



Resolution No.7/29.04.2014
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, August 22nd 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 Capital Plaza Hotel – Mihail Kogalniceanu Room, 54 Iancu de Hunedoara Avenue, District 1, 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 Notice for the EGMS published in the Romanian Official Gazette, Part IV, issue number 4098 of 22.07.2014, in the daily paper "Romania Libera" of 22.07.2014 and on the web address of the company
- The amended convening notice published in the Official Gazette of Romania, Part IV, number 4655 of 11.08.2014 and in "Romania Libera" newspaper number 7171, of 11.08.2014
- 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 si legal and statutory, 14 shareholders are present or represented, holding a number of 257.367.686 shares, representing 91,33549 % of the subscribed and paid up share capital, representing 91,33549 % 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. Dan Gheorghe as the secretary of the EGMS, while the company appoints Cristina Bacaintan and Livia Chitu as the technical secretary of the EGMS.

Societatea Nationala NUCLEARELECTRICA S.A.

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Nr. ordine Registrul Comertului: J40/7403/1998, Cod unic de inregistrare: 10874881,

Capital social subscris/si varsat: 2.817.827.560 lei

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In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.367.686 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.367.686 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

2. The General Meeting of Shareholders takes notice of the information note presented by the Board of Directors, regarding the status of the procurement process for legal assistance/consultancy services or legal representation services regarding the development of Cernavoda NPP, Units 3 and 4.

The current item is not subjected to the vote of the shareholders.

3. **Approval** of the strategy for the continuation of Cernavoda NPP Units 3 and 4 Project through the organization of a competitive selection procedure of a private investor.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.151.308 votes representing 99,91592 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.151.308 votes “for”
- 216.378 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

4. Approval of the participation of SN Nuclearelectrica SA within a “Green/Brown Field” type Project, through the establishment of an IPP (Independent Power Producer) type company, to which SNN will contribute with movable and immovable assets the value of which will be determined by an independent evaluator as per the applicable legislation and/or cash contribution, based on necessities, but not exceeding 2.000.000 Euro, in compliance with the approved Budget of Income and Expenditures and the selected private investor will also contribute in cash.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.151.308 votes representing 99,91592 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.151.308 votes “for”

- 216.378 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

5. Approval of the initiation, unfolding and completion by SN Nuclearelectrica SA of a competitive selection procedure of a private investor in order to establish a mixed capital IPP (Independent Power Producer) type company, in view of implementing a “Green/Brown Field” type project with the purpose of completing Cernavoda NPP Units 3 and 4 Project.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.151.308 votes representing 99,91592 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.151.308 votes “for”
- 216.378 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

6. Empowerment of the Board of Directors to initiate and develop the selection procedure in cooperation with a Negotiation Commission, as per the Strategy approved by the General Meeting of Shareholders.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.151.308 votes representing 99,91592 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.151.308 votes “for”
- 216.378 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

7. Approval of the setting up, by the order of the Delegated Minister for Energy, of a Commission for Negotiation with potential investors, that will directly coordinate and lead the unfolding of the private investor selection procedure, as per the approved Strategy and the empowerment of the Board of Directors to take all necessary measures to appoint the members from the side of SNN.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.119.308 votes representing 99,90349 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.119.308 votes “for”

- 216.378 votes “against”
- 32.000 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

8. Approval of the bearing by SN Nuclearelectrica SA of the costs generated by the development of Cernavoda NPP Units 3 and 4 Project that fall under the responsibility of SN Nuclearelectrica SA, as per the provisions of the approved Strategy, in compliance with the approved Budget of Income and Expenditures.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.151.308 votes representing 99,91592 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

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- 216.378 votes “against”
- 32.000 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

9. Approval of the date of **10.09.2014** as the registration date in compliance with the provisions under Art. 238 of the Capital Market Law No. 297/2004, namely the date serving to the identification of the shareholders who will be affected by the Resolutions made by the EGMS.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.367.686 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.119.308 votes “for”
- 216.378 votes “against”
- 32.000 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

10. Empowering Mr. Alexander Sandulescu, in his capacity as President of the Board of Directors, to sign, on behalf of the shareholders, the OGMS’s Resolutions and any other documents in connection therewith, and to perform any act or comply with any formality required by law for the registration and enforcement of the OGMS’s Resolutions, including the publication and registration procedures thereof with the Trade Register Office or any other public institution. Mr. Alexander Sandulescu may delegate all or part of the powers mentioned above to anyone competent to fulfill this mandate.

In the presence of the shareholders representing 91,33549 % of the share capital and 91,33549 % of the voting rights, this item is adopted with 257.367.686 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 15 of the Articles of Incorporation.

The votes were recorded as follows:

- 257.119.308 votes “for”
- 216.378 votes “against”
- 32.000 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

PRESIDENT OF THE BOARD OF DIRECTORS
Alexandru SANDULESCU