



NUCLEARELECTRICA

Current Report according to the provisions of Law 24/2017 on issuers of financial instruments and market operations, and art. 173 of Regulation no. 5/2018

Report date: 14.08.2020

Name of issuing entity: Societatea Nationala NUCLEARELECTRICA S.A.

Registered office: 65 Polona St., district 1, Bucharest

Telephone/Fax: 021.203.82.00 / 021.316.94.00

Sole Registration Number with the Trade Register Office: 10874881

Registration number with the Trade Register: J40/7403/1998

Subscribed and paid-up share capital: RON 3,015,138,510

Regulated market on which the issued securities are traded: Bucharest Stock Exchange

To: Bucharest Stock Exchange
Financial Supervisory Authority

Significant event to report: Approval of the Simplified Offer Prospectus related to the increase of the share capital of SN Nuclearelectrica SA

Societatea Nationala Nuclerelectrica SA („SNN”) informs its shareholders and investors that the Financial Supervision Authority („ASF”) has approved the Simplified Offer Prospectus related to the increase of the share capital of SN Nuclearelectrica SA by Resolution no. **976/13.08.2020**.

We would like to remind you that according to **EGMS Resolution no. 2/04.01.2019**, the General Meeting of Shareholders approved the delegation of the competence for increasing the share capital of SNN to the Board of Directors up to the maximum value of the authorized share capital of RON 3,015,427,983, in virtue of the provisions of art. 114 par. 1 and 220¹ of Law no. 31/1990 and the provisions of art. 236 of Law no. 24/2017.

With EGMS Resolution no. 12/19.12.2019, the shareholders of SNN have approved:

- (i) to increase the value limit of competence delegated by the shareholders to the Board of Directors, under point 4, for increasing the share capital of the company with the equivalent value of the land of 34,170 sq m, located in Cernavoda, 23 Energiei Street, from the value initially approved by EGMS Resolution no. 2/04.01.2019, of RON 3,015,427,983, to the maximum value of RON 3,016,518,660;
- (ii) to change the maximum value limit of the authorized share capital proposed by the shareholders of the company by EGMS Resolution no. 2/04.01.2019, point 4, and up to which the Board of Directors is authorized to increase the share capital detailed by EGMS Resolution no. 2/04.01.2019, from the initial value of RON 3,015,427,983, to the maximum value of RON 3,016,518,660;

Resolution of the Board of Directors of SNN of 24.02.2020 approved the increase of the company share capital, with **in-kind and cash contribution** in maximum value of **1,380,150 RON**, from the current value of **3,015,138,510 RON** to the value of **3,016,518,660 RON**, by issuing a maximum number of

Societatea Nationala NUCLEARELECTRICA S.A.

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138,015 new, nominative, dematerialized shares, at a price of 10 RON/share, equal to the nominal value (without emission premium), out of which:

- (i) **113,857** new shares amounting to RON **1,138,570** representing the contribution in kind of the Romanian State, represented by the Ministry of Economy, Energy and Business Environment, following the obtaining of the ownership certificate series M03 no. 6899 issued by the Ministry of Industry and Resources on 12.10.2001.
- (ii) maximum **24,158** new shares amounting to RON **241,580** shall be offered, within the exercise of the right of preference, for subscription in exchange for the contribution in kind of the Romanian State through the Ministry of Economy, Energy and Business Environment, to the other shareholders, i.e. the persons who have the status of shareholder on the Registration Date, in order to maintain the shareholdings held within SNN on the Registration Date.

According to the aforementioned ASF resolution, the subscription period will start on **17.08.2020** and will end on **16.09.2020**. The shareholders registered in the Shareholder Register on the registration date **13.03.2020** are entitled to subscribe and pay shares from this emission, proportional to their interest on the registration date. **The subscription price is 10 RON/share.**

The subscription rate will be 0.000457740 and was determined by the ratio between the maximum number of new shares issued for exercising the right of preference and the number of shares held by the shareholders that can exercise their right of preference. Thus, every existing shareholder registered on the date of registration, may subscribe to each share held **0.000457740** newly issued shares.

The actual number of shares that can be subscribed by each shareholder is determined by multiplying the Subscription Rate (**0.000457740**) by the number of shares held, and the result, if not an integer, is rounded down to the nearest integer of resulted.

The intermediary of the offer is **SSIF SWISS CAPITAL**.

The following documents related to the increase of the share capital will be published on the website of the Bucharest Stock Exchange ("BVB") at www.bvb.ro, on the website of the Issuer, at www.nuclearelectrica.ro, Investor Relations section/2020 Share capital increase and on the website of the Intermediary at www.swisscapital.ro, starting with **14.08.2020**.

- the ASF resolution for approving the Prospectus
- the Offer Prospectus;
- the Subscription Form;
- the subscription Revocation Form.

The land valuation report, drafted by Evaimob Optimus Valorem will be available on the website of the Issuer at www.nuclearelectrica.ro.

The means of subscription are described in the Simplified Offer Prospectus approved by the Resolution no. **976/13.08.2020**.

Chief Executive Officer

Cosmin Ghita

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