

**NOTICE OF PRIMARY INITIAL PUBLIC OFFERING FOR THE SALE OF SHARES ISSUED BY  
S.N. NUCLEARELECTRICA S.A.**

<b>Name and address of the Issuer</b>	Societatea Nationala Nuclearelectrica S.A., registered with the Trade Registry under No. J40/7403/27.07.1998, Fiscal Registration Code RO 10874881, registered headquarters at Str. Polona, nr.65, Sector 1, Zip Code 010494, Bucharest		
<b>Offering Underwriter</b>	Syndicate consisting of Swiss Capital S.A. (' <b>Lead Manager</b> ') and BT Securities S.A. (' <b>Manager</b> ')		
<b>Object of the Public Offering</b>	Sale of <b>25,368,236</b> nominative shares in dematerialized form, ordinary, indivisible and freely negotiable, par value RON 10 /share, representing 10% of the share capital of S.N. Nuclearelectrica S.A. (' <b>Offered Shares</b> ')		
<b>Tranches of the Offering:</b>	<b><u>Small Subscription Tranche</u></b>	<b><u>Large Subscription Tranche</u></b>	<b><u>Institutional Investors Tranche</u></b>
Percentage of Offered Shares	10% of Offered Shares	5% of Offered Shares	85% of Offered Shares
Subscription minimum /maximum value:	Minimum <b>100</b> Offered Shares and maximum <b>15,000</b> Offered Shares	Minimum <b>15,001</b> Offered Shares	No minimum limit for subscription
<b>Offering duration</b>	<b>09.09.2013 - 20.09.2013</b>		
<b>Subscription Price</b>	<b><u>Small Subscription Tranche</u></b>	<b><u>Large Subscription Tranche</u></b>	<b><u>Institutional Investors Tranche</u></b>
	Fixed price RON 15 /share	Fixed price RON 15 /share	Any price between RON 11.20 and 15 /Share (including the end caps of this range)
<b>Offering Price</b>	<b><u>Small Subscription Tranche</u></b>	<b><u>Large Subscription Tranche</u></b>	<b><u>Institutional Investors Tranche</u></b>
	The Offering Price per Share for Small Subscription Tranche shall be equal to: <ul style="list-style-type: none"> <li>92% of the Offering Price per Share for the Institutional Investors Tranche, for the Investors of the Small Subscription Tranche whose subscriptions are registered in the BSE trading system within the</li> </ul>	The Offering Price per Share for Large Subscription Tranche shall be equal to the Offering Price per Share established for the Institutional Investors Tranche	If the total number of subscribed Shares in this Tranche represent: <ul style="list-style-type: none"> <li>less than <b>150%</b> of the number of Shares allotted for the Institutional Investors Tranche, the Offering Price shall be equal to the smallest Subscription Price of the Institutional Investors Tranche, obtained by eliminating the end caps</li> </ul>

	<p>first 3 Business Days of the Offering Duration</p> <ul style="list-style-type: none"> <li>97% of the Offering Price per Share for the Institutional Investors Tranche, for the Investors of the Small Subscription Tranche whose subscriptions are registered in the BSE trading system starting from the fourth Business Day of the Offering Duration</li> </ul>		<ul style="list-style-type: none"> <li>more than or equal to <b>150%</b> of the number of Shares allotted for the Institutional Investors Tranche, the Offering Price per Share for the Institutional Investors Tranche shall be equal to the price to which the Institutional Investors Tranche is subscribed <b>150%</b> or, if such price does not exist, the Offering Price per Share for the Institutional Investors Tranche shall be equal to the price to which the Institutional Investors Tranche is subscribed to the level of subscription immediately superior to that of <b>150%</b>.</li> </ul>
<b>Subscription Schedule</b>	Monday to Friday, <b>9.30 -17.00 (Eastern Europe Time Zone)</b> throughout the Offering Duration, except for the last day of the Offering Duration, <b>9:30 - 13:00. (Eastern Europe Time Zone)</b> . After the expiry of the Offering Duration no subscription from investors shall be accepted.		
<b>Subscription modality</b>	<p>Subscriptions shall be made through the following entities, based on the subscription form and related documents:</p> <ul style="list-style-type: none"> <li><b>Swiss Capital S.A. Bd. Dacia 20, Romana Offices, Et.4, Sector 1, Bucharest</b></li> <li><b>BT Securities S.A.</b>, Bulevardul 21 decembrie 1989, nr. 104, Cluj Napoca, Romania and secondary offices of BT Securities authorized by FSA, mentioned in the Offering Prospectus</li> <li><b>Banca Transilvania S.A.</b>, in the locations mentioned in the Offering Prospectus (exclusively for investors subscribing in the Small Subscription Tranche and Large Subscription Tranche);</li> <li>Any intermediary company authorized by FSA (Eligible Participant), provided that it executed a Commitment for observing the conditions in which the Primary Public Offering is run in the authorized units of such Eligible Participant. The list of Eligible Participants is available on <a href="http://www.bvb.ro">www.bvb.ro</a>.</li> </ul>		

