



No.: E-DJ-NOTA AGA-APROB-.....

Approved by the Decision of the Board of Directors

No. dated

Chairman of the Board of Directors
Ionut PURICA

NOTE

**regarding submission for approval by the
Extraordinary General Meeting of Shareholders of Societatea Națională Nuclearelectrica S.A.
(SNN) of the amendment to Article 5 of the Articles of Incorporation of SNN**

1. Competence/approval

- Article 13(3)(c) of the Articles of Incorporation of SN Nuclearelectrica SA, updated to date, according to which: *"The Extraordinary General Meeting of Shareholders has the right to decide on: (...) c) the amendment of the company's object of activity;"*
- Art. 13. (3) letter o) of the Articles of Incorporation of SNN, according to which: *"The Extraordinary General Meeting of Shareholders has the right to decide on: (...) o) the approval of any other amendment to the Articles of Incorporation or any other decision for which the approval of the Extraordinary General Meeting of Shareholders is required."*
- Art. 113 lit. c) of Law no. 31/1990 on companies *"The extraordinary general meeting shall be convened whenever it is necessary to take a decision on: (...) b) changing the object of activity of the company"*
- Art. 113 lit. m) of Law No. 31/1990 on companies *"The extraordinary general meeting shall be convened whenever it is necessary to take a decision on: (...) m) any other amendment to the Articles of Incorporation or any other decision for which the approval of the extraordinary general meeting is required."*
- Art. 204 para. 4 of Law 31/1990 on companies, according to which: *"After each amendment to the articles of association, the administrators or the board of directors shall submit to the trade register the amending document and the complete text of the articles of association, updated with all the amendments, which shall be registered in the trade register on the basis of the conclusion of the trade register registrar. In the cases provided for in Article 223(3) and Article 226(2), registration in the Trade Register shall be carried out ex officio, based on the final decision of exclusion or withdrawal."*

2. Presentation of the situation

In the notice submitted by the company to the Trade Registry Office attached to the Bucharest Tribunal, regarding the registration of the company's Articles of Incorporation updated on 03.09.2025 following the recodification of the object of activity, which had previously been carried out by the Trade Registry Office attached to the Bucharest Tribunal, the latter made observations regarding the failure to meet the

National Company NUCLEARELECTRICA S.A.

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

Registered with the National Trade Register Office under no. J1998007403409, Unique European Identifier (EUID) ROONRC. J1998007403409, Unique Trade Register Code (CUI) 10874881, Tax registration code (CIF) RO10874881, IBAN code RO94 RNCB 0072 0497 1852 0001 opened at BCR Sector 1 Branch;

Subscribed and paid-up share capital: 3,016,438,940 lei.

office@nuclearelectrica.rowww.nuclearelectrica.ro

conditions provided by law for certain activities and advised the company to remove from its object of activity those CAEN codes that it does not carry out.

The removal of the codes was requested so that the object of activity in the Articles of Incorporation would reflect/contain only those activities that SNN actually carries out, in light of the provisions of Article 122(1) and (4) of Law No. 265/2022 on the trade register and amending and supplementing other normative acts with an impact on registration in the trade register, which states that:

"Article 122

(1) The applicant must submit, together with the application for registration, a standard declaration on their own responsibility regarding the fulfilment of the conditions for the operation/carrying out of the activity for the registered office/professional office and/or secondary offices or, where applicable, to third parties.

(...)

(4) If the object of activity or authorised activities, the registered office/business premises change or new secondary premises are established, as well as in the event of temporary interruption of activity of authorised natural persons, sole proprietorships, family businesses or companies that have been operating since their establishment or resumption of activity, the applicant shall submit to the one-stop shop within the trade registry office a new standard declaration for the registered office/business premises and/or secondary offices, as the case may be, to third parties, corresponding to the changes that have taken place and certifying the current situation for the performance of all activities declared in the object of activity.

Following the elimination of activities that have received comments from the Trade Register Office, as well as activities that are not actually carried out by the company, the secondary object of activity of SNN would include, together with the activities that are subject to approval in order to complete the object of activity by the Extraordinary General Meeting of Shareholders on 20.11.2025 , the following activities:

