



NUCLEARELECTRICA

## **Annex no. 1 - Supporting documents for the payment of dividends**

### **1. PAYMENT THROUGH THE PAYING AGENT - BRD Groupe Société Générale**

#### **1.1. INDIVIDUALS:**

- a. For resident individuals who personally go to any BRD counter on the territory of Romania, the payment of dividends shall be made based on the identity document bearing the personal identification number (C.N.P.).
- b. For non-resident individuals who will personally go to any BRD counter on the territory of Romania, the payment of dividends shall be made based on the passport; the information in the passport should correspond to those communicated by the Central Depository
- c. For individuals under the age of 14, the payment of dividends shall be made to the legal representative in each particular case - the guardian/parent of the minor, based on the following documents: birth certificate of the Holders who should bear the CNP + 1 photocopy certified for compliance with the original (the photocopy shall be retained), the legal act establishing the guardianship in the case of a guardian who is not one of the parents + 1 certified photocopy for compliance with the original (the photocopy shall be retained) and the guardian's/parent's identity document + 1 photocopy certified for compliance with the original (the photocopy shall be retained).
- d. For individuals with an established trusteeship, the payment of dividends shall be made through the trustee of such person, based on the following documents: identity document of the Holders who should bear the CNP + 1 photocopy certified for compliance with the original (the photocopy shall be retained), the legal act establishing the trusteeship + 1 certified photocopy for compliance with the original (the photocopy shall be retained) and the trustee's identity document + 1 photocopy certified for compliance with the original (the photocopy shall be retained).
- e. For individuals who do not go to the BRD counters themselves, but give a mandate to another person in this respect, the payment of dividends shall be made to the proxy they empower, based on the following documents: special power of attorney authenticate by the notary, which includes the authorization to collect the dividends issued not more than 3 years prior to the date of payment, unless the power of attorney has a term of validity longer than 3 years and is valid at the date of payment + 1 photocopy certified for compliance with the original (the photocopy shall be retained) and the identity card of the proxy + 1 photocopy certified for compliance with the original (the photocopy shall be retained).
- f. In compliance with the new legal provisions, payments will not be processed based on certificates of inheritance nor to those shareholders whose identification data from the documents submitted at the counter do not match those of the Paying Agent's records and received from the Central Depository. In

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

Paid and subscribed capital: 3.015.138.510 lei

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the event that in the SNN Register of Shareholders, as of 12 June 2019, deceased persons are included, the dividends shall only be paid following the request by the heir(s) and the registration by the Central Depository of the direct transfer of ownership for the financial instruments as an effect of the succession, in compliance with the applicable Legal Regime, as well as after updating the data in the paying agent's records, following the request of the Central Depository. Should the shareholder not be found in the shareholders database held by the BRD paying agent, the former shall be asked to contact the Central Depository in order to remedy this problem.

g. For the payments through bank transfer to different banks than BRD, the afore-mentioned documents shall also be accompanied by a statement of account certified by the bank where the transfer of dividends is requested or a supporting document issued by the bank showing the account holder referred to above. The account holder can only be the shareholder.

## **1.2. LEGAL ENTITIES:**

Legal entity shareholders, by means of the legal or conventional representative, shall submit:

- copy of the certificate of incorporation - certified by the legal representative as a "certified true copy";
- copy of the document certifying the capacity of legal representative of the company (confirmation of company details issued by the trade register/equivalent entity - for the entities of foreign nationality) - certified by the legal representative as a "certified true copy";
- copy of the documents certifying the capacity of conventional representative of the signatory of the application, if applicable - certified by the legal representative as a "certified true copy";
- statement of account or a document issued by the bank (signed and stamped) confirming the existence of the account on the name of the holder - legal entity, specifying the IBAN code, **in original**;

Note: The documents submitted by individual/legal entity shareholders in a foreign language shall be accompanied by a certified translation into Romanian and if they are issued by a foreign authority they should be apostilled or featured with superlegalization, as the case may be.

