



AMENDED CONVENING NOTICE FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF SOCIETATEA NAȚIONALĂ NUCLEARELECTRICA S.A.

The Board of Directors of Societatea Națională Nuclearelectrica S.A. (hereinafter called “SNN” or the “Company”) a national joint-stock company, managed according to a unitary system, established and operating in compliance with the Romanian laws, registered with the Trade Register Office attached to the Bucharest Court under number J1998007403409, Tax Identification Number RO 10874881, with registered office in Iancu de Hunedoara Boulevard 48, District 1, Bucharest, having a subscribed and paid-up share capital amounting to **Lei 3,016,438,940**.

Whereas

- Provisions of art. 13 and art. 14 of the Company’s Articles of Incorporation, in force (the "Articles of Incorporation");
- Provisions of Law no. 31/1990 on trading companies, republished, as subsequently amended and supplemented;
- Government Emergency Ordinance no. 109/2011 regarding corporate governance of the public institutions, as further amended and supplemented;
- Provisions of Law no. 24/2017 on the issuers of financial instruments and market operations, republished
- Provisions of the ASF Regulation no. 5/2018 on the issuers of financial instruments and market operations;
- Provisions of Regulation no. 10/2017 on central storage issued in application of Regulation (EU) no. Regulation (EC) No 909/2014 of the European Parliament and of the Council of 23 July 2014 on improving the settlement of securities in the European Union and on the central depository of securities and amending Directives 98/26 / EC and 2014/65 / EU and Regulation (EU) no. 236/2012
- The provisions of Regulation 1212/2018 establishing the minimum requirements for the implementation of Directive 2007/36 / EC of the European Parliament and of the Council regarding the identification of shareholders, the transmission of information and the facilitation of the exercise of shareholders' rights.
- Decision No. 157 of the Board of Directors dated 23.06.2026, supplementing the agenda of the Ordinary and Extraordinary General Meeting of Shareholders dated July 15, 2026, with items 6, 7, 8, 9 for the Ordinary General Meeting of Shareholders and items 11, 12, 13, 14, 15 for the Extraordinary General Meeting of Shareholders, pursuant to the provisions of Article 105, paragraphs (5¹) and (5²) of Law 24/2017 on issuers of financial instruments and market operations, as subsequently amended and supplemented.
- Request No. 1777/IGB/June 22, 2026, submitted by the majority shareholder, the Ministry of Energy, and registered with SNN under No. AUTORITATI-SNN-26-05303 -24-06-2026 regarding the addition of items 10, 11, 12, 13, 14, 15, and 16 to the agenda of the Ordinary General Meeting of Shareholders convened for 15.07.2026/21.07.2026, respectively. This request is made by the Ministry of Energy, pursuant to the provisions of Article 14, paragraph 12, of the Articles of Incorporation of SN Nuclearelectrica SA, Article 117¹, paragraphs 1 and 2, of Law No. 31/1990 on companies, as republished, with subsequent amendments and additions (“Law No. 31/1990”), Article 105, paragraphs (3) and (5) of Law No. 24/2017 on issuers of financial instruments and market operations, as amended and supplemented, as republished, Articles 185, 186, 187, and 189 of Regulation No. 5/2018 on issuers of financial instruments and market operations, and Article

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29¹ of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, as subsequently amended and supplemented, in my capacity as a shareholder holding more than 5% of the Company's share capital.

Amend the agenda of the Ordinary General Meeting of the Shareholders of Societatea Națională Nuclearelectrica S.A. for 15.07.2026, hours 10:00 (Romania's time), at the headquarters of Societatea Nationala Nuclearelectrica SA, Iancu de Hunedoara Boulevard no 48, District 1, Bucharest, Conference Room 01.01 with items 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16.

Amend the agenda of the Extraordinary General Meeting of the Shareholders of Societatea Națională Nuclearelectrica S.A. for 15.07.2026, hours 11:00 (Romania's time), at the headquarters of Societatea Nationala Nuclearelectrica SA, Iancu de Hunedoara Boulevard no 48, District 1, Bucharest, Conference Room 01.01. with items 11, 12, 13, 14, 15.

Only the persons registered as shareholders of SNN on the date of **02.07.2026** („Reference Date”) in the shareholder register issued by Depozitarul Central S.A. are entitled to attend and vote within the OGMS/EGMS.

In the event that the legal conditions for holding the OGMS/EGMS on the date of the first calling are not met, a new OGMS/EGMS, as appropriate, shall be convened for the date of **21.07.2026, hours 10.00 for the OGMS and 11:00 for the EGMS, at the headquarters of Societatea Nationala Nuclearelectrica SA, Iancu de Hunedoara Boulevard no 48, District 1, Bucharest, Conference Room 01.01.** In the event of a new convocation, the reference date established for identifying shareholders entitled to participate and vote at the OGMS/EGMS and the agenda shall remain the same.

