



Report date: 17.10.2016

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 3.015.138.510

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 Art. 113, item A, paragraph (1) letter c) of the Regulation No. 1/2006 of the Romanian National Securities Commission regarding the issuers and securities operations, as subsequently amended, as well as in compliance with the provisions of art. 99 under the Code of the Bucharest Stock Exchange Market Operator, Tier II, Issuers and Financial Instruments

Important event to be reported:

The resolutions of the Ordinary and Extraordinary General Meeting of Shareholders of 17.10.2016

Societatea Nationala Nuclearelectrica S.A. (“SNN”) informs the shareholders and investors that on 17.10.2016, at the Capital Plaza Hotel, Ion Mincu 1 room, the Ordinary and Extraordinary General Meeting of Shareholders, took place starting with 11:00.

The resolutions of the Ordinary and Extraordinary General Meeting of Shareholders of 17.10.2016 are presented in the Appendix to this current report.

Daniela Lulache

CEO

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

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

Paid and subscribed capital: 3.015.138.510 lei

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Appendix

Resolution number 7 /17.10.2016 of the Ordinary General Meeting of Shareholders of Societatea Nationala Nuclearelectrica S.A.

Headquarters: 65 Polona street, District 1, 010494 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 17 October 2016, 11:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Ordinary General Meeting of Shareholders (OGMS) of SNN, held at Hotel Capital Plaza, Ion Mincu I Conference Room, 54 Iancu de Hunedoara Avenue, Bucharest; the OGMS was opened by the President of the meeting, Mr. Alexandru Sandulescu, in his capacity of President of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 3323 of 14.09.2016, in the, "Romania Libera" newspaper, number 7706 of 14.09.2016 and on the website of the Company;
- The amended Convening Notice for the OGMS published in the Official Gazette of Romania, Part IV, number 3565 of 04.10.2016, in the "Romania Libera" newspaper, number 7720 of 04.10.2016 and on the website of the Company;
- The provisions of the effectual Articles of Incorporation of the Company;
- Legal applicable provisions;

The President of the meeting records at the beginning of the meeting, that the OGMS is legal and statutory, 25 shareholders are present or represented, owning a total number of 282.313.483 shares, representing 93,63201% of the subscribed and paid up share capital, representing 93,63201% of the total voting rights. The requirement regarding quorum is met in accordance with the provisions of article 15 of the Articles of Incorporation and of article 112, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the OGMS is



statutory and legally convened and that it can adopt viable resolutions regarding the items on the agenda.

Following the debates, the shareholders of the Company hereby decide:

1. **Election of the Secretary of the OGMS.**

As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the OGMS Mr. Sorin Teodoru and the Company appoints Ms. Cristina Bacaintan and Ms Saida Ismail as technical secretary of the OGMS.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, the current item is adopted with 282.180.372 votes, representing 99,95285% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 15 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 282.180.372 votes “for”
- 18.155 votes “against”
- 0 votes “abstain”
- 0 votes were not casted

A number of 110.419 votes was canceled.

A number of 4.537 votes was expressed “for” Mr. Catalin Niculita.

2. **The approval** of the Activity Report of the Board of Directors for the first semester of 2016, as per the provisions of art. 7 items 7.19 and 7.21 of the Administration contract concluded between the members of the Board of Directors and SN Nuclearelectrica SA.

In the presence of the shareholders representing 93,63201% of the share capital and. 93,63201% of the voting rights, the current item is adopted with 254.653.816 votes, representing 90,20250% of the total votes held by the present or represented shareholders, in compliance with the provision



of Art. 15 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 254.653.816 votes “for”
- 27.426.536 votes “against”
- 233.131 votes “abstain”
- 0 votes were not casted

A number of 0 votes was canceled.

3. **Information** note regarding the transactions concluded with the administrators or managers, employees, shareholders having control over the company or with a company controlled by them during 01.06.2016-31.07.2016, in accordance with Art. 52 paragraph (3) letter a) of OUG No. 109/2011 as subsequently amended.

