



NUCLEARELECTRICA

Report date: **26.05.2017**

Name of the issuing entity: **Societatea Nationala NUCLEARELECTRICA S.A.**

Registered office: **Strada Polona nr. 65, Sector 1, Bucuresti**

Phone/fax number: **021-203.82.00 / 021 – 316.94.00**

Sole Registration Code with the Trade Register Office: **10874881**

Order number: **J40/7403/1998**

Subscribed and paid share capital: **RON 3.015.138.510**

Regulated market on which the issued securities are traded: **Bucharest Stock Exchange**

To: Bucharest Stock Exchange

Financial Supervisory Authority

Ref: Current report in compliance with the Law number 24/2017 regarding the issuers and capital market operations, The Regulations of the Romanian National Securities Commission no. 1/2006 regarding the issuers and securities operations, as subsequently amended, as well as in compliance with Code of the Bucharest Stock Exchange

Important event to be reported :

The payment of dividends for the financial year 2016

Societatea Nationala Nuclearelectrica S.A. (“SNN”) informs its shareholders that following the resolution no. 2 of the Ordinary General Meeting of the Shareholders of April 24th, 2017, SNN will make the payment of the dividends for the financial year 2016 through Depozitarul Central S.A. and BRD - Groupe Soci t  G n rale („BRD”), the selected payment agent.

The dividend payment shall be made starting with **June 28th, 2017** to its shareholders registered in the Shareholders’ Registry kept by Depozitarul Central S.A. on the registration date of **June 9th, 2017**.

The value of gross dividend is **RON 0.33** per share, and the applicable dividend tax will be deducted prior to payment, within the legal rates. **Net dividend payment shall be made in LEI.**

Details concerning the payment methods of the dividends are presented in the document **“Important notice regarding the payment of dividends for 2016 by SN Nuclearelectrica S.A.”**, attached hereto as well as on the company’s website www.nuclearelectrica.ro, *Investor Relations/Dividends 2016* section.

Daniela Lulache

Chief Executive Officer

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



NUCLEARELECTRICA

IMPORTANT NOTICE

Regarding the payment of dividends for the year 2016 by Societatea Nationala Nuclearelectrica S.A.

Following the resolution number 2 of the Ordinary General Meeting of Shareholders dated 24.04.2017, Societatea Nationala Nuclearelectrica S.A. („SNN”) **announces the payment of dividends for the financial year 2016 through the Depozitarul Central S.A. and BRD - Group Société Générale (BRD), the selected payment agent.**

The payment of dividends will start on 28.06.2017, the payment date, to the shareholders registered in the Shareholders’ Registry held by Depozitarul Central S.A. on the registration date 09.06.2017. The Ex-date approved by the Ordinary General Meeting of Shareholders of SNN is 08.06.2017.

The gross value of dividend per share is RON **0,33** and the applicable dividend tax will be deducted prior to payment, within the legal rates.

The payment of the net dividends will be performed in lei.

The payment of the net due dividends for the year 2016 is subject to the general prescription provisions, being prescriptible within three (3) years since the payment date, namely 29.06.2020.

Dividend payment methods:

1. Direct payment in the bank account of the Participants (Brokers/Custodian Banks) – for individual/legal shareholders having an account opened with a PARTICIPANT in the clearing-settlements and registry system of the Depozitarul Central.

For individual, legal and other entities shareholders who, on the registration date 9.06.2017, hold shares in Section II of the SNN Shareholders’ Registry, in an account opened with a Participant, the amounts due will be automatically paid by bank transfer through the Depozitarul Central on behalf of SNN, on the payment date 28.06.2017, in the Participant’s account, without presenting additional documents.

NOTE 1: All the shareholders who have accounts opened with the PARTICIPANTS, cannot cash in their dividends in cash/bank transfer at BRD cash desks.

NOTE 2: SNN will not opt for delayed payment date.

2. Payment by bank transfer, on 28.06.2017, in the accounts of the individual and legal shareholders, who are not represented by the Participant, and who submit their payment option and supporting documents to SN Nuclearelectrica S.A. by 16.06.2017, inclusive, (date of receipt of documents by SNN).

The supporting documents mentioned in Appendix 1, item 2, for the bank transfer directly in the shareholder’s account will be submitted to SN Nuclearelectrica S.A. not later than **16.06.2017, inclusive**, either by mail at the address: **65 Polona Street, District 1, Bucharest, for the attention of the**

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: 3.012.210.410 lei

office@nuclearelectrica.ro, www.nuclearelectrica.ro

Communication and Investors Relations Department, either deposited at the company's registration desk.

As per the capital market applicable legislation, starting with 2015, Depozitarul Central provides **all shareholders who are not represented by Participants** with the possibility to receive any due amount through direct bank transfer into a bank account, irrespective of the issuer distributing the amounts of money. This option implies the registration of the IBAN code with the Depozitarul Central, which can be used to cash in more or all the holdings and which remains valid for future distributions, unless the shareholders notify otherwise. The registration of the IBAN code by Depozitarul Central will be taxed by Depozitarul Central in compliance with the fee list for the owners of securities and will be borne by each shareholder. For more details regarding this payment option, SNN shareholders are invited to contact the Depozitarul Central at the phone numbers +40 21.408.58.74, or e-mail dividende@depozitarulcentral.ro.

