

MINISTRY OF ENERGY

ROMANIAN GOVERNMENT

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Minister's Cabinet

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Stamp:
SOCIETATEA NATIONALA NUCLEARELECTRICA S.A.
General Registry
No. 5264 / May 03, 2019

To: Societatea Nationala NUCLEARELECTRICA S.A.

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

Considering:

- The convening of the Ordinary General Meeting of Shareholders of Societatea Nationala Nuclearelectrica SA for **May 20, 2019, at 10:00**,
- The provisions of art. 117¹, par. (1) of Company Law no. 31/1990, republished, as further amended and supplemented, art. 92, art. (3) and par. (5) of Law no. 24/2017 regarding issuers of financial instruments and market operations,
- The provisions of art. 189 of Regulation no. 5/2018 regarding issuers of financial instruments and market operations,
- The provisions of art. 14 of the Articles of incorporation of S.N. Nuclearelectrica S.A.,
- The provisions of Government Emergency Ordinance no. 114 *on taking measures in the field of public investments and fiscal-budgetary measures, amending and supplementing legal acts and prorogating terms*, as further amended and supplemented,

the Minister of Energy, on behalf of the Romanian State, as a shareholder that owns 248,736,619 shares, representing 82.4959% of the share capital of S.N. Nuclearelectrica S.A., hereby asks the Board of Directors of S.N. Nuclearelectrica S.A., to include on the agenda of the Ordinary General Meeting of Shareholders set for **May 20, 2019, at 10:00**, after item 3 of the agenda, as published, the following item:

Presidency of Romania to the European Union Council

202E Splaiul Independentei, district 6, 060023, Bucharest, Romania

“4. Providing information regarding the analysis and resolution of the company managers regarding the distribution and transfer, as dividends or payments to the state budget, of 35% of the amounts distributed to other reserves, according to art. 1, par. (1), let. g) of Government Ordinance no. 64/2001 regarding the distribution of profit within national entities, national companies and trading companies with full or majority state capital, as well as within autonomously managed entities, approved as amended by Law no. 769/2001, as further amended and supplemented, which are found in accounts of monetary liquidities in hand and at the bank, as well as those related to short-term investments on December 31, 2018 and which on that date are not the object of procurement contracts, to be used as own financing sources.”

At the same time, we propose the following **Resolution Draft**:

“4. This item from the agenda shall not be subject to the vote of the shareholders, and they shall only take note of the information submitted by the Company regarding this item”.

The last item on the agenda of the Ordinary General Meeting of Shareholders shall be renumbered, considering the proposal to supplement the agenda submitted by the Ministry of Energy shareholder.

Respectfully yours,

MINISTER OF ENERGY
Anton ANTON
Stamped and signed

Presidency of Romania to the European Union Council

202E Splaiul Independentei, district 6, 060023, Bucharest, Romania

Tel: 021.407.99.79; Fax 021.316.65.74

www.energie.gov.ro | email: office.dgpapse@energie.gov.ro