



**Approved,
Teodor Chirica
Chairman of the Board of Directors**

Information note to shareholders regarding the purchase of bonds issued by Banca Transilvania worth EUR 17,500,000

I. General matters/powers

The Board of Directors of Societatea Nationala Nuclearelectrica S.A. (hereinafter referred to as "SNN" or the "Company"), a national joint-stock company, managed under single-tier system, registered with the Office of the Trade Registry attached to the Bucharest Tribunal under number J40/7403/1998, fiscal identification code RO 10874881, with registered offices in Str. Iancu de Hunedoara, sector 1, Bucharest, in accordance with the provisions of Article 13 para. (4) of the Articles of Incorporation of Societatea Nationala Nuclearelectrica S.A. and according to the limits of competence regarding contracts and operations at the level of the Company provided in the Appendix to the Articles of Incorporation of SNN, has the obligation to inform the General Meeting of Shareholders regarding investment decisions greater than or equal to EUR 3,000,000 and smaller than EUR 50,000,000 that have been approved.

II. Need and opportunity

SNN explored the possibility of diversifying the way of investing available cash, taking into account a series of considerations regarding the reduction of the impact of inflation on available cash.

Considering the following:

- the impact of inflation on available cash
- the need to diversify the way of investing available cash in order to obtain higher returns and to reduce the risk

SNN has identified a possibility to generate additional income through the purchase of bonds issued by Banca Transilvania.

We present below the updated essential elements of this issuance of bonds:

- a) Instruments: Unsecured senior non-preferred bonds, eligible for MREL requirements
- b) Format: Regulation S (outside the US), (Certificate), Tefra C/ Tefra D/ Tefra not applicable
- c) Volume: EUR 500 million
- d) Currency: EURO
- e) Maturity: December 2028

Societatea Nationala NUCLEARELECTRICA S.A.

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Registered with the Trade Register under number: J40/7403/1998, Tax Identification Number: 10874881,

Subscribed and paid-up share capital: RON 3,016,438,940.

office@nuclearelectrica.ro, www.nuclearelectrica.ro

- f) First redemption date: December 2027
- g) Bond interest/coupon: 7.25% fixed annually until the first redemption; Reset from the first redemption at a fixed Mid Swap rate for 1 year + 429 bp
- h) Applicable law: English law; except the provisions of Condition 4(b) (Status – Preferred Eligible Notes), Condition 4(c) (Status – Non Preferred Eligible Notes) or Condition 4(d) (Status – Subordinated Notes), Condition 4(e) (No Set-off/Netting: No Security/Guarantee; No Enhancement of Seniority) and Condition 20 (Acknowledgement of Bail-in and Loss Absorption Power) to the extent that it applies to the bonds and all non-contractual obligations arising from or in relation to them shall be governed by and interpreted according to the Romanian law
- i) Listing: Dublin Stock Exchange

On 24 November 2023, Banca Transilvania published a bond issuance prospectus Euro Medium Term Note Programme approved by the Central Bank of Ireland. Under the approved prospectus, Banca Transilvania can issue several types of bonds (senior unsecured, subordinated or eligible bonds), within the limit of a ceiling of EUR 1.5 billion (or the equivalent amount in other currencies).

The proposal for the purchase of these bonds issued by Banca Transilvania took into account the risk analysis carried out by SNN regarding the opportunity to carry out the transaction.

III. Information regarding the purchase of bonds

In accordance with the provisions of Decision no. 275/29.11.2023 of the Board of Directors, we inform you that SNN purchased 17,500 bonds issued by Banca Transilvania (ISIN code XS2724401588) with a total value of EUR 17,500,000 (nominal value of EUR 1,000 /bond) with a 5 years maturity (5NC4 structure), maturity date 7 December 2028 and with a yield of 7.25%/year.

Chief Executive Officer	Deputy General Director Corporate Services	Chief Financial Officer
Cosmin Ghita	Laura Constantin	Dan Niculaie-Faranga
DAMR Director	Director of the Legal Directorate	Head of the Treasury Department
Mihai Sandulescu	Codrut George Tudor	Alexandru Musat