

IMPORTANT NOTICE

regarding the payment of dividends for 2013 by Societatea Nationala Nuclearelectrica S.A.

Following the resolution of the Ordinary General Meeting of the Shareholders of 29 April 2014, Societatea Nationala Nuclearelectrica S.A. ("SNN"), **announces the payment of the dividends for 2013 financial year via BRD - Groupe Société Générale („BRD”), the selected payment agent. The dividend payment shall be made starting with 27 June 2014 to its shareholders registered in the Shareholders Registry kept by Depozitarul Central S.A. on the registration date of 16 May 2014.**

The gross dividend is of **1.21 lei** per share; where applicable any withholding tax payable will be deducted prior to payment, at the legal rate.

Net dividend payment shall be made in RON.

The payment of the net due dividends for the year 2013 is subject to the general prescription provisions, being prescriptible within three (3) years after the date of the payment beginning, namely 27 June 2017.

Dividend payment methods:

1. For legal persons holding more than 1% of the number of shares issued by SNN, the payment shall be made directly by SNN by bank transfer.

2. For individuals: cash – at the BRD desks, in any agency of BRD in Romania

The list of BRD agencies may be found on the website <https://www.brd.ro/instrumente-utile/agentii-si-atm-uri/>.

3. For individuals and legal persons/other entities: by bank transfer

All payment requests by bank transfer will be processed based on the following forms:

- for individuals: 'Payment request by bank transfer for the net dividends distributed by SNN for individuals'
- for legal persons: 'Payment request by bank transfer for the net dividends distributed by SNN for legal persons / other entities'

The requests shall be mandatorily accompanied by the supporting documents mentioned in Appendix no.1.

The payment requests forms are available on website <http://www.nuclearelectrica.ro/>, section Investor Relations and may also be requested from any BRD agency.

All the supporting documents submitted to the bank desks in simple copy shall be in the following form:

- for individuals: conformity certificates marked "certified true copy", signed by the shareholder/ shareholder's heir/ shareholder's proxy;
- for legal persons: conformity certificates marked "certified true copy", signed and stamped by the shareholder's legal representative or shareholder's proxy;

The payment request form for the net dividends by bank transfer, filled out in original, accompanied by the supporting documents mentioned therein may be submitted as follows:

- a) hand over at the BRD desks
- b) sent by registered post, to: "Directia Titluri -BRD METAV - Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania". In this case, the supporting documents requested in Appendix no. 1 in simple copy must be transmitted in **notarized copy** except the ascertaining certificate with the Trade Register Office (original or copy).

In case the supporting documents are issued in other language than Romanian and/ or issued by foreign entities, these must be submitted apostilled/supralegalized, if applicable, and in notarized translation into Romanian language.

BRD shall make the payment of the net dividends in maximum two banking day (or ten banking days in case of non-residents who submit tax residence certificates) from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents. The date of the crediting of the bank accounts of the shareholders depends on the inter-banking circuit and on the chain of the correspondent banks.

BRD's banking commissions for the payment of the net dividends in RON are born by SNN.

The holder of the bank account in which the transfer of the net dividends is requested can only be the shareholder or the shareholder's heir or the shareholder's proxy, as applicable.

The shareholders non-resident in Romania, who want to benefit from the more favorable provisions of avoiding double tax based on the Double Tax Treaty concluded between Romania and their resident country, must provide, until the date of the payment, **but not later than 15 December 2014**, an original, valid tax residence certificate for the year in which the net dividend is paid, as well as contact details for further clarifications related to the tax residence certificate. If the tax residence certificate together with the payment request form by bank transfer are not supplied until **the date of 15 December 2014**, SNN will deduct dividend withholding tax from the gross dividend amount at the standard rate provided by the Romanian Tax Law in force, excluding any possibility of further reconsideration. BRD reserves the right to ask the shareholder/his/her heir/proxy for additional documents as a result of analyzing the requests for dividend payment.

The shareholders are required to take the necessary measures in order to update their personal identification data with the Depozitarul Central SA, because, in case that the payment is requested based on identification documents which do not answer the data available at the Depozitarul Central, the payment cannot be processed.

Additional information regarding the payment of dividends may be requested from BRD, at the email address: titturi@brd.ro or by telephone at the following phone numbers: +4 021 200 83.87 or +4 021 200 83.72. For other queries related to dividends, please access the company's website: <http://www.nuclearelectrica.ro> Sectiunea *Relatii cu investitorii* and at the email address: investor.relations@nuclearelectrica.ro or at the following phone number: +4 021.203.82.07.

Daniela Lulache
Chief Executive Officer

Mihai Darie
Chief Financial Officer

Appendix no. 1 – Supporting documents for dividend payment

1. THE DOCUMENTS TO BE SUBMITTED BY NATURAL PERSONS:

1.1. Shareholder resident in Romania:

- the valid identity document - identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens

In case of **change of the shareholder's name** (marriage, divorce, administrative change), the following must be added:

- the document attesting the name change in original and a copy (the copy is to be retained by the Bank).

1.2. A minor shareholder between 14-18 years requesting dividends on his own behalf, must provide the following as well :

- the valid identity document - identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens.

- the approval of the legal representative in original and copy (the copy is to be retained by the Bank).

- the document setting up the tutelage in original and copy (the copy is to be retained by the Bank).

In case of dividends requested by the legal representative/tutor/ legal guardian of the minor between 14-18 years, the requested documents are those mentioned under items 1.6/1.7 below.

1.3. Shareholder NON- resident in Romania:

- the valid identity document or passport with identification number

- a valid tax residency certificate (in original, apostilled/supralegalized, if applicable, together with notarized translation into Romanian language)

In case of **change of the shareholder's name** (marriage, divorce, administrative change):

- copy of the document attesting the name change

- contact details (recommended for additional clarifications).

