**Resolution number .../10.08.2022**

**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, 10.08.2022, 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, Mihail Kogălniceanu Room, Iancu de Hunedoara Av, no. 54, District 1, Bucharest the OGMS 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 OGMS, published in the Official Gazette of Romania, Part IV, number .....of ........., in the, ................ newspaper, number ........ of ...... 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,.....shareholders are present or represented, owning a total number of...........shares, representing .......... of the subscribed and paid up share capital, representing .............. 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……………….and the Company appoints……………….as technical secretary of the OGMS.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the continuation of the Project of Units 3 and 4 Cernavoda NPP, respectively adoption of the Preliminary Investment Decision and transition to Stage II - Preliminary Works**, conditioned by the approval and conclusion of the Support Agreement between the Romanian State and SNN in connection with the Project Units 3 and 4 Cernavoda NPP

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the initiation of the steps in order to award and conclude the contracts necessary for the completion of the Project**, under the conditions of the competence limits provided by the articles of incorporation of SNN and EN, **and within the amount of 185 million Euro.**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the requests for renewal of the mandates of five members of the Board of Directors of S.N. Nuclearelectrica S.A., starting with 29.09.2022,** for a term of 4 years, in accordance with the provisions of art. 28, para. (7) and art. 29, para. (14) of GEO no. 109/2011 (secret vote):

**4.1 Mr. Minodor Teodor Chirica - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**4.2 Mr. Cosmin Ghita - executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**4.3 Ms. Elena Popescu - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**4.4 Mr. Dumitru Remus Vulpescu - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**4.5 Mr. Mihai Daniel Anitei - non-executive administrator**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% o of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Appointment of five members of the Board of Directors of S.N. Nuclearelectrica S.A., starting with 29.09.2022, for a term of 4 years**, in accordance with the provisions of art. 29, para. (1) of GEO no. 109/2011 (secret vote):

**5.1 Mr. Minodor Teodor Chirica - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**5.2 Mr. Cosmin Ghita - executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**5.3.Ms. Elena Popescu - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**5.4 Mr. Dumitru Remus Vulpescu - non-executive administrator;**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**5.5 Mr. Mihai Daniel Anitei - non-executive administrator.**

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the gross monthly fixed indemnity** of non-executive members of the Board of Directors, in value twice the average for the last 12 months of the average gross monthly earnings for the activity carried out according to the main object of activity registered by the company, at class level according to the activities national economy, communicated by the National Institute of Statistics prior to the appointment and approval of the variable component of non-executive directors in the amount of 12 fixed monthly indemnities according to the Note presented to shareholders.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the gross monthly fixed indemnity of executive member** of the Board of Directors, in value represented six times the average for the last 12 months of the average gross monthly salary for the activity carried out according to the main object of activity registered by the company, at class level according to the activities national economy, communicated by the National Institute of Statistics prior to the appointment and approval of the variable component of the executive administrator according to the Note presented to the shareholders.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval** of the form of the mandate contract to be signed by the company with the newly appointed administrators.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Mandating** the representative of the Ministry of Energy within the general meeting of shareholders to sign in the name and on behalf of the company the mandate contracts of the administrators that are to enter into force on 29.09.2022.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Election of Mr. Chirlesan Dumitru as** **provisional member of the Board of Directors,** starting with 10.08.2022, for a term of 4 months, in accordance with the provisions of art. 641, para. (3) and para. (5) of GEO no. 109/2011, with the subsequent modifications and completions or until the completion of the selection procedure of the selected administrators in accordance with the provisions of GEO 109/2011 if the selection is completed before the mentioned term; (secret vote)

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the form of the mandate contract** to be signed by the Company with the new provisional member of the Board of Directors, as well as the mandate of the representative of the Ministry of Energy at the General Meeting of Shareholders to sign in the name and on behalf of the Company the mandate contract;

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the gross monthly fixed indemnity for the provisional member** of the Board of Directors at the level of 15,057 lei, equal to that of the most recent administrator in office selected according to GEO no. 109/2011, as well as of a variable component determined in an identical way to that of the incumbent administrators, at the level of the short-term component, granted in proportion to the period of the provisional mandate.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Extension of the term of office of Mr. George Sergiu Niculescu** which ceases on 28.08.2022, with a period of 2 months, starting with 29.08.2022, in accordance with the provisions of art. 641 para. (3) and para. (5) of GEO no. 109/2011 with the subsequent amendments and completions or until the date of acceptance of the mandate by an administrator appointed in accordance with the provisions of GEO no. 109/2011, with the subsequent modifications and completions, if the selection is completed before the mentioned term. (secret vote).

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the maintenance of the gross monthly fixed indemnity** for the provisional member of the Board of Directors and of the variable component, as approved by the OGMS Decision no. 5 / 28.04.2022.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the form of the additional act to the mandate contract to be signed by the company with the provisional member** of the Board of Directors whose mandate has been extended.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Mandating the representative of the Ministry of Energy** within the general meeting of shareholders to sign in the name and on behalf of the company the addendum to the mandate contract of the provisional administrator whose mandate has been extended.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the start of selection procedure for the members of the Board of Directors of Societatea Nationale Nuclearelectrica SA (vacancies),** according to the provisions of GEO no. 109/2011 on the corporate governance of public enterprises, with subsequent amendments and completions.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval of the mandate of the Board of Directors of SNN for carrying out the selection procedure for the members of the Board of Directors** of SN Nuclearelectrica SA (vacancies).

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval** of the Quarterly Report of the Board of Directors for the first quarter of 2022.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Information** on how to fulfill the requests made by the majority shareholder Ministry of Energy, in the meeting of the General Meeting of Shareholders on April 28, 2022 regarding the issues highlighted by the independent auditor in the report on individual and consolidated financial statements for 2021.

*This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.*

1. **Revocation of Mr. Şerban Constantin Valeca** from the position of member of the Board of Directors as a result of the legal termination of this position by death (secret vote).

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval** of date **30.08.2022** 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 OGMS resolutions impact will be identified.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **Approval** of date **29.08.2022** 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. l) of Regulation no. 5/2018 on the issuers of financial instruments and market operations.

In the presence of the shareholders representing ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

1. **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 ..... of the share capital and ..... of the voting rights, the current item is adopted with....votes, representing......% of the validly casted votes, 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 casted votes were recorded as follows:

* ...votes “for”
* ...votes “against”
* ...votes “abstain”
* ...”unexpressed” votes

A number of....votes was canceled.

**CHAIRMAN OF THE BOARD OF DIRECTORS**

**TEODOR MINODOR CHIRICA**

SECRETARY OF THE MEETING