The **amended agenda** of the Ordinary General Meeting of Shareholders is as follows:

- 1. Election** of the Secretary of the Ordinary General Meeting of Shareholders.
- 2. Approval** of the collective and individual performance evaluation report for 2025 of the Board of directors of S.N. Nuclearelectrica S.A.
- 3. Approval** of the SNN Board of Directors' Quarterly Report for the first quarter of 2026 (January 1–March 31, 2026).
- 4. 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 02.04.2026 - 01.06.2026.
- 5. 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 02.04.2026 - 01.06.2026.
- 6. Approval** of the Electricity Bidding and Trading Strategy for the period 2027–2046, as detailed in the Note, including (i) SNN's proposal for a long-term electricity sales contract (20 years), which is to be negotiated and signed with the winning bidder(s) who meet the eligibility criteria proposed by SNN, and (ii) SNN's proposed contract offer, which are set forth in **Appendices 1 and 2** to the Note.
- 7. Mandating** the executive management of SNN to initiate and conduct the bidding process, in accordance with the Strategy and documentation mentioned in the previous point, and, following the selection of a winner or winners, to negotiate, on behalf of and for the account of SNN, the long-term electricity purchase and sale agreement(s) (PPA(s)) with the selected winner(s), as well

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as any other related documents, with the proviso that both the final form of the contract(s) and the entry into force of such contract(s) are contingent upon SNN obtaining the necessary corporate approvals—specifically, approval of the contracts by the SNN General Shareholders' Meeting.

8. **Information** on the current status of the work being carried out to fulfill the conditions associated with the Final Investment Decision for the SMR Project, with an implementation deadline of June 2026, approved by EGMS No. 1/12.02.2026;
9. **Approval** of the initiation of steps to assess the feasibility of updating the Implementation Strategy for the Small Modular Reactors (SMR) Project, approved by OGMS No. 8/September 22, 2022.
10. **Revocation** of Mr. Andrei Gabriel Benghea Malaies following his request to resign from his position as a member of the Board of Directors. (secret vote)
11. **Approval** of the initiation of the selection procedure for the position of member of the Board of Directors that has become vacant following Mr. Andrei Gabriel Benghea Malaies' decision to quit his mandate agreement as a member of the Board of Directors, in accordance with the provisions of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, as subsequently amended and supplemented. The selection procedure will be conducted by the Ministry of Energy, in its capacity as the supervising public authority.
12. **Appointment** of an provisional member to the Board of Directors of Societatea Natională Nuclearelectrica S.A., to fill the vacancy resulting from the revocation of Mr. Ionel Bucur, effective as of the date of the meeting. (secret vote)
13. **Establishing** the term of office of the provisional member of the Board of Directors elected under item 12 for a period of 5 months, in accordance with the provisions of Government Emergency Ordinance No. 109/2011 on the corporate governance of public enterprises, as subsequently amended and supplemented.
14. **Establishing** the fixed gross monthly compensation for the member of the Board of Directors elected under item 12, in the amount established and calculated in accordance with Article 5 of OGMS Resolution No. 12 dated November 24, 2025.
15. **Approval** of the form of the mandate agreement to be concluded with the provisional member of the Board of Directors elected under item 12, in the form proposed by the Ministry of Energy.
16. **Mandating** the representative of the majority shareholder, the Ministry of Energy, at the OGMS to sign, in the name and on behalf of the company, the mandate agreement with the member of the Board of Directors elected under item 12.
17. **Approval** of date **12.08.2026** 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 OGMS resolutions impact will be identified.
18. **Approval** of date **11.08.2026** 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. 1) of Regulation no. 5/2018 on the issuers of financial instruments and market operations.
19. **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.

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The amended **agenda** of the Extraordinary General Meeting of Shareholders is as follows:

1. **Election of the Secretary of the Extraordinary General Meeting of Shareholders.**
2. **Approval of the increase in the value of Contract No. RUEC 872/02.06.2022**, concerning *“Legal assistance/consulting services related to major investment objectives as well as the Major Strategic Objectives in the Investment Strategy of Societatea Natională Nuclearelectrica S.A.”*, concluded by S.N. Nuclearelectrica S.A. with the American law firm Hunton Andrews Kurth LLP, with the Romanian law firms Zamfirescu Racoți, Vasile & Partners, Wolf Theiss Romania, and the Australian firm GNE Advisory acting as subcontractors, in accordance with the Note (point 2.1.), respectively **with a total value of 500,000 euros (excluding VAT)**, and with the stipulation that the aforementioned amount by which the contract in question will be supplemented will be utilized exclusively at the request of SNN, depending on the actual need for legal assistance regarding the issues listed above, so that, in the event that, for reasons not attributable to SNN, the projects mentioned above do not proceed or in the event that there is no real and actual need in this regard, these amounts will not be utilized;
3. **Mandating the executive management of SNN (the Chief Executive Officer and the Chief Financial Officer) to negotiate and sign, with the contractual partners mentioned in the preceding point (the U.S. law firm Hunton Andrews Kurth LLP, with the Romanian law firms Zamfirescu Racoți, Vasile & Partners and Wolf Theiss Romania, as well as the Australian firm GNE Advisory, acting as subcontractors), the addendum to contract no. RUEC 872/02.06.2022, which will confirm the increase in the contract value**, under the terms set forth in the Note;
4. **Approval of the contracting of specialized legal services for assistance, consultation, and/or representation regarding the investment projects included in the 2025–2030 Investment Strategy, with a view to 2035, of S.N. Nuclearelectrica S.A., including aspects related to the financing of these projects and other related matters concerning these projects**, under the conditions detailed in the Note, in section 2.2., namely these services will have **a total value of 5,500,000 euros (excluding VAT)**, the contract will be awarded in two lots: Lot 1, which covers aspects related to international law, and Lot 2, which covers aspects related to national law and European law (Community legislation), and the value of the contracts will be utilized exclusively at the request of SNN, depending on the actual needs for legal assistance/consultancy or representation in the matters listed above, such that, in the event that, for reasons not attributable to SNN, the aforementioned projects do not proceed or in the event that there is no actual need for such services, no amounts from the aforementioned value will be utilized, with the proviso that the amounts necessary to cover the costs of contracting these services will be borne from SNN’s own funds and will be provided for in the company’s annual budgets, with any unspent amounts to be carried forward into SNN’s budgets in subsequent years;
5. **Mandating the executive management of SNN (the Chief Executive Officer and the Chief Financial Officer) to conduct the selection process for the firms/companies/law firms that will provide the legal services mentioned in point 4), to negotiate and sign the legal service contracts mentioned in the preceding point 4), under the conditions detailed in the Note, with subsequent notification to the SNN Board of Directors, as well as to negotiate and sign any addenda to the contracts to be concluded in accordance with point 4) above, which shall not alter the value of these contracts**, with subsequent notification to the SNN Board of Directors;
6. **Approval of an additional budget of 800,000 euros (excluding VAT), for the continued contracting, in the situations detailed in the Note under point 2.3, of legal assistance/consulting and representation services for current issues and ongoing disputes, other than those related to investment activities and those concerning the financing and**

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- guaranteeing of large investment projects, which are the subject of points 2.1 and 2.2. of the Note** (this category also includes disputes before common law courts or domestic and/or international arbitration tribunals regarding the performance of contracts related to major investment projects, including those related to international financing for such projects), the procurement of these services shall be ensured in compliance with the principles governing procurement law, namely competitiveness, transparency, non-discrimination, equal treatment, proportionality, and efficient use of funds, and in compliance with the requirements/conditions set forth in point 2.3 of the Note. Furthermore, the contracting of these services, as referred to in point 2.3 of the Note, shall be carried out whenever necessary, by decision of the company's management, based on specific supporting documents that will justify the necessity and appropriateness of the procurement and will explain the criteria for selecting a particular firm or law firm;
- 7. Mandating the executive management of SNN** (the Chief Executive Officer and the Chief Financial Officer) **to carry out**, in all situations where it is necessary, as mentioned in point 6) above, **the procedures for selecting law firms and to sign the respective orders/contracts for legal services with them.**
 - 8. Approval of the dissolution/closure/deregistration of the work point office of Societatea Natională "Nuclearelectrica" S.A.** located in Rascolesti Village, Izvoru Barzii Commune, Calea Targul Jiului, km 7, Mehedinti County, Administrative Pavilion Building, 3rd floor, Room No. 3.
 - 9. Approval of the establishment of a work point office of Societatea Natională "Nuclearelectrica" S.A.**, located at the ICSI Ramnicu Valcea Industrial Platform, Uzinei Street No. 4, Ramnicu Valcea, Valcea County.
 - 10. Mandating the Chairman of the Board of Directors of SNN**, with the possibility of subdelegation to the company's executive management, to fulfill all formalities required by law for the dissolution/closure/deregistration of the company's work point office approved above, as well as to fulfill all formalities required by law for the establishment of the new work point office of the company approved above, including the signing of any forms, declarations, etc., necessary in connection therewith, as well as the establishment of any contractual details regarding the premises where the work point office will operate.
 - 11. Approval of the establishment, by SNN as sole founder, of a foundation with the characteristics set forth in the Note.**
 - 12. Mandating the SNN Board of Directors**, with the option to subdelegate to SNN's executive management, to carry out all formalities regarding the establishment of the foundation, including, but not limited to: selecting the foundation's name, taking steps to reserve the foundation's name, establishing the foundation's headquarters, drafting and approving the foundation's bylaws in accordance with legal requirements, appointing the members of the foundation's Board of Directors, carrying out all necessary operations and formalities to establish the foundation's assets (including opening bank accounts, making the necessary deposits, etc.), preparing and signing any forms, applications, or declarations necessary to hold the status of sole founder of the foundation; contracting notary services, if applicable; and, in general, performing any operations or formalities and signing any documents necessary for and related to the establishment of the foundation.
 - 13. Approval of the proposal to amend Article 19, paragraph 1, of the Articles of Incorporation of Societatea Natională Nuclearelectrica S.A.**, to reduce the number of members on the SNN Board of Directors from 7 (seven) members to 5 (five) members, in accordance with the current provisions of Government Emergency Ordinance No. 109/2011 on corporate governance of public enterprises; the proposed amendment to Article 19, paragraph 1, of the Articles of Incorporation is set forth in the annex to this notice of meeting.
 - 14. Empowering the Chairman of the Board of Directors of Societatea Natională Nuclearelectrica S.A.**, with the authority to subdelegate to the company's executive management, to carry out all