1.4. Proxy of the shareholder:

- notarized special power of attorney in original or notarized copy of a general power of attorney (the power of attorney is to be retained by the Bank)

- the proxy's valid identity documents – identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens in original and copy (the copy is to be retained by the Bank).

1.5. Heir of the shareholder:

- the heir certificate attesting the number of shares transferred to the heir in original and copy (the copy is to be retained by the Bank), (or of the statement of account issued by Depozitarul Central S.A. attesting the number of shares transferred to the heir in original and copy)

- the heir valid identity documents – the identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens

In case there are more heirs, they must present themselves together at BRD or they must empower one of them by a notarized special power of attorney. BRD will make the payment of the total amount of net dividends to which the deceased shareholder is entitled to in a single account indicated by the heir/heirs/in the power of attorney. In case of more heirs, partial payments cannot be made.

1.6. Legal representative/tutor of a minor shareholder under 14 years:

- the valid identity document of the legal representative/tutor – identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens

- the birth certificate of the shareholder in original and copy (the copy is to be retained by the Bank).

- the document setting up the tutelage, if applicable, in original and copy (the copy is to be retained by the Bank).

1.7. Legal curator of the shareholder –a disabled person:

- the legal document setting up the legal guardianship in original and copy (the copy is to be retained by the Bank).

- the legal curator's and the shareholder's valid identity documents – identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens in original and copy (the copy is to be retained by the Bank).

1.8. Custodian bank/ financial investment services company (SSIF) of shareholders:

- original letter signed and stamped by the legal representative of the custodian bank/SSIF or by the manager of the department specialized in such operations by which the payment of the net dividends is requested, which must contain identification data of the clients and the number of shares issued by SNN and owned by each client through such custodian bank/SSIF and the respective accounts (IBAN codes and the bank) in which the payment should be transferred.

- copy of the document attesting the quality of the signatory of the above mentioned letter as legal representative of the custodian bank or as manager of the department specialized in such operations.

- copy of the document attesting the fact that the custodian bank/SSIF is empowered to request and cash in the dividends in the name of its clients
- copies of the valid identity documents of the shareholders – clients of the custodian bank/SSIF – valid identity bulletin/card with CNP for Romanian citizens or valid passport with identification number for foreign citizens
- for non-residents - a valid tax residency certificate (in original, apostilled/supralegalized, if applicable, with notarized translation into Romanian language).

NOTE: **For transfers in other banks than BRD**, a copy of the statement of account certified by the bank where the dividends are requested to be transferred or other supporting document issued by the bank revealing the holder of the bank account mentioned above.

2. THE DOCUMENTS TO BE SUBMITTED BY LEGAL PERSONS/OTHER ENTITIES:

2.1. Residents:

- the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin/card with CNP for the Romanian citizens or passport with identification number for foreign citizens
- copy of the shareholder's certificate of incorporation with sole registration code of the shareholder/ other equivalent document
- copy of the ascertaining certificate issued by the Trade Register Office/ other equivalent document, issued not earlier than 3 months, mentioning the legal representative of the shareholder
- notarized special power of attorney in original or notarized copy of the general power of attorney, if applicable.

2.2. Non-resident:

- the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin/card with CNP for the Romanian citizens or passport with identification number for foreign citizens
- copy of the certificate of incorporation with sole registration code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority in its own country
- copy of the ascertaining certificate/ other equivalent document issued by the competent authority in its own country, issued not earlier than 3 months, mentioning the legal representative of the shareholder
- notarized special power of attorney in original or notarized copy of the general power of attorney, if applicable
- a valid tax residence certificate, in original, supralegalized/apostilled, if applicable, together with notarized translation into Romanian language
- contact details (recommended for additional clarifications).

2.3. Pension Fund:

- copy of the valid identity documents of the legal representative of the investment management company managing the fund – the identity bulletin/card with CNP for the Romanian citizens or passport with identification number for foreign citizens
- copy of the ascertaining certificate of the investment management company managing the fund or other equivalent document, issued not earlier than 3 months, mentioning the legal representative of the company managing the fund
- copy of the certificate of incorporation or other equivalent document attesting the registration of the investment management company with the competent authority
- copy of the decision of the regulating authority attesting the authorization of the investment management company and of the pension fund
- in case of non-residents: valid tax residence certificate, in original, supralegalized/apostilled, if applicable, together with notarized translation into Romanian language,
- a statement of the legal representative of the investment management company managing the fund on his own responsibility attesting the validity of the authorization of the investment management company and of the pension fund at the payment date and, if available, the official website address of the regulatory authority within the country of origin, allowing the verification of the pension fund's statute.

2.4. As custodian bank/ financial investment services company (SSIF) of the shareholders:

- the original letter signed and stamped by the legal representative of the custodian bank/SSIF or by the manager of the department specialized in such operations, by which the payment of the net dividends is requested, which must contain identification data of the clients and the number of shares owned by each client through such a custodian bank/SSIF and such accounts (IBAN codes and the bank and the country in which the accounts are opened) in which the payment should be made and details regarding the tax residency of the client in Romania. In case any of the clients of the custodian bank/ financial investment services company is a pension fund, this will be expressly specified in the letter
- copy of the document attesting the quality of the signatory of the above mentioned letter as legal representative of the custodian bank/SSIF or as manager of the department specialized in such operations;
- copy of the document attesting the fact that the custodian bank/SSIF is empowered to request and cash in the dividends in the name of its clients
- copies of the incorporation certificates of the shareholders/ other equivalent documentation of shareholders - clients of the custodian bank/SSIF

- for non-resident shareholders – tax residency certificate (original, supralegalized/apostilled, if applicable, together with its notarized translation into Romanian language).

In all cases, if dividend payment-related documents are submitted to the bank by registered post, the documents must be submitted in notarized copies except for the ascertaining certificate issued by Trade Register Office/ other equivalent document which can be submitted in certified copy and except for documents that are specifically requested to be submitted in original.

