



Answers to frequently asked questions on dividend payments SN Nuclearelectrica S.A. for the financial year 2024

1. What is the date from which SNN will pay dividends to its shareholders?

Starting on **June 24, 2025, the payment date**, SNN will pay the dividends for the financial year 2024, through the Central Depository S.A. and CEC Bank, the selected payment agent.

2. What is the date the shares must be held to be entitled to the 2024 dividend?

The payment of dividends will be made only to the shareholders of SNN registered in the Register of Shareholders maintained by the Central Depository S.A. on June 3, 2025, approved as the record date by the Ordinary General Meeting of Shareholders of SNN ("OGMS") on April 24, 2025.

3. How much is the dividend?

The gross dividend is 2.70243266 lei **per share**, and the related dividend tax will be withheld at source at the rates provided by law.

4. SNN opted for the deferred payment date?

SNN has not opted for the deferred payment date.

5. How can dividends be paid?

1. For individual and corporate shareholders who have an account opened with a Participant (broker), registered as holding SNN shares on 03.06.2025, dividends will be paid automatically by bank transfer through the Central Depository on behalf of SNN, on the payment date 24.06.2025 to the Participant's account, without the presentation of additional documents.

2. For individual or corporate shareholders who do not have an account with a Participant (shares are registered with the Central Depository):

a. In case you do not have an IBAN account registered with the Central Depository, dividends can be withdrawn directly from CEC Bank branches throughout Romania, **only for individual shareholders**, upon presentation of the documents mentioned in Annex 1 to point 1 of the notice on dividend payment

b. By bank transfer, the Central Depository making available to all shareholders not representing a Participant (individuals and legal entities) the possibility to collect the dividends due by registering the IBAN code with the Central Depository, on the basis of the documents mentioned in Annex 1, point 2 of the dividend payment notice. To receive dividends by bank transfer, the IBAN account must be registered at least 4 working days prior to the payment date.

Societatea Nationala NUCLEARELECTRICA S.A.

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Order No. Trade Register: J40/7403/1998, Unique registration code: 10874881,

Subscribed and paid-up share capital: 3.016.438.940 lei.

office@nuclearelectrica.ro, www.nuclearelectrica.ro

Link for IBAN registration at the Central Depository:
https://www.roclear.ro/AppFiles/Detinatori/Formular_colectare_cod_iban.pdf

Dividend payments for 2024 begin on **June 24, 2025, the payment date.**

6. Can dividends be paid into a bank account opened with a bank outside Romania?

Yes, this is possible, but the shareholder must have an account in lei, since the payment of dividends will be made only in lei. In order to receive the dividends, the supporting documents mentioned in Annex 1 to point 2 must be submitted to the Central Depository at least 4 working days before the payment date.

7. How much time do I have to request the 2024 dividend payment?

The payment of the net dividends due for the year 2024 is subject to the general provisions on prescription, being subject to prescription within 3 (three) years from the date of commencement of payment (24.06.2025), which will expire on 24.06.2028.

8. How are net dividends calculated?

The total amount of net dividends due to any SNN shareholder is given by the number of shares held on the record date (June 03, 2025), multiplied by the amount per share of the gross dividend approved by the Ordinary General Meeting of SNN Shareholders (2,70243266 lei / share) on April 24, 2025, from which the amount of dividend tax is deducted, at the rates provided for by the legislation in force (Tax Code and, as the case may be, the Double Taxation Avoidance Agreements concluded between Romania and the state of residence of non-resident shareholders who present valid tax residence certificates).

9. When is dividend tax calculated?

In accordance with the provisions of the Tax Code in force, the dividend tax will be withheld at source on the date of payment, as follows:

- **Resident individual shareholders:** standard tax rate of 10% of the gross amount of dividends due;

- **Non-resident individual shareholders:** the standard tax rate of 10% of the gross amount of dividends due or the more favorable rate resulting from the Double Taxation Avoidance Agreement concluded between Romania and the state of residence of the respective shareholder, for non-resident individual shareholders who submit by 06.06.2025 a tax residence certificate valid for the year in which the payment of dividends takes place, within the term of validity, in original or certified copy apostilled/suprogalized, if applicable, accompanied by an authorized translation (applicable for certificates in languages other than Romanian) at the SNN headquarters, Bulevardul Ianci de Hunedoara, nr. 48, sector 1, Bucuresti, postal code 011745, for the attention of the External Communication, Sustainability and Investor Relations Department;