3. Payment through payment agent - BRD Groupe Société Générale

a) In cash at the BRD cash desks in Romania for individual shareholders who don't have a bank account opened with a Participant and who don't have the IBAN code registered with the Depozitarul Central

For the shareholders who do not fall under items 1 and 2 above, dividend payment shall be made in cash at the cash desk of any BRD unit in Romania.

b) Through bank transfer for individual and legal/other entities who don't have a bank account opened with a Participant and who don't have the IBAN code registered with the Depozitarul Central

Under this item fall all the shareholders, exception from items 1 and 2 above, who are not represented by a Participant and who have not submitted their payment option by bank transfer to SN Nuclearelectrica S.A. until **16.06.2017**, inclusive.

The individual and legal/other entities shareholders who are in the situation described at item 3, letter b) and who opt for payment by bank transfer may request the payment agent BRD to make the payment by bank transfer by presenting at the cash desk the application for payment by bank transfer accompanied by the supporting documents mentioned in Appendix 1 at item 2.

Applications for payment by bank transfer forms will be processed based on the following forms:

- For individual shareholders: „Application for payment by bank transfer of the net dividends distributed by SN Nuclearelectrica S.A. – Individual shareholders”
- For legal/other entities shareholders: „Application for payment by bank transfer of the net dividends distributed by SN Nuclearelectrica S.A. – Legal/other entities shareholders”

which are available on the website www.nuclearelectrica.ro, *Investors Relations/2016 Dividends* section or on the website of BRD www.brd.ro or which can be requested at any BRD cash desk in Romania.

The payment application form for net dividends through bank transfer, in original, together with the supporting documents mentioned here within, shall be submitted as follows:

- a) At BRD cash desks, starting with the payment date 28.06.2017;
- b) Sent by mail, by certified letter, to „Directia Titluri - BRD METAV- Corp A2, 67-77 Biharia street, District 1, Bucharest, Romania”. In this case, the supporting documents requested in Appendix 1, in simple photocopy shall be submitted in **legalized copy**, with the exception of the confirmation of the company's details issued by the Trade Registry Office (original or photocopy).

The list of BRD units is available on the website <https://www.brd.ro/agentii-si-atm-uri/>.

As per the provisions of the Fiscal Code in force, the applicable standard dividend tax is of 5% from the gross amount of dividends, with the exceptions regarding the dividend tax exemptions provided distinctively. At the same time, the non-resident shareholders may benefit of a more favorable dividend

tax, as per the provisions of the Fiscal Code and the conventions for the avoidance of double taxation concluded between Romania and the residence state of the respective shareholder, on the basis of the valid tax residency certificate submitted by the non resident shareholder.

The non-resident shareholders, who have bank accounts opened with the Participants (Broker/Custodian Bank) as well, respectively, those who don't have bank accounts opened with the Participants (respectively, the ones who opt for payment methods under items 2 and 3 above) and who wish for the application of the more favorable provisions of the Double Tax Treaty concluded between Romania and their country of residence, must send or submit, either through the Participant if they have an account opened with a Participant or directly, if they don't have an account opened with a Participant, at SN Nuclearelectrica S.A. headquarters on 65 Polona street, District 1, Bucharest, ZIP 010494, for the attention of the Communication and Investors Relations Department, until 16.06.2017, inclusive, the valid tax residency certificate for the year of the dividend payment, in original or legalized copy, with apostille/supra-authentication, if applicable, accompanied by the authorized translation, as well as contact details for possible clarifications regarding the tax residency certificates. If after the verification of the tax residency certificate and the more favorable provisions of the Double Tax Treaty it results that a more favorable rate, provided in the Double Tax Treaty, may be applied, then on the payment date, 28.06.2017,, the shareholders in question will receive the net dividends with the application of that quota. Otherwise, SNN will retain the standard dividend tax provided by the Romanian Fiscal Code.

In case the tax residency certificate together with “the application for back transfer of the net dividends distributed by SNN – Legal persons/other entities” are presented after **16.06.2017**, but not later than **15.12.2017**, **SNN will retain, on the payment date (28.06.2017), the standard dividend tax provided by the Romanian Fiscal Code**, following that any remaining tax due to the shareholders be paid after the submission and verification of the documentation, if after the reception and verification it results that the shareholder is entitled to a lower rate of tax than the standard one provided by the Romanian Fiscal Code.

SNN reserves its right to ask the shareholders/representatives for additional documents following the analysis of the application for dividend payment. The tax residency certificate together with the supporting documentation may also be submitted at the payment agent BRD offices **starting on the payment date (28.06.2017) or sent by mail, through certified letter, to: „Directia Titluri – BRD METAV – Corp A2, 67-77 Biharia street, District 1, Bucharest”**.

The tax residency certificates submitted by the Participants after **16.06.2017** for the shareholders that they represent, may be submitted at SN Nuclearelectrica S.A., 65 Polona Street, District 1, Bucharest, ZIP 010494. The Participants shall mention on the letter of submission of the above mentioned fiscal documents, the fact that they refer to the shareholders of SN Nuclearelectrica S.A. and to the dividends for the financial year 2016, indicating the list of shareholders for which the fiscal documents are submitted, list which must contain: the full name of the shareholder (in case the name in the Shareholders' Registry is different from the one mentioned in the fiscal documents, explanations will be given in the “Other observations” section), the identification code of the shareholder in compliance with the identification code submitted to Depozitarul Central (i.e. NIN), the number of shares owned at the registration date, other observations.

In case the supporting documents are issued in another language than Romanian and/or are issued by foreign authorities, they must be submitted with apostille/supra-authentication, if applicable, as well as in Romanian legalized translation.