This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

4. **Information** note on the transactions concluded by SNN with another public company or with the public supervisory body, if the transaction has a value, either individually or in a series of transactions, of at least EUR 100 000 in lei equivalent, during 01.06.201-31.07.2016, which falls under the incidence art. 52 paragraph (3) letter b) of OUG 109/2011 as subsequently amended.

This current item on the agenda is not subjected to the vote of the shareholders; the shareholders acknowledge the information presented by the Company with regards to this item.

5. **The approval** of the date of **02.11.2016** as a as the registration date in compliance with the provisions of art. 238 paragraph (1) of the capital market Law 297/2004, namely the date serving to the identification of the shareholders who will be affected by the Resolutions made by the OGMS.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, the current item is adopted with 282.295.328 votes, representing 99,99357% of

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the total votes held by the present or represented shareholders, in compliance with the provision of Art. 15 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 282.295.328 votes “for”
- 18.155 votes “against”
- 0 votes “abstain”
- 0 votes were not casted

A number of 0 votes was canceled

6. **The approval** of the date **01.11.2016** as the “ex-date”, namely the date prior to the registration date on which the financial instruments which make up the object of the company’s resolutions are traded without the rights derived from the resolution, in compliance with the provisions of art. 2, letter f) from the Rules and Regulations number 6/2009 with the subsequent amendments.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, the current item is adopted with 282.295.328 votes, representing 99,99357% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 15 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 282.295.328 votes “for”
- 18.155 votes “against”
- 0 votes “abstain”
- 0 votes were not casted

A number of 0 votes was canceled



7. **The empowerment** of Mr. Alexander Săndulescu, 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 Săndulescu may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, the current item is adopted with 282.295.328 votes, representing 99,99357% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 15 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 282.295.328 votes "for"
- 18.155 votes "against"
- 0 votes "abstain"
- 0 votes were not casted

A number of 0 votes was canceled

PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING

Sorin Teodoru



**Resolution number 8/17.10.2016
of the Extraordinary General Meeting of Shareholders of
Societatea Nationala Nuclearelectrica S.A.**

Headquarters: 65 Polona street, District 1, 010494 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 17 October 2016, 12.00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Extraordinary General Meeting of Shareholders (EGMS) of SNN, held at Hotel Capital Plaza, Ion Mincu I Conference Room, 54 Iancu de Hunedoara Avenue, Bucharest; the EGMS was opened by the President of the meeting, Mr. Alexandru Sandulescu, in his capacity of President of the Board of Directors.

Taking into consideration:

- The convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 3323 of 14.09.2016, in the, "Romania Libera" newspaper, number 7706 of 14.09.2016 and on the website of the Company;
- The amended Convening Notice for the EGMS published in the Official Gazette of Romania, Part IV, number 3565 of 04.10.2016, in the "Romania Libera" newspaper, number 7720 of 04.10.2016 and on the website of the Company;
- The provisions of the effectual Articles of Incorporation of the Company;
- Legal applicable provisions;

The President of the meeting records at the beginning of the meeting, that the EGMS is legal and statutory, 25 shareholders are present or represented, owning a total number of 282.313.483 shares, representing 93,63201% of the subscribed and paid up share capital, representing 93,63201% of the total voting rights. The requirement regarding quorum is met in accordance with the provisions of article 15 of the Articles of Incorporation and of article 115, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the EGMS is



statutory and legally convened and that it can adopt viable resolutions regarding the items on the agenda.

Following the debates, the shareholders of the Company hereby decide:

1. Election of the Secretary of the EGMS

As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the EGM Mr. Sorin Teodoru and the Company appoints MS. Cristina Bacaintan and Ms. Saida Ismail as technical secretary of the EGMS.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, this current item is adopted with 282.288.073 votes, representing 99,99100% 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:

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

A number of 7.255 was canceled.

2. The approval of the continuation of the negotiations on the Investment Documents under the same conditions as provided by the Memorandum of Understanding for the development, construction, operation and decommissioning of Cernavoda NPP Units 3 and 4 (“MoU”), until 20 December 2016, with the application of all the MoU provisions, including the possibility of each party to cease the MoU without any compensations by means of a simple written notification to the other Party, in case an agreement regarding the Investment Documents is not reached and to the extent to which the delay was not caused by the respective Party.



