



Report date: 24.11.2015

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

Ref: Current report in compliance with the Law number 297/2004 regarding the capital market, The Regulation of the Romanian National Securities Commission no. 1/2006 regarding the issuers and securities operations, as subsequently amended

Important event to be reported :

Report regarding the share subscription within the share capital increase of Societatea Nationala Nuclearelectrica SA (« SNN »)

According to the Extraordinary General Meeting of Shareholders („EGMS”) no. 2.29.04.2015, 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, the delegation of competence to the SNN Board of Directors was approved, for one year period, regarding the share capital increase of SNN up to the maximum authorized share capital amount of **3.016.200.000 lei**, representing:

- The contribution in kind of the Romanian State, represented by the Ministry of Energy, Small and Medium Enterprises and Business Environment, as a result of obtaining the Land Ownership Certificate, series M03, number 12900, issued by the Ministry of Economy for the undivided share land of 239,05 m², located in 33 Gheorghe Magheru Av, Bucharest and of the Land Ownership Certificate, series M03, number 9462/04.02.200, issued by the Ministry of Economy for the « Guard House and Access Road » land, located in Saligny, Constanta County, with a surface of 3873,13 m²; the value of the two lands representing contribution in kind will be established by independent experts appointed by the Trade Registry in compliance with art. 215 of Law no. 31/1990 through **an update of the land value from the date of forwarding the documentation, with the inflation index in compliance with art. 6 of GD no. 834/1991 corroborated with art. 143 of GD no. 577/2002;**
- The contribution in cash of the other shareholders, within the exercise of the pre-emptive rights by the other shareholders in exchange for the contribution in kind of the Romanian State through the Ministry of Energy, Small and Medium Enterprises and Business Environment;

Societatea Nationala NUCLEARELECTRICA S.A.

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Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.012.210.410 lei

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Following the evaluation of the above mentioned lands by an independent expert appointed by the Trade Registry, the SNN Board of Directors issued the Resolution no. 102/11.08.2015 regarding the share capital increase with in kind and in cash contributions in the total maximum amount of **3.550.110 lei**, from the current value of **3.012.210.410 lei** to the value of **3.015.760.520 lei**, by issuing a maximum number of **355.011** new, nominative, dematerialized shares, at a price of 10 lei/share, equal to the nominal value (without share premium), out of which:

- (i) **292.810** new shares, in amount of **2.928.100 lei**, 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 **622.010 lei**, 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.

Following the approval of the Prospectus by the Board of Directors of SNN as per Resolution no. 117/14.09.2015 and the Decision of the Financial Supervisory Authority no. 2662/15.10.2015, the share capital increase procedure of SNN took place during 19.10.2015 – 18.11.2015. The shareholders registered in the Shareholders’ Registry at the Record Date of 28.08.2015 had the right to subscribe and pay shares, proportional to their participation quota in the share capital of SNN held at the Record Date.

On 23.11.2015, the Board of Directors of SNN acknowledged that during the subscription period 19.10.2015 – 18.11.2015, the shareholders registered in the Shareholders’ Registry at the Record Date, 28.08.2015, did not subscribe shares within the preference right, the only contribution being that of the Romanian State through the Ministry of Energy, Small and Medium Sized Enterprises and Business Environment, in kind.

Considering the above mentioned, during the meeting of 23.11.2015, SNN Board of Directors approved the following:

- The share capital increase of SNN with the in kind contribution of the Romanian State through the Ministry of Energy, Small and Medium Sized Enterprises and Business Environment, namely with the amount of 2.928.100 lei, representing 292.810 shares;
- The annulment of 62.201 shares, in the amount of 622.010 lei, representing the shares that were not subscribed by the existing shareholders in the Shareholders’ Registry at the Record Date, 28.08.2015.

The percentage of allocated shares in the total number of shares offered is of 82,4791%.

The share capital of SNN which will result from the current share capital increase will be **3.015.138.510 lei**, fully subscribed and paid by the shareholders of the company, corresponding to a number of **301.513.851 shares**.

Daniela Lulache

CEO