<b>Collection Accounts</b>	<ul style="list-style-type: none"> <li>• For the subscriptions made through <b>Swiss Capital</b>, in the Collection Account opened by Swiss Capital with BRD - Groupe Société Générale having <b>IBAN RO34BRDE450SV29223544500 RON</b>;</li> <li>• For the subscriptions made through <b>BT Securities S.A.</b> and for the subscriptions made through <b>Banca Transilvania S.A.</b>, as part of the Distribution Group, in the Collection Account opened by BT Securities S.A. with Banca Transilvania S.A. having <b>IBAN RO73BTRL0130120292569000</b>;</li> <li>• For the subscriptions made through any <b>Eligible Participant</b>, the Subscription Price for the Shares subscribed may be paid, in cash or by bank transfer, depending on the internal procedures of such Eligible Participant, as communicated to the subscribing investors by each Eligible Participant. The list of Eligible Participants is available on <a href="http://www.bvb.ro">www.bvb.ro</a>.</li> </ul>		
<b>Allotment method</b>	<b><u>Small Subscription Tranche</u></b>	<b><u>Large Subscription Tranche</u></b>	<b><u>Institutional Investors Tranche</u></b>
	If the Small Subscription Tranche is oversubscribed, the Offered Shares of the Small Subscription Tranche shall be allotted pro rata to all investors who subscribed in the Small Subscription Tranche.	If the Large Subscription Tranche is oversubscribed, the Offered Shares of the Large Subscription Tranche shall be allotted pro rata to all investors who subscribed in the Large Subscription Tranche.	If the Institutional Investors Tranche is oversubscribed (more than 100% of the Shares allotted to such Tranche), the allotment for the investors who subscribed in the Institutional Investors Tranche at a price higher or equal to the Offering Price shall be made by the Offeror together with the Syndicate Members based on certain qualitative criteria. Such qualitative criteria are provided in the Offering Prospectus.
<b>Successful Closing of the Offering</b>	The Offering shall be deemed successfully closed if the following conditions are cumulatively met: (a) at the time of its closing, 100% of the Offered Shares were subscribed following the Primary Public Offering; and (b) the Company Shares are admitted to trading within a BSE trading system.		
<b>Offering Prospectus</b>	The Offering Prospectus is published in electronic form on the websites of S.N. Nuclearelectrica S.A. ( <a href="http://www.nuclearelectrica.ro">www.nuclearelectrica.ro</a> ), of Bucharest Stock Exchange ( <a href="http://www.bvb.ro">www.bvb.ro</a> ), of Swiss Capital S.A. ( <a href="http://www.swisscapital.ro">www.swisscapital.ro</a> ), of BT Securities SA ( <a href="http://www.btsecurities.ro">www.btsecurities.ro</a> ) and on <a href="http://www.listarenuclearelectrica.ro">www.listarenuclearelectrica.ro</a> . Hard copies of the Offering Prospectus shall be available to investors, at the Issuer's headquarters located at Str. Polona, nr. 65, Zip Code 010494, Bucharest, Romania		

<b>Intermediation Method</b>	The best execution method
<b>FSA decision for the approval of the Public Offering</b>	<b>Decision No. 677/2.09.2013</b>
<b>Date of drafting the notice of offering</b>	29.08.2013
<b>Intermediaries :</b>	Intermediation Syndicate:  SWISS CAPITAL S.A. BT SECURITIES S.A.
<b><u>READ THE PROSPECTUS BEFORE SUBSCRIBING</u></b>	
<b>The approval stamp affixed on this Primary Public Offering Prospectus is neither a warranty nor another form of assessment by the FSA as to the opportunity, benefits or disadvantages, profit or risks that might be posed by the deals to be made by accepting this public offering that is subject to the approval decision. The approval decision is only meant to certify compliance of the Prospectus with the requirements of the laws and related application regulations.</b>	