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formalities required by law, including the signing of the Addendum to the Articles of Incorporation of Societatea Națională Nuclearelectrica S.A., if applicable, to sign the updated Articles of Incorporation in connection with the amendment to Article 19, paragraph 1, of the Articles of Incorporation of Societatea Națională Nuclearelectrica S.A., and to notify the competent Commercial Registry Office of this amendment.

15. Approval of:

- (i) the provision by SNN, as guarantor, on behalf of Energonuclear S.A., as borrower, of a guarantee for financing in the amount of up to 75,000,000 EUR, contracted by Energonuclear S.A. (as borrower) from Export Development Canada (as lender), to finance the “Units 3 and 4 of the Cernavoda Nuclear Power Plant” project (the Project), under the terms detailed in the Note;
- (ii) the loan agreement in the amount of up to 75,000,000 EUR, between Energonuclear S.A., as borrower, SNN, as guarantor, Export Development Canada, as lender, to finance the “Units 3 and 4 of the Cernavoda Nuclear Power Plant” project, a contract to be signed also by SNN in its capacity as guarantor of the borrower, Energonuclear S.A., the substance of which is set forth in the annex to the Note (Annex 1);
- (iii) the loan guarantee agreement (contract) referred to above, to be entered into by SNN with Energonuclear S.A., substantially in the form attached to Note (Annex 2);
- (iv) mandate of the representatives of the SNN Board of Directors to approve, in the name and on behalf of SNN, in SNN’s capacity as guarantor for EN’s obligations, any amendments to the aforementioned credit agreement and/or guarantee agreement during their term, with the exception of amendments concerning the principal terms of the credit: the loan amount, interest, fees, debt rescheduling, and term;
- (v) to authorize the CEO and the CFO of SNN to sign, in the name and on behalf of SNN: (i) the loan agreement in the amount of up to 75,000,000 EUR, between Energonuclear S.A., as borrower, SNN, as guarantor, and Export Development Canada, as lender, to finance the “Units 3 and 4 of the Cernavoda NPP” project; (ii) the aforementioned guarantee agreement between SNN and Energonuclear S.A.; and (iii) for the completion of all formalities and the signing of all documents necessary for the aforementioned financing to take effect, with the proviso that the aforementioned authorized representatives shall be able to sign the contracts in question in a form substantially similar to the forms attached to the Note, in the sense that if, prior to signing, any formal amendments to the two contracts are still required, the authorized representatives shall be empowered to accept the implementation of such amendments that do not affect the substance of the contractual provisions and do not alter the meaning and purpose of the contractual provisions but are merely of a formal nature (correction of errors in expression, grammatical errors, etc.);
- (vi) mandating of the SNN representative(s) at the Extraordinary General Meeting of Shareholders of Energonuclear S.A. (with the mention that the voting mandate of the representative/representatives of SNN in the respective Extraordinary General Meeting of Shareholders of Energonuclear S.A. will be signed, in the name and on behalf of SNN, by the CEO of SNN or his legal substitute) to vote: (i) “for”/“in favor” for the contracting, by Energonuclear S.A., as borrower, SNN having the quality of guarantor, of the loan in the amount of up to EUR 75,000,000, from Export Development Canada, as creditor (lender), for the financing of the “Units 3 and 4 of the Cernavoda Nuclear Power Plant” project; and (ii) “for”/“in favor” of the conclusion, by Energonuclear S.A., as guaranteed, with SNN, as guarantor (guarantor), of a guarantee agreement in connection with the granting of the guarantee for the loan of up to EUR 75,000,000 mentioned above; and (iii) “for”/“in favor” of the mandate of the CEO and the CFO of Energonuclear S.A. to sign, in the name and on behalf