In the presence of the shareholders representing 93,63201% of the share capital and . 93,63201% of the voting rights, this item is adopted with 254.828.103 votes representing 90,26423% 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:

- 254.828.103 votes “for”
- 27.437.749 votes “against”
- 47.631 votes “abstain
- 0 votes were not casted.

A number of 0 was canceled.

3. The rejection of the continuation of the negotiations on the Investment Documents under the same conditions as provided by the Memorandum of Understanding for the development, construction, operation and decommissioning of Cernavoda NPP Units 3 and 4 (“MoU”), until 30 November 2016, with the application of all the MoU provisions, including the possibility of each party to cease the MoU without any compensations by means of a simple written notification to the other Party, in case an agreement regarding the Investment Documents is not reached and to the extent to which the delay was not caused by the respective Party.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, this item is rejected with 276.174.295 votes representing 97,82540% 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:

- 5.997.054 votes “for”
- 276.174.295 votes “against”
- 142.134 votes “abstain
- 0 votes were not casted.



A number of 0 was canceled.

4. The rejection of the preparation by the Board of Directors of SN Nuclearelectrica SA (“SNN”) and of the presentation during the next general meeting of shareholders of a report regarding:

- a. the total amount spent by SNN up to present for the establishment and support of the activity of Energonuclear SA, company created with the purpose of completing Cernavoda NPP Units 3 and 4 including, but not limited to: (i) the amounts contributed in cash by SNN to the share capital of Energonuclear SA; (ii) the amounts paid by SNN for the purchase of the participation of the other shareholders following their retreat from the company; (iii) the total amount paid by Energonuclear SA or SNN to the members of the governmental commissions responsible for the coordination and implementation of Cernavoda NPP Units 3 and 4 Project starting with 2006 up to present; (iv) the amounts paid by SNN and Energonuclear SA to legal and financial consultants for the completion of the Cernavoda NPP Units 3 and 4 Project since the establishment of the project company Energonuclear SA up to present;
- b. the total amount budgeted by the company for the following years in view of establishing and supporting the activity of the new project company with the purpose of completing Cernavoda NPP Units 3 and 4 Project including the amounts which will be paid by SNN to legal and financial consultants;
- c. the amount spent up to present by SNN for the negotiation of the Memorandum of Understanding with CGN, the Investors Agreement and the Articles of Incorporation of the new project company, including but not limited to the expenses with legal and financial consultants, expenses with the negotiation commission and the inter-ministerial commissions established in view of continuation of Cernavoda NPP Units 3 and 4 Project.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, this item is rejected with 252.096.326 votes representing 89,29659% 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.

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The votes were recorded as follows:

- 30.124.157 votes “for”
- 252.096.326 votes “against”
- 93.000 votes “abstain
- 0 votes were not casted.

A number of 0 was canceled.

5. The approval of the date of **02.11.2016** as the registration date in compliance with the provisions of art. 238 paragraph (1) of the capital market Law 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 93,63201% of the share capital and 93,63201% of the voting rights, this item is adopted with 282.295.328 votes representing 99,99357% 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:

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

A number of 0 was canceled.

6. The approval of the date **01.11.2016** as the “ex-date”, namely the date prior to the registration date on which the financial instruments which make up the object of the company’s resolutions are traded without the rights derived from the resolution, in compliance with the provisions of art. 2, letter f) from the Rules and Regulations number 6/2009 with the subsequent amendments.



In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, this item is adopted with 282.295.328 votes representing 99,99357% 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:

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

A number of 0 was canceled.

7. The empowerment of Mr. Alexandru Sandulescu, in his capacity as President of the Board of Directors, to sign, on behalf of the shareholders, the EGMS’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 EGMS’s Resolutions, including the publication and registration procedures thereof with the Trade Register Office or any other public institution. Mr. Alexandru Sandulescu may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representing 93,63201% of the share capital and 93,63201% of the voting rights, this item is adopted with 282.295.328 votes representing 99,99357% 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:

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



A number of 0 was canceled.

PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING

Sorin Teodoru