- 1623 - Manufacture of other carpentry and joinery elements for construction
- 1624 - Manufacture of wooden packaging
- 1625 - Manufacture of wooden doors and windows
- 1627 - Finishing of wooden articles
- 1628 - Manufacture of other wooden products; manufacture of articles of cork, straw and other woven vegetable materials
- 1812 - Other printing activities n.e.c.
- 1812 - Other printing activities n.e.c.
- 2366 - Manufacture of other concrete, cement and plaster products
- 2370 - Cutting, shaping and finishing of stone
- 2446 - Processing of nuclear fuel
- 2511 - Manufacture of metal structures and parts of metal structures
- 2512 - Manufacture of metal doors and windows
- 2553 - General mechanical operations
- 2599 - Manufacture of other metal articles n.e.c.
- 2660 - Manufacture of radiology, electrodiagnostic and electrotherapy equipment
- 3311 - Repair and maintenance of metal products
- 3312 - Repair and maintenance of machinery
- 3313 - Repair and maintenance of electronic and optical equipment
- 3314 - Repair and maintenance of electrical equipment
- 3319 - Repair and maintenance of other equipment
- 3320 - Installation of industrial machinery and equipment
- 3512 - Production of electricity from renewable resources
- 3514 - Electricity distribution
- 3515 - Electricity trading
- 3516 - Electricity storage
- 3530 - Supply of steam and air conditioning

3540 - Activities of agents and brokers in the field of electricity and natural gas
3600 - Water collection, treatment and distribution
3700 - Wastewater collection and treatment
3811 - Collection of non-hazardous waste
3812 - Collection of hazardous waste
3821 - Recovery of recyclable materials
3822 - Production of energy (electricity or heat) from waste treatment (including incineration)
3823 - Other waste treatment activities
3833 - Other waste disposal activities
3900 - Decontamination activities and services
4100 - Construction work for residential and non-residential buildings
4211 - Construction work for roads and motorways
4212 - Construction work for surface and underground railways
4213 - Construction of bridges and tunnels
4221 - Construction work for utility projects for fluids
4291 - Hydraulic engineering works
4299 - Construction work on other engineering projects n.e.c.
4311 - Demolition work of buildings
4312 - Site preparation work
4313 - Drilling and boring works for construction
4321 - Electrical installation work
4322 - Plumbing, heating and air conditioning installation work
4323 - Insulation works
4324 - Other installation work for construction
4331 - Plastering work
4332 - Joinery and carpentry work
4333 - Floor and wall covering work
4334 - Painting, plastering and glazing works
4335 - Other finishing works
4341 - Roofing, framing and terrace works on buildings
4342 - Other specialised building construction works
4350 - Special construction works for civil engineering projects
4360 - Intermediary services for special construction works
4391 - Masonry work
4399 - Other special construction works n.e.c.
4662 - Wholesale trade of machine tools
4681 - Wholesale trade of solid, liquid and gaseous fuels and related products
4686 - Wholesale trade of other intermediate products
4687 - Wholesale trade of waste and scrap
4690 - Non-specialised wholesale trade
4931 - Scheduled passenger land transport
4932 - Occasional passenger transport by road
4939 - Other land passenger transport n.e.c.
4941 - Road freight transport
4942 - Removal services
5210 - Storage
5224 - Handling
5231 - Freight transport agency activities
5232 - Passenger transport agency activities
5320 - Other postal and courier activities
5510 - Hotels and similar accommodation
5540 - Intermediation for accommodation services
5590 - Other accommodation services
5611 - Restaurants
5621 - Event catering
5622 - Other food services n.e.c.
5640 - Intermediation for food and beverage services

5811 - Book publishing activities
5812 - Newspaper publishing activities
5813 - Publishing activities for magazines and periodicals
5819 - Other publishing activities
5829 - Publishing activities of other software products
6110 - Telecommunications activities via cable networks, wireless networks and satellite
6190 - Other telecommunications activities
6210 - Custom software development activities (customer-oriented software)
6220 - Information technology and management consulting activities (management and operation) of computing resources
6290 - Other information technology services
6310 - Data processing, web page administration and related activities
6392 - Other information service activities n.e.c.
6811 - Purchase and sale of own real estate
6812 - Real estate development (promotion)
6820 - Letting and subletting of own or leased real estate
6832 - Other activities for real estate transactions on a commission or contract basis
7010 - Activities of head offices, centralised administrative offices
7020 - Business and management consultancy activities
7111 - Architectural activities
7112 - Engineering and related technical consultancy activities
7120 - Technical testing and analysis activities
7210 - Research and development in natural sciences and engineering
7320 - Market research and public opinion polling activities
7330 - Public relations and communication activities
7420 - Photographic activities
7430 - Written and oral translation activities (interpreters)
7499 - Other professional, scientific and technical activities n.e.c.
7711 - Car and light road vehicle rental and leasing activities
7712 - Rental and leasing activities with heavy road vehicles
7734 - Rental and leasing activities with water transport equipment
7739 - Rental and leasing activities with other machinery, equipment and tangible goods n.e.c.
8009 - Other security activities n.e.c.
8110 - Combined support service activities
8121 - General cleaning activities of buildings
8122 - Specialised cleaning activities
8123 - Other cleaning activities
8210 - Secretarial and support services
8230 - Organisation of exhibitions, fairs and congresses
8240 - Intermediary activities for business support services n.e.c.
8292 - Packaging activities
8299 - Other business support service activities n.e.c.
8425 - Firefighting and fire prevention activities
8532 - Secondary, technical or vocational education
8559 - Other forms of education n.e.c.
8561 - Intermediary activities for courses and tutors (mentors, teachers)
8569 - Support services for education
9329 - Other recreational and entertainment activities n.e.c.
9510 - Repair and maintenance of computers and communication equipment
9531 - Repair and maintenance of motor vehicles