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of Energonuclear S.A., the two aforementioned contracts, in the forms substantially similar to those attached to the note pertaining to this agenda item and previously approved by the Board of Directors of Energonuclear S.A., the specification made in the previous point (referring to the signing of contracts in forms substantially similar to those attached to the note pertaining to this agenda item) being applicable to this point as well, as well as for the fulfillment of all formalities and the signing of all documents necessary for the entry into force of the aforementioned financing;

- (vii) Mandating the representative(s) of SNN in the Extraordinary General Meeting of Shareholders of Energonuclear S.A. (with the mention that the voting mandate of the representative(s) of SNN in the respective Extraordinary General Meeting of Shareholders of Energonuclear S.A. will be signed, in the name and on behalf of SNN, by the CEO of SNN or by his legal substitute) to vote "for"/"in favor" of the mandate of the Board of Directors of EN to approve, in the name and on behalf of EN, as borrower and guaranteed debtor, any amendments to the aforementioned credit agreement and/or guarantee agreement, as well as to all documents issued for the entry into force of the aforementioned financing, during their execution, except for amendments regarding the main credit conditions: loan amount, interest, fees, debt rescheduling, and term;
 - (viii) Mandating the CEO of SNN to complete all formalities with the competent Commercial Registry regarding the resolution of the SNN Extraordinary General Meeting of Shareholders referred to in the Note;
- 16. Approval** of date **12.08.2026** 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.
- 17. Approval** of date **11.08.2026** 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. 1) of Regulation no. 5/2018 on the issuers of financial instruments and market operations.
- 18. 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.

The right to introduce new items on the agenda. The right to present draft resolutions for the items included or proposed to be included on the meeting's agenda.

According to the provisions of art. 105, par. (3) and (5) of Law no. 24/2017, art. 117¹, par. (1) of Law no. 31/1990, of art. 189 of the ASF Regulation no. 5/2018, as well as of art. 14 of the company's Articles of Incorporation, one or more shareholders, representing individually or together at least 5% of the Company's share capital, may request, by a petition addressed to the Company's Board of Directors, the introduction of some additional points on the OGMS/EGMS agenda, under the condition that each point is accompanied by a justification or by a resolution draft proposed to be adopted by the general meeting; and present resolution drafts for the points included or proposed to be included on the agenda of the general meeting.

Also, according to Article 105(5¹) of Law 24/2017, as amended and supplemented, the agenda of a General Meeting of Shareholders may also be supplemented by the Board of Directors, in compliance

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with the relevant legal requirements and deadlines, if the need for supplementation arises from documents or events occurring after the publication of the notice of meeting.

In cases where the exercise of the right to add items to the agenda of the general meeting results in a change to the agenda of the general meeting already communicated to the shareholders, the company is required to make available a revised agenda, including the resolutions proposed by the shareholders who exercised that right or, as the case may be, by the Board of Directors (in cases where the agenda is supplemented by the Board of Directors), using the same procedure as that used for the previous agenda, before the reference date of the general meeting of shareholders, as defined by the FSA regulations, and in compliance with the deadline provided for in Article 117¹(3) of Law No. 31/1990, so as to allow shareholders to appoint a representative or, where applicable, to vote by correspondence.

According to art. 105 para. (5) of Law 24/2017, with subsequent amendments and additions, in conjunction with art. 117¹ of Law no. 31/1990, shareholders may exercise the above rights within a maximum of 15 days from the date of publication of the convocation.

The proposals regarding the introduction of additional points on the OGMS/EGMS agenda and/or the presentation of resolution drafts for the included points or for the points proposed to be included on the OGMS/EGMS agenda must meet the following cumulative conditions:

- a) In case of individual shareholders**, they shall be accompanied by the copies of the shareholders IDs (the IDs presented by the shareholders must make possible their identification in the shareholders register of SNN, held by SC Depozitarul Central S.A.), **and in case of legal entity shareholders** they shall be accompanied by:
- the Confirmation of Company Details, in original or a true certified copy, issued by the Trade Register or by any other document, in original or in a true certified copy, issued by a competent authority of the state in which the shareholder is legally registered, certifying the existence of the legal entity and the name/capacity of legal representative, not older than 3 months in relation to the date of publication of the general meeting convening notice, allowing their identification in the SNN shareholders' register kept by SC Depozitarul Central S.A.;
 - the capacity of legal representative shall be established based on the list of SNN shareholders (register of shareholders) valid at the reference date, received from Depozitarul Central S.A. However, if the shareholder did not inform the Central Depository in time about his legal representative or is this information not mentioned in the list of SNN shareholders valid at the reference date received from the Central Depository, **the confirmation of company details/the aforementioned similar documents must serve as proof of the shareholder's legal representative.**
 - the documents proving the capacity of legal representative drafted in a foreign language, other than the English language, shall be accompanied by a translation into the Romanian or English language, performed by a certified translator. SNN will not require the legalization or apostille of documents which prove the capacity of legal representative of the shareholder.
- b) To be accompanied by a justification and/or a resolution draft proposed to be adopted;**