## **2. PAYMENT THROUGH THE CENTRAL DEPOSITARY**

2.1. Shareholders who are individuals, either personally or through a legal or conventional representative, shall submit to the Central Depository (at least 4 business days prior to the date of payment) the IBAN code collection form, specifying the bank and account (IBAN code) opened on the name of the shareholder; the template is available on the website of the Central Depository ([www.depozitarulcentral.ro](http://www.depozitarulcentral.ro)), accompanied by:

- copy of the valid identity document in which the personal identification number is clearly legible - certified by the holder as a "**certified true copy**"; as well as information regarding the telephone/fax number and the e-mail address
- statement of account or a document issued by the bank (signed and stamped) confirming the existence of the account on the name of the shareholder, specifying the IBAN code, **in original**;
- copy of the documents certifying the capacity of the signatory of the application as a legal or conventional representative, if applicable - certified by the holder as a "certified true copy";
- Shareholders who are non-resident individuals wishing to apply the more favorable provisions of the Double Taxation Convention concluded between Romania and their country of residence should submit the certificate of tax residence for the year in which the dividends are paid, within the term of validity, in original or certified copy with apostille/with superlegalization, if the case may be, accompanied by an authorized translation, as well as contact details for any clarifications regarding the certificates of tax residence.

2.2. Shareholders who are legal entities, either personally or through a legal or conventional representative, shall submit to the Central Depository the IBAN code collection form, specifying the bank and account (IBAN code) opened on the name of the shareholder; the template is available on the website of the Central Depository ([www.depozitarulcentral.ro](http://www.depozitarulcentral.ro)), accompanied by:

- copy of the certificate of incorporation - certified by the holder as a "**certified true copy**";
- copy of the document certifying the capacity of legal representative of the company (confirmation of company details issued by the trade register/equivalent entity - for the entities of foreign nationality) - certified by the holder as a "**certified true copy**";
- copy of the documents certifying the capacity of conventional representative of the signatory of the application, if applicable - certified by the holder as a "**certified true copy**";
- statement of account or a document issued by the bank (signed and stamped) confirming the existence of the account on the name of the holder - legal entity, specifying the IBAN code, **in original**;
- Shareholders who are non-resident legal entities/other entities wishing to apply the more favorable provisions of the Double Taxation Convention concluded between Romania and their country of residence should submit the certificate of tax residence for the year in which the dividends are paid, within the term of validity, in original or certified copy with apostille/with superlegalization, if the case may be, accompanied by an authorized translation, as well as contact details for any clarifications regarding the certificates of tax residence.

3. In the case of **PENSION FUNDS**, the following documents shall be submitted to the issuer:

- copy of the identity card of the legal representative of the fund management company within the term of validity - identity card/document bearing the CNP for Romanian citizens or passport bearing the identification number for foreign citizens;
- copy of the confirmation of company details for the fund management company/other equivalent document, not older than 3 months, mentioning the legal representative of the fund management company;
- copy of the certificate of incorporation/other equivalent document for the fund management company;
- a copy of the regulator's decision certifying the authorization of the fund management company and the pension fund;
- for non-residents: certificate of tax residence, in original or in certified copy, within the term of validity, with an apostille/superlegalization, as the case may be, accompanied by a certified translation into Romanian, an affidavit of the legal representative of the fund management company certifying that the authorization of the fund management company and of the pension fund is valid at the time of payment and, if available, information on the official website of the home regulator in the home country where the status of pension fund may be checked.

4. For **INVESTMENT FUNDS** with no legal personality, classified as such under the regulations on the market capital in Romania, the following documents shall be submitted to the issuer:

- An affidavit signed by the legal representative/investment fund, whereby the following are declared:
  - type of investment fund (open investment fund/closed investment fund)
  - the fact that the investment fund does not have legal personality;
  - fund identification data, namely: sole identification/registration code, as evidenced by the Register of Shareholders of SN Nuclearelectrica SA held by the Central Depository, the full name of the investment fund, the authorization decision, the registration number in the ASF Register, the number and the date of ASF notification and its validity, as well as other documents and information that it may deem necessary;
- Certified true copy of the identity document of the legal representative of the investment fund management company, within the term of validity - identity document/card bearing the CNP for Romanian citizens or passport bearing the identification number for foreign citizens;
- Certified true copy of the confirmation of company details for the investment fund management company/other equivalent document, not older than 3 months, mentioning the legal representative of the fund management company;
- Certified true copy of the articles of association;

- Certified true copy of the regulator's decision certifying the authorization of the investment fund management company;
- Certified true copy of the certificate of incorporation of the investment fund with ASF.

The documents submitted in a foreign language shall be accompanied by a certified translation into Romanian and if they are issued by a foreign authority they should be apostilled or featured with superlegalization, as the case may be.