Note: For transfers **in other banks than BRD** a copy of the statement of account certified by the bank where the dividends are requested to be transferred or other document issued by the bank revealing the holder of the bank account mentioned above.

**Cerere de plata prin virament bancar
a dividendelor nete distribuite de SN Nuclearelectrica SA
Persoane fizice**

Subsemnatul

Având codul numeric personal (CNP/ID) _____, domiciliat în _____ str _____ nr. _____ bl. _____ sc. _____ ap. _____ sect/jud _____, țara _____

declară pe propria răspundere, cunoscând sancțiunile prevăzute de lege pentru falsul în declarații și faptul că SN Nuclearelectrica SA se poate regresa împotriva mea pentru prejudiciile suferite în legătură cu falsul în această declarație, următoarele:

instructez BRD să vireze dividendele nete 2013 distribuite de SN Nuclearelectrica SA acționarilor înregistrați în registrul acționarilor ținut de Depozitarul Central la data de înregistrare pentru anul 2013 și cuvenite acționarului

Având codul numeric personal (CNP/ID) _____, domiciliat în _____ str _____ nr. _____ bl. _____ sc. _____ ap. _____ sect/jud _____, țara _____

în contul nr _____

_____ (format IBAN), codul SWIFT _____

moneda _____ titular cont _____

CNP/ Pasaport titular _____ deschis

la banca _____ sucursala _____

Statul în care este deschis contul _____

bancar _____

Anexez la prezenta cerere de plată a dividendelor nete prin virament bancar următoarele documente (bifati varianta potrivită cazului dvs):

Pentru **viramentele în alte bănci decât BRD**, anexez:
-copie extras de cont certificat de banca unde se solicită transferul dividendelor sau document doveditor emis de banca din care să reiasă titularul contului bancar mai sus menționat

În calitate de **acționar cu rezidență fiscală *) în România**, anexez:
-copie act de identitate în termen de valabilitate - carte/buletin de identitate cu CNP pentru cetățenii români sau pasaport cu număr de identificare pentru cetățenii străini

În situația **schimbării numelui acționarului** (căsătorie, divorț, schimbare administrativă) anexez și:

-copie actului de schimbare a numelui.

În calitate de **acționar minor cu vârsta între 14-18 ani**, anexez și:
-copie încheierea reprezentantului legal.

În situația în care dividendele sunt solicitate de reprezentantul legal/tutorele/curatorul minorului între 14-18 ani documentele solicitate vor fi cele de la punctele corespunzătoare de mai jos.

În calitate de **reprezentant legal/tutore al acționarului minor sub 14 ani**, anexez:

-copie act de identitate al reprezentantului legal/tutorelui, în termen de valabilitate carte/buletin de identitate pentru cetățenii români sau pasaport cu număr de identificare pentru cetățenii străini

-copie certificat de naștere acționar

-copie document ce instituie tutela, dacă este cazul.

**Payment request by bank transfer form
of the net dividends distributed by SN Nuclearelectrica SA
Individuals**

The undersigned

Personal identification number (CNP/ID) _____, domiciled in _____ street _____ no. _____ block _____ entry _____ apt. _____ district _____, country _____

I hereby declare on my own responsibility, being aware of the legal punishments for counterfeit statements and of the fact that Nuclearelectrica SA may raise a claim against me for the damages suffered in connection with counterfeiting this statement, the followings:

I instruct BRD to transfer the net dividends distributed 2013 by Nuclearelectrica to the shareholders registered with the shareholders registry kept by the Depozitarul Central on the registration date for 2013 and ought to the shareholder

Personal identification number (CNP/ID) _____, domiciled in _____ street _____ no. _____ block _____ entry _____ apt. _____ district/county _____, country _____

into account no: _____

_____ (IBAN), SWIFT code _____ currency _____

_____ account holder

account holder's CNP/ Passport ID _____

_____ opened with the bank _____

_____ branch _____ the _____

state where the bank account is opened _____

I attach to the present payment request form of the net dividends by bank transfer the following documents (check the appropriate option):

For **transfers in other banks than BRD**, I attach hereto:
- copy of the statement of account certified by the bank where the dividends are requested to be transferred or other document issued by the bank revealing the holder of the bank account mentioned above.

As **shareholder fiscal resident*) in Romania**, I attach hereto:
-copy of the valid identity document - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

In case of **change of the shareholder's name** (marriage, divorce, administrative change) I also attach hereto:

-copy of the document attesting the name change.

As **shareholder- minor between 14-18 years**, I also attach hereto:
-copy of the approval of the legal representative

In case of dividends are requested by the legal representative/ tutor/ legal guardian of the minor between 14-18 years, the requested documents are those from the correspondent items mentioned below.

As **legal representative/tutor of a minor shareholder under 14 years**, I attach hereto:

-copy of the valid identity document of the legal representative/tutor - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens

-copy of the birth certificate of the shareholder

-copy of the document setting up the tutelage, if applicable.

In calitate de **acționar care NU are rezidența fiscală*) în România**, anexez:

-copie act de identitate sau pasaport cu număr de identificare, în termen de valabilitate

-certificat de rezidență fiscală, în original, apostilat/supralegalizat, dacă este cazul, însoțit de traducerea legalizată în română, în termen de valabilitate

În situația **schimbării numelui acționarului** (căsătorie, divorț, schimbare administrativă) anexez și:

-copie actului de schimbare a numelui

- detalii de contact (recomandabil pentru clarificări suplimentare)

In calitate de **împuternicit al acționarului**, anexez:

-procură specială notarială în original sau copie legalizată procură generală

-copie act de identitate al împuternicitului în termen de valabilitate - carte/buletin de identitate cu CNP pentru cetățenii români sau pasaport cu număr de identificare pentru cetățenii străini.

