

To: **Bucharest Stock Exchange (BSE)**
London Stock Exchange (LSE)
Romanian Financial Supervisory Authority (FSA)

Current report in compliance with the Law 24/2017 on issuers of financial instruments and market operations, the Romanian Capital Market Law no. 297/2004, FSA Regulation no. 5/2018, and the Bucharest Stock Exchange Code

Report date: 8 December 2021

Company name: Societatea Energetica Electrica S.A. (Electrica)

Headquarters: 9 Grigore Alexandrescu Street, 1st District, Bucharest, Romania

Phone/fax no.: 004-021-2085999/004-021-2085998

Fiscal Code: RO 13267221

Trade Register registration number: J40/7425/2000

Subscribed and paid in share capital: RON 3,464,435,970

Regulated market where the issued securities are traded: Bucharest Stock Exchange (BSE) and London Stock Exchange (LSE)

Significant events to be reported:

The resolution of the Extraordinary General Meeting of Shareholders of Societatea Energetica Electrica S.A. (“Electrica” or the “Company”) of 8 December 2021

Electrica hereby informs that, on 8 December 2021, the **Extraordinary General Meeting of Shareholders (EGMS) of Electrica** took place at the Company’s headquarters in Bucharest, 9 Grigore Alexandrescu Str., District 1, postal code 010621, “*Radu Zane*” conference room, starting at 10:04 o’clock (Romanian time), respectively, being duly held in accordance with the legal and statutory provisions upon the first calling.

The **EGMS of Electrica** was attended by the shareholders registered in the shareholder’s register kept by Depozitarul Central S.A. as of 9 November 2021, set as reference date, in person, by representative or through vote by correspondence, the quorum met being approx. 66.18% of the total voting rights and approx. 64.86% of the share capital of the Company.

The meeting was chaired by Mr. Adrian-Florin Lotrean, Member of the Board of Directors of Electrica.

Within the **EGMS**, Electrica’s shareholders **approved** the following items on the agenda (as per the numbering on the agenda) with a majority of the votes held by the present or validly represented shareholders or by the shareholders that voted by correspondence:

4. Approval of the completion of the guarantee structure for the bridge loan up to RON 750,000,000 of non-binding nature to be contracted by Electrica from a consortium of banks comprising of Erste Bank and Raiffeisen Bank accompanied by a commitment letter for the arrangement of a bond issue (bond issuance conditional upon obtaining the necessary corporate approvals) to finance inorganic growth opportunities, the contracting of which was approved by Electrica’s EGMS resolution no 1 of 28th April 2021, as follows: in addition to the mortgage guarantee on the accounts opened by Electrica to BCR and Raiffeisen Bank, which will be made up for a

maximum amount of RON 825,000,000, as approved by Electrica's EGMS resolution no 1 of 28th April 2021, a movable mortgage on the present and future receivables of Electrica, resulting from the intragroup loan agreements that will be concluded with its subsidiaries in order to carry out the inorganic growth transactions granted from the amounts drawn from the bridge loan, shall be constituted as a guarantee in favour of the banks, subject to the fulfilment of certain conditions detailed in the bridge loan agreement, this being to be constituted for a maximum value that will not exceed the total ceiling of the previously approved guarantees, in the amount of RON 825,000,000.

All the empowerments given to the Board of Directors of Electrica for the initiation, conduct, completion of credit and guarantee operations, including subsequent amendments to the credit and guarantee agreement, as per item 4 of Electrica's EGMS resolution no 1 of 28th April 2021, including the possibility of sub-delegation to the executive management, they shall also be valid and fully extend their effects if the guarantee's structure is completed in accordance with this item.

5. Empowerment of the Chairman of the Meeting, of the secretary of the meeting and of the technical secretary to jointly sign the EGMS resolution and to perform individually, and not jointly, any act or formality required by law for the registration of the EGMS resolution with the Trade Register Office of Bucharest Court, as well as the publication of the EGMS resolution according to the law.

