



Current report in compliance with art. 234 paragraph (1), letter c) of ASF Regulation no. 5/2018 regarding issuers of financial instruments and market operations and art. 99 of BVB Code, Title II, Issuers and Financial Instruments.

Reporting date: 25.04.2024

Name of the issuing entity: Societatea Nationala NUCLEARELECTRICA S.A.

Registered office: 48, Iancu de Hunedoara Av, District 1, Bucharest

Phone/fax number: 021-203.82.00 / 021 – 316.94.00

Sole Registration Code with the Trade Register Office: 10874881 Order number: J40/7403/1998

Subscribed and paid share capital: 3,016,438,940 Lei

Regulated market on which the issued securities are traded: Bucharest Stock Exchange

**To: Bucharest Stock Exchange
Financial Supervisory Authority**

Important event to be reported: The Resolutions of the Ordinary and Extraordinary General Meeting of Shareholders dated 25.04.2024

Societatea Nationala Nuclearelectrica S.A. ("SNN") informs its shareholders and investors that the Ordinary and Extraordinary General Meeting of Shareholders took place at Hotel Marshal Garden, Panoramic 2 Room, Dorobantilor Av, no. 50B, District 1, on 25.04.2024, at 10:00 o'clock for the OGMS and 11:00 for the EGMS.

The resolutions adopted by the Ordinary and Extraordinary General Meeting of Shareholders dated 25.04.2024 are appendix to this current report.

**Cosmin Ghita
Chief Executive Officer**

Societatea Nationala NUCLEARELECTRICA S.A.

Iancu de Hunedoara Boulevard 48, Bucharest 011745, Romania; Tel +4021 203 82 00, Fax +4021 316 94 00;

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

Paid and subscribed capital: 3.016.438.940 lei.

office@nuclearelectrica.ro, www.nuclearelectrica.ro

**Resolution number 5/25.04.2024
of the Ordinary General Meeting of Shareholders of
Societatea Nationala Nuclearelectrica S.A.**

Headquarters: 48 Iancu de Hunedoara Boulevard, District 1, 011745 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 25.04.2024, 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, at Hotel Marshal Garden, Panoramic 2 Room, Dorobantilor Av, no. 50B, District 1, Bucharest the OGMS was opened by the President of the meeting, Mr. Teodor Minodor Chirica, in his capacity of Chairman of the Board of Directors.

Taking into consideration:

- The convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 1446 of 22.03.2024, in the "Romania Libera" newspaper, number 9580 of 22.03.2024 and on the website of the Company;
- The Amended convening notice of the OGMS, published in the Official Gazette of Romania, Part IV, number 1784 of 10.04.2024, in the "Romania Libera" newspaper, number 9593 of 10.04.2024 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, 54 shareholders are present or represented, owning a total number of 282.565.696 shares, representing 93,67526 % of the subscribed and paid up share capital, representing 93,67526 % 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 Ms Daniela Stefan and the Company appoints Ms Saida Musledin and Ms Cristina Bacaintan as technical secretary of the OGMS.

In the presence of the shareholders representing 93,67526 % of the share capital and 93,67526 % of the voting rights, the current item is adopted with 281.595.943 votes, representing 99,65680 % of the validly casted votes, 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 casted votes were recorded as follows:

- 281.595.943 votes "for"
- 0 votes "against"
- 969.753 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

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- 2. Approval of the audited Individual Financial Statements** as at and for the financial year ended 31 December 2023, prepared in accordance with the Order of the Minister of Public Finance No. 2.844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, based on the Annual Report of the Board of Directors for the year 2023 and the Independent Auditor's Report on the Individual Financial Statements as at and for the financial year ended 31 December 2023.

In the presence of the shareholders representing 93,67526% of the share capital and 93,67526% of the voting rights, the current item is adopted with 274.646.315 votes, representing 97,19733% of the validly casted votes, 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 casted votes were recorded as follows:

- 274.646.315 votes "for"
- 7.574.640 votes "against"
- 344.741 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 3. Approval of the audited Consolidated Financial Statements** as at and for the financial year ended 31 December 2023, prepared in accordance with the Order of the Minister of Public Finance No. 2.844/2016 approving the Accounting Regulations in accordance with International Financial Reporting Standards, based on the Annual Report of the Board of Directors for the year 2023 and the Independent Auditor's Report on the Consolidated Financial Statements as at and for the financial year ended 31 December 2023.