In calitate de **mostenitor al acționarului**, anexez:

-copie certificat mostenitor care să ateste numărul de acțiuni transferate mostenitorului

-copie act de identitate al mostenitorului, în termen de valabilitate - carte/buletin de identitate cu CNP pentru cetățenii români sau pasaport cu număr de identificare pentru cetățenii străini.

În situația în care sunt mai mulți mostenitori, aceștia trebuie să se prezinte împreună la BRD sau să împuternicească pe unul dintre ei prin procură specială notarială. BRD va efectua plata contravalorii dividendelor nete totale convenite acționarului decedat într-un singur cont indicat de mostenitor/mostenitori/in procură specială. În cazul mai multor mostenitori nu se pot efectua plăți parțiale.

In calitate de **curator al acționarului persoană cu dizabilități**, anexez:

-copie act juridic ce instituie curatela

-copii acte de identitate ale curatorului și ale acționarului, în termen de valabilitate - carte/buletin de identitate cu CNP pentru cetățenii români și pasaport cu număr de identificare pentru cetățenii străini.

In calitate de **banca custode/societate de servicii de investiții financiare (SSIF)** a clienților - acționari ai SN Nuclearelectrica S.A., anexez:

-adresa în original semnată și stampilată de reprezentantul legal al băncii custode/SSIF sau de directorul departamentului specializat în astfel de operațiuni prin care se solicită plata dividendelor nete, care să conțină datele de identificare ale clienților și numărul de acțiuni emise de SN Nuclearelectrica S.A. și deținute de fiecare client prin banca custode/SSIF respectivă și conturile (codurile IBAN și banca) în care să se facă viramentul

-copie document care atestă calitatea semnatarului adresei de mai sus de reprezentant legal al băncii custode/SSIF sau de director al departamentului specializat în astfel de operațiuni

-copie document din care să rezulte faptul că banca custode/SSIF este împuternicită să solicite și să încaseze dividendele în numele clienților săi

-copii acte de identitate ale acționarilor - clienți ai băncii custode/SSIF, în termen de valabilitate - carte/buletin de identitate cu CNP pentru cetățenii români sau pasaport cu număr de identificare pentru cetățenii străini

-pentru acționarii nerezidenți - certificatul de rezidență fiscală, în original, apostilat/supralegalizat, dacă este cazul, împreună cu traducerea legalizată a acestuia în limba română

NOTA:

• Toate documentele suport înmânate la ghișeele bancare în copie simplă vor fi **certificate pentru conformitate cu originalul și semnate** de acționar/mostenitorul acestuia/ împuternicitul acestuia. Suplimentar, **BRD va verifica și va certifica copiile documentelor prezentate de acționari cu documentele în original aduse de aceștia la unitățile BRD.**

• **Titularul contului bancar** în care se solicită transferul dividendelor nete poate fi doar acționarul sau, după caz, mostenitorul sau

As **shareholder NON fiscal resident*) in Romania**, I attach hereto:

-copy of the valid identity document or passport with identification number

-valid tax residency certificate, in original, apostilled/supralegalized, if applicable, together with notarized translation into Romanian language
In case of **change of the shareholder's name** (marriage, divorce, administrative change), I also attach hereto

-copy of the document attesting the name change

- contact details (recommendable for further clarifications)

As **proxy of the shareholder**, I attach hereto:

-original notarized special power of attorney or notarized copy of a general power of attorney

-copy of the proxy's valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

As **heir of the shareholder**, I attach hereto:

-copy of the heir certificate attesting the number of shares transferred to the heir;

-copy of the heir valid identity documents - the identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

In case there are more heirs, they must present themselves together at BRD or empower one of them by a notarized special power of attorney. BRD will make the payment of the total amount of net dividends to which the deceased shareholder is entitled to in a single account indicated by the heir/heirs/in the power of attorney. In case of more heirs partial payments cannot be made.

As **legal guardian of the shareholder person with disabilities**, I attach hereto

-copy of the legal document setting up the legal guardianship

-copies of the legal guardian's and of the shareholder valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

As **custodian bank/ financial investment services company (SSIF)** of clients -shareholders of SN Nuclearelectrica S.A., I attach hereto:

-original letter signed by the legal representative of the custodian bank/SSIF or by the manager of the department specialized in such operations by which the payment of the net dividends is requested, which must contain identification data of the clients and the number of Nuclearelectrica SA's shares owned by each client through the respective custodian bank/SSIF and the accounts (IBAN codes and the bank) in which the payment should be made

-copy of the document attesting the above mentioned signatory of the letter as legal representative/manager of the department specialized in such operations

-copy of the document attesting the fact that the custodian bank/SSIF is empowered to request and cash in the dividends in the name of its clients

-copies of the valid identity documents of the shareholders- clients of the custodian bank/SSIF- identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens

-for non-residents- tax residency certificate - in original, apostilled/supralegalized, if applicable, together with notarized translation into Romanian language.

NOTE:

• All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder/its heir/its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.

• **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder or its heir or proxy, if

imputernicitul acestuia.

- Comisiunile bancare percepute de BRD pentru plata dividendelor nete în RON sunt suportate de SN Nuclearelectrica S.A.