BRD will make the net dividend payment within at most 2 bank days (or 10 bank days in the case of non-resident shareholders who submit the tax residency certificate) since the date of reception by BRD of the payment application, accompanied by complete and correct supporting documents.

The creditation of the shareholders' bank accounts depends on the inter-banking circuit and the chain of corresponding banks.

As per the Law no. 207/2015 regarding the Fiscal Procedure Code as well as the Law no. 3249/03.11.2016 regarding the modification and update of the Order of the President of the Fiscal Administration National

Agency no. 3698/2015 for the approval of the contributors fiscal registration documentation and of the fiscal obligations types which form the legal vector, **SNN non-resident natural and legal person shareholders have the obligation to fiscally register in Romania**, by submitting the Fiscal Registration Declaration 015 (for non-resident legal persons shareholders) and 030 (for non-resident natural persons shareholders) to the competent fiscal authority in Romania, in order to obtain the fiscal registration code.

The declarations 015 (for non-resident legal persons shareholders) and 030 (for non-resident natural persons shareholders) will be submitted at the registration desk of the competent fiscal authority in Romania either directly (legal representative), or by a proxy or by the income payer.

Non-resident natural and legal persons shareholders will submit to SNN headquarters in Bucharest, 65 Polona street, Investor Relations Department, the documents providing the fiscal registration code obtained from the competent fiscal authorities in Romania, no later than **15.12.2017**.

Non-resident natural and legal persons shareholders may also obtain the fiscal registration code through the income payer (SN Nuclearelectrica SA), by submitting a power of attorney in this regard as well as the following documents:

a) For non-resident natural person:

- ID copy/passport providing the series number and issue date – validity (including the authority issuing the document), the residence address of the non-resident natural person, region, postal code, certified as **“compliant with the original”** as well as the phone/fax number and email address;
- Tax residency certificate valid for the year of the dividend payment, **in original or legalized copy**, with apostille/supra-authentication, if applicable, accompanied by the authorized translation.

b) For non-resident legal person shareholder:

- Copy of the articles of incorporation issued by the trade registry or the fiscal agency in the country of residence which provides the fiscal code and the identification data of the legal person including the address of the headquarters where the fiscal activity of the company takes place – certified by the owner as **“compliant with the original”**, as well as the phone/fax number and email address;
- Tax residency certificate valid for the year of the dividend payment, **in original or legalized copy**, with apostille/supra-authentication, if applicable, accompanied by the authorized translation.

The documents mentioned above will be submitted to SNN headquarters on Bucharest, 65 Polona street, district 1, postal code 010494.

The tax charged by Depozitarul Central S.A. which includes the bank fees charged by BRD for the payment of the net dividends in lei are borne by SNN.

The shareholders are kindly asked to carry out all the necessary actions in order to update their personal identification data at Depozitarul Central, because in case the payment is requested based on identification documents which do not correspond to the existing data registered at Depozitarul Central, the payment cannot be processed.

Additional information regarding the dividend payment procedure can be requested from Depozitarul Central S.A. at the email address: dividende@depozitarulcentral.ro or at the following phone numbers +40 21.408.58.00 or +40 21.408.58.26 or from BRD at the email address: titluri@brd.ro or by telephone at the following phone numbers: +40 21.200.83.72 or +40 21. 200.83.87.

For other types of questions regarding the dividends, please access the company’s website <http://www.nuclearelectrica.ro>, Investors Relations/2016 Dividends section or write an email to the address investor.relations@nuclearelectrica.ro or call the phone number +4 021.203.13.14..

SNN will publish on the company’s website <http://www.nuclearelectrica.ro>, *Investors Relations/2016 Dividends* a list of frequently asked questions and answers regarding the payment of dividends for the financial year concluded at 31.12.2016.

Daniela Lulache

Mihai Darie

Appendix 1 – Supporting documents for dividends payment**1. CASH PAYMENT**

1.1. In case of resident individuals presenting in person at any BRD office in Romania, the dividend payment shall be made based on the identity document bearing the personal identification number (P.I.N.).

1.2. In case of non-resident individuals presenting in person at any BRD office in Romania the payment of dividends shall be made upon presentation of a passport.

The non-resident individual shareholders who wish for the application of the more favorable provisions of the Double Tax Treaty concluded between Romania and their country of residence, must send or submit their valid tax residency certificate for the year of the dividend payment, in original or legalized copy, with apostille/supra-authentication, if applicable, accompanied by the authorized translation, as well as contact details for possible clarifications regarding the tax residency certificates. SNN reserves its right to ask the shareholders/representative for additional documents following the analysis of the application of dividend payment.

In case the tax residency certificate together with the application for bank transfer of the net dividends distributed by SNN are presented after **16.06.2017**, but not later than 15.12.2017, SNN will retain, on the payment date, the standard dividend tax provided by the Romanian Fiscal Code following that any remaining tax due to the shareholders be paid after the reception and verification of the documentation.

1.3. In case of individuals under 14 years age, the payment of dividends shall be made through the respective legal representative – tutor/parent of the minor, based on the following documents: shareholder who is not represented by a Participant birth certificate bearing the P.I.N. + 1 certified as a „true copy” photocopy (the photocopy will be retained), the legal document establishing tutorship where the tutor is not a parent + 1 certified as a „true copy” photocopy (the photocopy will be retained), and the identification document of the tutor/parent + 1 certified as a „true copy” photocopy (the photocopy will be retained).