In the presence of the shareholders representing 93,67526% of the share capital and 93,67526% of the voting rights, the current item is adopted with 274.646.315 votes, representing 97,19733% of the validly casted votes, 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 casted votes were recorded as follows:

- 274.646.315 votes "for"
- 7.574.640 votes "against"
- 344.741 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 4. Approval of the Annual Report of the Board of Directors** for the financial year ending 31 December 2023, prepared in accordance with the provisions of Article 65 of Law no. 24/2017, republished on 10.08.2021, on issuers of financial instruments and market operations and of Annex no. 15 of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations, as amended and supplemented.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.240.356 votes, representing 99,87991% of the validly casted votes, 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 casted votes were recorded as follows:

- 282.240.356 votes "for"
- 339.345 votes "against"
- 0 votes "abstain"

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- 0 "unexpressed" votes
- A number of 0 votes was canceled.

5. Approval of the Quarterly Report of the Board of Directors for Quarter IV 2023.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.541.497 votes, representing 99,98648% of the validly casted votes, 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 casted votes were recorded as follows:

- 282.541.497 votes "for"
 - 38.204 votes "against"
 - 0 votes "abstain"
 - 0 "unexpressed" votes
- A number of 0 votes was canceled.

6. Approval of the discharge of the Directors for the financial year ended 31 December 2023.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 281.794.056 votes, representing 99,72197% of the validly casted votes, 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 casted votes were recorded as follows:

- 281.794.056 votes "for"
 - 440.904 votes "against"
 - 344.741 votes "abstain"
 - 0 "unexpressed" votes
- A number of 0 votes was canceled.

7. Approval of the proposal on the distribution of the net profit for the financial year 2023 by destination, approval of the total amount of gross dividends in the amount of **1,120,911,882 lei**, of the amount of the gross dividend per share in the amount of **3.71601052 lei/share**, of the date of payment of the dividends, i.e. **21.06.2024**, and of the terms of payment, as provided in the Note presented to the shareholders.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% of the validly casted votes, 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 casted votes were recorded as follows:

- 282.579.701 votes "for"
 - 0 votes "against"
 - 0 votes "abstain"
 - 0 "unexpressed" votes
- A number of 0 votes was canceled.

8. Approval of the SNN Remuneration Report for the financial year 2023, in accordance with the provisions of art. 107, para. (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished.

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In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 264.973.066 votes, representing 93,76932% of the validly casted votes, 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 casted votes were recorded as follows:

- 264.973.066 votes "for"
- 17.261.774 votes "against"
- 344.861 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 9. Approval of date 31.05.2024** as the date of registration according to the provisions of art. 87 par. (1) of Law no. 24/2017 on the issuers of financial instruments and market operations, i.e. the date on which the shareholders that will be benefiting of dividends or of other rights and on whom the effects of the OGMS resolutions impact will be identified.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% o of the validly casted votes, 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 casted votes were recorded as follows:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 10. Approval of 21.06.2024** as the payment date, i.e. the expressly specified calendar date, i.e. zz/ll/year, on which the results of a corporate event, related to the holding of financial instruments, are due, i.e. on which the debiting and/or crediting of amounts of money and/or financial instruments must be carried out, in accordance with the provisions of Article 2 paragraph 2 letter h) of Regulation 5/2018, and with the provisions of Article 1, para. (3) of Ordinance 64/2001, as amended and supplemented.

In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% o of the validly casted votes, 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 casted votes were recorded as follows:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 11. Approval of date 30.05.2024** as the "ex-date", i.e. the date preceding the registration date, when the financial instruments which are subject of the decisions of the company bodies are traded without the rights deriving from that decision, according to the provisions of art. 2, par. (2), let. 1) of Regulation **no. 5/2018 on the issuers of financial instruments and market operations.**

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In the presence of the shareholders representing 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% of the validly casted votes, 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 casted votes were recorded as follows:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

- 12. 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 93,67990% of the share capital and 93,67990% of the voting rights, the current item is adopted with 282.579.701 votes, representing 100% of the validly casted votes, 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 casted votes were recorded as follows:

- 282.579.701 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 "unexpressed" votes

A number of 0 votes was canceled.

**CHAIRMAN OF THE BOARD OF DIRECTORS
TEODOR MINODOR CHIRICA**

SECRETARY OF THE MEETING
DANIELA STEFAN

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**Resolution number 6/25.04.2024
of the Extraordinary General Meeting of Shareholders of
Societatea Nationala Nuclearelectrica S.A.**

Headquarters: 48 Iancu de Hunedoara Boulevard, District 1, 011745 Bucharest, registered with the Bucharest Trade Register Office under the number J40/7403/1998, sole registration code: RO 10874881

Today, 25.04.2024, 11:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the Extraordinary General Meeting of Shareholders (EGMS) of SNN at Hotel Marshal Garden, Panoramic 2 Room, Dorobantilor Av, no. 50B, District 1, Bucharest the EGMS was opened by the President of the meeting, Mr. Teodor Minodor Chirica in his capacity of Chairman of the Board of Directors.