- **Actionarii nerezidenti fiscal în România care doresc aplicarea prevederilor mai favorabile ale convenției de evitare a dublei impunerii încheiate între România și țara lor de rezidență**, trebuie să prezinte până la data plății, **dar nu mai târziu de 15 decembrie 2014**, certificatul de rezidență fiscală în original, apostilat/supralegalizat, dacă este cazul, împreună cu traducerea legalizată a acestuia în limba română, în termen de valabilitate, precum și detalii de contact pentru eventuale clarificări asupra certificatelor de rezidență fiscală. **În plus, prevederile mai favorabile ale convenției de evitare a dublei impunerii încheiate între România și țara de rezidență a actionarului nu pot fi aplicate în cazul în care actionarul solicită plata într-o țară cu care România nu are încheiat un instrument juridic de schimb de informații, astfel cum sunt menționate pe website-ul Ministerului Finanțelor Publice din România.**

- Dacă certificatul de rezidență fiscală nu este transmis conform celor precizate anterior împreună cu cererea de plată a dividendelor nete prin virament bancar înainte de data plății dividendelor, SN Nuclearelectrica SA va reține impozitul pe dividende din dividendul brut în cota prevăzută de Codul Fiscal Român în vigoare.

Dacă actionarii nerezidenti fiscal în România solicită plata într-o țară cu care România nu are încheiat un instrument juridic de schimb de informații, SN Nuclearelectrica SA va reține impozitul pe dividende din dividendul brut în cota prevăzută de Codul Fiscal Român în vigoare.

- Formularul de cerere de plată a dividendelor nete prin virament bancar împreună cu documentele suport menționate în acesta pot fi transmise și **prin poșta**, cu scrisoare recomandată, la adresa: "Direcția Titluri - BRD METAV- Corp A2, str. Biharia nr. 67-77, sector 1, București, România".

În această situație documentele suport solicitate în prezentul formular în copie simplă vor fi transmise în **copie legalizată**.

- **În situația în care documentele suport sunt emise într-o altă limbă decât limba română, acestea trebuie depuse apostilate/supralegalizate, dacă este cazul, și în traducere legalizată în limba română.**

- BRD va efectua plata dividendelor nete în cel mult două zile bancare (sau cel mult zece zile bancare în cazul actionarilor nerezidenti care depun certificate de rezidență fiscală) de la data primirii de către BRD a cererii de plată, însoțită de documentele suport complete și corecte. Data creditării conturilor bancare ale actionarilor depinde de circuitul interbancar și de lanțul de bănci corespondente.

- **Plata dividendelor nete cuvenite actionarilor SN Nuclearelectrica S.A. este supusă prevederilor generale în materia prescripției, fiind prescripțibilă în termen de 3 (trei) ani începând cu data stabilită de AGA pentru începerea plăților dividendelor.**

BRD își rezervă dreptul de a solicita documente suplimentare în urma analizării cererilor.

*) Definiția persoanei fizice rezidente și nerezidente, în sensul prevederilor Codului fiscal din România, este:

Persoană fizică rezidentă - orice persoană fizică ce îndeplinește cel puțin una dintre următoarele condiții:

- a) are domiciliul în România;
- b) centrul intereselor vitale ale persoanei este amplasat în România;
- c) este prezentă în România pentru o perioadă sau mai multe perioade ce depășesc în total 183 de zile, pe parcursul oricărui interval de 12 luni consecutive, care se încheie în anul calendaristic vizat;
- d) este cetățean român care lucrează în străinătate, ca funcționar sau angajat al României într-un stat străin.

Prin excepție de la prevederile lit. a) - d), nu este persoană fizică rezidentă un cetățean străin cu statut diplomatic sau consular în România, un cetățean străin care este funcționar ori angajat al unui organism internațional și interguvernamental înregistrat în România, un

aplicabil.

- BRD's banking commissions for the payment of the net dividends in RON are borne by SN Nuclearelectrica S.A.

- **Shareholders NON fiscal residents in Romania who want to benefit from the more favorable provisions of the avoidance of double taxation treaties concluded between Romania and their resident country** must provide until the date of the payment, but not later than December 15, 2014, a valid tax residency certificate, in original, apostilled/supralegalized, if applicable, accompanied by a notarized translation into Romanian, as well as contact details for further clarifications related to fiscal certificates. **In addition, the more favorable provisions of the avoidance of double taxation treaties concluded between Romania and shareholder's country of residence can not be applied should the shareholder request that the net dividends to be paid in a country with which Romania has not concluded a legal deed for information exchange, as per Romanian Ministry of Finance website.**

- **If the tax certificate is not supplied as per those mentioned above together with payment request form prior to the payment date, Nuclearelectrica SA shall deduct withholding tax from the gross amount at the rate provided by the Romanian Fiscal Code in force.**

- **If the shareholders NON fiscal residents in Romania request that the net dividends to be paid in a country with which Romania has not concluded a legal deed for information exchange, SN Nuclearelectrica SA shall deduct withholding tax from the gross amount at the rate provided by the Romanian Fiscal Code in force.**

- The payment request form of the net dividends by bank transfer, accompanied by the supporting documents mentioned therein may be sent by **registered mail** to: "Direcția Titluri - BRD METAV - Corp A2, str. Biharia nr. 67-77, sector 1, București, România"

In this case, the supporting documents requested in this payment request form in simple copy must be transmitted in **notarized copy**.

- **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable, and in notarized translation into Romanian language as well.**

- BRD shall make the payment of the net dividends within maximum two banking day (or ten banking days in case of non-residents who submitted tax certificates) from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents. The date of the crediting of the bank accounts of the shareholders depends on the inter-banking circuit and the chain of the correspondent banks.

- **The payment of the net dividends to which SN Nuclearelectrica S.A.'s shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

Following the analysis of the request, BRD reserves the right to request additional documents.

*) The definition of individual resident and non-resident person, as per the provisions of Romanian Fiscal Code is the following:

Resident individual person - any individual who satisfies at least one of the following conditions:

- a) the person has his or her domicile in Romania;
- b) the centre of the vital interests of the person is located in Romania;
- c) the person is present in Romania for a period or several periods exceeding in full 183 days during any period of 12 consecutive months ending in the calendar year in question;

- d) the person is a Romanian citizen who is serving abroad as an official or employee of Romania in a foreign state.