1.4. In case of individuals – disabled individuals, the payment of dividends shall be performed through the trustee of the respective person, based on the following documents: shareholder who is not represented by a Participant identity document bearing the P.I.N. + 1 certified as a „true copy” photocopy (the photocopy will be retained), the legal document establishing curatorship + 1 certified as a „true copy” photocopy (the photocopy will be retained), and the identification document of the trustee + 1 certified as a „true copy” photocopy (the photocopy will be retained).

1.5. In case of shareholders who do not present in person at BRD desks, but empower a different person for such purposes, the dividends shall be paid to the respective empowered person based on the following documents: special power of attorney legalized by a public notary, which contains the mandate to receive the dividends issued by no more than 3 years before the payment date, except where the power of attorney has a duration of more than 3 years and is still valid on the date of payment + 1 certified as a „true copy” photocopy (the photocopy will be retained) and the identification document of the representative + 1 certified as a „true copy” photocopy (the photocopy will be retained).

1.6. The documents in a foreign language shall be submitted with a certified Romanian translation, and documents in a foreign language issued by a foreign authority shall be apostilled/superlegalized, as applicable

1.7. As per the new legal provisions, payments shall not be authorized based on certificates of inheritance and neither to the shareholders whose identification data does not match the documents presented at the cash desk or the ones registered with the payment agent. In case the Shareholders’ Registry on June 9, 2017 includes deceased persons, the dividends will be paid only after the request of the heir(s) and the registration at the Depozitarul Central of the direct transfer of ownership on the securities as an effect of succession, as

per the legal applicable regime, as well as after the update of the information in the registry of the payment agent, following the request of Depozitarul Central. In case a shareholder is not included in the shareholders' database owned by the payment agent BRD, the shareholder is kindly asked to contact Depozitarul Central in order to remedy the situation.

2. PAYMENT BY BANK TRANSFER

2.1. Individual shareholders, in person or by legal or conventional representative, shall submit the attached form, indicating the bank and bank account (IBAN code) opened in the shareholder's name (the template is available on SNN's website www.nuclearelectrica.ro Investors Relations section, on the website of BRD www.brd.ro) accompanied by:

- a copy of the valid identification document containing the personal identification number – certified as a „**true copy**” by the holder;
- bank account excerpt or another original document issued by the bank (signed and stamped) whereby the bank certifies the existence of the account in the name of the shareholder and indicates the related IBAN code, **in original**;
- a copy of the documents certifying the quality of the signatory as legal or conventional representative, if applicable – certified as a “**true copy**” by the holder;
- the non-resident natural persons shareholders seeking the application of the more favorable provisions of the convention on the avoidance of double taxation between Romania and their country of residence shall submit a valid tax residence certificate for the year of the dividend payment, in original or legalized copy, apostilled/superlegalized, if applicable, accompanied by a Romanian authorized translation as well as contact details for possible clarifications regarding the tax residency certificates.

2.2. Legal persons/other entities shareholders, by legal or conventional representative, shall submit the attached form, indicating the bank and bank account (IBAN code) opened on the name of the shareholder (the template is available on SNN's website www.nuclearelectrica.ro Investors Relations section, on the website of BRD www.brd.ro), accompanied by:

- A copy of the registration certificate - certified as a “**true copy**” by the holder;
- A copy of the document attesting the capacity of legal representative of the company (confirmation of company's details issued by the Trade Register/the equivalent entity – for foreign entities) - certified as a “**true copy**” by the holder;
- A copy of the documents attesting the capacity as a conventional representative of the signatory of the request, if applicable - certified as a “**true copy**” by the holder;
- Bank account excerpt or another **original** document (signed and stamped) whereby the bank certifies the existence of the account in the name of the shareholder – legal person and indicating the related IBAN code;
- The non-resident legal persons seeking the application of the more favorable provisions of the convention on the avoidance of double taxation between Romania and their country of residence shall submit a valid tax residence certificate for the year of the dividend payment, in original or legalized copy, apostilled/superlegalized, if applicable, accompanied by a Romanian authorized translation as well as contact details for possible clarifications regarding the tax residency certificates.

2.3. In the case of PENSION FUNDS:

- A copy of the valid identification document of the legal representative of the fund's management company, within its validity period – identity card with P.I.N. for Romanian citizens or passport with registration number for foreign citizens;
- A copy of the confirmation of the company's details issued by the Trade Registry of the fund's management company/other equivalent document issued no more than 3 months before, indicating the legal representative of the fund's management company;
- Copy of the registration certificate/other equivalent document of the fund's management company;
- Copy of the regulatory authority's decision authorizing the pension fund and its management company;

- In the case of non-resident pension funds: the valid tax residence certificate, in original or legalized copy, apostilled/superlegalized, if applicable, and accompanied by a Romanian authorized translation, an affidavit whereby the legal representative of the fund's management company declares that the authorization of the pension fund and its management company is valid as at the payment date, and, if available, information with regard to an official website of the regulatory authority of the country of origin where the status of the pension fund can be verified.

2.4. The documents in a foreign language shall be submitted with a notarized Romanian translation, and documents in a foreign language issued by a foreign authority shall be apostilled/superlegalized, as applicable.

2.5. As per the new legal provisions, payments shall not be authorized based in certificates of inheritance and neither to the shareholders whose identification data does not match the documents presented at the cash desk and the ones registered with the payment agent. In case the Shareholders' Registry on 9.06.2017 includes deceased persons, the dividends will be paid only after the request of the heir(s) and the registration at the Depozitarul Central of the direct transfer of ownership on the securities as an effect of succession, as per the legal applicable regime, as well as after the update of the information in the registry of the payment agent, following the request of Depozitarul Central. In case a shareholder is not included in the shareholders' database owned by the payment agent BRD, the shareholder is kindly asked to contact Depozitarul Central in order to remedy the situation.

