



NUCLEARELECTRICA

Current report according to: article 234 paragraph (1) letter a) of the Regulation of the National Securities Commission no. 5/2018 on issuers and transactions with securities, with subsequent amendments and completions, the provisions of art. 99 of Bucharest Stock Exchange Code, Title II, Issuers and Financial Instruments

Report date: 28.06.2018

Name of issuing entity: NUCLEARELECTRICA S.A. National Company

Social headquarters: 65 Polona St., district 1, Bucharest

Telephone/Fax Number: 021-203.82.00 / 021 – 316.94.00

Sole Registration Code with the Trade Registry Office: 10874881

Running number: J40/7403/1998

Subscribed and paid-up 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**

Significant event to report:

The resolutions of the Ordinary and Extraordinary General Meeting of Shareholders of 28.06.2018

Societatea Nationala Nuclearelectrica S.A. (“SNN”) informs the shareholders and the investors that on 28.06.2018, at Hotel Ramada Plaza, Australia room, the Ordinary and Extraordinary Meeting of SNN Shareholders took place, starting with 10:00.

With reference to article 3 on the agenda, namely:

“The approval of the quarterly report of the Board of Directors of SN Nuclearelectrica SA for the 1st quarter of 2018, prepared in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations.”

we mention the fact that this item was not approved following the introduction on the OGMS agenda of item 2, namely:

“Information regarding the quarterly report – 1st quarter of 2018 – prepared by the Board of Directors of SN Nuclearelectrica SA in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations”

at the request of the majority shareholder, the Ministry of Energy, for the amendment of the agenda, on the basis of the fact that the provisions of art. 67 of the Law no. 24/2017 regarding

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issuers of securities and market operations provide the obligation of the Board of Directors to prepare and publish « *a quarterly report for the first and third quarter of the year, which will be published within 45 days since the conclusion of the reporting period* », the approval of the report not falling under the competence of the General Meeting of Shareholders. Thus, on the basis of the above mentioned article, the shareholders were informed on the quarterly report for the 1st quarter of 2018, the approval of item 3 on the agenda not being necessary.

As per item 11 on the amended agenda, SNN shareholders elected the administration of the company, for a provisional 4 months mandate, starting with 30.06.2018, as follows :

No.	Name	Observation
1	Iulian-Robert Tudorache	Appointed as per the OGMS resolution no. 6/28.06.2018
2	Cristian Dima	Appointed as per the OGMS resolution no. 6/28.06.2018
3	Gentea Cristian	Appointed as per the OGMS resolution no. 6/28.06.2018
4	Elena Popescu	Appointed as per the OGMS resolution no. 6/28.06.2018
5	Dragos Ionut Banescu	Appointed as per the OGMS resolution no. 6/28.06.2018
6	Mirel-Alexandru Marcu	Appointed as per the OGMS resolution no. 6/28.06.2018
7	Mihai Daniel Anitei	Appointed as per the OGMS resolution no. 6/28.06.2018

In order to facilitate the understanding of the OGMS resolution no. 6/28.06.2018, we mention that item 13 on the agenda was provided in the initial convening notice and item 11 represents an amendment to the OGMS agenda.

Within the OGMS, the shareholders also approved the profile of the Board of Directors and the profile of the candidates for the position of administrators of SNN, a milestone in the administrators selection procedure, as per the provisions of OUG 109/2011 regarding the corporate governance of public companies for a 4 year mandate, in compliance with the OGMS resolution no. 5/25.04.2018.

The resolutions of the OGMS and EGMS of 28.06.2018 are attached to the current report.

