



NUCLEARELECTRICA

**Resolution number 1/28.02.2024
of the Ordinary 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, 28.02.2024, 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, at Hotel Marshal Garden, Panoramic 2 Room, Dorobantilor Av, no. 50B, District 1, Bucharest the OGMS was opened by the by Mr. Remus Vulpescu, in his capacity of representative of the President of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 343 of 23.01.2024, in the, "Romania Libera" newspaper, number 9538 of 23.01.2024 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, 52 shareholders are present or represented, owning a total number of 282.496.611 shares, representing 93,65236% of the subscribed and paid up share capital, representing 93,65236% 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 Ms. Daniela Stefan and the Company appoints Ms. Cristina Bacaintan Ms Saida Musledin as technical secretary of the OGMS.

Societatea Nationala NUCLEARELECTRICA S.A.

Iancu de Hunedoara Boulevard 48, Bucharest 011745, 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



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In the presence of the shareholders representing 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 281.526.858 votes, representing 99,65672% 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:

- 281.526.858 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 969.753 ”unexpressed” votes

A number of 0 votes was canceled.

2. Approval of the Income and Expenditure Budget for the year 2024.

In the presence of the shareholders representing 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 280.222.201 votes, representing 99,19489% 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:

- 280.222.201 votes “for”
- 0 votes “against”
- 2.274.410 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

3. Approval of the appointment of PKF FINCONTA S.R.L. as financial auditor for a period of 3 years, i.e. for the financial years 2023, 2024 and 2025. (Secret vote)

In the presence of the shareholders representing 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 261.320.091 votes, representing 92,50380% 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:

- 261.320.091 votes “for”
- 19.878.592 votes “against”
- 1.297.928 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

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4. Approval of the quarterly report of the Board of Directors for the third quarter of 2023

In the presence of the shareholders representing 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 282.378.548 votes, representing 99,95821% 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:

- 282.378.548 votes “for”
- 118.063 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

5. Information on the transactions concluded by the directors or the managers, with employees, with shareholders holding the control over the company or a company controlled by them, pursuant to art. 52, par. (3) letter a) of GEO [Government Emergency Ordinance] no. 109/2011, as subsequently amended and supplemented, during the period 16.10.2023-09.01.2024.

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.

6. Information on the transactions concluded by the directors or the managers, with employees, with shareholders holding the control over the company or a company controlled by them, pursuant to art. 52, par. (3) letter b) of GEO no. 109/2011, as subsequently amended and supplemented, during the period 16.10.2023-09.01.2024.

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.

7. Approval of date **21.03.2024** 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.

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In the presence of the shareholders representing 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 282.496.611 votes, representing 100% 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:

- 282.496.611 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

- 8. Approval** of date **20.03.2024** 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 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 282.496.611 votes, representing 100% 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:

- 282.496.611 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

- 9. 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 93,65236% of the share capital and 93,65236% of the voting rights, the current item is adopted with 282.496.611 votes, representing 100% 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.

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The casted votes were recorded as follows:

- 282.496.611 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

For CHAIRMAN OF THE BOARD OF DIRECTORS

Representative, Mr. REMUS VULPESCU

SECRETARY OF THE MEETING

DANIELA STEFAN

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