The application for payment of net dividends by bank transfer, filled in in original, together with the supporting documents mentioned here within, shall be submitted as follows:

- a) At BRD cash desks
- b) Sent by mail, by certified letter, to „Directia Titluri - BRD METAV- Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania”. In this case, the supporting documents requested in Appendix 1, in simple photocopy shall be submitted in **legalized copy**, with the exception of the confirmation of the company's details issued by the Trade Registry Office (original and photocopy).

In calitate de **reprezentant legal/tutore al actionarului minor sub 14 ani**, anezex:

- copie act de identitate al reprezentantului legal/tutorelui, in termen de valabilitate carte/buletin de identitate pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

- copie certificat de nastere actionar, cu mentionarea CNP-ului
- copie document ce instituie tutela, daca este cazul.

In calitate de **actionar care NU are rezidenta fiscala*) in Romania**, anezex:

- copie act de identitate sau pasaport cu numar de identificare, in termen de valabilitate

In calitate de **actionar care NU are rezidenta fiscala*) in Romania**, doresc invocarea aplicarii prevederilor fiscale mai favorabile, prevazute de catre Conventia de evitare a dublei impuneri incheiat intre Romania si tara mea de rezidenta, respectiv[se va indica statul de rezidenta fiscala] pentru care voi furniza:

- certificat de rezidenta fiscala, in original/ copie legalizata, apostilat/supralegalizat, daca este cazul, insotit de traducerea autorizata in romana, in termen de valabilitate
- detalii de contact

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(recomandabil pentru clarificari suplimentare)

In calitate de **imputernicit al actionarului**, anezex:

- procura specială notariala in original valabila la data platii (procura trebuie sa fie eliberata cu nu mai mult de 3 ani anterior datei platii sau un termen mai lung, daca acesta este precizat)

- copie act de identitate al imputernicitului in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini.

In calitate de **curator al actionarului persoana cu dizabilitati**, anezex:

- copie act juridic ce instituie curatela

- copii acte de identitate ale curatorului si ale actionarului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani si pasaport cu numar de identificare pentru cetatenii straini.

NOTA:

• Toate documentele suport inmanate la ghiseele bancare in copie simpla vor fi **certificate pentru conformitate cu originalul si semnate** de actionar/ imputernicitul acestuia. Suplimentar, **BRD va verifica si va certifica copiile documentelor prezentate de actionari cu documentele in original aduse de acestia la unitatile BRD.**

• **Titularul contului bancar** in care se solicita transferul dividendelor nete poate fi doar actionarul sau, dupa caz imputernicitul acestuia.

• Comisiunile bancare BRD pentru plata dividendelor nete in RON sunt suportate de Nuclearelectrica S.A.

• **Actionarii nerezidenti fiscal in Romania care doresc aplicarea prevederilor mai favorabile ale conventiei de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta**, trebuie sa prezinte pana la data de 16.06.2017 ,

As **legal representative/tutor of a minor shareholder under 14 years**, I attach hereto:

- copy of the valid identity document of the legal representative/tutor - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens

- copy of the birth certificate of the shareholder, CNP mentioned
- copy of the document setting up the tutelage, if applicable.

As **shareholder who is NOT fiscaly resident*) in Romania**, I attach hereto:

-copy of the valid identity document or passport with identification number

As **shareholder who is NOT fiscaly resident *) in Romania**, I would like to invoke the application of the more favorable tax provisions, as provided by the Double tax treaty concluded between Romania and my country of residence, namely[please specify country of fiscal residence], and as such attach hereto:

- valid tax residency certificate, in original/ legalized copy, apostilled/supralegalized, if applicable, together with an authorized translation into Romanian language
- contact details

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(recommandable for further clarifications)

As **proxy of the shareholder**, I attach hereto:

- original notarized special power of attorney, valid on payment date (the special power of attorney has to be relased 3 years before the payment date or a long term, if specified)

- copie of the proxy's valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

As **legal guardian of the shareholder person with disabilities**, I attach hereto

-copy of the legal document setting up the legal guardianship

- copies of the legal guardian's and of the shareholder valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

NOTE:

• All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder / its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.

• **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder or its proxy, if applicable.

• BRD's banking commissions for the payment of the net dividends in RON are born by Nuclearelectrica S.A.

• **Shareholders NOT fiscaly resident in Romania that want to benefit from the more favorable provisions of a Double tax treaty concluded between Romania and their resident country** must provide until 16.06.2017 a valid tax residency certificate, in

certificatul de rezidenta fiscala in original/ copie legalizata, apostilat/supralegalizat, daca este cazul, impreuna cu traducerea autorizata a acestuia in limba romana, in termen de valabilitate, precum si detalii de contact pentru eventuale clarificari asupra documentelor de rezidenta fiscala.

In cazul prezentarii ulterior datei de **16.06.2017**, dar nu mai tarziu de **15.12.2017**, a certificatului de rezidenta fiscala, **SNN va retine la data platii dividendului impozitul standard in vigoare prevazut de Codul Fiscal roman**, urmand ca eventuala diferenta de impozit cuvenita actionarului sa-i fie platita ulterior transmiterii si verificarii documentatiei.

- Formularul de cerere de plata a dividendelor nete prin virament bancar impreuna cu documentele suport mentionate in acesta pot fi transmise si **prin posta**, cu scrisoare recomandata, la adresa: "Directia Titluri - BRD METAV- Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania".

