



Updated according to the amended agenda

**Resolution number 8 / 7.12.2023
of the Extraordinary General Meeting of Shareholders of
Societatea Nationala Nuclearelectrica S.A.**

Headquarters: 48 Iancu de Hunedoara Boulevard, District 1, 011745 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 7.12.2023, 10:00 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 at Hotel Marshal Garden, Panoramic 2 Room, Dorobantilor Av, no. 50B, 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 4834 of 30.10.2023, in the "Romania Libera" newspaper, number 9487 of 30.10.2023 and on the website of the Company;
- The amended convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 5141 of 17.11.2023, in the "Romania Libera" newspaper, number 9501 of 17.11.2023 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, 48 shareholders are present or represented, owning a total number of 276.504.398 shares, representing 91,66584% of the subscribed and paid up share capital, representing 91,66584% 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.

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Following the debates, the shareholders of the Company hereby decide:

1. The election of the Secretary of the EGMS

As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the EGMS Ms. Daniela Stefan and the Company appoints Ms. Saida Musledin and Ms. Cristina Bacaintan as technical secretary of the EGMS.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

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

A number of 0 was annuled.

2. Approval of the relocation of the company's registered office to the address in Bucharest, district 1, Av. Iancu de Hunedoara nr. 48, floors 3,4,5,13 and ground floor.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

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- 3. Approval** of the updating of the CNE Cernavoda branch office indicated in art. 3 para. 2 of the Articles of Incorporation from Constanta County, locality Cernavoda, Medgidiei Street no. 1 to Constanta County, locality Cernavoda, Medgidiei Street no. 2.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

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

A number of 0 was annuled.

- 4. Approval** of the proposal to update the Articles of Incorporation of SN Nuclearelectrica SA with the new headquarters and the updated headquarters of the Cernavoda NPP branch, presented in the Annex to this convocation. The Annex is an integral part of this convocation.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

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

A number of 0 was annuled.

- 5. Authorization** of the Chairman of the Board of Directors to sign on behalf of the shareholders the resolution of the EGMS and any other related documents (updated articles of incorporation, declaration on the fulfilment of the conditions for the functioning/performance of the activity at the

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ORC related to the new registered office, change of the company's registration certificate, etc.).) and to carry out any act or formality required by law for the registration and implementation of the EGMS resolution, including the formalities for its publication and registration at the Trade Register or any other public institution. The Chairman of the Board of Directors may delegate all or part of the powers conferred above to any person competent to carry out this mandate.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

- 276.504.398 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

A number of 0 was annuled.

6. Approval of the conclusion by SNN of the financing contract with the European Investment Bank ("the Contract"), for the financing of the "Cernavoda NPP Tritium Removal Facility" project, having the following essential characteristics:

- Value: EUR 145 million
- Currency: EUR
- Duration: 15 years, of which 4 years grace period on principal payments
- Period of use: 36 months from the date of signature of the Contract
- Interest rate: Fixed or Variable (at the Company's option)
- Analysis fee: EUR 145,000, payable within 30 days of signing the Contract

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- Non-repayment fee: 0.12%/year, payable 12 months after the signing of the Contract, applicable to the unused amount of the loan

- Principal and interest repayments: Equal half-yearly instalments

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 263.037.735 votes representing 95,12967% 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:

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

A number of 0 was annuled.

7. **Mandate** the General Manager and the Chief Financial Officer of SNN to negotiate the terms of the Financing Contract, within the limits and under the commercial conditions set out in Item 5, and to complete all formalities and sign the documents necessary for the conclusion of the Contract.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 263.037.735 votes representing 95,12967% 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:

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

A number of 0 was annuled.

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8. Mandate the SNN Board of Directors to approve the negotiated form of the Contract.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 263.037.735 votes representing 95,12967% 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:

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

A number of 0 was annuled.

9. Subject to the approval by the SNN Board of Directors of the Contract, the **mandate** of the SNN General Manager and the SNN Chief Financial Officer to sign the Contract and other documents in connection with the Contract.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 263.037.735 votes representing 95,12967% 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:

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

A number of 0 was annuled.

10. Approval of the contract for the "Supply of reactor components and retubing tools required for the refurbishment of the reactor of Unit 1 of the Cernavodă NPP".

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 votes representing 100% of the total votes held by

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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:

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

A number of 0 was annuled.

11. Mandate the executive management of SNN to sign the Contract in the name and on behalf of SNN.

In the presence of the shareholders representing 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

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

A number of 0 was annuled.

12. Approval of date **29.12.2023** 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 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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.

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13. Approval of date **28.12.2023** 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 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 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:

- 276.504.398 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

A number of 0 was annuled.

14. 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 91,66584% of the share capital and 91,66584% of the voting rights, this item is adopted with 276.504.398 votes representing 100% of the total votes held by

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CHAIRMAN OF THE BOARD OF DIRECTORS

TEODOR MINODOR CHIRICA

SECRETARY OF THE MEETING

DANIELA STEFAN

Annex 1 - Amendments to the Articles of Incorporation of SN Nuclearelectrica SA

1. The registered office of the company is changed as follows:

"The registered office of the Company

Art. 3. (1) Societatea Nationala "Nuclearelectrica" SA has its registered office in Bucharest, district 1, Av. Iancu de Hunedoara no. 48, floors 3,4,5,13 and ground floor."

2. The head office of CNE Cernavoda branch is updated as follows:

"Art. 3. (2) Societatea Nationala "Nuclearelectrica" S.A. has two branches, as follows:

Branch "CNE Cernavoda", with headquarters in Constanta County, Cernavoda, Medgidiei Street no. 2, and Branch "FCN Pitesti", with headquarters in Arges County, Mioveni, Campului Street no. 1."

CHAIRMAN OF THE BOARD OF DIRECTORS

TEODOR MINODOR CHIRICA

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