Taking into consideration:

- The convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 1446 of 22.03.2024, in the "Romania Libera" newspaper, number 9580 of 22.03.2024 and on the website of the Company;
- The Amended convening notice of the EGMS, published in the Official Gazette of Romania, Part IV, number 1784 of 10.04.2024, in the "Romania Libera" newspaper, number 9593 of 10.04.2024 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 EGMS is legal and statutory, 54 shareholders are present or represented, owning a total number of 282.578.901 shares, representing 93,67964 % of the subscribed and paid up share capital, representing 93,67964 % 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 115, paragraph 1 of the Company Law 31/1990 ("Law number 31/1990"). The President of the meeting acknowledges that the EGMS 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 EGMS

As per the provisions of art. 129 of the Law no.31/1990, the shareholders of SNN elect as secretary of the EGMS Ms Daniela Stefan and the Company appoints Ms Saida Musledin and Ms Cristina Bacaintan as technical secretary of the EGMS.

In the presence of the shareholders representing 93,67964 % of the share capital and 93,67964 % of the voting rights, this item is adopted with 281.609.148 votes representing 99,65682 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 281.609.148 votes "for"
- 0 votes "against"
- 969.753 votes "abstain"
- 0 votes were not casted.

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A number of 0 was annuled.

- 2. Approval** of the Investment Decision on the conclusion of the framework agreement for "Project management services, technical assistance, consultancy and staff training, necessary for the preparation and implementation of the Unit 1 Refurbishment Project at the Cernavoda NPP" with a maximum value of 358,919,984.22 CAD (equivalent to 243,616,360.70 Euro), between SNN, as Purchaser and Canadian Nuclear Partners S.A., as Provider.

In the presence of the shareholders representing 93,67964 % of the share capital and 93,67964 % of the voting rights, this item is adopted with 278.593.202 votes representing 98,58953 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 278.593.202 votes "for"
- 3.985.579 votes "against"
- 120 votes "abstain"
- 0 votes were not casted.

A number of 0 was annuled.

- 3. Information** on transactions concluded by directors or managers, with employees, with shareholders who control the company or a company controlled by them, according to Article 52 paragraph (3) letter a) of GEO no. 109/2011 with subsequent amendments and additions, in the period 10.01.2024-05.03.2024.

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.

- 4. Information** on transactions concluded by directors or managers, with employees, with controlling shareholders of the company or a company controlled by them, in accordance with Article 52 (3) (b) of GEO no. 109/2011 as amended and supplemented, during the period 10.01.2024-05.03.2024.

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. Approval** of date **31.05.2024** as the date of registration according to the provisions of art. 87 par. (1) of Law no. 24/2017 on the issuers of financial instruments and market operations, i.e. the date on which the shareholders that will be benefiting of dividends or of other rights and on whom the effects of the EGMS resolutions impact will be identified.

In the presence of the shareholders representing 93,67964 % of the share capital and 93,67964 % of the voting rights, this item is adopted with 282.578.901 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 282.578.901 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

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A number of 0 was annuled.

6. **Approval** of date **30.05.2024** as the "ex-date", i.e. the date preceding the registration date, when the financial instruments which are subject of the decisions of the company bodies are traded without the rights deriving from that decision, according to the provisions of art. 2, par. (2), let. 1) of Regulation **no. 5/2018 on the issuers of financial instruments and market operations**.

In the presence of the shareholders representing 93,67964 % of the share capital and 93,67964 % of the voting rights, this item is adopted with 282.578.901 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 282.578.901 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

A number of 0 was annuled.

7. **Empowering** the Chairman of the Board of Directors to sign on behalf of shareholders the EGMS resolutions and any other documents related thereto, and to perform any act or formality required by law to register and fulfil the EGMS 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 93,67964 % of the share capital and 93,67964 % of the voting rights, this item is adopted with 282.578.901 votes representing 100 % of the total votes held by the present or represented shareholders, in compliance with the provisions under Art. 16 of the Constitutive Act corroborated with the provisions under Art. 115 paragraph 2 of the Law No. 31/1990.

The votes were recorded as follows:

- 282.578.901 votes "for"
- 0 votes "against"
- 0 votes "abstain"
- 0 votes were not casted.

A number of 0 was annuled.

**CHAIRMAN OF THE BOARD OF DIRECTORS
TEODOR MINODOR CHIRICA**

SECRETARY OF THE MEETING
DANIELA STEFAN

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