



**Resolution number 6 /28.06.2018
of the Ordinary General Meeting of Shareholders of
Societatea Nationala Nuclearelectrica S.A.**

Headquarters: 65 Polona street, District 1, 010494 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 28 June 2018, 10:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Ordinary General Meeting of Shareholders (OGMS) of SNN, held at Hotel Ramada Plaza, Australia Room, 3-5 Poligrafiei street, Bucharest; the OGMS was opened by the President of the meeting, Mr. Iulian-Robert TUDORACHE, in his capacity of President of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2023 of 25.05.2018, in the, Romania Libera newspaper, number 8137 of 25.05.2018 and on the website of the Company;
- The amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2290 dated 15.06.2018, in the Bursa newspaper, number 103 of 15.06.2018 and on the website of the Company
- The provisions of the effectual Articles of Incorporation of the Company;
- Legal applicable provisions;

The President of the meeting records at the beginning of the meeting, that the OGMS is legal and statutory, 21 shareholders are present or represented, owning a total number of 257.831.503 shares, representing 85,51232% of the subscribed and paid up share capital, representing 85,51232% of the total voting rights. The requirement regarding quorum is met in accordance with the provisions of article 16 of the Articles of Incorporation and of article 112, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the OGMS is statutory and legally convened and that it can adopt viable resolutions regarding the items on the agenda.

Following the debates, the shareholders of the Company hereby decide:



1. The election of the Secretary of the OGMS.

As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the OGMS Mr. Sorin Teodoru and the Company appoints Mrs. Cristina Bacaintan and Mrs. Saida Ismail as technical secretary of the OGMS.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.092.303 votes, representing 99,71330% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.092.303 votes “for”
- 0 votes “against”
- 739.200 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

2. Take note of the quarterly report – Ist quarter of 2018 – prepared by the Board of Directors of SN Nuclearelectrica SA in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations.

This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

3. The quarterly report of the Board of Directors of SN Nuclearelectrica SA for the Ist quarter of 2018 **is not approved**, prepared in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item **is not adopted** with 248.736.743 votes, representing 96,47260% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- 9.002.260 votes “for”
- 248.736.743 votes “against”
- 92.500 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

4. **The revoking** of Mr. Iulian-Robert Tudorache as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

5. **The revoking** of Mr. Cristian Gentea as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

6. **The revoking** of Mrs. Elena Popescu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

7. The revoking of Mr. Mihai-Daniel Anitei as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

8. The revoking of Mr. Dragos Banescu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

9. **The revoking** of Mr. Mirel-Alexandru Marcu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

10. **The revoking** of Mr. Cristian Dima as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11. **Election** of 7 provisional administrators of SN Nuclearelectrica SA, starting with 30.06.2018 for a 4 months mandate. (secret vote)

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 250.024.706 votes, representing 96,97213% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 250.024.706 votes “for”
- 1.828.718 votes “against”
- 1.025.337 votes “abstain”
- 4.952.742 ”unexpressed” votes

A number of 0 votes was canceled.

11.1 The election of **Mr. Iulian Robert Tudorache** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 253.339.648 votes, representing 98,25783% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 253.339.648 votes “for”
- 3.466.518 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.2 The election of **Mr. Cristian Gentea** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 253.339.772 votes, representing 98,25788% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 253.339.772 votes “for”
- 3.466.394 votes “against”

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- 1.025.337 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

11.3 The election of **Mrs. Elena Popescu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 254.365.109 votes, representing 98,65556% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 254.365.109 votes “for”
 - 3.466.394 votes “against”
 - 0 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

11.4 The election of **Mr. Dragos Banescu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.716.020 votes, representing 97,62811% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.716.020 votes “for”
 - 5.090.146 votes “against”
 - 1.025.337 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

11.5 The election of **Mr. Mirel Alexandru Marcu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 255.155.548 votes, representing 98,96213% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 255.155.548 votes “for”
- 1.650.618 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.6 The election of **Mr. Cristian Dima** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.716.144 votes, representing 97,62816% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.716.144 votes “for”
- 5.090.022 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.7 The election of **Mr. Mihai Daniel Anitei** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 256.180.885 votes, representing 99,35981% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 256.180.885 votes “for”

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- 1.650.618 votes “against”
 - 0 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

12. **Approve** of the gross monthly fixed remuneration for the provisional members of the Board of Directors at the level of two averages for the last twelve months of the gross average monthly wage for the activity unfolded according to the main object of activity registered by the company, at class level according to the activity classification within the national economy, communicated by the National Institute of Statistics prior to the appointment,

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.114.224 votes, representing 97,39470% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.114.224 votes “for”
- 5.691.942 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 .votes was canceled.

13. **The rejection** of the appointment of 7 provisional members of the Board of Directors of SN Nuclearelectrica SA starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote)

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 249.813.443 votes, representing 96,89019% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 3.663.918 votes “for”
- 249.813.443 votes “against”

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- 0 votes “abstain”
 - 4.354.142 ”unexpressed” votes
- A number of 0 votes was canceled.

