



Report date: 16.10. 2015

Name of the issuing entity: Societatea Nationala NUCLEARELECTRICA S.A.

Registered office: 65, Polona Street, District 1, Bucharest

Phone/fax number: 021-203.82.00 / 021 – 316.94.00

Sole Registration Code with the Trade Register Office: 10874881

Order number: J40/7403/1998

Subscribed and paid share capital: RON 3.012.210.410

Regulated market on which the issued securities are traded: Bucharest Stock Exchange

**To: Bucharest Stock Exchange
Financial Supervisory Authority**

Important event to be reported:

Publication of the Societatii Nationale Nuclearelectrica S.A.'s proportionate Prospectus regarding the offer for the share capital increase

Societatea Nationala Nuclearelectrica SA (“SNN”) informs its shareholders and investors that, in the meeting dated 14.10.2015, the Financial Supervisory Authority (“ASF”) approved the proportionate Prospectus regarding the share capital increase by Decision no 2662/15.10.2015.

SNN goes public with the proportionate Prospectus regarding the offer for the share capital increase, today, October, 16th, 2015.

As per the Extraordinary General Meeting of Shareholders no 2/29.04.2015, SNN’s Board of Directors was delegated the competence regarding the share capital increase of SNN with contribution in kind and cash in compliance with the provisions of art. 114, paragraph 1 and 220¹ of Law no. 31/1990 and provisions of art. 236 of Law no. 297/2004, for one year period.

As per Decision no 102/11.08.2015 of the SNN’s Board of Directors approved the share capital increase of the company with contribution in kind and cash in maximum total amount of RON 3,550,110, from the current value of RON 3,012,210,410 to the value of RON 3,015,760,520 by issuing a maximum number of 355,011 new, nominative, dematerialized shares, at a price of RON 10 /share, equal to the nominal value (without share premium), out of which:

- (i) 292,810 new shares, in amount of RON 2,928,100, representing the contribution in kind of the Romanian State through the Ministry of Energy, Small and Medium Enterprises and Business Environment following the issuance of the Land Ownership Certificate no 12900, series M03 by the Ministry of Economy for the undivided share land of 239.05 sqm located in 33, Gheorghe Magheru Av, Bucharest and of the Land Ownership Certificate no 9462/04.02.2005, series M03 for the „Guard house and access road” land, located in Saligny, Constanta county.

- (ii) maximum 62,201 new shares, in amount of RON 622,010, will be offered within the preference right for subscription in exchange for the contribution in kind of the Romanian State through the Ministry of Energy, Small and Medium Enterprises and Business Environment to the other shareholders, namely the persons that are in quality of shareholders on the Record Date in order to maintain their participation in SNN on the Record Date.

The subscription period will start on **19.10.2015** and it will end on **18.11.2015**. The shareholders registered with the Shareholders' Registry at the Registration Date on **28.08.2015** have the right to subscribe and pay shares within the current share issue, proportionally to the participation quota in the Company share capital owned on the record date. The subscription price is **RON 10 /share**.

The subscription rate will be of **0.00117856** and has been determined by the ratio between the maximum number of newly issued shares for the exercise of the pre-emption right (62,201 shares) and the number of shares held by the shareholders who can exercise the pre-emption right (52,777,232 shares). Thus, each existing shareholder recorded on the Registration Date, namely 28.08.2015, may subscribe, for each held share, 0.00117856 newly issued shares.

The actual number of shares that may be subscribed by each shareholder is determined by multiplying the subscription rate (0.00117856) by the held number of shares, and the result, unless it is not a whole number, will be rounded downward up to the nearest resulting whole number.

The underwriter of the offer is BRD Groupe Societe Generale S.A.

The proportionate Prospectus will be available on the website of the Bucharest Stock Exchange („BVB”) at www.bvb.ro, on the website of the Issuer at www.nuclearelectrica.ro, and Intermediary, at www.brd.ro, and hard copies thereof will be provided free of charge upon request during normal business hours between 9:00 – 16:00 at the headquarters of BRD – Groupe Societe Generale SA located at Bd. Ion Mihalache Nr. 1-7, 1st District, Bucharest, Romania, and at the headquarters of the Company. Moreover, on the website of the Issuer, at www.nuclearelectrica.ro, will be available, at least, the following documents:

- The Prospectus;
- The Issuer' Organization Chart;
- The Consolidated Audited Financial Statements for the years ended December 31, 2014 and December 31, 2013 and the related auditor's report;
- The Consolidated Revised Interim Financial Statement for six month period ended June 30, 2015 and June 30, 2014 and the related auditor's report;
- The Issuer's Articles of Association;
- The Subscription Form;
- The Subscription cancellation form

The subscription form along with the documents mentioned in the proportionate Prospectus, “*The share subscription*” section shall be submitted:

- (i) at the intermediary's headquarters at BRD Tower, 1-7 Ion Mihalache Blvd, postal code 011171, 1st District, Bucharest, Romania, contact person Gabriela Dolea, telephone 021 301 41 53, between 9:00 a.m. and 04:00 p.m. on each business day, except for the last day of the subscription period, 18.11.2015 that will close at 12:00 p.m.

(ii) by post, with return receipt, to the address: BRD Tower, 1-7 Ion Mihalache Blvd, postal code 011171, 1st District, Bucharest, Romania. The Intermediary will take into consideration only the Subscription Forms registered at its headquarters until the last day of the subscription period, respectively until 18.11.2015 including.

Daniela Lulache

CEO