

In handwriting: "4315/05.04.2018"

GOVERNMENT OF ROMANIA

MINISTRY OF ENERGY

Professionalism. Integrity. Transparency

MINISTER'S CABINET

In handwriting: "101347/AA/05.04.2018"

To:

Societatea Nationala Nuclearelectrica S.A.

Board of Directors

To Mr. Iulian-Robert Tudorache, Chairman of the Board of Directors

Considering:

The summoning of the Ordinary General Assembly of Shareholders for April 25, 2018, by publishing the summons in the Official Gazette, Part IV, no. 1210/23.03.2018, the provisions of art. 117¹ par. 1 of Law no. 31/1990 regarding companies, republished, as further amended and supplemented, corroborated with the provisions of art. 92 par. (3) of Law no. 24/2017 regarding the issuers of financial instruments and market operations and of art. 14 of the Articles of Incorporation of the company,

The Ministry of Energy, on behalf of the Romanian State, as a shareholder, owning 248,736,619 shares, representing 82.4959% of the share capital of S.N. Nuclearelectrica S.A., asks the Board of Directors of S.N. Nuclearelectrica S.A. to include in the agenda of the Ordinary General Assembly of Shareholders summoned for 25.04.2018 the following matters:

The ceasing of the applicability of the GMS resolution no. 7/28.09.2017, resolution no. 3, namely: „The approval of the launch of the selection procedure of the BoD members of SN Nuclearelectrica SA in compliance with the provisions of OUG no. 109/2011 with the subsequent amendments. The selection procedure of six (6) members of the Board of Directors that will be designated by the Romanian state shareholder in order to be appointed by the General Meeting of Shareholders will be unfolded by the Ministry of Energy in its capacity of public authority in compliance with the provisions of art. 29, paragraph (3) and (4) of OUG no. 109/2011 with the subsequent amendments.

The approval of the launching of the selection procedure of the administrators of the National Company Nuclearelectrica S.A. in compliance with the provisions of OUG 109/2011, as approved with its subsequent amendments by Law no. 111/2016. The procedure will be unfolded by the Board of Directors of the National Company Nuclearelectrica S.A.”.

The resolution drafts to be approved in the Ordinary General Assembly of Shareholders for the matters to be included in the agenda are:

Resolution 1: "We approve the cessation of the applicability of the resolution of the Ordinary General Assembly of Shareholders no. 7/28.09.2017, section no. 3, namely: "Approving the initiation of the procedure for appointing the members of the Board of Directors of S.N. Nuclearelectrica S.A. according to the provisions of OUG no. 109/2011, as further amended

and supplemented. The procedure for appointing six (6) members of the Board of Directors who will be appointed by the Romanian State as a shareholder in order to elect the members in the general assembly of shareholders will be implemented by the Ministry of Energy as the competent public authority, according to the provisions of art. 29 par. (3) and par. (4) of OUG no. 109/2011, as further amended and supplemented”

Resolution 2: “We approve the initiation of the procedure for appointing the directors of Societatea Nationala Nuclearelectrica S.A., according to the provisions of OUG 109/2011, approved as further amended and supplemented by Law no. 111/2016. The procedure will be implemented by the Board of Directors of Societatea Nationala Nuclearelectrica S.A.

MINISTER OF ENERGY

ANTON ANTON

Illegibly signed and stamped

No. 202E, Splaiul Independentei, District 6, Bucharest

Tel. 021.407.99.11, fax 021.316.68.03

office.cabinet@energie.gov.ro

www.energie.gov.ro