As an exception to the provisions of letter a) - d), a resident natural person shall not include a foreign citizen with diplomatic or consular status in Romania, a foreign citizen who is an official or employee of an international and intergovernmental organisation registered in Romania, a foreign citizen who is an official or employee of a foreign state in

cetățean străin care este funcționar sau angajat al unui stat străin în România și nici membrii familiilor acestora;

Persoană fizică nerezidentă - orice persoană fizică care nu este persoană fizică rezidentă.

Telefon

E-mail:

Data:.....

Semnatura solicitantului

Romania or any members of the family of such foreign citizens;

Non-resident individual person - any individual who is not a resident natural person.

Telephone:.....

E-mail:.....

Date:.....

Signature:.....

**Cerere de plata prin virament bancar
a dividendelor nete distribuite de SN Nuclearelectrica SA
Persoane juridice / alte entitati**

**Payment request by bank transfer form
of the net dividends distributed by SN Nuclearelectrica SA
Legal persons / other entities**

Denumirea societatii

cod inregistrare fiscala [], nr.

Reg. Com. / echivalent [], cu

sediul in str

nr. bl. sc. ap. sect/jud

tara prin reprezentantul legal

..... declar pe propria raspundere, cunoscand sanctiunile prevazute
de lege pentru falsul in declaratii si faptul ca SN Nuclearelectrica SA se
poate regresa impotriva mea pentru prejudiciile suferite in legatura cu
falsul in aceasta declaratie, urmatoarele:

The company (name)

fiscal registration code [], Trade
 Register no./similar []

headquartered in street

no. block. entry. apt. district/county

country, duly represented by

I hereby
declare on my own responsibility, being aware of the legal punishments
for counterfeit statements and of the fact that SN Nuclearelectrica SA
may raise a claim againts me for the damages suffered in connection with
counterfeiting this statement, the followings:

instruquez BRD sa vireze dividendele nete 2013 distribuite de SN
Nuclearelectrica SA actionarilor inregistrati in registrul actionarilor
tinut de Depozitarul Central la data de inregistrare pentru anul 2013 si
convenite actionarului

I instruct BRD to transfer the net dividend 2013 distributed by SN
Nuclearelectrica SA to the shareholders registered with the shareholders
registry kept by the Depozitarul Central at the registration date for 2013
and ought to the shareholder

în contul nr
[] [] [] [] [] [] [] [] [] []
[] [] (format IBAN), codul SWIFT [] [] [] []
moneda [] titular cont [] [] [] []
....., deschis la banca
sucursala Statul in care este deschis
contul bancar

into account no:
[] [] [] [] [] [] [] [] [] []
[] [] (IBAN), SWIFT code [] [] [] [] currency
[] [] account holder
....., opened with the bank.....branch
..... the state where the bank account is opened
.....

Anexez la prezenta cerere de plata a dividendelor nete prin virament
bancar urmatoarele documente (bifati varianta potrivita cazului dvs):
 Pentru **viramentele in alte banci decat BRD**, anexez:
-copie extras de cont certificat de banca unde se solicita transferul
dividendelor sau document doveditor emis de banca din care sa reiasa
titularul contului bancar mai sus mentionat

I attach to the present payment request form of the net dividends by bank
transfer the following documents (check the appropriate option):
 For **transfers in other banks than BRD**, I attach hereto:
- copy of the statement of account certified by the bank where the
dividends are requested to be transferred or other document issued by the
bank revealing the holder of the bank account mentioned above.

In calitate de **rezident fiscal *) in Romania**, anexez:

-copie act de identitate al reprezentantului legal sau dupa caz al mandatarului actionarului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

-copie certificat de inregistrare al actionarului cu cod unic de inregistrare sau alt document echivalent care sa ateste inregistrarea actionarului la autoritatea competenta

-copie certificat constatator/document echivalent emis de autoritatea competenta nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al actionarului

-procura speciala notariala in original sau copie legalizata a procurii generale, daca este cazul

In calitate de **nerezident fiscal *) in Romania**, anexez:

-copie act de identitate al reprezentantului legal sau, dupa caz al mandatarului actionarului, in termen de valabilitate – carte/ buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

-copie certificat de inregistrare al actionarului cu cod unic de inregistrare sau alt document echivalent care sa ateste inregistrarea actionarului la autoritatea competenta din tara de origine

-copie certificat constatator/document echivalent emis de autoritatea competenta din tara de origine nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al actionarului

-procura speciala notariala in original sau copie legalizata procura generala, daca este cazul

-certificat de rezidenta fiscala, in original, apostilat/supralegalizat, daca este cazul, insotit de traducerea legalizata in romana, in termen de valabilitate;

-date de contact:

(recomandabil pentru comunicari in caz de neclaritati)

In calitate de **fond de pensii**, anexez:

-copie act de identitate al reprezentantului legal al societatii de administrare a fondului, in termen de valabilitate- carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

-copie certificat constatator al societatii de administrare a fondului nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al societatii de administrare a fondului

-copie certificat inregistrare sau alt document echivalent emis de autoritatea competenta pentru societatea de administrare a fondului

-copie decizie a autoritatii de reglementare care sa ateste autorizarea societatii de administrare a fondului si a fondului de pensii

-in cazul nerezidentilor fiscali in Romania: certificat de rezidenta fiscala, in original, apostilat/supralegalizat, daca este cazul, insotit de traducerea legalizata in romana, in termen de valabilitate

- o declaratie pe proprie raspundere a reprezentantului legal al societatii de administrare a fondului care sa ateste ca autorizarea societatii de administrare a fondului si a fondului de pensii este valabila la data efectuarii platii si daca sunt disponibile informatii cu privire la site-ul oficial al autoritatii de reglementare din tara de origine unde poate fi verificat statutul de fond de pensii.

