



**Resolution number 11/19.12.2019
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, 19 December 2019, 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 Capital Plaza, Ion Mincu I Room, Bd. 54 Iancu de Hunedoara, District 1, 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 4817 of 18.11.2019, in the "Romania Libera" newspaper, number 8510 of 18.11.2019 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, 25 shareholders are present or represented, owning a total number of 276.661.143 shares, representing 91.75736 % of the subscribed and paid up share capital, representing 91.75736 % 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. Alexandru Prepelita and the Company appoints Ms Iuliana Cormos and Ms Saida Ismail as technical secretary of the OGMS.



In the presence of the shareholders representing 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is adopted with 274.851.501 votes, representing 99.34590 % 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:

- 274.851.501 votes “for”
- 1.809.529 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 113 votes was canceled.

2. The rejection of the distribution of the amount of 512,573,546.7 lei from the reported result of the company, in the form of supplementary dividends, respectively of the value of the gross of supplementary dividend per share amounting to 1.7 lei, of the date of payment of the dividends, respectively of 31.01.2020 and of the payment methods, provided in the Note presented to shareholders.

In the presence of the shareholders representing 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is rejected with 251.802.091 votes, representing 91.01462% 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:

- 24.859.052 votes “for”
- 251.802.091 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

3. The approval of the date **17.01.2020 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 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is adopted with 274.851.614 votes, representing 99.34594 % of the total



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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:

- 274.851.614 votes “for”
- 1.809.529 votes “against”
- 0 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was canceled.

4. The approval of the date **16.01.2020** 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, paragraph (2) letter l) from the ASF Regulation no. 5/2018 regarding issuers of financial instruments and market operations.

In the presence of the shareholders representing 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is adopted with 274.851.614 votes, representing 99.34594 % 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:

- 274.851.614 votes “for”
- 1.809.529 votes “against”
- 0 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was canceled.

5. The rejection of the date of **31.01.2020** as the **payment date**, respectively, the calendar date at which the results of a corporate event, related to the possession of financial instruments, are due, respectively, to which the debiting and / or lending of amounts of money and / or instruments must be performed financial, in accordance with the provisions of art 2 paragraph 2 letter. h) of Regulation n 5/2018.

In the presence of the shareholders representing 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is rejected with 251.801.701 votes, representing 91.01448 % 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:



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- 24.859.442 votes “for”
- 251.801.701 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

6. Empowering the Chairman of the Board of Directors to sign on behalf of shareholders the OGMS resolutions and any other documents related thereto, and to perform any act or formality required by law to register and fulfil the OGMS resolutions, including the formalities for their publication and registration with the Trade Register or any other public institution. The Chairman of the Board of Directors may delegate all or part of the powers granted above to any competent person in order to fulfil this mandate.

In the presence of the shareholders representing 91.75736 % of the share capital and 91.75736 % of the voting rights, the current item is adopted with 274.851.614 votes, representing 99.34594 % 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:

- 274.851.614 votes “for”
- 1.809.529 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

PRESIDENT OF THE BOARD OF DIRECTORS
Iulian-Robert TUDORACHE

SECRETARY OF THE MEETING

Alexandru Prepelita