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THE MINISTRY OF ENERGY

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No. 7185/08.06.2018 ]

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**MINISTER'S CABINET**

102.221/Illegible/08.06.2018

**To:**

**Societatea Națională Nuclearelectrica S.A.**

**Board of Directors**

**Mr. Iulian-Robert Tudorache, President of the Board of Directors**

Considering:

- That the Ordinary General Assembly of Shareholders was called for June 28, 2018,
- The provisions of art. 117<sup>1</sup> paragraph 1 of the Law no. 31/1990 on companies, republished, with subsequent additions and amendments, corroborated with the provisions of art. 92 paragraph (3) of the Law no. 24/2017 on the issuers of financial instruments and open market operations, and of art. 14 of the company's Articles of Incorporation,

The Ministry of Energy, on behalf of the Romanian State as shareholder owning a number of 248,736,619 shares, representing 82.4959% of the registered capital of S.N. Nuclearelectrica S.A., requests to the Board of Directors of S.N. Nuclearelectrica S.A. the introduction of the following items on the agenda of the **Ordinary General Assembly of Shareholders** called for June 28, 2018:

*1. "Information on the quarterly report – quarter I 2018 – prepared by the Board of Directors, based on the provisions of the Government Emergency Ordinance (OUG) no. 109/2011 on the corporate governance of public undertakings, with subsequent amendments and additions, and on those of art. 67 of the Law no. 24/2017 on the issuers of financial instruments and open market operations".*

We request the introduction of this item before item 2 of the agenda as published.

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Remark: considering the provisions of art. 67 of the Law no. 24/2017 on the issuers of financial instruments and open market operations, this item is not subject to the shareholders' vote.

2. *“Selection of 7 temporary directors of S.N. Nuclearelectrica S.A, starting with June 30, 2018, for a mandate of 4 months”.*

We request the introduction of this item before item 10 of the agenda as published.

The candidates proposed by the Ministry of Energy for the position of temporary director are:

No.	Candidate's name	Place of residence	Professional training
1.	Iulian-Robert Tudorache	Pitești	Bachelor of the University Lucian Blaga Sibiu – Faculty of Law
2.	Cristian Gentea	Pitești	Bachelor of Bucharest University – Faculty of Physics
3.	Elena Popescu	București	Bachelor of Bucharest Polytechnic University – Faculty of Energetics
4.	Dragos Bănescu	București	Bachelor of Brasov Transylvania University – Faculty of Economics
5.	Mirel-Alexandru Marcu	București	Bachelor of Bucharest University of Constructions –Faculty of Civil, Industrial and Agricultural Constructions
6.	Cristian Dima	Galați	Bachelor of the Romanian-American University Anghel Rugina – Finance and Accounting

3. *“Approval of the gross monthly fixed indemnity for temporary members of the Board of Directors equaling 2 times the average of the last 12 months' gross monthly average salary for the activity carried out according to the main object of activity registered by the company, at*

*class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to the nomination”.*

We request the introduction of this item before item 11 on the agenda as published.

*4. “Approval of the insured amount of the professional indemnity insurance for the company’s directors, within the individual limit proposed by the Board of Directors, at the level of 3,000,000 Euros”.*

We request the introduction of this item before item 15 of the agenda as published.

The draft decisions proposed for adoption within the Ordinary General Assembly of Shareholders for the items proposed to be introduced on the agenda are:

*Decision 1: “Acknowledges the quarterly report – quarter I 2018 – prepared by the Board of Directors, based on the provisions of OUG 109/2011 on the corporative governance of public undertakings, with subsequent additions and amendments, and of art. 67 of the Law no. 24/2017 on the issuers of financial instruments and open market operations”.*

*Decision 2: “Selects 7 temporary directors of SN Nuclearelectrica SA, starting with June 30, 2018, for a mandate of 4 months”.*

*Decision 3: “Approves the gross monthly fixed indemnity for temporary members of the Board of Directors equaling 2 times the average of the last 12 months’ gross monthly average salary for the activity carried out according to the main object of activity registered by the company, at class level, according to the classification of activities in the national economy, communicated by the National Institute of Statistics prior to nomination”.*

*Decision 4: “Approves the insured amount of the professional indemnity insurance for the company’s directors, within the individual limit proposed by the Board of Directors, at the level of 3,000,000 Euros”.*

**MINISTER OF ENERGY**

**ANTON ANTON**

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