



NUCLEARELECTRICA

Updated according to amended agenda

**Resolution number 5/25.04.2024
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, 25.04.2024, 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 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 1446 of 22.03.2024, in the "Romania Libera" newspaper, number 9580 of 22.03.2024 and on the website of the Company;
- The Amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 1784 of 10.04.2024, in the "Romania Libera" newspaper, number 9593 of 10.04.2024 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, 54 shareholders are present or represented, owning a total number of 282.565.696 shares, representing 93,67526 % of the subscribed and paid up share capital, representing 93,67526 % 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 Saida Musledin and Ms Cristina Bacaintan as technical secretary of the OGMS.

Societatea Nationala NUCLEARELECTRICA S.A.

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In the presence of the shareholders representing 93,67526 % of the share capital and 93,67526 % of the voting rights, the current item is adopted with 281.595.943 votes, representing 99,65680 % 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:

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

A number of 0 votes was canceled.

- 2. Approval of the audited Individual Financial Statements** as at and for the financial year ended 31 December 2023, prepared in accordance with the Order of the Minister of Public Finance No. 2.844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, based on the Annual Report of the Board of Directors for the year 2023 and the Independent Auditor's Report on the Individual Financial Statements as at and for the financial year ended 31 December 2023.

In the presence of the shareholders representing 93,67526% of the share capital and 93,67526% of the voting rights, the current item is adopted with 274.646.315 votes, representing 97,19733% 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:

- 274.646.315 votes “for”
- 7.574.640 votes “against”
- 344.741 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

- 3. Approval of the audited Consolidated Financial Statements** as at and for the financial year ended 31 December 2023, prepared in accordance with the Order of the Minister of Public Finance No. 2.844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, based on the Annual Report of the Board of Directors for the year 2023 and the Independent Auditor's Report on the Consolidated Financial Statements as at and for the financial year ended 31 December 2023.

In the presence of the shareholders representing 93,67526% of the share capital and 93,67526% of the voting rights, the current item is adopted with 274.646.315 votes, representing 97,19733% 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.

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The casted votes were recorded as follows:

- 274.646.315 votes "for"
- 7.574.640 votes "against"
- 344.741 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 4. Approval of the Annual Report of the Board of Directors** for the financial year ending 31 December 2023, prepared in accordance with the provisions of Article 65 of Law no. 24/2017, republished on 10.08.2021, on issuers of financial instruments and market operations and of Annex no. 15 of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, as amended and supplemented.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.240.356 votes, representing 99,87991% 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:

- 282.240.356 votes "for"
- 339.345 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 5. Approval of the Quarterly Report of the Board of Directors for Quarter IV 2023.**

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.541.497 votes, representing 99,98648% 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:

- 282.541.497 votes "for"
- 38.204 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 6. Approval of the discharge of the Directors for the financial year ended 31 December 2023.**

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 281.794.056 votes, representing 99,72197% of the validly

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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:

- 281.794.056 votes "for"
- 440.904 votes "against"
- 344.741 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

7. **Approval** of the proposal on the distribution of the net profit for the financial year 2023 by destination, approval of the total amount of gross dividends in the amount of **1,120,911,882** lei, of the amount of the gross dividend per share in the amount of **3.71601052** lei/share, of the date of payment of the dividends, i.e. **21.06.2024**, and of the terms of payment, as provided in the Note presented to the shareholders.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 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:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

8. **Approval** of the SNN Remuneration Report for the financial year 2023, in accordance with the provisions of art. 107, para. (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 264.973.066 votes, representing 93,76932% 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:

- 264.973.066 votes "for"
- 17.261.774 votes "against"
- 344.861 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

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- 9. Approval** of date **31.05.2024** 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.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% 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:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 10. Approval** of **21.06.2024** as the payment date, i.e. the expressly specified calendar date, i.e. zz/ll/year, on which the results of a corporate event, related to the holding of financial instruments, are due, i.e. on which the debiting and/or crediting of amounts of money and/or financial instruments must be carried out, in accordance with the provisions of Article 2 paragraph 2 letter h) of Regulation 5/2018, and with the provisions of Article 1, para. (3) of Ordinance 64/2001, as amended and supplemented.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% 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:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 11. Approval** of date **30.05.2024** 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 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% o of the validly

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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:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 12. 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 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% 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:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

**CHAIRMAN OF THE BOARD OF DIRECTORS
TEODOR MINODOR CHIRICA**

**SECRETARY OF THE MEETING
DANIELA STEFAN**

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