



NUCLEARELECTRICA

INFORMATION NOTE
of the Ordinary General Meeting of Shareholders of 20.05.2019
regarding the request of the Ministry of Energy through notice No.101.426/AA/03.05.2019

I. Legal framework

The Romanian Government passed on December 28th, 2018 the Emergency Ordinance No. 114/28.12.2018 *on instituting measures in the field of public investments and fiscal-budget measures, amending and supplementing normative acts and prorogating terms*, which by art.43 provides as follows:

*“Economic operators with full or majority state capital applying the provisions of Government Ordinance No. 26/2013 on strengthening the financial discipline at certain business operators where the state or the administrative – territorial authorities are sole or major shareholders or, directly or indirectly, hold a major interest, approved with additions by Law No. 47/2014, with subsequent amendments and additions, distribute and transfer according to the law, within 60 days as of the approval of the financial statements for the year 2018, in the form of dividends or payments to the state budget, in the case of autonomous administrations, **35% of the sums allocated to other reserves, under Art. 1 par. (1) letter. g) of the Government Ordinance No. 64/2001 on the distribution of the profit related to the national enterprises, national companies and fully or mainly state-owned trading companies, as well as related to the autonomous administrations, approved with additions by Law No. 769/2001, with subsequent amendments and additions, **found in the cash balances and bank accounts, as well as those related to short-term investments on December 31st, 2018 and which, at the same date, are not committed, through procurement contracts, to be used as own sources of funding.**”***

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Running number with the Trade Register: J40/7403/1998, Sole Registration Code: 10874881,

Subscribed and paid-up share capital: RON 3,015,138,510

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II. Presentation

In order to prepare this information note, the Board of Directors of SNN considered to following:

On December 31st, 2018, SNN has in the account “**Other reserves - own sources of funding**” the amount of **RON 29,839,515**, representing the share of the profit allocated in the previous years to “other reserves - own sources of funding”.

At the same time, on 31.12.2018, the Company has concluded agreements related to the investments to be executed in 2019 with a total value of over RON 130 million. This amount exceeds more than 4 times the amount in the account “**Other reserves - own sources of funding**”.

III. Presentation of the proposal of the Board of Directors regarding the distribution of dividends, in compliance with the provisions of art. 43 of the Emergency Government Ordinance No. 114/2018

Taking into account the considerations indicated above, **the Board of Directors informs the Ordinary General Meeting of Shareholders about the fact that the Company can not distribute additional dividends according to art.43 of the Emergency Government Ordinance No114/2018.**

Chairman of the Board of Directors
Iulian-Robert Tudorache

Chief Executive Officer
Cosmin Ghita

Chief Financial Officer
Adrian Gabriel Dumitriu

Deputy Chief Executive Officer
Dan Laurentiu Tudor