In calitate de **banca custode/societate de servicii de investitii financiare (SSIF)** a clientilor - actionari ai SN Nuclearelectrica S.A., anexez:

-adresa in original semnata si stampilata de reprezentantul legal al bancii custode/SSIF sau de directorul departamentului specializat in astfel de operatiuni prin care se solicita plata dividendelor nete, care sa contina:

a) datele de identificare ale clientilor;

b) numarul de actiuni emise de SN Nuclearelectrica S.A. si detinute de

As **fiscal resident *) in Romania**, I attach hereto:

-copy of the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens copy of the valid identity document - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

-copy of the certificate of incorporation with fiscal identification code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority

-copy of the ascertaining certificate issued by Trade Registry/ equivalent issued by the competent authority no older than 3 months mentioning the legal representative of the shareholder

-notarized special power of attorney in original or notarized copy of the general power of attorney, if applicable

As **non-fiscal resident*) in Romania**, I attach hereto:

-copy of the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens

-copy of the certificate of incorporation with fiscal identification code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority from its own country

-copy of the ascertaining certificate/equivalent issued by the competent authority from its own country no older than 3 months mentioning the legal representative of the shareholder

-notarized special power of attorney in original or notarized copy of the general power of attorney, if applicable

- valid tax residence certificate, in original, apostilled/supralegalized, if applicable, together with the notarized translation into Romanian l.

-contact details:

(recommended for additional clarifications)

As **pension fund**, I attach hereto:

-copy of the valid identity documents of the legal representative of the investment management company managing the fund – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens

-copy of the ascertaining certificate of the investment management company managing the fund no older than 3 months mentioning the legal representative of the investment management company

-copy of the certificate of incorporation or equivalent attesting the registration of the investment management company with the competent authority

-copy of the decision of the regulating authority attesting the authorization of the investment management company and of the pension fund

-in case of non-fiscal residents in Romania: valid tax residence certificate, in original, apostilled/supralegalized, if applicable, together with notarized translation into Romanian language

- a statement of the legal representative of the investment management company on his own responsibility attesting the validity of the authorization of the investment management company and pension fund at the payment date and if is available information regarding the official website of the regulating authority where the statute of pension fund could be verified.

As **custodian bank/ financial investment services company (SSIF)** of the clients –shareholders of SN Nuclearelectrica S.A., I attach hereto:

-original letter signed by the legal representative of the custodian bank/SSIF or by the manager of the department specialized in such operations by which the payment of the net dividends is requested, which must contain:

a) identification data of the clients;

b) the number of SN Nuclearelectrica SA's shares owned by each client through the respective custodian bank/SSIF

fiecare client prin banca custode/SSIF respectiva;
c) conturile bancare (codurile IBAN , banca si statul unde sunt deschise conturile) in care sa se faca viramentul;
d) mentiuni privind rezidenta fiscala a clientului in Romania (DA/NU).

-copie document care atesta calitatea semnatarului adresei de mai sus de reprezentant legal al bancii custode/SSIF sau de director al departamentului specializat in astfel de operatiuni

-copie document din care sa rezulte faptul ca banca custode/SSIF este imputernicita sa solicite si sa incaseze dividendele in numele clientilor sai

-copii certificate de inmatriculare ale actionarilor -clienti ai bancii custode/SSIF

-pentru actionarii nerezidenti fiscal in Romania - certificatul de rezidenta fiscala, in original, apostilat/supralegalizat, daca este cazul, impreuna cu traducerea legalizata a acestuia in limba romana, , in termen de valabilitate

-in cazul in care printre clientii bancii custode/SSIF exista si fonduri de pensii bifati

NOTA:

- Toate documentele suport inmanate la ghiseele bancare in copie simpla vor fi **certificate pentru conformitate cu originalul si semnate** de actionar/mostenitorul acestuia/ imputernicitul acestuia. Suplimentar, **BRD va verifica si va certifica copiile documentelor prezentate de actionari cu documentele in original aduse de acestia la unitatile BRD.**

- **Titularul contului bancar** in care se solicita transferul dividendelor nete poate fi doar actionarul sau, dupa caz, imputernicitul acestuia.

- Comisiunile bancare percepute de BRD pentru plata dividendelor nete in RON sunt suportate de SN Nuclearelectrica S.A.

Actionarii nerezidenti fiscal in Romania care doresc aplicarea prevederilor mai favorabile ale conventiei de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta, trebuie sa prezinte pana la data platii, dar nu mai tarziu de 15 decembrie 2014, certificatul de rezidenta fiscala in original, apostilat/supralegalizat, daca este cazul, impreuna cu traducerea legalizata a acestuia in limba romana, in termen de valabilitate, precum si detalii de contact pentru eventuale clarificari asupra certificatelor de rezidenta fiscala. In plus, prevederile mai favorabile ale conventiei de evitare a dublei impuneri incheiate intre Romania si tara de rezidenta a actionarului nu pot fi aplicate in cazul in care actionarul solicita plata intr-o tara cu care Romania nu are incheiat un instrument juridic de schimb de informatii, astfel cum sunt mentionate pe website-ul Ministerului Finantelor Publice din Romania.

Daca certificatul de rezidenta fiscala nu este transmis conform celor precizate anterior, impreuna cu cererea de plata a dividendelor nete prin virament bancar inainte de data platii dividendelor, SN Nuclearelectrica SA va retine impozitul pe dividende din dividendul brut in cota prevazuta de Codul Fiscal Roman in vigoare.

Daca actionarii nerezidenti fiscal in Romania solicita plata intr-o tara cu care Romania nu are incheiat un instrument juridic de schimb de informatii, SN Nuclearelectrica SA va retine impozitul pe dividende din dividendul brut in cota prevazuta de Codul Fiscal Roman in vigoare.