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- c) To contain prescriptions regarding the attributions of the assembly;
- d) To be sent to the Company's Registration Office through any form of courier with acknowledgment of receipt, so that they are registered as received at the Company's Registration Office by **24.06.2026, hours 16:00**, in a closed envelope, with the note legibly written in capital letters: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF **15.07.2026**"; the proposals may be sent by e-mail with the extended incorporated electronic signature in compliance with Law No. 455/2001 on electronic signature by the date of **24.06.2026, hours 16:00** to the e-mail address aga@nuclearelectrica.ro, with the subject: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF **15.07.2026**"

In order to identify and prove the shareholder capacity of a person who makes proposals for supplementing the agenda (or who asks questions in compliance with art. 198 of the ASF Regulation no. 5/2018), SNN may ask from that person the bank account statement issued by the Central Depository, out of which result his shareholder capacity and the number of shares he owns.

The supplemented agenda will be published by the Company by **01.07.2026**.

Nominations for the Position of Member of the Board of Directors

Pursuant to Article 187(8) of ASF Regulation No. 5/2018, SNN shareholders may submit written nominations for the positions of directors, including information regarding the name, place of residence, and professional qualifications of the individuals nominated for the respective position (CV), by **July 7, 2026**. The identification requirements mentioned in the section on amending the agenda also apply to shareholders submitting nominations for the position of director. The list containing information regarding the names, places of residence, and professional qualifications of the individuals proposed for the positions of members of the Board of Directors is available to shareholders on the Company's website under the Investor Relations, General Shareholders' Meeting section. At the end of the proposal submission period, the candidates proposed by shareholders for the position of director will be posted on the company's website and listed on the ballots in alphabetical order by name. The special proxy forms and the updated ballot forms containing the proposals submitted by shareholders will be made available to shareholders starting on **July 7, 2026** at the company's headquarters and on the website www.nuclearelectrica.ro, following the expiration of the deadline for submitting nominations for director positions and the inclusion of shareholder nominations on the voting forms.

Information materials and questions referring to the agenda

Starting with the date of **09.06.2026 hours 18.00**, all the information materials related to issues included on the agenda, the draft resolutions proposed to be adopted by the general meetings and the rules and regulations regarding the organization and development of the general meetings (which include the voting procedure based on representative and the procedure allowing the vote by correspondence) shall be available on business days at the Company's headquarters, in 48 Iancu de Hunedoara Boulevard, District 1, Bucharest, at the Company's Registration Office between 08:30 and 16:30, as well as on the Company's website (www.nuclearelectrica.ro). The Company's shareholders may obtain, upon request, copies of the documents referring to issues included on the agenda of the OGMS/EGMS.

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The Company's shareholders, regardless of their interests in the share capital, may ask questions, in writing, regarding the items on the agenda of the OGMS/EGMS.

The identification requests aforementioned in the chapter regarding the supplementation of the agenda are applicable also for the individual shareholder and/or for the legal representative of the corporate shareholder who asks questions regarding the points on the GMS agenda.

The questions shall be sent to the Company's Registration Office through any form of courier with acknowledgment of receipt, so that they are registered as received at the Company's Registration Office by **13.07.2026, hours 10:00**, in a closed envelope, with the note legibly written in capital letters: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED **15.07.2026**".

The Company may draft a general answer for the questions with the same content. It is considered that the Company has answered the questions if the required relevant information is published on the Company's website www.nuclearelectrica.ro in the format of Q&A.

Shareholders may also send such questions by e-mail with the extended incorporated electronic signature, in compliance with Law No. 455/2001 on electronic signature by the date of **13.07.2026 hours 10:00** to the e-mail address: aga@nuclearelectrica.ro, with the subject: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED **15.07.2026**".

Participation and voting in the General Meeting of the Shareholders

The shareholders registered in the shareholders register at the Reference Date may attend the OGMS/EGMS and may vote in person, through a representative or by correspondence.

The regulations regarding the organization and development of the general meeting of the shareholders are available on the Company's internet page www.nuclearelectrica.ro and include the voting procedure by special or general power of attorney and the procedure allowing the vote by correspondence.

The access of the shareholders entitled to participate, on the reference date, in the general meeting of shareholders, is allowed by simply proving their identity, in the case of natural-person shareholders, by their identity card or, in case of legal entities, of the legal representative, and in the case of legal entities and natural-person shareholders who are represented, with the power of attorney of the person who represents them, according to the applicable legal provisions in the field.

