



**Resolution number/30.03.2016
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, 30 march 2016, 13.00 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 Room, 54 Iancu de Hunedoara Blvd, 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 834 dated 26.02.2016, in the „ Romania Libera” newspaper, number 7566 of 26.02.2016 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,.....shareholders are present or represented, owning a total number of.....shares, representing of the subscribed and paid up share capital, representing 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. Selection of the Secretary of the EGMS

In the presence of the shareholders representingof the share capital andof the voting rights, this item is adopted with votes representing% of the total votes held by the present



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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:

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

A number of was annuled.

2. The approval of the modification of the Articles of Incorporation of the company, as follows:

Article 7 is amended and will have the following content:

“Art. 7 (1) The share capital of the Company is 3.015.138.510 lei, fully subscribed and paid by the Company’s shareholders. The share capital is divided into 301.513.851 nominative shares, issued in dematerialized form, having a nominal value of 10.00 lei each.

(2) The company’s share capital is owned by the following shareholders, as follows:

a) The Romanian State, through the Ministry of Energy (the appropriate Ministry, or its successors, according to law) owns a total of 248.736.619 shares with a total value of 2.487.366.190 lei corresponding to a quota of 82,4959 % of the share capital of the Company;

b) S.C. Fondul Proprietatea S. A. owns a total of 27.408.381 shares with a total value of 274.083.810 lei, which corresponds to a quota of 9,0903 % of the share capital of the company;

c) Other shareholders, Romanian and foreign natural and legal persons own a total of 25.368.851 shares with a total value of 253.688.510 lei, representing a quota of 8,4138 % of the share capital of the company.

(3) The identification data of each shareholder, each shareholder’s contribution to the share capital, the number of shares and the participation in the share capital to which each shareholder is entitled to are contained in the Shareholders’ Register held in the computerized system of the Central Depository.

(4) The rights and obligations related to Nuclearelectrica’s share capital for the share capital quota held by the Romanian state, are exercised in the name and on behalf of the Romanian State, by the appropriate ministry, to whose authority the Company is reporting.

In the presence of the shareholders representingof the share capital andof the voting rights, this item is adopted with votes representing% 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.

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

office@nuclearelectrica.ro, www.nuclearelectrica.ro



The votes were recorded as follows:

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

A number of was annuled.

3. The approval of the date of **20.04.2016** as a as the registration date in compliance with the provisions of art. 238 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 representingof the share capital andof the voting rights, this item is adopted with votes representing% 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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- votes were not casted.
-

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4. The approval of the date of **19.04.2016** 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 representingof the share capital andof the voting rights, this item is adopted with votes representing% 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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5. The empowerment of Mr. Alexandru Săndulescu, 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 Săndulescu may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representingof the share capital andof the voting rights, this item is adopted with votes representing% 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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PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING