



NUCLEARELECTRICA Updated according to the amended agenda

**Resolution number 11/20.12.2017
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, 20 decembre 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 Capital Plaza, Ion Mincu Conference Room, 54 Iancu de Hunedoara Avenue, Bucharest the EGMS was opened by the President of the meeting, Mr. Cristian GENTEA in his capacity of 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 4409 of 17.11.2017, in the „Romania Libera” newspaper, number 8010 of 17.11.2017 and on the website of the Company;
- The amended convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 4630 dated 07 December 2017 , in the Romania Libera newspaper, number 8023 of 07 December 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 282.533.908 shares, representing 93,70512% of the subscribed and paid up share capital, representing 93,70512% 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 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 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 281.972.808 votes representing 99,80140% 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:

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

A number of 0 was annulled.

2. The approval of the modification of the conditions associated to the Loan convertible in shares Contract to EnergoNuclear S.A, in maximum amount of 4.000.000 RON, for the financing of preservation and conservations activities of the Cernavoda NPP Units 3 and 4 site, as per the note presented to the shareholders.

In the presence of the shareholders representing 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 254.564.344 votes representing 90,10046% 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:

- 254.564.344 votes “for”
- 27.969.481 votes “against”
- 83 votes “abstain
- 0 votes were not casted.

A number of 0 was annulled.

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3. The approval empowerment of the SNN Board of Directors to approve any subsequent modification to the conditions associated with the loan convertible in shares, including its volume (based on expenditures categories) and structure, without exceeding the maximum approved value of 4.000.000 RON.

In the presence of the shareholders representing 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 254.564.344 votes representing 90,10046% 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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- 83 votes “abstain
- 0 votes were not casted.

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4. The approval of the date **16.01.2018 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 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 282.533.908 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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- 0 votes “against”
- 0 votes “abstain
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5. **The approval** of the date **15.01.2018** 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 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 282.533.908 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.

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- 0 votes were not casted.

A number of 0 was annulled.

6. **The empowerment** of the 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. The President of the Board of Directors may delegate all or part of the powers mentioned above to anyone competent to fulfil this mandate.

In the presence of the shareholders representing 93,70512% of the share capital and 93,70512% of the voting rights, this item is **adopted** with 282.533.908 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.

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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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