



**Resolution No. 1/11.03.2014**  
**of the Extraordinary General Meeting of the Shareholders**  
**Societatea Nationala Nuclearelectrica S.A.**

Head Office: 65, Polona Street , sector 1, Bucharest, registered with the Trade Register Office  
under number J40/7403/1998, Sole Registration Code RO 10874881

Today, 11 March 2014, hours 12:00, the shareholders of Societatea Nationala Nuclearelectrica (hereinafter called "the Company" or "SNN") have met within the Extraordinary General Meeting of the Shareholders ("EGMS") of SNN, at the National Institute for Statistics – Blue Ballroom, 16 Libertatii Boulevard, Sector 5, Bucharest, the meeting being opened by the Meeting Chairman, Mr. Alexandru Sandulescu, in his capacity as the President of the Board of Directors.

Whereas:

- The Convening Note for the EGMS published in the Romanian Official Gazette, Part IV, issue number 791 of 07.02.2014, in the daily paper "Adevarul" number 135/7-9 February 2014 and on the web address of the company;
- The provisions of the company's Constitutive Act in force ("the Constitutive Act");
- The applicable legislation;

The meeting chairman ascertains that at the opening of the meeting, the EGMS is legal and statutory, 25 shareholders are present or represented, holding a number of 230.642.179 shares, representing 81,85106% of the subscribed and paid up share capital, representing 81,85106% of the total voting rights. The quorum requirement is fulfilled in compliance with the provisions under Art. 15 of the Constitutive Act and with the provisions under Art. 115 paragraphs 1 and 2 of the Law of companies No. 31/1990 ("Law No. 31/1990"). The meeting Chairman ascertains that the EGMS is statutory and legally constituted and organized, and may adopt valid resolutions with respect to the issues on the agenda.

Following the debates, the company's shareholders decide as follows:

1. The election of the Secretary of the Extraordinary General Meeting of the Shareholder. In compliance with the provisions under Art. 129 of Law No. 31/1990, the shareholders of SNN elect Mr. Victor Alexandru Schmidt as the secretary of the EGMS, while the company appoints Mrs. Letitia Hrebenciuc and Mrs. Cristina Bacaintan as the technical secretary of the EGMS.

**Societatea Nationala NUCLEARELECTRICA S.A.**

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In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.641.458 votes representing 99,99969% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.641.458 votes “for”
- 621 votes “against”
- 100 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

2. The approval of the participation of Societatea Nationala Nuclearelectrica SA to the share capital increase of the company Hidro Tarnita SA, through the subscription of 89.000 shares at a nominal value of 100 lei, issued by Hidro Tarnita SA;

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.050.830 votes representing 99,74361% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.050.830 votes “for”
- 566.496 votes “against”
- 24.853 votes “abstain”
- 0 votes were not casted.

A number of 0 was annulled.

3. The approval of the addition to the expenses and revenues budget project for 2014 of the amount necessary to subscribe the shares;

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.056.433 votes representing 99,74604% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.056.433 votes “for”
- 560.946 votes “against”
- 24.800 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

4. The approval of the ceasing the investment for Unit 5 within the investment objective “The Cernavoda Nuclear Power Plant 5x700 MW”.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.621.079 votes representing 99,99085% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.621.079 votes “for”
- 0 votes “against”
- 21.100 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

5. The approval for changing the purpose and use of spaces and structures already built, related to Unit 5, for other activities of SN Nuclearelectrica SA.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.052.030 votes representing 99,74413% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.052.030 votes “for”
- 586.349 votes “against”
- 3.800 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

6. The approval of the Agreement in principle for the completion of the project “Under water interconnection cable of 400 Kv Romania – Turkey”, endorsed by the Board of Directors.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.052.030 votes representing 99,74413% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.052.030 votes “for”
- 586.349 votes “against”
- 3.800 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

7. The approval of the participation in the establishment of the Project company “IIVDCC Romania – Turkey SA” through the subscription and pay of the equivalent in lei of 2.000.000 shares at a nominal value of 1 euro.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.050.830 votes representing 99,74361% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.050.830 votes “for”
- 587.549 votes “against”
- 3.800 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

8. The addition to the expenses and revenues budget project for 2014 of the amount necessary to subscribe the shares;

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.055.180 votes representing 99,74549% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.055.180 votes “for”
- 583.199 votes “against”
- 3.800 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

9. Approving the date of **1 April 2014** as the registration date in compliance with the provisions under Art. 238 of the Law of capital market No. 297/2004, namely the date contributing to the identification of the shareholders who will be affected by the decisions made by the EGMS.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.640.558 votes representing 99,99930% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.640.558 votes “for”
- 1.621 votes “against”
- 0 votes “abstain”, and
- 0 votes were not casted.

A number of 0 was annulled.

10. The empowerment of Mr. Alexandru Sandulescu, in his capacity as President of the Board of Directors in order to sign the decisions made by the EGMS on behalf of the shareholders, the modified and updated form of the Constitutive Act and any other document related thereto and in order to perform any act or comply with any formality required by law for the registration and implementation of the EGMS’s decisions, including the publishing and registration procedures thereof with the Trade Register Office or with any other public institution. Mr. Alexandru Sandulescu may delegate the powers mentioned above to any appropriate, competent person in order to fulfill this mandate.

In the presence of the shareholders representing 81,85106% of the share capital and 81,85106% of the voting rights, this item is adopted with 230.640.558 votes representing 99,99930% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 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:

- 230.640.558 votes “for”

- 1.621 votes “against”
  - 0 votes “abstain”, and
  - 0 votes were not casted.
- A number of 0 was annulled.

PRESIDENT OF THE BOARD OF DIRECTORS

Alexandru SANDULESCU