- Formularul de cerere de plata a dividendelor nete prin virament bancar impreuna cu documentele suport mentionate in acesta pot fi transmise si **prin posta**, cu scrisoare recomandata, la adresa: "Directia Titluri -BRD METAV- Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania"

In aceasta situatie documentele suport solicitate in prezentul formular in copie simpla vor fi transmise in **copie legalizata** (cu exceptia certificatului constatator de la Registrul Comertului / documentului echivalent emis de autoritatea competenta care atesta calitatea de

c) the bank accounts (IBAN codes ,the bank and the country in which the accounts are opened) in which the payment should be made;

d) details regarding the fiscal residency of the client in Romania (YES/NO).

-copy of the document attesting the above mentioned signatory of the letter as legal representative/manager of the department specialized in such operations;

-copy of the document attesting the fact that the custodian bank/SSIF is empowered to request and cash in the dividends in the name of its clients

-copies of the incorporation certificates of the shareholders- clients of the custodian bank/SSIF

-for non-fiscal residents in Romania- valid tax residency certificate in original, apostilled/supralegalized, if applicable, with notarized translation into Romanian language.

- in case there are pension funds among the clients of the custodian bank/SSIF check

NOTE:

- All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder/its heir/its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.

- **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder or its proxy, if applicable.

- BRD' s banking commissions for the payment of the net dividends in RON are born by SN Nuclearelectrica S.A.

- **Shareholders NON fiscal residents in Romania who want to benefit from the more favorable provisions of the avoidance of double taxation treaties concluded between Romania and their resident country** must provide until the date of the payment, but not later than December 15, 2014, a valid tax residency certificate, in original, apostilled/supralegalized, if applicable, accompanied by notarized translation into Romanian language, as well as contact details for further clarifications related to fiscal certificates. **In addition, the more favorable provisions of the avoidance of double taxation treaties concluded between Romania and shareholder's country of residence can not be applied should the shareholder request that the net dividends to be paid in a country with which Romania has not concluded a legal deed for information exchange, as per Romanian Ministry of Finance website.**

If the tax certificate is not delivered in compliance with those mentioned above e, together with the payment request form prior to the payment date, SN Nuclearelectrica SA will deduct withholding tax from the gross amount at the rate provided by the Romanian Fiscal Code in force.

- **If the shareholders NON fiscal residents in Romania request that the net dividends to be paid in a country with which Romania has not concluded a legal deed for information exchange, SN Nuclearelectrica SA shall deduct withholding tax from the gross amount at the rate provided by the Romanian Fiscal Code in force.**

- The payment request form of the net dividends by bank transfer, accompanied by the supporting documents mentioned therein may be sent by **registered mail** to: "Directia Titluri -BRD METAV - Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania"

In this case, the supporting documents requested in this payment request form in simple copy must be transmitted in **notarized copy** (except the ascertaining certificate of the Trade Register Office /equivalent document issued by the competent authority attesting the quality of legal

representant legal si care se poate depune in copie conforma cu originalul), cu exceptia documentelor care se cer expres a fi depuse in original

• **In situatia in care documentele suport sunt emise int-o alta limba decat limba romana, acestea trebuie depuse apostilate/supralegalizate, daca este cazul, si in traducere legalizata in limba romana** (cu exceptia certificatului/documentului echivalent emis de autoritatea competenta care atesta calitatea de reprezentant legal si care se poate depune in traducere legalizata in limba engleza).

• **BRD va efectua plata dividendelor nete in cel mult doua zile bancare (sau cel mult zece zile bancare in cazul actionarilor nerezidenti care depun certificate de rezidenta fiscala) de la data primirii de catre BRD a cererii de plata, insotita de documentele suport complete si corecte.** Data creditarii conturilor bancare ale actionarilor depinde de circuitul interbancar si de lantul de banci corespondente.

• **Plata dividendelor nete cuvenite actionarilor SN Nuclearelectrica S.A. este supusa prevederilor generale in materia prescriptiei, fiind prescriptibila in termen de 3 (trei) ani incepand cu data de stabilita de AGA pentru inceperea platilor dividendelor.**

• **BRD isi rezerva dreptul de a solicita documente suplimentare in urma analizarii cererilor.**

*) Definitia persoanei juridice rezidente si nerezidente, in sensul prevederilor Codului fiscal din Romania, este:

Rezident - orice persoană juridică română, orice persoană juridică străină având locul de exercitare a conducerii efective în România, orice persoană juridică cu sediul social în România, înființată potrivit legislației europene, și orice persoană fizică rezidentă.

Nerezident - orice persoană juridică străină, orice persoană fizică nerezidentă și orice alte entități străine, inclusiv organisme de plasament colectiv în valori mobiliare, fără personalitate juridică, care nu sunt înregistrate în România, potrivit legii.

representative which can be submitted as certified true copy), except the documents explicitly required to be submitted in original

• **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable and in notarized translation into Romanian language as well** (excepting ascertaining certificate /equivalent document issued by the competent authority attesting legal representative which can be submitted in notarized translation in English language) .

• **BRD shall make the payment of the net dividends in maximum two banking day (or ten banking days in case of non-residents who submitted tax certificates) from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents.** The date of the crediting of the bank accounts of the shareholders depends on the inter-banking circuit and the chain of the correspondent banks.

• **The payment of the net dividends to which SN Nuclearelectrica S.A's shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

• **Following the analysis of the request, BRD reserves the right to request additional documents.**

*) The definition of a resident and non-resident legal entity, as per the provisions of Romanian Fiscal Code is the following:

Resident - any Romanian legal person, any foreign legal person having the place from where the actual management in Romania, any legal person with a registered head office in Romania, which has been established according to the European regulations, and any resident natural person.

Non-resident - any foreign legal person, any non-resident individual person and any other foreign entities, including collective investment organisms in securities, without legal personality, not registered in Romania, according to the law.

Telefon

E-mail:

Data:.....

Semnatura solicitantului

Telephone:.....

E-mail:.....

Date:.....

Signature:.....