- In aceasta situatie documentele suport solicitate in prezentul formular in copie simpla vor fi transmise in **copie legalizata**.

- **In situatia in care documentele suport sunt emise intr-o alta limba decat limba romana, acestea trebuie depuse apostilate/supralegalizate, daca este cazul, si in traducere legalizata in limba romana.**

- **BRD va efectua plata dividendelor nete in cel mult o zi lucratoare (sau cel mult zece zile lucratoare in cazul actionarilor nerezidenti care depun certificate de rezidenta fiscala) de la data primirii de catre BRD a cererii de plata, insotita de documentele suport complete si corecte si a eventualelor clarificari.** Data creditarii conturilor bancare ale actionarilor depinde de circuitul interbancar si de lantul de banci corespondente.

- **Plata dividendelor nete cuvenite actionarilor Nuclearelectrica S.A. este supusa prevederilor generale in materia prescriptiei, fiind prescriptibila in termen de 3 (trei) ani incepand cu data stabilita de AGA pentru inceperea platilor dividendelor.**

BRD isi rezerva dreptul de a solicita documente suplimentare in urma analizei cererilor.

*) Definitia persoanei fizice rezidente si nerezidente, in sensul prevederilor Codului fiscal din Romania, este:

Persoană fizică rezidentă - orice persoană fizică ce îndeplinește cel puțin una dintre următoarele condiții:

- a) are domiciliul în România;
- b) centrul intereselor vitale ale persoanei este amplasat în România;
- c) este prezentă în România pentru o perioadă sau mai multe perioade ce depășesc în total 183 de zile, pe parcursul oricărui interval de 12 luni consecutive, care se încheie în anul calendaristic vizat;
- d) este cetățean român care lucrează în străinătate, ca funcționar sau angajat al României într-un stat străin.

Prin excepție de la prevederile lit. a) - d), nu este persoană fizică rezidentă un cetățean străin cu statut diplomatic sau

original/ legalized copy, apostilled/supralegalized, if applicable, accompanied by an authorized translation into Romanian language, as well as contact details for further clarifications related to fiscal documents.

In the case the tax residency certificate is presented after **16.06.2017**, but not later than **15.12.2017**, **SNN will retain the standard dividend tax on payment date, as per the provisions of the Romanian Fiscal Code**, following that the potential difference of tax in favour of the shareholder be paid after the submission and verification of the documentation.

- The payment request form of the net dividends by bank transfer, accompanied by the supporting documents mentioned therein may be sent by **registered mail** to: "Directia Titluri - BRD METAV - Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania".

- In this case, the supporting documents requested in this payment request form in simple copy must be transmitted in **notarized copy**.

- **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable, and in notarized translation into Romanian language as well.**

- **BRD shall make the payment of the net dividends in maximum one working day (or ten working days in case of non-residents who submitted tax certificates) from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents and any necessary clarifications requested.** The date of the crediting of the bank accounts of the shareholders depends on the interbanking circuit and the chain of the correspondent banks.

- **The payment of the net dividends to which Nuclearelectrica S.A.'s shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

Following the analysis of the request, BRD reserves the right to request additional documents.

*) The definition of individual resident and non-resident person, as per the provisions of Romanian Fiscal Code is the following:

Resident individual person - any individual who satisfies at least one of the following conditions:

- a) the person has his or her domicile in Romania;
- b) the centre of the vital interests of the person is located in Romania;
- c) the person is present in Romania for a period or several periods exceeding in full 183 days during any period of 12 consecutive months ending in the calendar year in question;
- d) the person is a Romanian citizen who is serving abroad as an official or employee of Romania in a foreign state.

As an exception to the provisions of letter a) - d), a resident natural person shall not include a foreign citizen with diplomatic or consular status in Romania, a foreign citizen who is an official or employee of an international and intergovernmental organisation

consular în România, un cetățean străin care este funcționar ori angajat al unui organism internațional și interguvernamental înregistrat în România, un cetățean străin care este funcționar sau angajat al unui stat străin în România și nici membrii familiilor acestora;

Persoană fizică nerezidentă - orice persoană fizică care nu este persoană fizică rezidentă.

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E-mail:

Data:.....

Semnatura solicitantului

registered in Romania, a foreign citizen who is an official or employee of a foreign state in Romania or any members of the family of such foreign citizens;

Non-resident individual person - any individual who is not a resident natural person.

Telephone:.....

E-mail:.....

Date:.....

Signature:.....

..... Statul in care este deschis
contul bancar

Anexez la prezenta cerere de plata a dividendelor nete prin virament bancar urmatoarele documente (bifati varianta potrivita cazului dvs):

Pentru **viramentele in alte banci decat BRD**, anexez:
-copie extras de cont certificat de banca unde se solicita transferul dividendelor sau document doveditor emis de banca din care sa reiasa titularul contului bancar mai sus mentionat

In calitate de **rezident fiscal *)in Romania**, anexez:
-copie act de identitate al reprezentantului legal sau dupa caz al mandatarului actionarului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

- copie certificat de inregistrare al actionarului cu cod unic de inregistrare sau alt document echivalent care sa ateste inregistrarea actionarului la autoritatea competenta
- copie certificat constatator/document echivalent emis de autoritatea competenta nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al actionarului

- procura speciala notariala in original sau copie legalizata

In calitate de **nerezident fiscal *) in Romania**, anexez:
- copie act de identitate al reprezentantului legal sau, dupa caz al mandatarului actionarului, in termen de valabilitate – carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