In the same time, Electrica's shareholders **rejected** the following:

1. Approval of the acquisition by Societatea Energetică Electrica S.A. („Electrica”), as Buyer, of the following holdings of MT Project B.V. (“MTP”) and HiTech Solar Investment GmbH (“HSI”), as Sellers:
 - in TCV Impex S.A. (“TCV”), a company of Romanian nationality, having its registered office at 1/VII Bd. Pipera, Nord City Tower Building, office no. 1, Section A7, 8th floor, Voluntari, Ilfov County, registered with Ilfov Trade Registry under no. J23/1072/2018, sole registration code 19123942,
 - in ACV Solar Technology S.A. (“ACV”), a company of Romanian nationality, having its registered office at 1/VII Bd. Pipera, Nord City Tower Building, office no. 1, Section A6, 8th floor, Voluntari, Ilfov County, registered with Ilfov Trade Registry under no. J23/351/2018, sole registration code 30042717,
 - in TIS Energy S.A. (“TIS”), a company of Romanian nationality, having its registered office at 1/VII Bd. Pipera, Nord City Tower Building, office no. 1, Section A5, 8th floor, Voluntari, Ilfov County, registered with Ilfov Trade Registry under no. J23/354/2018, sole registration code 28563306,
 - in Delta & Zeta Energy S.A. (“DZE”), a company of Romanian nationality, having its registered office at 1/VII Bd. Pipera, Nord City Tower Building, office no. 1, Section A3, 8th floor, Voluntari, Ilfov county, registered with Ilfov Trade Registry under no. J23/350/2018, sole registration code 29092649,
 - in the Gama & Delta Energy S.A. (“GDE”), a company of Romanian nationality, having its registered office at 1/VII Bd. Pipera, Nord City Tower Building, office no. 1, Section A4, 8th floor, Voluntari, Ilfov county, registered with Ilfov Trade Registry under no. J23/349/2018, sole registration code 29092657,

hereinafter referred to as the Companies, holdings which together represent 100% of the share capital of each Company, as follows:

- 4,597,060 shares held by MTP out of the total number of 4,600,000 shares, representing 99.936087%, respectively 2,940 shares held by HSI out of the total number of 4,600,000 shares, representing 0.063913% of the share capital of TCV for a total price of EUR 5,997,900 which will be adjusted in accordance with the provisions of the Sale Purchase Agreement (“SPA”);
- 4,249,100 shares held by MTP out of the total number of 4,250,000 shares, representing 99.978824%, respectively 900 shares held by HSI out of the total number of 4,250,000 shares, representing 0.021176% of the share capital of ACV for a total price of EUR 6,058,500 which will be adjusted in accordance with the provisions of the SPA;
- 5,899,100 shares held by MTP out of the total number of 5,900,000 shares, representing 99.984746%, respectively 900 shares held by HSI out of the total number of 5,900,000 shares, representing 0.015254% of

the share capital of TIS for a total price of EUR 7,094,500 which will be adjusted in accordance with the provisions of the SPA;

- 5,993,322 shares held by MTP out of the total number of 6,000,000 shares, representing 99.8888700%, respectively 6,678 shares held by HSI out of the total number of 6,000,000 shares, representing 0.111300% of the share capital of DZE for a total price of EUR 7,924,550 which will be adjusted in accordance with the provisions of the SPA;
 - 6,693,382 shares held by MTP out of the total number of 6,700,000 shares, representing 99.901224%, respectively 6,618 shares held by HSI out of the total number of 6,700,000 shares, representing 0.098776% of the share capital of GDE for a total price of EUR 7,924,550 which will be adjusted in accordance with the provisions of the SPA.
2. Empowerment of Electrica's Board of Directors to approve the final form of the SPA reflecting the main elements of the transaction approved at item 1.
 3. Empowerment of the Chief Executive Officer, the Chief Financial Officer, and the Chief Corporate Development Officer, to sign the SPA, in the form approved by Electrica's Board of Directors, according to item 2 above.

Chief Executive Officer
Georgeta – Corina Popescu