Cosmin Ghita
Chief Executive Officer



**Resolution number 6 /28.06.2018
of the Ordinary 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, 28 June 2018, 10:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Ordinary General Meeting of Shareholders (OGMS) of SNN, held at Hotel Ramada Plaza, Australia Room, 3-5 Poligrafiei street, Bucharest; the OGMS was opened by the President of the meeting, Mr. Iulian-Robert TUDORACHE, in his capacity of President of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2023 of 25.05.2018, in the, Romania Libera newspaper, number 8137 of 25.05.2018 and on the website of the Company;
- The amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2290 dated 15.06.2018, in the Bursa newspaper, number 103 of 15.06.2018 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 OGMS is legal and statutory, 21 shareholders are present or represented, owning a total number of 257.831.503 shares, representing 85,51232% of the subscribed and paid up share capital, representing 85,51232% of the total voting rights. The requirement regarding quorum is met in accordance with the provisions of article 16 of the Articles of Incorporation and of article 112, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the OGMS 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. The election of the Secretary of the OGMS.

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

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.092.303 votes, representing 99,71330% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.092.303 votes “for”
- 0 votes “against”
- 739.200 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

2. Take note of the quarterly report – Ist quarter of 2018 – prepared by the Board of Directors of SN Nuclearelectrica SA in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations.

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 quarterly report of the Board of Directors of SN Nuclearelectrica SA for the Ist quarter of 2018 **is not approved**, prepared in compliance with the provisions of OUG 109/2011 regarding the corporate governance of public enterprises, as subsequently amended and those of art. 67 of Law no. 24/2017 regarding issuers of financial instruments and market operations.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item **is not adopted** with 248.736.743 votes, representing 96,47260% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

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- 9.002.260 votes “for”
- 248.736.743 votes “against”
- 92.500 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

4. **The revoking** of Mr. Iulian-Robert Tudorache as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

5. **The revoking** of Mr. Cristian Gentea as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

6. **The revoking** of Mrs. Elena Popescu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

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In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was canceled.

7. The revoking of Mr. Mihai-Daniel Anitei as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was canceled.

8. The revoking of Mr. Dragos Banescu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”

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- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

9. **The revoking** of Mr. Mirel-Alexandru Marcu as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

10. **The revoking** of Mr. Cristian Dima as member of the Board of Directors of SN Nuclearelectrica SA, following the termination of the mandate on 29.06.2018 (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.237 votes, representing 99,99990% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.237 votes “for”
- 0 votes “against”
- 266 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11. **Election** of 7 provisional administrators of SN Nuclearelectrica SA, starting with 30.06.2018 for a 4 months mandate. (secret vote)

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In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 250.024.706 votes, representing 96,97213% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 250.024.706 votes “for”
- 1.828.718 votes “against”
- 1.025.337 votes “abstain”
- 4.952.742 ”unexpressed” votes

A number of 0 votes was canceled.

11.1 The election of **Mr. Iulian Robert Tudorache** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 253.339.648 votes, representing 98,25783% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 253.339.648 votes “for”
- 3.466.518 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.2 The election of **Mr. Cristian Gentea** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 253.339.772 votes, representing 98,25788% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 253.339.772 votes “for”
- 3.466.394 votes “against”

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- 1.025.337 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

11.3 The election of **Mrs. Elena Popescu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 254.365.109 votes, representing 98,65556% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 254.365.109 votes “for”
- 3.466.394 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.4 The election of **Mr. Dragos Banescu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.716.020 votes, representing 97,62811% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.716.020 votes “for”
- 5.090.146 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.5 The election of **Mr. Mirel Alexandru Marcu** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

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In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 255.155.548 votes, representing 98,96213% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 255.155.548 votes “for”
- 1.650.618 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.6 The election of **Mr. Cristian Dima** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.716.144 votes, representing 97,62816% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.716.144 votes “for”
- 5.090.022 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

11.7 The election of **Mr. Mihai Daniel Anitei** as provisional member of the Board of Directors starting with 30.06.2018 for a 4 months mandate. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 256.180.885 votes, representing 99,35981% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 256.180.885 votes “for”

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- 1.650.618 votes “against”
 - 0 votes “abstain”
 - 0 ”unexpressed” votes
- A number of 0 votes was canceled.