- copie certificat de inregistrare al actionarului cu cod unic de inregistrare sau alt document echivalent care sa ateste inregistrarea actionarului la autoritatea competenta din tara de origine

- copie certificat constatator/document echivalent emis de autoritatea competenta din tara de origine nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al actionarului

- procura speciala notariala in original sau copie legalizata

In calitate de **nerezident fiscal *) in Romania**, doresc invocarea aplicarii prevederilor fiscale mai favorabile, prevazute de catre Conventia de evitare a dublei impuneri incheiat intre Romania si tara mea de rezidenta, respectiv[se va indica statul de rezidenta fiscala] pentru care voi furniza anexa:

- certificat de rezidenta fiscala, in original/ copie legalizata, apostilat/supralegalizat, daca este cazul, insotit de traducerea autorizata in romana, in termen de valabilitate

- date de contact:

.....
(recomandabil pentru comunicari in caz de neclaritati)

In calitate de **fond de pensii**, anexez:
- copie act de identitate al reprezentantului legal al societatii de administrare a fondului, in termen de valabilitate- carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini
- copie certificat constatator al societatii de administrare a fondului nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al societatii de administrare a fondului

..... the state where the bank account is
opened

I attach to the present payment request form of the net dividends by bank transfer the following documents (check the appropriate option):

For **transfers in other banks than BRD**, I attach hereto:
- copy of the statement of account certified by the bank where the dividends are requested to be transferred or other document issued by the bank revealing the holder of the bank account mentioned above.

As **fiscal resident *) in Romania**, I attach hereto:
- copy of the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens copy of the valid identity document - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

- copy of the certificate of incorporation with fiscal identification code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority

- copy of the ascertaining certificate issued by Trade Registry/ equivalent issued by the competent authority no older than 3 months mentioning the legal representative of the shareholder

- notarized special power of attorney in original or notarized copy

As **non-fiscal resident*) in Romania**, I attach hereto:
- copy of the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin /cardwith CNP for the Romanian citizens or passport with identification number for foreign citizens

- copy of the certificate of incorporation with fiscal identification code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority from its own country

- copy of the ascertaining certificate/equivalent issued by the competent authority from its own country no older than 3 months mentioning the legal representative of the shareholder

- notarized special power of attorney in original or notarized copy

As **non-fiscal resident*) in Romania**, I would like to invoke the application of the more favorable tax provisions, as provided by the Double tax treaty concluded between Romania and my country of residence, namely[please specify country of fiscal residence] and as such attach hereto:

- valid tax residence certificate, in original/ legalized copy, apostilled/supralegalized, if applicable, together with authorized translation into Romanian language

- contact details:

.....
(recommended for additional clarifications)

As **pension fund**, I attach hereto:
- copy of the valid identity documents of the legal representative of the investment management company managing the fund – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens
- copy of the ascertaining certificate of the investment management company managing the fund no older than 3 months mentioning the legal representative of the investment management company

- copie certificat inregistrare sau alt document echivalent emis de autoritatea competenta pentru societatea de administrare a fondului
- copie decizie a autoritatii de reglementare care sa ateste autorizarea societatii de administrare a fondului si a fondului de pensii
- in cazul fondurilor de pensii nerezidente fiscal in Romania: certificat de rezidenta fiscala, in original sau in copie legalizata, apostilat/supralegalizat, daca este cazul, insotit de traducerea autorizata in romana, in termen de valabilitate
- o declaratie pe proprie raspundere a reprezentantului legal al societatii de administrare a fondului care sa ateste ca autorizarea societatii de administrare a fondului si a fondului de pensii este valabila la data efectuarii platii, daca reprezinta fonduri de pensii nerezidente astfel cum sunt ele definite in legislatia statului membru al Uniunii Europene sau in unul dintre statele AELS si daca sunt disponibile informatii cu privire la site-ul oficial al autoritatii de reglementare din tara de origine unde poate fi verificat statutul de fond de pensii.

NOTA:

- Toate documentele suport inmanate la ghiseele bancare in copie simpla vor fi **certificate pentru conformitate cu originalul si semnate** de actionar/ imputernicitul acestuia. Suplimentar, **BRD va verifica si va certifica copiile documentelor prezentate de actionari cu documentele in original aduse de acestia la unitatile BRD.**
- **Titularul contului bancar** in care se solicita transferul dividendelor nete poate fi doar actionarul sau, dupa caz, imputernicitul acestuia.
- Comisiunile bancare BRD pentru plata dividendelor nete in RON sunt suportate de Nuclearelectrica S.A.
- **Actionarii nerezidenti fiscal in Romania care doresc aplicarea prevederilor mai favorabile ale conventiei de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta**, trebuie sa prezinte pana la data de 16.06.2017 , certificatul de rezidenta fiscala in original/copie legalizata, apostilat/supralegalizat, daca este cazul, impreuna cu traducerea autorizata a acestuia in limba romana, in termen de valabilitate, precum si detalii de contact pentru eventuale clarificari asupra certificatelor de rezidenta fiscala.

In cazul prezentarii ulterior datei de **16.06.2017**, dar nu mai tarziu de **15.12.2017**, a certificatului de rezidenta fiscala , **SNN va retine la data platii dividendului impozitul standard in vigoare prevazut de Codul Fiscal roman**, urmand ca eventuala diferenta de impozit cuvenita actionarului sa-i fie platita ulterior transmiterii si verificarii documentatiei.