The direct vote (personal) shall be exercised after the shareholder proves his/her identity:

- a) In case of individual shareholders by presenting the identity document; the identity documents presented by shareholders must permit their identification on the list of SNN shareholders valid on the reference day and issued by S.C. Depozitarul Central S.A.;
- b) In the case of legal entities, by presenting:
 - (i) The identity document of the legal representative (ID or IC for the Romanian citizens, or passport for foreign citizens),

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- (ii) Confirmation of company details, as original document or a true copy of the original document, issued by the Trade Register or by any other document, in original or in a true certified copy, issued by a competent authority of the state in which the shareholder is legally registered, certifying the existence of the legal entity and the name/capacity of legal representative, not older than 3 months in relation to the date of publication of the general meeting convening notice, allowing their identification in the list of SNN shareholders on the reference date, issued by S.C. Depozitarul Central S.A.;

The capacity of a legal representative shall be ascertained based on the list of SNN shareholders valid on the reference date, received from Depozitarul Central S.A. However, if the shareholder did not inform the Central Depository in time about his legal representative (so that the Shareholders' register shows this fact at that particular date), then the confirmation of company details/similar documents aforementioned must prove the shareholder's legal representative; for the Romanian State, the capacity of legal representative of the Ministry of Energy is proven by the copy of the appointment decree issued by the President of Romania (copy of the Official Gazette is has been published in or excerpt of a legislative program).

For all afore mentioned situations, the documents presented in a foreign language (excepting the identity documents valid on the territory of Romania, written with Latin letters) shall be accompanied by a certified translation into the Romanian or English language. The documents proving the capacity of legal representative drafted in a foreign language, other than the English language, shall be accompanied by a translation into the Romanian or English language, performed by a certified translator. SNN shall not require the legalization or apostille of documents which prove the capacity of legal representative of the shareholder.

When calculating the quorum for the OGMS/EGMS, shares for which the shareholder expresses his/her vote in the general meeting of shareholders by expressing "abstain" options as well as shares for which the shareholder does not express a voting right are taken into account. When calculating the majority of votes cast in the general meeting, the majority of votes cast by "abstaining" votes shall be taken into account, in the sense that if the majority of votes cast are "abstaining" votes, the resolution shall not be deemed to have been approved by the shareholders, as the number of votes required for a resolution to be passed has not been reached.

Vote by representative, based on special power of attorney

Shareholders may participate personally or may be represented in OGMS/EGMS by a designated representative ("Proxy") who was issued a special power of attorney, based on the representation form provided by the Company, according to art. 105 par. (12) of Law no. 24/2017. The power of attorney form may be obtained starting with **09.06.2026 hours 18:00** from the Company's Registration Office and from the Company's website (www.nuclearelectrica.ro). The power of attorney form shall be updated if new items are added on the OGMS/EGMS agenda.

The special powers of attorney must be filed in by the shareholder (in three original copies: one form for the shareholder, one for the proxy and one for SNN), they must be signed and contain specific voting instructions for each item on the OGMS/EGMS agenda for which the Proxy is going to vote in the name of the shareholder, clearly specifying the voting option (i.e. vote "for", "against" or "abstain"). One shareholder may be represented in the OGMS/EGMS by only one Proxy, having a special power

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of attorney granted for the OGMS/EGMS dated **15.07.2026**.

The special power-of-attorney shall be accompanied by the following documents:

a) **for individual shareholders:** copy of the shareholder's identity document, that shall permit his/her identification on the list of SNN shareholders valid on the reference day and issued by S.C. Depozitarul Central S.A. and copy of the representative's identity document (ID or IC for the Romanian citizens, or passport for foreign citizens, with PIN (personal identity number) - if it exists in their country of origin);

b) **for legal entity shareholders:**

- (i) the Confirmation of Company Details, in original or a true certified copy, issued by the Trade Register or by any other document, in original or in a true certified copy, issued by a competent authority of the state in which the shareholder is legally registered, certifying the existence of the legal entity and the name/capacity of legal representative, not older than 3 months in relation to the date of publication of the general meeting convening notice, allowing their identification in the list of SNN shareholders on the reference date, issued by SC Depozitarul Central S.A.; for the Romanian State, the capacity of legal representative of the Ministry of Energy is proven by the copy of the appointment decree issued by the President of Romania (copy of the Official Gazette is has been published in or excerpt of a legislative program) in order to prove the quality of legal representative of the Ministry of Energy.
- (ii) the capacity of legal representative shall be established based on the list of SNN shareholders valid at the reference date, received from Depozitarul Central S.A. However, if the shareholder did not inform the Central Depository in time about his legal representative or is this information not mentioned in the list of SNN shareholders valid at the reference date received from the Central Depository, the confirmation of company details/the aforementioned similar documents must serve as proof of the shareholder's legal representative;

The representative shall present his/her identity document at the meeting.

c) the documents presented in a foreign language (excepting the identity documents valid on the territory of Romania, written with Latin letters) shall be accompanied by a certified translation into the Romanian or English language. The documents proving the capacity of legal representative drafted in a foreign language, other than the English language, shall be accompanied by a translation into the Romanian or English language, performed by a certified translator. SNN shall not require the legalization or apostille of documents which prove the capacity of legal representative of the shareholder.