12. **Approve** of the gross monthly fixed remuneration for the provisional members of the Board of Directors at the level of two averages for the last twelve months of the gross average monthly wage for the activity unfolded according to the main object of activity registered by the company, at class level according to the activity classification within the national economy, communicated by the National Institute of Statistics prior to the appointment,

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.114.224 votes, representing 97,39470% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.114.224 votes “for”
- 5.691.942 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 .votes was canceled.

13. **The rejection** of the appointment of 7 provisional members of the Board of Directors of SN Nuclearelectrica SA starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote)

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 249.813.443 votes, representing 96,89019% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 3.663.918 votes “for”
- 249.813.443 votes “against”

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- 0 votes “abstain”
 - 4.354.142 ”unexpressed” votes
- A number of 0 votes was canceled.

13.1 The rejection of the appointment of **Mr. Iulian Robert Tudorache** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.643 votes, representing 97,17689% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.523 votes “for”
- 250.552.643 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.2 The rejection of the appointment of **Mr. Cristian Gentea** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.647 votes “for”
- 250.552.519 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

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13.3 The rejection of the appointment of **Mrs. Elena Popescu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 7.278.984 votes “for”
- 250.552.519 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.4 The rejection of the appointment of **Mr. Dragos Banescu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.643 votes, representing 97,17689% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.523 votes “for”
- 250.552.643 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.5 The rejection of the appointment of **Mr. Mirel Alexandru Marcu** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

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In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.743 votes, representing 96,47260% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 8.069.423 votes “for”
- 248.736.743 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.6 The rejection of the appointment of **Mr. Cristian Dima** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.552.519 votes, representing 97,17684% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 6.253.647 votes “for”
- 250.552.519 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

13.7 The rejection of the appointment of **Mr. Mihai Daniel Anitei** as a provisional member of the Board of Directors starting with 30 June 2018, for a 4 months mandate or until the completion of the administrators selection procedure in compliance with the provisions of OUG 109/2011 if the selection is finalized before the above mentioned term. (secret vote).

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.743 votes, representing 96,47260% of the total

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votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 9.094.760 votes “for”
- 248.736.743 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

14. The rejection of the gross monthly fixed remuneration for the provisional members of the Board of Directors at the level of two averages for the last twelve months of the gross average monthly wage for the activity unfolded according to the main object of activity registered by the company, at class level according to the activity classification within the national economy, communicated by the National Institute of Statistics prior to the appointment, recalculated with the application of the provisions of OUG no. 79/2017 for the amendment and completion of the Law no. 227/2015 regarding the Fiscal Code and on the basis of art. 18 of OUG no.90/2017, as per the Note presented to the shareholders.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 250.813.234 votes, representing 97,27796% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 5.992.932 votes “for”
- 250.813.234 votes “against”
- 1.025.337 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

15. The approval of the mandate contract form which will be concluded with the provisional members of the Board of Directors.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.379 votes, representing 99,99995% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

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The expressed vote are recorded as follows:

- 257.831.379 votes “for”
- 0 votes “against”
- 124 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

16. The empowerment of the representative of the majority shareholder, the Romanian State through the Ministry of Energy, in order to sign the mandate contracts with the provisional members of the Board of Directors of SN Nuclearelectrica SA.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

17. The approval of the profile of the Board of Directors and the profile of the candidates for the positions of administrators of SN Nuclearelectrica SA.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 252.878.637 votes, representing 98,07903% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 252.878.637 votes “for”
- 4.952.866 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

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18. **Approve** of the ensured amount related to the professional liability for the administrators of the company, at the individual limit proposed by the Board of Directors to be maintained, namely 3.000.000 Euro.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 251.228.001 votes, representing 97,43883% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 251.228.001 votes “for”
- 6.603.502 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

19. **The rejection of the** ensured amount related to the professional liability for the administrators with mandate contracts and the limit of liability for the directors with mandate contracts as per the Note presented to the shareholders.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is rejected with 248.736.885 votes, representing 96,47265% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 9.002.118 votes “for”
- 248.736.885 votes “against”
- 92.500 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

20. **Information regarding the** accomplishment of the requirements stated within the General Meeting of Shareholders dated 25 April 2018 regarding the clarification/resolution of the aspects highlighted by the independent financial auditor with regards to the individual and consolidated financial statements for the year 2017.

