



**Resolution number 6/20.05.2019  
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, 20 May 2019, 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 Capital Plaza, Ion Mincu I Room, Bd. 54 Iancu de Hunedoara, District 1, Bucharest the OGMS was opened by the representative of the President of the Board of Directors, Mr. Cristian Dima, in his capacity of Member of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 1738 of 19.04.2019, in the Romania Libera newspaper, number 8363 of 19.04.2019 and on the website of the Company;
- The amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 1932 of 08.05.2019, in the Bursaa newspaper, number 81 of 08.05.2019 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, 22 shareholders are present or represented, owning a total number of 276.553.231 shares, representing 91,72157% of the subscribed and paid up share capital, representing 91,72157% 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. Romeo Susanu and the Company appoints Cristina Bacaintan and Saida Ismail as technical secretaries of the OGMS.

In the presence of the shareholders representing 91,72157% of the share capital and 91,72157% of the voting rights, the current item is adopted with 276.553.231 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:

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

A number of 0 votes was canceled.

## 2. **Approval** of the Revenue and Cost Budget for 2019.

In the presence of the shareholders representing 91,72157% of the share capital and 91,72157% of the voting rights, the current item is adopted with 276.553.231 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:

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

A number of 0 votes was canceled.

## 3. **Approval** of the general limits of remuneration of directors with whom SNN has concluded a mandate contract at the level approved by the Executive Director through point 8.1 of the Ordinary General Meeting of Shareholders Decision no. 3 /10.04.2019.

In the presence of the shareholders representing 91,72157% of the share capital and 91,72157% of the voting rights, the current item is adopted with 252.270.573 votes, representing 91,21954% of the total votes

**Societatea Nationala NUCLEARELECTRICA S.A.**

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Trade Registry number: J40/7403/1998, Sole registration code: 10874881,

Paid and subscribed capital: 3.015.138.510 lei

[office@nuclearelectrica.ro](mailto:office@nuclearelectrica.ro), [www.nuclearelectrica.ro](http://www.nuclearelectrica.ro)



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:

- 252.270.573 votes “for”
- 24.282.658 votes “against”
- 0 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was canceled.

4. **The information** on the analysis and decision of the company’s management regarding the distribution and payment as dividend or payments to the state budget of 35% from the amounts part of other reserves in compliance with art. I, paragraph (i), letter g) of Government Ordinance no. 64/2001 regarding the distribution of profit of the national companies, national companies or commercial companies fully or majority state-owned, as well of self-governing entities, approved with changes through Law no. 769/2001 with the subsequent amendments, found in the accounts of cash on-hand existing in cash or bank accounts as well as those related to short-term investments on December 31,2018 and which on the same date are not committed through procurement contracts to be used as own sources of financing.

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.

5. **Empowering** the Chairman of the Board of Directors to sign on behalf of shareholders the OGMS resolutions and any other documents related thereto, and to perform any act or formality required by law to register and fulfil the OGMS resolutions, including the formalities for their publication and registration with the Trade Register or any other public institution. The Chairman of the Board of Directors may delegate all or part of the powers granted above to any competent person in order to fulfil this mandate.

In the presence of the shareholders representing 91,72157% of the share capital and 91,72157% of the voting rights, the current item is adopted with 276.553.231 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.

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The expressed vote are recorded as follows:

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

A number of 0 votes was canceled.

**For PRESIDENT OF THE BOARD OF DIRECTORS  
Representative, Mr. Cristian Dima, member of the Board of Directors**

SECRETARY OF THE MEETING

Romeo Susanu