



**Resolution number 6/18.07.2016
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, 18 July 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 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 2329 of 17.06.2016, in the „Romania Libera” newspaper, number 7644 of 17.06.2016 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, 17 shareholders are present or represented, owning a total number of 282.272.696 shares, representing 93,61848% of the subscribed and paid up share capital, representing 93,61848% 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:

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



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 Mr. Nicu - Romeo Susanu as secretary of the meeting and the company designates Mrs. Cristina Bacaintan and Mrs. Saida Ismail as technical secretaries of the EGMS.

In the presence of the shareholders representing 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 282.272.696 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:

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

A number of 0 votes was cancelled.

- 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”) for a period of 4 months, starting with May 9th 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 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 254.816.684 votes representing 90,27323% 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:

- 254.816.684 votes “for”
- 27.408.381 votes “against”
- 47.631 votes “abstain
- 0 votes were not casted.

A number of 0 votes was cancelled.

3. **The approval** of the updated investment project DICA (“Intermediary Dry Spent Fuel Storage Facility”) on the basis of the “Updated Feasibility Study for DICA revision 1.”

In the presence of the shareholders representing 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 251.549.743 votes representing 89,11586% 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:

- 251.549.743 votes “for”
- 30.675.322 votes “against”
- 47.631 votes “abstain
- 0 votes were not casted.

A number of 0 votes was cancelled.

4. **The approval** of the date of **05.08.2016** 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 EGMS.

In the presence of the shareholders representing 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 282.272.696 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:

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

A number of 0 votes was cancelled.

5. **The approval** of the date of **04.08.2016** 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 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 282.272.696 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:

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

A number of 0 votes was cancelled.

6. **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 representing 93,61848% of the share capital and 93,61848% of the voting rights, this item is adopted with 282.272.696 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:

- 282.272.696 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

A number of 0 votes was cancelled.

PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING

Nicu-Romeo SUSANU