



**ENDORSED,
Board of Directors
President
Alexandru Sandulescu**

NOTE

Regarding the approval of the annual separate and consolidated financial statements of SN Nuclearelectrica SA for the financial year ended on 31.12.2015, on the basis of the independent auditor's report and the annual report of the administrators for the year 2015

- Document for items 2,3 and 4 on the agenda of the OGMS/25.04.2016 -

1. General aspects/competence

In accordance with the legal provisions in force, the General Meeting of Shareholders has the competence to approve the annual financial statements on the basis of the independent auditor's report and the annual report of the administrators.

The legal applicable basis is represented by:

- Law no. 31/1990, republished as subsequently amended ;
- Minister of Public Finance Order no. 1286/2012 (OMPF nr.1286/2012) with the subsequent amendments;
- Government Emergency Ordinance (O.U.G.) No. 109/2011 on corporate governance of public enterprises as subsequently amended.

Moreover, art. 227 of the Law number 297/2004 establishes that the companies admitted to trade on a regulated market have the obligation to prepare an annual report within at most 4 months since the end of the financial year. The annual report will have the content provided at Annex number 32 to the CNVM Regulations number 1/2006.

2. Presentation

SN Nuclearelectrica SA prepared the annual separate and consolidated financial statements for the financial year ended at 31 December 2015 in compliance with the International Financial Reporting Standards (IFRS) as adopted by the European Union (IFRS-EU), on the basis of the provisions of OMPF number 1286/2012. The separate and consolidated financial statements comprise:

- The financial position of the company
- The profit and loss account
- The comprehensive result
- The situation of the equity modification
- The situation of the cash flows
- The explanatory notes for the financial statements

The annual separate and consolidated financial statements are prepared in compliance with IFRS-EU and are accompanied by the independent auditor's report on the separate and consolidated financial statements and by the annual report of the administrators for the year 2015.

The annual report of the administrators was prepared taking into account the fact that SNN is a company listed on Bucharest Stock Exchange, in compliance with the provisions of article 227 of the Law number 297/2004 and of the Annex number 32 to the CNVM Regulations number 1/2006, also presenting information regarding the group (Energonuclear SA subsidiary).

The separate and consolidated financial statements accompanied by the independent auditor's report and the annual report of the administrators were approved by the management of the company on 23.03.2016.

3. Proposals

Given the above mentioned, we request the Ordinary General Meeting of Shareholders, the following:

- a) **The Approval of the Separate Financial Statements** for the financial year ended at 31 December 2015, prepared in compliance with the International Financial Reporting Standards adopted by the European Union ("IFRS-EU"), as provided by the Order of the Ministry of Public Finance number 1286/2012 with the subsequent amendments ("OMFP 1286/2012"), on the basis of the **Annual Report of the Administrators** for the year 2015 and the **Independent Auditor's Report** on the annual separate financial statements for the year 2015.
- b) **Approval of the Annual Consolidated Financial Statements** for the financial year ended at 31 December 2015, prepared in compliance with IFRS-EU, as provided by OMFP 1286/2012, on the basis of the **Annual Report of the Administrators** for the year 2015 and the **Independent Auditor's Report** on the annual consolidated financial statements for the year 2015.
- c) **Approval of the Annual Report of the Administrators for the year 2015.**

Daniela Lulache
CEO

Mihai Darie
CFO