



**Resolution number 1/30.01.2020
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, 30.01.2020, 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, Teodor Minodor Chirica, 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 5238 of 23.12.2019, in the "Bursa" newspaper, number 239 of 23.12.2019 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, 17 shareholders are present or represented, owning a total number of 275.544.535 shares, representing 91,38702% of the subscribed and paid up share capital, representing 91,38702% 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 Romeo Susanu and the Company appoints Cristina Bacaintan and Saida Ismail as technical secretary of the OGMS.



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In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.544.535 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:

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

A number of 0 votes was canceled.

2. The approval of the initiation of the selection procedure of a member of SNN’s Board of Directors in compliance with OUG 109/2011 regarding the corporate governance of public companies with its subsequent amendments.

In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.544.422 votes, representing 99,99996% 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:

- 275.544.422 votes “for”
- 0 votes “against”
- 113 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

3. The approval to mandate SNN’s Board of Directors to unfold the procedure selection of the BoD member.

In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.544.422 votes, representing 99,99996% 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:

- 275.544.422 votes “for”
- 0 votes “against”
- 113 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



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

4. The election of Mr. Teodor Minodor Chirica a provisional BoD member for a 4-month mandate (secret vote).

In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 254.263.180 votes, representing 92,27662% 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:

- 254.263.180 votes "for"
 - 21.281.355 votes "against"
 - 0 votes "abstain"
 - 0 "unexpressed" votes
- A number of 0 votes was canceled.

5. The approval of the Contract of Mandate form which is to be signed by the company with the new BoD member and the mandating of the Ministry of Economy, Energy and Business Environment representative within the GMS to sign on behalf of the company the Mandate Contract with the administrator.

In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.531.535 votes, representing 99,99528% 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:

- 275.531.535 votes "for"
 - 13.000 votes "against"
 - 0 votes "abstain"
 - 0 "unexpressed" votes
- A number of 0 votes was canceled.

6. The approval of the monthly gross fixed indemnization for the provisional member of the Board of Directors at the level of 11331 lei, equal to the one of the current administrators, as well as of a short-term variable component identically determined with the one of the current administrators, granted proportionally to the provisional mandate related period.



In the presence of the shareholders representing 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.531.535 votes, representing 99,99528% 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:

- 275.531.535 votes “for”
- 13.000 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

7. 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 91,38702% of the share capital and 91,38702% of the voting rights, the current item is adopted with 275.544.422 votes, representing 99,99996% 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:

- 275.544.422 votes “for”
- 0 votes “against”
- 113 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

For PRESIDENT OF THE BOARD OF DIRECTORS

Representative Mr. Teodor Minodor Chirica, member of the Board of Directors

SECRETARY OF THE MEETING

Romeo Susanu

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