- **Resident legal entity shareholders:** standard tax rate of 10% of the gross amount of dividends received, with the exceptions provided by the Tax Code, which provide for non-taxation of dividend income for some resident legal entities

- **Non-resident legal entity shareholders:** the standard tax rate of 10% of the gross amount of dividends due, with the exceptions provided by the Tax Code which provide for non-taxation of dividend income for some non-resident legal entities or the more favorable rate resulting from the Double Taxation Avoidance Agreement concluded between Romania and the state of residence of the shareholder, for non-resident legal entity shareholders who present, until 06.06.2025, a tax residence certificate valid for the year in which the payment of dividends takes place, within the term of validity, in original or certified copy apostilled/suprogalized, if applicable, accompanied by an authorized translation (applicable for certificates in languages other than Romanian) at the SNN headquarters, Bulevardul Iancu de Hunedoara, nr. 48, sector 1, Bucuresti, postal code 011745, for the attention of the External Communication, Sustainability and Investor Relations Department;

Specific provisions on the application of a more favorable tax rate are contained in the Tax Code in respect of non-resident taxpayers of a member state of the European Union.

In case of submission after **06.06.2025**, but not later than **16.12.2025**, of the certificate of tax residency together with a request for payment by bank transfer of the net dividends distributed by SN Nuclearelectrica S.A., **SNN will withhold on the date of payment (24.06.2025) the tax on dividends in force provided for by the Romanian Tax Code**, and any tax difference due to the shareholder will be paid after the documentation has been submitted and verified, if after receiving and verifying the documentation it appears that the shareholder would be entitled to a lower tax rate than the standard rate provided for in the Romanian Tax Code.

10. Will SNN withholding tax on dividends?

Yes, the related dividend tax will be withheld at source at the rates prescribed by law for all situations where dividend tax is due.

11. Who pays the dividend payment fees?

The fee charged by Depozitarul Central S.A., which includes the bank fees charged by CEC Bank for the payment of net dividends in LEI is **borne by SNN. CEC Bank will not charge shareholders any bank commission for the payment of dividends in LEI**, both for cash payments and for payments by bank transfer to accounts opened in Romania and abroad.

12. Can dividends be received in shares instead of cash?

No, dividends are only received in cash. If you wish to buy new shares, you have the possibility to reinvest the amount received as dividend in SNN shares by buying them directly on the market.

13. In the case of a non-resident investor, do dividends have to be declared in the tax return of the country of tax residence?

There is a possibility that non-resident investors may be required to declare dividends in their country of residence tax returns. Therefore, it is recommended that they should seek specialized help regarding the tax obligations in their country of residence in relation to dividends received from SN Nuclearelectrica SA

14. What is the procedure for non-resident shareholders?

For all those individual shareholders, legal entities or other entities, which on the record date 03.06.2025 hold shares listed in Section II of the Register of Shareholders of SNN in the account opened with the Participant, the **related amounts will be automatically paid by bank transfer** through the Central Depository on behalf of SNN, on the payment date

24.06.2025, **to the Participant's account**, without the presentation of additional documents.

Non-resident shareholders who have an open account with the Participants (Broker/Custodian Bank), and those who do not have an open account with the Participants and wish to pay dividends by bank transfer (based on the IBAN account registration with the Central Depository) or payment through the CEC Bank payment agent who wish to apply the provisions of the following favorable provisions of the Double Taxation Avoidance Agreement entered into between Romania and their country of residence must transmit or deposit, either through the Participant in case they have an account with the Participant, or directly, in case they do not have an account with the Participant, at the headquarters of SN Nuclearelectrica S.A., in Bulevardul Iancu de Hunedoara, nr. 48, sector 1, Bucuresti, postal code 011745, for the attention of the External Communication, Sustainability and Investor Relations Department, until **06.06.2025 inclusively, the tax residence certificate** for the year in which the payment of dividends takes place, **within the term of validity, in original, issued in electronic format or certified copy**, apostilled/suprogalized, if applicable, accompanied by an authorized translation, as well as contact details for any clarifications on the tax residence certificates. If the verification of the tax residency certificate and the provisions of the double tax treaty shows that the more favorable rate provided in the double tax treaty can be applied, then on the payment date, 24.06.2025, the shareholders concerned will receive the net dividends with the application of that rate. Otherwise, the standard rate in force under the Romanian Tax Code will apply.

