

Ministry of Energy
Minister's Office
No. 102911/AA/2.08.2018

National Company Nuclearelectrica SA
Registry Office
No. 9740/02.08.2018

To:
National Company Nuclearelectrica SA
Board of Directors
Mr. Iulian Robert Tudorache, Board of Director's Chairman

Considering:

- the Extraordinary General Meeting of Shareholders convening for 22.08.2018
- the provisions of Art. 117¹ (1) of Law no. 31/1990 on trading companies, as republished with subsequent amendments and supplements, in conjunction with the provisions of Art. 92(3) of Law no. 24/2017 on issuers of financial instruments and market operations, and those of Art. 14 of the Company's Articles of Incorporation,

The Ministry of Energy, on behalf of the Romanian State as shareholder with 248.736.619 shares representing 82.4959% of National Company Nuclearelectrica SA share capital:

1. Is asking the Board of Directors of National Company Nuclearelectrica SA to include on the agenda, after Item 1 of the said agenda as published, the following item:

*“**Postponement** of approval of Project Continuation Strategy reviewed text, with acknowledgement of stages executed up to this date, including those carried out based on the provisions of Government Memorandum no. 20/12683/MB of 13 July 2017 and subsequent mandate granted to National Company Nuclearelectrica SA Board of Directors pursuant to General Shareholders' Assembly Decision no. 6/24.08.2017, for the purpose of:*

- a. *Reorganizing the existing negotiation/approval phases and termination of activities conducted by the appointed commissions (Negotiation Commission and Inter-ministry Commission), said negotiation being continued by a negotiation commission appointed by National Company Nuclearelectrica SA executive management;*
- b. *Amending Art. 8.14 to the effect that the draft for Agreement of Investors and JVCo Articles of Incorporation shall be subjected to the approval of General Shareholders' Assembly of National Company Nuclearelectrica SA, according to the roles and responsibilities”.*

Proposed Decision Draft: *“shall postpone the approval of Project Continuation Strategy reviewed text, with acknowledgement of stages executed up to this date, including those carried out based on the provisions of Government Memorandum no. 20/12683/MB of 13 July 2017 and subsequent mandate granted to National Company Nuclearelectrica SA Board of Directors pursuant to General Shareholders' Assembly Decision no. 6/24.08.2017, for the purpose of:*

- a. *Reorganizing the existing negotiation/approval phases and termination of activities conducted by the appointed commissions (Negotiation Commission and Inter-ministry Commission), said negotiation being continued by a negotiation commission appointed by National Company Nuclearelectrica SA executive management;*

b. Amending Art. 8.14 to the effect that the draft for Agreement of Investors and JVCo Articles of Incorporation shall be subjected to the approval of General Shareholders' Assembly of National Company Nuclearelectrica SA, according to the roles and responsibilities”.

2. Is submitting the following decision draft as item 2 on the agenda, as published, pursuant to the vote expressed with regard to the item proposed to be entered on the agenda:

“Ascertainment of nullity of agenda item related to the approval of Project Continuation Strategy reviewed text, with acknowledgement of stages executed up to this date, including those carried out based on the provisions of Government Memorandum no. 20/12683/MB of 13 July 2017 and subsequent mandate granted to National Company Nuclearelectrica SA Board of Directors pursuant to General Shareholders' Assembly Decision no. 6/24.08.2017, for the purpose of:

- a. Reorganizing the existing negotiation/approval phases and termination of activities conducted by the appointed commissions (Negotiation Commission and Inter-ministry Commission), said negotiation being continued by a negotiation commission appointed by National Company Nuclearelectrica SA executive management;*
- b. Amending Art. 8.14 to the effect that the draft for Agreement of Investors and JVCo Articles of Incorporation shall be subjected to the approval of General Shareholders' Assembly of National Company Nuclearelectrica SA, according to the roles and responsibilities”.*

This request is substantiated by the fact that there the need to clarify certain aspects and change the original strategy by including the “reviewed Project Continuation Strategy for Units 3 and 4 of Cernavoda CNE nuclear power plant”, document published on the company’s webpage, these wordings exceeding the two aspects/elements mentioned in the agenda item, respectively (a) reorganizing the existing negotiation/approval phases and termination of activities conducted by the appointed commissions (Negotiation Commission and Inter-ministry Commission), said negotiation being continued by a negotiation commission appointed by National Company Nuclearelectrica SA executive management and b) Amending Art. 8.14 to the effect that the draft for Agreement of Investors and JVCo Articles of Incorporation shall be subjected to the approval of General Shareholders' Assembly of National Company Nuclearelectrica SA, according to the roles and responsibilities.

**Ministry of Energy
Anton Anton**

signature and round seal affixed