13.1 The rejection of the appointment of **Mr. Iulian Robert Tudorache** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.643 votes, representing 97,17689% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.523 votes “for”
- 250.552.643 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.2 The rejection of the appointment of **Mr. Cristian Gentea** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.647 votes “for”
- 250.552.519 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



13.3 The rejection of the appointment of **Mrs. Elena Popescu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 7.278.984 votes “for”
- 250.552.519 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.4 The rejection of the appointment of **Mr. Dragos Banescu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.643 votes, representing 97,17689% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.523 votes “for”
- 250.552.643 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.5 The rejection of the appointment of **Mr. Mirel Alexandru Marcu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.743 votes, representing 96,47260% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 8.069.423 votes “for”
- 248.736.743 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.6 The rejection of the appointment of **Mr. Cristian Dima** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.647 votes “for”
- 250.552.519 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.7 The rejection of the appointment of **Mr. Mihai Daniel Anitei** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.743 votes, representing 96,47260% of the total

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 9.094.760 votes “for”
- 248.736.743 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

14. The rejection of the gross monthly fixed remuneration for the provisional members of the Board of Directors at the level of two averages for the last twelve months of the gross average monthly wage for the activity unfolded according to the main object of activity registered by the company, at class level according to the activity classification within the national economy, communicated by the National Institute of Statistics prior to the appointment, recalculated with the application of the provisions of OUG no. 79/2017 for the amendment and completion of the Law no. 227/2015 regarding the Fiscal Code and on the basis of art. 18 of OUG no.90/2017, as per the Note presented to the shareholders.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.813.234 votes, representing 97,27796% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 5.992.932 votes “for”
- 250.813.234 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

15. The approval of the mandate contract form which will be concluded with the provisional members of the Board of Directors.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.379 votes, representing 99,99995% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



The expressed vote are recorded as follows:

- 257.831.379 votes “for”
- 0 votes “against”
- 124 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

16. The empowerment of the representative of the majority shareholder, the Romanian State through the Ministry of Energy, in order to sign the mandate contracts with the provisional members of the Board of Directors of SN Nuclearelectrica SA.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

17. The approval of the profile of the Board of Directors and the profile of the candidates for the positions of administrators of SN Nuclearelectrica SA.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 252.878.637 votes, representing 98,07903% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 252.878.637 votes “for”
- 4.952.866 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



18. **Approve** of the ensured amount related to the professional liability for the administrators of the company, at the individual limit proposed by the Board of Directors to be maintained, namely 3.000.000 Euro.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.228.001 votes, representing 97,43883% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.228.001 votes “for”
- 6.603.502 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

19. **The rejection of the** ensured amount related to the professional liability for the administrators with mandate contracts and the limit of liability for the directors with mandate contracts as per the Note presented to the shareholders.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.885 votes, representing 96,47265% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 9.002.118 votes “for”
- 248.736.885 votes “against”
- 92.500 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

20. **Information regarding the** accomplishment of the requirements stated within the General Meeting of Shareholders dated 25 April 2018 regarding the clarification/resolution of the aspects highlighted by the independent financial auditor with regards to the individual and consolidated financial statements for the year 2017.

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

21. **Information note** on the transactions concluded with administrators, or directors, or employees, or shareholders having control over the company or a company controlled by them during 01.03.2018 – 01.05.2018, as per art. 52, paragraph (3) letter a) din of GED 109/2011 with subsequent amendments.

This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

22. **Information note** on the transactions concluded by SNN with another public company or with the public supervisory body if the transaction has a value, either individually or in a series of transactions, of at least the equivalent in lei of Euro 100.000, during 01.03.2018 – 01.05.2018, as per art. 52, paragraph (3) letter b) of GED 109/2011 with subsequent amendments.

This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

23. **The approval** of the date **17.07.2018 as registration date** in compliance with art. 86, paragraph (1) of Law 24/2017 regarding issuers of financial instruments and market operations, namely the date serving for the identification of the shareholders who will benefit from dividends or any other rights and who will be affected by the resolutions of the OGMS.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



A number of 0 votes was canceled.

24. **The approval** of the date **16.07.2018** as „**ex date**”, namely the date prior to the registration date on which the financial instruments which make up the object of the company’s resolutions are traded without the rights derived from the resolution, in compliance with the provisions of art. 2, letter f) from the Rules and Regulations number 6/2009 with the subsequent amendments.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

25. **The empowerment** of the President of the Board of Directors, to sign, on behalf of the shareholders, the OGMS’s Resolutions and any other documents in connection therewith, and to perform any act or comply with any formality required by law for the registration and enforcement of the OGMS’s Resolutions, including the publication and registration procedures thereof with the Trade Register Office or any other public institution. The President of the Board of Directors may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro



- "unexpressed" votes
A number of 0 votes was canceled.

For PRESIDENT OF THE BOARD OF DIRECTORS
Mandate Cristian Dima, member of the Board of Directors

SECRETARY OF THE MEETING

Sorin Teodoru