In case of submission after **06.06.2025**, but not later than **16.12.2025**, of the certificate of tax residency together with a request for payment by bank transfer of the net dividends distributed by SN Nuclearelectrica S.A., **SNN will withhold on the date of payment (24.06.2025) the tax on dividends in force provided for by the Romanian Tax Code**, and any tax difference due to the shareholder will be paid after the documentation has been submitted and verified, if after receiving and verifying the documentation it appears that the shareholder would be entitled to a lower tax rate than the standard rate provided for in the Romanian Tax Code.

15. Shareholders who have accounts with Participantii can collect their dividends in cash/transfer from the CEC Bank counter?

No, all those shareholders who have accounts with PARTICIPANTS cannot collect their dividends in cash/transfer from the **CEC Bank** counter.

For all those shareholders, whether natural persons, legal entities or other entities, who on the record date 03.06.2025 hold shares evidenced in Section II of the Register of Shareholders of SNN in the account opened with the Participant, the related amounts **will be automatically paid by bank transfer** through the Central Depository on behalf of SNN, on the payment date 24.06.2025, **to the Participant's account**, without the presentation of additional documents. The Participant will make the payment to the Shareholders in accordance with the terms of the contract between the Participant and the Shareholder.

16. What is the General Meeting of Shareholders (GMS)?

The Annual General Meeting of Shareholders (AGMS) is the main corporate governance body of the Company, which decides on the Company's activities, economic and business policy. General Meetings of Shareholders can be Ordinary and Extraordinary. The GMS is convened by the Board of Directors whenever necessary, in accordance with the provisions of the law and the Articles of Incorporation or at the request of shareholders representing, individually or jointly, at least 5% of the share capital, and if the request contains provisions falling within the powers of the meeting. Only the shareholders entered in the Register of Shareholders of a company on the relevant date have the right to participate and vote in the general meeting.

17. What is the reference date?

The reference date is the calendar date, established by the management of SNN pursuant to the applicable regulations and provided for in the GMS convening notice to identify the shareholders who will attend and vote at the GMS. Only the shareholders registered in the Register of Shareholders of the company on the relevant date have the right to participate and vote in the respective general meeting. The record date is later than the date of publication of the convocation of the GMS.

The reference date for the GMS called for April 24, 2025 was April 10, 2025.

18. What is the registration date?

It is the calendar date set by the GMS and serves to identify the shareholders who are to receive dividends or other rights and on whom the effects of the GMS's resolutions are to be passed. The record date is at least 10 working days after the date of the general meeting.

The record date set by the SNN GMS of 24.04.2025, which approved the distribution of dividends for the year 2024 is June 03, 2025. .

19. Can dividends be collected in another person's name?

In the case of individuals who do not present themselves personally at the **CEC Bank** counter, but authorize another person for this purpose, the payment of dividends is made to the authorized person, based on the following documents: a special power of attorney notarized by a notary, including the power of attorney for the collection of dividends issued no more than 3 years prior to the date on which the payment is made, unless the power of attorney has a term of validity of more than 3 years and is valid on the date on which the payment is made+ 1 photocopy certified for conformity with the original (photocopy to be retained) and the identity card of the authorized person+ 1 photocopy certified for conformity with the original (photocopy to be retained).

According to the new legal provisions, payments will not be processed on the basis of certificates of

heir, nor to those shareholders whose identification data in the documents presented at the counter do not agree with those in the records of the Paying Agent and received from the Central Depository. In case the Register of Shareholders of SNN as of June 3, 2025 includes deceased persons, dividends will be paid only after the request by the surviving shareholder(s) and the registration by the Central Depository of the direct transfer of ownership of the financial instruments as a result of inheritance, in accordance with the applicable Legal Regime, as well as after the updating of the data in the records of the Paying Agent, following the request of the Central Depository. In case a shareholder is not included in the shareholder database held by the paying agent **CEC Bank**, he is requested to contact the Central Depository in order to solve this problem.

