



**Resolution number 4/11.07.2017
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, 11 July 2017, 11.00 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 Ramada Parc, Australia Meeting Room, 3-5 Poligrafiei Avenue, Bucharest the EGMS was opened by Mr. Cristian Gentea, as representative of the 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 1964 of 09.06.2017, in the „Romania Libera” newspaper, number 7895 of 09.06.2017 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, 19 shareholders are present or represented, owning a total number of 281.760.207 shares, representing 93,44851% of the subscribed and paid up share capital, representing 93,44851% 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.

Societatea Nationala NUCLEARELECTRICA S.A.

65 Polona Street, District 1, 010494, Bucharest, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;
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Paid and subscribed capital: 3.015.138.510 lei
office@nuclearelectrica.ro, www.nuclearelectrica.ro



Following the debates, the shareholders of the Company hereby decide:

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 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 93,44851% of the share capital and 93,44851% of the voting rights, this item is **adopted** with 281.760.207 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:

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

A number of 0 votes was canceled.

2. Regarding “The approval of the updated Strategy and Action Plan for the Refurbishment Project of Cernavoda NPP Unit 1” the number of votes required for reaching a decision was not expressed (248.736.785 representing 88,27960% of the total votes held by the present or represented shareholders were recorded as “abstain”)

In the presence of the shareholders representing 93,44851% of the share capital and 93,44851% 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:

- 33.023.298 votes “for”
- 124 votes “against”
- 248.736.785 votes “abstain

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- 0 votes were not casted.

A number of 0 votes was canceled.

- 3. The approval** approval of the granting by SNN of a loan convertible in shares in value of maximum 4.000.000 lei to S.C. Energonuclear S.A. with a view to finance the preservation and conservation activities of the Cernavoda NPP Units 3 and 4 site in accordance with the note presented to the shareholders .

In the presence of the shareholders representing 93,44851% of the share capital and 93,44851% of the voting rights, this item is **adopted** with 254.337.056 votes representing 90,26720% 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:

- 254.337.056 votes “for”
- 27.408.381 votes “against”
- 14.770 votes “abstain
- 0 votes were not casted.
-

A number of 0 votes was canceled.

- 4. The approval** of the date **27.07.2017 as registration date** in compliance with art. 86, paragraph (1) of Law 24/2017 regarding issuers of financial instruments and market operations, namely the date serving for the identification of the shareholders who will benefit from dividends or any other rights and who will be affected by the resolutions of the EGMS.

In the presence of the shareholders representing 93,44851% of the share capital and 93,44851% of the voting rights, this item is **adopted** with 281.760.207 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:

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

A number of 0 votes was canceled.

- 5. The approval** of the date **26.07.2017** as „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 93,44851% of the share capital and 93,44851% of the voting rights, this item is **adopted** with 281.760.207 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:

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

A number of 0 votes was canceled.

- 6. The empowerment** of Mr. Iulian-Robert Tudorache, 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. Iulian-Robert Tudorache may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representing 93,44851% of the share capital and 93,44851% of the voting rights, this item is **adopted** with 281.760.207 votes representing 100% of the total votes held

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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:

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

A number of 0 was canceled.

For PRESIDENT OF THE BOARD OF DIRECTORS,

Representative Mr. Cristian GENTEA, member of the Board of Directors

SECRETARY OF THE MEETING

Sorin Teodoru

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