



**Resolution number 10/09.12.2016
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, 09.12.2016, 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 Royal, Mircea Voda Conference Room, 28 Mircea Voda 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 3950 of 08.11.2016, in the „Romania Libera” newspaper, number 7745 of 08.11.2016 and on the website of the Company;
- The amended convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 4135 of 25.11.2016, in the „Romania Libera” newspaper, number 7758 of 25.11.2016 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, 24 shareholders are present or represented, owning a total number of 282.673.190 shares, representing 93,75131% of the subscribed and paid up share capital, representing 93,75131% 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

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



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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

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

In the presence of the shareholders representing 93,75131% of the share capital and 93,75131% of the voting rights, this item is adopted with 282.535.290 votes representing 99,95122% 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:

- 282.535.290 votes “for”
- 96.950 votes “against”
- 40.950 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

- 2. Information** regarding the annulment of the procurement procedure for a technical-economical and legal study regarding the reorganization of the uranium minning and processing and of the nuclear fuel manufacturing sectors.

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.

- 3. The approval** of the date of **29.12.2016** 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 93,75131% of the share capital and 93,75131% of the voting rights, this item is adopted with 282.673.188 votes representing 99,99999% 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:

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

A number of 0 was annuled.

- 4. The approval** of the date of **28.12.2016** 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 93,75131% of the share capital and 93,75131% of the voting rights, this item is adopted with 282.673.188 votes representing 99,99999% 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:

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

A number of 0 was annuled.

- 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

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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 93,75131% of the share capital and 93,75131% of the voting rights, this item is adopted with 282.673.146 votes representing 99,99998% 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:

- 282.673.146 votes "for"
- 44 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.
-

A number of 0 was annuled.

PRESIDENT OF THE BOARD OF DIRECTORS

ALEXANDRU SANDULESCU

SECRETARY OF THE MEETING

Sorin Teodoru

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