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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.

21. **Information note** on the transactions concluded with administrators, or directors, or employees, or shareholders having control over the company or a company controlled by them during 01.03.2018 – 01.05.2018, as per art. 52, paragraph (3) letter a) din of GED 109/2011 with subsequent amendments.

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.

22. **Information note** on the transactions concluded by SNN with another public company or with the public supervisory body if the transaction has a value, either individually or in a series of transactions, of at least the equivalent in lei of Euro 100.000, during 01.03.2018 – 01.05.2018, as per art. 52, paragraph (3) letter b) of GED 109/2011 with subsequent amendments.

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.

23. **The approval** of the date **17.07.2018 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 OGMS.

In the presence of the shareholders representing 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

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A number of 0 votes was canceled.

24. **The approval** of the date **16.07.2018** 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 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100% of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

25. **The empowerment** of the President of the Board of Directors, to sign, on behalf of the shareholders, the OGMS’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 OGMS’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 85,51232% of the share capital and 85,51232% of the voting rights, the current item is adopted with 257.831.503 votes, representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provision of Art. 16 of the Constitutive Act corroborated with the Art. 112, paragraph 1 of the Law No. 31/1990.

The expressed vote are recorded as follows:

- 257.831.503 votes “for”
- 0 votes “against”
- 0 votes “abstain”

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- "unexpressed" votes
A number of 0 votes was canceled.

For PRESIDENT OF THE BOARD OF DIRECTORS
Mandate Cristian Dima, member of the Board of Directors

SECRETARY OF THE MEETING

Sorin Teodoru



**Resolution number 7/28.06.2018
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, 28 June 2018, 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 Ramada Plaza, Australia Room, 3-5 Poligrafiei street Bucharest the EGMS was opened by the President of the meeting, Mr. Iulian Robert TUDORACHE in his capacity of President of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2023 of 25.05.2018, in the, Romania Libera newspaper, number 8137 of 25.05.2018 and on the website of the Company;
- The amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 2290 dated 15.06.2018, in the Bursa newspaper, number 103 of 15.06.2018 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, 21 shareholders are present or represented, owning a total number of 257.844.908 shares, representing 85,51677 % of the subscribed and paid up share capital, representing 85,51677 % of the total voting rights. The requirement regarding quorum is met in accordance with the provisions of article 16 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:

1. Election of the Secretary of the EGMS



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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 85,51677% of the share capital and 85,51677% of the voting rights, this item is adopted with 257.105.708 votes representing 99,71332% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 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:

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

A number of 0 was annulled.

2. The approval of the procurement of legal and financial assistance/consultancy services in relation to the Project Cernavoda NPP Units 3 and 4.

In the presence of the shareholders representing 85,51677% of the share capital and 85,51677% of the voting rights, this item is adopted with 257.844.784 votes representing 99,99995% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 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:

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

A number of 0 was annulled.

3. The approval of the date 17.07.2018 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.

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In the presence of the shareholders representing 85,51677% of the share capital and 85,51677% of the voting rights, this item is adopted with 257.844.908 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 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:

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

A number of 0 was annulled.

4. The approval of the date **16.07.2018** 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 85,51677% of the share capital and 85,51677% of the voting rights, this item is adopted with 257.844.908 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 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:

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

A number of 0 was annulled.

5. 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.

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In the presence of the shareholders representing 85,51677% of the share capital and 85,51677% of the voting rights, this item is adopted with 257.844.908 votes representing 100% of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 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:

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

A number of 0 was annulled.

For PRESIDENT OF THE BOARD OF DIRECTORS

Mandate Mr. Cristian Dima, member of the Board of Directors

SECRETARY OF THE MEETING

Sorin Teodoru

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