- Formularul de cerere de plata a dividendelor nete prin virament bancar impreuna cu documentele suport mentionate in acesta pot fi transmise si **prin posta**, cu scrisoare recomandata, la adresa: "Directia Titluri -BRD METAV- Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania".

In aceasta situatie documentele suport solicitate in prezentul formular in copie simpla vor fi transmise in **copie legalizata** (cu exceptia certificatului constatator de la Registrul Comertului / documentului echivalent emis de autoritatea competenta care atesta calitatea de reprezentant legal si care se poate depune in copie conforma cu originalul).

- copy of the certificate of incorporation or equivalent attesting the registration of the investment management company with the competent authority
- copy of the decision of the regulating authority attesting the authorization of the investment management company and of the pension fund
- in case of fiscal non-resident pension fund: valid tax residence certificate, in original/or a legalized copy, apostilled/supralegalized, if applicable, together with authorized translation into Romanian language
- a statement of the legal representative of the investment management company on his own responsibility attesting the validity of the authorization of the investment management company and pension fund at the payment date, if it is a non-resident pension fund as defined by the laws of the European Union member state or in one of the AELS states and if is available information regarding the official website of the regulating authority where the statute of pension fund could be verified

NOTE:

- All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder/its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.
- **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder or its proxy, if applicable.
- BRD' s banking commissions for the payment of the net dividends in RON are born by Nuclearelectrica S.A.
- **Shareholders NOT fiscaly resident in Romania that want to benefit from the more favorable provisions of a Double tax treaty concluded between Romania and their resident country** must provide until 16.06.2017 a valid tax residency certificate, in original/ legalized copy, apostilled/supralegalized, if applicable, accompanied by an authorized translation into Romanian language, as well as contact details for further clarifications related to fiscal documents.

In the case the tax residency certificate is presented after **16.06.2017**, but not later than **15.12.2017**, **SNN will retain the standard dividend tax on payment date, as per the provisions of the Romanian Fiscal Code**, following that the potential difference of tax in favour of the shareholder be paid after the submission and verification of the documentation.

- The payment request form of the net dividends by bank transfer, accompanied by the supporting documents mentioned therein may be sent by **registered mail** to: "Directia Titluri -BRD METAV - Corp A2, str. Biharia nr. 67-77, sector 1, Bucuresti, Romania".

In this case, the supporting documents requested in this payment request form in simple copy must be transmitted in **notarized copy** (excepting ascertaining certificate /equivalent document issued by the competent authority atesting legal representative which can be submitted as certified true copy).

• **In situatia in care documentele suport sunt emise int-o alta limba decat limba romana, acestea trebuie depuse apostilate/supralegalizate, daca este cazul, si in traducere legalizata in limba romana (cu exceptia certificatului/documentului echivalent emis de autoritatea competenta care atesta calitatea de reprezentant legal si care se poate depune in traducere legalizata in limba engleza).**

• **BRD va efectua plata dividendelor nete in cel mult o zi lucratoare (sau cel mult zece zile lucratoare in cazul actionarilor nerezidenti care depun certificate de rezidenta fiscala) de la data primirii de catre BRD a cererii de plata, insotita de documentele suport complete si corecte si a eventualelor clarificari solicitate.** Data creditarii conturilor bancare ale actionarilor depinde de circuitul interbancar si de lantul de banci corespondente.

• **Plata dividendelor nete cuvenite actionarilor Nuclearelectrica S.A. este supusa prevederilor generale in materia prescriptiei, fiind prescriptibila in termen de 3 (trei) ani incepand cu data de stabilita de AGA pentru inceperea platilor dividendelor.**

• **BRD isi rezerva dreptul de a solicita documente suplimentare in urma analizei cererilor.**

*) Definitia persoanei juridice rezidente si nerezidente, in sensul prevederilor Codului fiscal din Romania, este:

Rezident - orice persoană juridică română, orice persoană juridică străină având locul de exercitare a conducerii efective în România, orice persoană juridică cu sediul social în România, înființată potrivit legislației europene, și orice persoană fizică rezidentă.

Nerezident - orice persoană juridică străină, orice persoană fizică nerezidentă și orice alte entități străine, inclusiv organisme de plasament colectiv în valori mobiliare, fără personalitate juridică, care nu sunt înregistrate în România, potrivit legii.

Telefon

E-mail:

Data:.....

Semnatura solicitantului

• **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable and in notarized translation into Romanian language as well (excepting ascertaining certificate /equivalent document issued by the competent authority atesting legal representative which can be submitted in notarized translation in English language).**

• **BRD shall make the payment of the net dividends in maximum one banking day (or ten banking days in case of non-residents who submitted tax certificates) from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents and any necessary clarifications requested.** The date of the crediting of the bank accounts of the shareholders depends on the interbanking circuit and the chain of the correspondent banks.

• **The payment of the net dividends to which Nuclearelectrica S.A's shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

• **Following the analysis of the request, BRD reserves the right to request additional documents.**

*) The definition of a resident and non-resident legal entity, as per the provisions of Romanian Fiscal Code is the following:

Resident - any Romanian legal person, any foreign legal person having the place from where the actual management in Romania, any legal person with a registered head office in Romania, which has been established according to the European regulations, and any resident natural person.

Non-resident - any foreign legal person, any non-resident individual person and any other foreign entities, including collective investment organisms in securities, without legal personality, not registered in Romania, according to the law.

Telephone:.....

E-mail:.....

Date:.....

Signature:.....