



**Resolution number 4/25.04.2016
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, 25 april 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 1229 of 25.03.2016, in the „Romania Libera” newspaper, number 7586 of 25.03.2016 and on the website of the Company;
- The amended Convening Notice for the EGMS published in the Romanian Official Gazette, Part IV, issue number 1476 of 13.04.2016, in the daily paper “Romania Libera” , number 7599 of 13.04.2016 and on the web address 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, 30 shareholders are present or represented, owning a total number of 284.743.484 shares, representing 94,43794% of the subscribed and paid up share capital, representing 94,43794% 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 accordance with Art. 129 of Law no. 31/1990, shareholders SNN elect Mr. Sorin Teodoru as the secretary of the EGMS meeting and the Company designates Ms. Cristina Bacaintan and Mrs. Saida Ismail as technical secretaries of AGOA.

In the presence of the shareholders representing 94,43794% of the share capital and 94,43794% of the voting rights, this item is adopted with 284.742.650 votes representing 99,99971% 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:

- 284.742.650 votes “for”
- 0 votes “against”
- 834 votes “abstain”
- 0 votes were not casted.

A number of 0 was annulled.

- 2. Regarding the approval** of the transfer, free of charge, of the social assets presented in the Note no. 3795/24.03.2016 to the Local Council of Cernavoda, the number of votes required for reaching a decision was not expressed (248.787.250 votes representing 87,37241% of the total votes held by the present or represented shareholders were recorded as “abstain”)

In the presence of the shareholders representing 94,43794% of the share capital and 94,43794% of the voting rights, 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:

- 35.956.234 votes “for”
- 0 votes “against”
- 248.787.250 votes “abstain”
- 0 votes were not casted.

A number of 0 was annulled.

- 3. The approval** of the date of **08.06.2016** 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.



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In the presence of the shareholders representing 94,43794% of the share capital and 94,43794% of the voting rights, this item is adopted with 284.743.484 votes representing 100% 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:

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

A number of 0 was annulled.

- 4. The approval** of the date of **07.06.2016** 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 94,43794% of the share capital and 94,43794% of the voting rights, this item is adopted with 284.743.484 votes representing 100% 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:

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

A number of 0 was annulled.

- 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

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Paid and subscribed capital: 3.015.138.510 lei

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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 representing 94,43794% of the share capital and 94,43794% of the voting rights, this item is adopted with 284.743.484 votes representing 100% 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:

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

A number of 0 was annulled.

PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING

SORIN TEODORU

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