



**Resolution number 14/ 18.12.2025
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 J1998007403409, sole registration code: RO
10874881

Today, 18.12.2025, 11:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within the first convocation of the Extraordinary General Meeting of Shareholders (EGMS) of SNN at the headquarters of Societatea Nationala Nuclearelectrica SA, Iancu de Hunedoara Boulevard no 48, District 1, Bucharest, Conference Room 01.01. the EGMS was opened by the President of the meeting, Mr. Laurentiu Nicolae Cazan 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 5513 of 17.11.2025, in the " Romania Libera" newspaper, number 9985 of 17.11.2025 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, 46 shareholders are present or represented, owning a total number of 280.249.061 shares, representing 92,90725% of the subscribed and paid up share capital, representing 92,90725% 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 Cornelia Niculescu as technical secretary of the EGMS.

Societatea Nationala NUCLEARELECTRICA S.A.

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Paid and subscribed capital: 3.016.438.940 lei.
office@nuclearelectrica.ro www.nuclearelectrica.ro



In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 votes “for”
- 0 votes “against”
- 0 votes “abstain”
- 0 votes were not casted.

A number of 0 was annulled.

2. **Regarding the “Approval of the conclusion of a direct partnership with DSPE BETA PRIVATE EQUITY FUND (DSPE) as an investor in the project company RoPower Nuclear S.A. (RPN), based on the provisions of Article 5.3 of the SNN Procedure on the establishment of joint ventures, issued based on the provisions of ME Order No. 1180/4.11.2021;”** the number of votes required to adopt a resolution was not reached (250.413.808 votes representing 89.35402% of the votes cast by shareholders present or represented were "abstained").

In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

- 11.467.128 votes “for”
- 18.368.125 votes “against”
- 250.413.808 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was annulled

3. **Regarding the “Approval of the Shareholders' Agreement to be concluded between SNN, NOVA POWER & GAS S.R.L (NPG) and DSPE BETA PRIVATE EQUITY FUND (DSPE/PEF) for the development of the SMR Project in Doicesti, Romania, in the form negotiated between SNN and the aforementioned Project partners and attached to Note.”**, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were "abstained").

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In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was annulled

- 4. Regarding the “Mandating the executive management of SNN to sign, on behalf of and for SNN, the Shareholders' Agreement to be concluded between SNN, NPG, and DSPE/PEF for the development of the SMR Project in Doicesti, Romania, mentioned in point 3) above;”, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were "abstained").**

In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was annulled

- 5. Regarding the “Mandating the executive management of SNN to finalize and sign all documents provided for in the Shareholders' Agreement and to complete the transaction, under the terms of the Shareholders' Agreement;”, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were "abstained").**

In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

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- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was annulled

6. Regarding the “Mandating the representative of SNN, the Director of the Development and Shareholding Management Department, or his legal substitutes, in the General Meeting of Shareholders of RPN to cast a favorable vote, on behalf of and for the account of the shareholder SNN, regarding the approval of the Shareholders' Agreement to be concluded between SNN, NPG and DSPE/PEF for the development of the SMR Project in Doicești, Romania, mentioned in point 3) above, the approval of the change in the shareholding structure of RPN as a result of the approval of this Agreement, the approval of the increase in the share capital of RPN under the terms of the Note and the aforementioned Agreement, the approval of the revised Articles of Incorporation of RPN (based on the Articles of Incorporation mentioned in point 3 above), as well as the authorization of the aforementioned SNN representative to sign this document and to fulfill any other formalities required for the completion and finalization of the transaction;” ;”, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were “abstained”).

In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 “unexpressed” votes

A number of 0 votes was annulled

7. Regarding the “Mandating the SNN Board of Directors to adopt any necessary decisions at the level of SNN and/or the RPN General Meeting of Shareholders (for which the SNN Board of Directors is empowered to approve the voting mandates of the SNN representative in the RPN General Meeting of Shareholders, if applicable), for the implementation of the Shareholders' Agreement referred to in point 3) above and for which, through the Note, no special and express delegations of authority have already been granted;” ;”, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were “abstained”).