3. Proposals submitted for approval by the SNN Extraordinary General Meeting

In view of the above, we submit the following for approval by the SNN Extraordinary General Meeting of Shareholders:

1. Approval of the proposal to remove the following NACE activities from the scope of activity: 0147, 0162, 0210, 0240, 0510, 0520, 0710, 0721, 0729, 0811, 0812, 0891, 0892, 0893, 0899, 0990, 1071, 1072, 1085, 1089, 1520, 1611, 1612, 1622, 1626, 1723, 1813, 1814, 1820, 2011, 2013, 2014, 2016, 2120, 2391, 2399, 2433, 2540, 2551, 2552, 2561, 2592, 2593, 2594, 2812, 2813, 2815, 2822, 2830, 2892, 3250, 3299, 3315, 3524, 3831, 3832, 4611, 4612, 4613, 4614, 4615, 4616, 4617, 4618, 4619, 4671, 4721, 4725, 4727, 4781, 4791, 4792, 4911, 4912, 4920, 4934, 5030, 5040, 5222, 5330, 5520, 5530, 5612, 5821, 5920, 6010, 6020, 6039, 6120, 6421, 6422, 7220, 7311, 7312, 7411, 7412, 7413, 7414, 7491, 7740, 7751, 7752, 7810, 7820, 7990, 8291, 8551, 8552, 8691, 8692, 8693, 8694, 8695, 8696, 8697, 8699, 8791, 9130, 9311, 9312, 9313, 9319, 9411, 9412, 9540, 9610, 9640, 9691.
2. Approval of the proposal to amend Article 5 of the Articles of Incorporation of Societatea Națională Nuclearelectrica S.A., in order to update the secondary object of activity resulting from the elimination of the codes mentioned in point 1, the company being to carry out only the CAEN codes mentioned below: 1623, 1624, 1625, 1627, 1628, 1812, 2366, 2370, 2446, 2511, 2512, 2553, 2599, 2660, 3311, 3312, 3313, 3314, 3319, 3320, 3512, 3514, 3515, 3516, 3530, 3540, 3600, 3700, 3811, 3812, 3821, 3822, 3823, 3833, 3900, 4100, 4211, 4212, 4213, 4221, 4291, 4299, 4311, 4312, 4313, 4321, 4322, 4323, 4324, 4331, 4332, 4333, 4334, 4335, 4341, 4342, 4350, 4360, 4391, 4399, 4662, 4681, 4686, 4687, 4690, 4931, 4932, 4939, 4941, 4942, 5210, 5224, 5231, 5232, 5320, 5510, 5540, 5590, 5611, 5621, 5622, 5640, 5811, 5812, 5813, 5819, 5829, 6110, 6190, 6210, 6220, 6290, 6310, 6392, 6811, 6812, 6820, 6832, 7010, 7020, 7111, 7112, 7120, 7210, 7320, 7330, 7420, 7430, 7499, 7711, 7712, 7734, 7739, 8009, 8110, 8121, 8122, 8123, 8210, 8230, 8240, 8292, 8299, 8425, 8532, 8559, 8561, 8569, 9329, 9510, 9531; the proposed amendment to Article 5 of the Articles of Incorporation is attached to this Note.
3. Empowering the Chairman of the Board of Directors of Societatea Națională Nuclearelectrica S.A., with the possibility of sub-delegation to the executive management of the company, to carry out all the formalities required by law, including the signing of the Addendum to the Articles of Incorporation of Societatea Națională Nuclearelectrica S.A., the signing of the updated Articles of Association, the affidavit regarding the fulfilment of the conditions for the operation/conduct of the activity at the Trade Register Office, in connection with the change in the object of activity of Societatea Națională Nuclearelectrica S.A. and the notification of this change to the competent Trade Register Office.

Annex: 1. Amended form of Article 5 of the Articles of Incorporation of SNN

Director of Legal Affairs and Corporate Governance
Vlad CHIRIPUS

Prepared by
Head of Legal Support and Corporate Governance
Cornelia Niculescu