, in which the bank and the account opened in the shareholder's name will be specified (the model is available on the website of the Central Depository - www.depozitarulcentral.ro) accompanied by:

- copy of the valid identity document in which the personal numerical code is legible - certified "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 shareholder, specifying the IBAN code, in the original;
- the copy of the documents certifying the quality of the signatory of the application as a legal or conventional representative, if applicable - certified "in accordance with the original";

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2.2 Shareholders of legal persons/other entities, through a legal representative, will present the form specifying the bank and the account (IBAN code) opened in the name of the shareholder (the model is available on the website of the Central Depository - www.depozitarulcentral.ro) accompanied by:

- copy of the registration certificate - certified "in accordance with the original";
- copy of the document that certifies the status of the company's legal representative (verifying certificate issued by the trade register) - certified "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 the original;

3. OTHER PROVISIONS

Deceased shareholders

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 an effect of the succession, in accordance with the applicable legal regime.

The amounts related to the dividends due to the shareholders are not interest-bearing and no interest will be due for the period between the Dividend Payment Date and the date on which the shareholders actually receive the amounts related to the dividends.

Norofert S.A. will not have any liability if the dividend payment cannot be made or will be made late for reasons not attributable to Norofert S.A., including, but not limited to, if Norofert S.A. is notified by the institution a lien on the sums of money representing the dividends of the relevant shareholder or if the shareholder cannot receive the full amount representing dividends in cash as a result of exceeding any legal limit on the payment in cash.

This dividend distribution procedure is also available to the public on the Company's website, Investors section at the following link www.norofert.ro/dividends.

Additional information on the dividend payment procedure can be requested from Central Depository at phone number: 021-4085800 or e-mail: dividende@depozitarulcentral.ro.

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