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- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was annulled

- 8. Regarding the “Mandating the General Manager of SNN to sign, on behalf of and for SNN, the voting mandate(s) of the SNN representative in the RPN GMS in relation to the implementation of all aspects covered by this Note, in compliance with points 6) and 7) above.”, the number of votes required to adopt a resolution was not reached (250.414.074 votes representing 89.35412% of the votes cast by shareholders present or represented were "abstained").**

In the presence of shareholders representing 92.90725% of the share capital and 92.90725% of the total voting rights, in accordance with the provisions of Article 16 of the Articles of Association and Article 115 para. 2 of Law no. 31/1990, the votes were cast as follows

- 11.466.862 votes “for”
- 18.368.125 votes “against”
- 250.414.074 votes “abstain”
- 0 ”unexpressed” votes

A number of 0 votes was annulled

- 9. 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.

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In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

10. Approval of the proposal to amend Article 5 of the Articles of Association 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 9, 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;

In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

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A number of 0 was annuled.

- 11. Approval** of the revised form of Article 5 of the Articles of Incorporation, following the amendments made in accordance with points 9 and 10 above, the revised form being attached to the EGMS Notice and the Note that will be presented to shareholders at the meeting.

In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

- 12. Empowerment** of the Chairman of the Board of Directors of Societatea Națională Nuclearelectrica S.A., with the possibility of subdelegation to the company's executive management, to carry out all formalities required by law, including signing the Addendum to the Articles of Incorporation of Societatea Națională Nuclearelectrica S.A., signing the updated Articles of Incorporation, the affidavit regarding the fulfillment of the conditions for operating/conducting business 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.

In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 votes “for”
- 0 votes “against”
- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

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- 13. Approval** of date **20.01.2026** 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 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

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

A number of 0 was annuled.

- 14. Approval** of date **19.01.2026** 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. l) of Regulation **no. 5/2018** on the issuers of financial instruments and market operations.

In the presence of the shareholders representing 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

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

A number of 0 was annuled.

- 15. 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

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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 92.90725% of the share capital and 92.90725% of the voting rights, this item is adopted with 280.249.061 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:

- 280.249.061 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

LAURENTIU NICOLAE CAZAN

SECRETARY OF THE MEETING

DANIELA STEFAN

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Annex 1 – Amendment to Article 5 of the Articles of Incorporation of SN Nuclearelectrica SA

“Chapter 2

Purpose and scope of activity

Purpose and scope of activity

Article 5. (1) Nuclearelectrica’s purpose is to produce and sell electricity by performing, in compliance with the legislation in force, commercial acts corresponding to the object of activity approved by these Articles of Association.

(2) Main field of activity: CAEN code 351 – Production, transport and distribution of electricity

(3) Main activity of the company: CAEN code 3511 – Production of electricity from non-renewable resources

(4) Secondly, the company also carries out the following activities:

1623 - Manufacture of other carpentry and joinery products 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

woven vegetable materials

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

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- 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 on 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 works
- 4313 - Drilling and boring works for construction
- 4321 - Electrical installation works
- 4322 - Plumbing, heating and air conditioning installation works
- 4323 - Insulation work
- 4324 - Other installation work for buildings
- 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 activities
- 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

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- 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

Societatea Nationala NUCLEARELECTRICA S.A.

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

National Trade Register Office J1998007403409, European Unique Identifier ROONRC.J1998007403409,

Unique Registration Code at the Trade Register Office (URC) 10874881, Fiscal Registration Code (CIF) RO10874881,

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Paid and subscribed capital: 3.016.438.940 lei.

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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 of 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 activities for education
9329 - Other recreational and entertainment activities n.e.c.
9510 - Repair and maintenance of computers and communications equipment
9531 - Repair and maintenance of motor vehicles

**CHAIRMAN OF THE BOARD OF DIRECTORS
LAURENTIU NICOLAE CAZAN**

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