20. What forms are required for payment by bank transfer via the Central Depository?

In the case of individual or legal entity shareholders who wish to pay by bank transfer and who do not have an IBAN account registered with the Central Depository, the IBAN code collection form (available on the Central Depository's website www.depozitarulcentral.ro) can be submitted to the Central Depository at least 4 working days prior to the payment date, accompanied by the following documents:

A. For individuals:

- ❖ a copy of the valid identity card in which the personal numeric code is legible - certified by the holder as "true in original"; as well as the data concerning the telephone/fax number and e-mail address
- ❖ bank statement or a document issued by the bank (signed and stamped) confirming the existence of the account in the name of the shareholder, specifying the IBAN code, in original;
- ❖ a copy of the documents attesting the capacity of the signatory of the application as legal or conventional representative, if applicable - certified by the holder "true to the original";
- ❖ proof of payment IBAN IBAN code;

B. For legal entities:

- ❖ a copy of the registration certificate - certified by the holder as "true copy";
- ❖ copy of the document proving the legal representative of the company (certificate issued by the trade register/equivalent entity - for foreign entities) - certified by the holder "true to the original";
- ❖ a copy of the documents proving that the signatory of the application is the signatory's representative, if applicable - certified by the holder "true original";
- ❖ bank statement or a document issued by the bank (signed and stamped) by

- ❖ confirming the existence of the account in the name of the holder - legal entity, specifying the IBAN code, in original;
- ❖ proof of payment IBAN IBAN code;

The registration of the IBAN code by the Central Depository will be charged according to the grid of fees charged to the holders of financial instruments and borne by each shareholder. For more details about this payment option, SNN shareholders are kindly requested to contact the Central Depository at tel. +40 21.408.58.00 or e-mail dividende@depozitarulcentral.ro

21. How soon after the documents are submitted to the Central Depository for payment by bank transfer are the net dividends paid?

Payment of net dividends will be made on 24.06.2025 for individual/legal entity shareholders who have opened an account with PARTICIPANT (broker/custodian banks) and non-INBAN code shareholders (who have submitted the IBAN code collection form to the Central Depository, at least 4 working days prior to the payment date). The net dividends will be collected on the same day by the individual/legal entity shareholders who have accounts opened with **CEC Bank** and within two banking days at most by the shareholders who have accounts opened with other banks, if the accounts are registered with the Central Depository. The date of crediting the shareholders' bank accounts depends on the interbank circuit and the chain of correspondent banks.

22. What should I do if I do not receive the money within the deadlines specified in point 21?

If you have an open account with a Participant, dividends should be transferred to the declared IBAN account, based on a request sent to the Participant or automatically, depending on the conditions specified in the contract with the Participant.

If the shares held are registered directly with the Central Depository and you have an IBAN account also registered, the dividends should be transferred directly to your account. If the money is not received, you can contact the Central Depository, tel. +40 21.408.58.00 or e-mail dividende@depozitarulcentral.ro.

In case you wish to collect the dividends directly from **CEC Bank** in cash (only for individuals) and the money is not available, please contact **CEC Bank**, at office@cec.ro or at 0800800848.

23. What should I do if the amount I receive does not correspond to the number of shares I own?

If you have received a different amount than expected based on the number of shares held, then you must contact the Central Depository S.A. to request a statement of account as of the record date of June 3, 2025. This statement will confirm the number of shares held so that you can calculate the amount of gross and net dividends to which you are entitled. If the amount still does not correspond, you can contact **CEC Bank** at the email address office@cec.ro or at the telephone number: 0800800848 or SNN at the email address investor.relations@nuclearelectrica.ro or at the telephone number: 021.203.82.77.

24. Will tax be withheld from dividends paid to pension funds?

Pension funds (optional pension funds / privately managed pension funds) will be withheld dividend tax at the rate of 10% in accordance with the provisions of Art. 43 para. (5) of the Tax Code, as amended by Government Ordinance no. 16/2022.

Useful contact addresses:

Societatea Nationala Nuclearelectrica SA
Department External Communication,
Sustainability and Investor Relations Tel:
021.203.82.77
Email: investor.relations@nuclearelectrica.ro

Central Depository IBAN code registration

Tel: 021.408.58.00

Email: dividende@depozitarulcentral.ro

More information from the Central Depository:

Tel: 021.408.58.00

Email: dividende@depozitarulcentral.ro

CEC Bank - Payment Agent

Email:

office@cec.ro

[Tel:0800800848](tel:0800800848)