



**Resolution number 12/28.10.2021
of the Extraordinary 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, 28.10.2021, 10:30 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Extraordinary General Meeting of Shareholders (EGMS) of SNN, held at Hotel Capital Plaza, Mihail Kogalniceanu Room, Bd. 54 Iancu de Hunedoara, District 1, Bucharest the EGMS was opened by the President of the meeting, Mr. Teodor Minodor Chirica in his capacity of Chairman of the Board of Directors.

Taking into consideration:

- The convening notice of the EGMS, published in the Official Gazette of Romania, Part IV , number 3936 of 23.09.2021, in the "Romania Libera" newspaper, number 8971 of 23.09.2021 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 EGMS is legal and statutory, 23 shareholders are present or represented, owning a total number of 267.491.993 shares, representing 88,67807% of the subscribed and paid up share capital, representing 88,67807% 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 115, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the EGMS 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 EGMS



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As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the EGMS Mr. Romeo Susanu and the Company appoints Ms Saida Ismail and Mr Codrut Tudor as technical secretary of the EGMS.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

2. The approval of procurement of legal assistance/counselling services in relation to the major investment objectives as well as in relation to the Strategic Investment Objectives from the Investment Strategy of Societatea Nationala Nuclearelectrica SA for the period 1 July 2020 – 1 July 2025 approved by the shareholders.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 266.605.423 votes representing 99,66856% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 266.605.423 votes “for”
- 886.570 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

3. The approval of the Articles of Incorporation of SNN Subsidiary Nuclearelectrica Serv SRL.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

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: 3.016.438.940 lei.

office@nuclearelectrica.ro, www.nuclearelectrica.ro



The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

4. The empowerment of the Board of Director of SNN to perform any modification and amendment to the Articles of Incorporation of SNN Subsidiary Nuclearelectrica Serv.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

5. The approval of the possibility of the President of the SNN Board of Directors to delegate the powers/responsibilities related to the establishment of SNN Subsidiary Nuclearelectrica Serv, as provided at item 4 of the Resolution no. 2/27.01.2021 of the Extraordinary General Meeting of SNN Shareholders, to any other competent person, including to the Board of Directors of the Subsidiary, which will be designated in this capacity by a decision of SNN Board of Directors.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.252.505 votes representing 99,91047% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.252.505 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 239.488 votes were not casted.



A number of 0 was annuled.

- 6. Approval** of date **16.11.2021** as the date of registration according to the provisions of art. 87 par. (1) of Law no. 24/2017 on the issuers of financial instruments and market operations, i.e. the date on which the shareholders that will be benefiting of dividends or of other rights and on whom the effects of the EGMS resolutions impact will be identified.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

- 7. Approval** of date **15.11.2021** as the "ex-date", i.e. the date preceding the registration date, when the financial instruments which are subject of the decisions of the company bodies are traded without the rights deriving from that decision, according to the provisions of art. 2, par. (2), let. 1) of Regulation no. 5/2018 on the issuers of financial instruments and market operations.

In the presence of the shareholders representing 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.



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- 8. Empowering** the Chairman of the Board of Directors to sign on behalf of shareholders the EGMS resolutions and any other documents related thereto, and to perform any act or formality required by law to register and fulfil the EGMS 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 88,67807% of the share capital and 88,67807% of the voting rights, this item is adopted with 267.491.993 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 267.491.993 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

CHAIRMAN OF THE BOARD OF DIRECTORS

TEODOR MINODOR CHIRICA

SECRETARY OF THE MEETING

ROMEO SUSANU

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