The special power of attorney is valid only for the GMS for which it has been requested; the representative is required to vote in compliance with the instructions formulated by the empowering shareholder, under sanction of vote cancellation.

Generally a shareholder may mandate only one representative to represent him/her in GMS. However, the power-of-attorney may name one or more alternative representatives to ensure the representation in the general meeting, for the case in which the main representative named above cannot fulfill his mandate. If more alternative representatives are assigned by the power-of-attorney, there shall be set the succession in which they are to exercise their mandate.

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The representatives of the company cannot receive power of attorney in order to represent shareholders in the OGMS/EGMS. The regulations regarding the organization and unfolding of the general meeting of shareholders shall detail the voting by representative procedure, the shareholders having the obligation to comply with such regulations, under sanction of losing their voting right by representative in the OGMS/EGMS.

The **special power of attorney** for participation and vote within the general meeting of shareholders, issued to a credit institution which performs **custodial services**, shall be valid without the presentation of additional documents related to the shareholder concerned, if the special power of attorney is prepared in compliance with art. 201 of Regulation 5/2018, signed by such shareholder and accompanied by an affidavit of the credit institution which received the representation empowerment by means of the special power of attorney, which shall state that:

- the credit institution performs custodial services for the shareholder;
- the instructions specified in the special power of attorney are identical with the instructions in the SWIFT message received by the credit institution in order to vote on behalf of the shareholder;
- the special power of attorney is signed by the shareholder.

The special power of attorney and the custodian's declaration mentioned above should be submitted to SNN, in original, within 48 hours before the GMS, signed, and if applicable, stamped, without fulfilling other formalities regarding the form of these documents.

The special powers of attorney, in Romanian and/or English, shall be sent to the Company's Registration Office through any form of courier with acknowledgment of receipt, so that they are registered as received at the Company's Registration Office by and not later than **13.07.2026** hours **10:00**, in a closed envelope, with the note legibly written in capital letters: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED **15.07.2026**".

The special powers of attorney, in Romanian and/or English, may also be sent by e-mail with the extended incorporated electronic signature, in compliance with Law No. 455/2001 on electronic signature by but not later than **13.07.2026** hours **10:00** to the e-mail address aga@nuclearelectrica.ro, with the subject: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS DATED **15.07.2026**".

Vote by representative, based on a general power of attorney

In virtue of art. 105 par. (13) of Law no. 24/2017 on issuers of financial instruments and market operations, the shareholder's representation in GMS may also be done by other persons than the shareholders, based on a general power-of-attorney. So, the shareholder may give a general power-of-attorney valid no longer than 3 years, permitting to the representative to vote all the items on which the general meetings of shareholders debate for the one or more issuers named in the power-of-attorney, individually or by a generic formulation referring to a certain category of issuers, including the disposal acts, with the condition that the power-of-attorney shall be granted by a shareholder as client to an intermediary, in compliance with the legal provisions.

Before the first use, the general power-of-attorneys shall be reached in to the company's headquarters,

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48 hours prior to the general meeting, i.e. by **13.07.2026, hours 10:00**, in copy, containing the mention of their compliance with the original and the representative's signature. The certified copies of the powers-of-attorney are kept by SNN, this being mentioned in the minutes of the general meeting.

Shareholders may not be represented within the general meeting of shareholders by a person in a conflict of interest situation, such as:

- a) it is a majority shareholder of SNN, or of an entity controlled by such shareholder;
- b) is a member of an administration, management or supervisory body of the company, of a majority shareholder or of a person controlled by such shareholder;
- c) is an employee or an auditor of the company or of a majority shareholder or of an entity controlled, in compliance with the provisions of let a);
- d) is the spouse, relative or a relative and kin up to and including 4th degree of one of the natural persons referred to under let. a) - c).

The proxy cannot be substituted by another person. In case the empowered person is a legal entity, it can exercise its mandate through any person member of the administration or management of the company or its employees.

Document accompanying the general power-of-attorney:

- a) the proof that the proxy has either the capacity of intermediary (in compliance with the provisions of art. 2 par. (1) pt. (19) of Law no. 24/2017), or of an attorney, and that the shareholder is its client.
- b) for **individual shareholders** - copy of the shareholder's identity document, that shall permit his/her identification on the list of SNN shareholders valid on the reference day and issued by S.C. Depozitarul Central S.A. and copy of the representative's identity document (ID or IC for the Romanian citizens, or passport for foreign citizens, with PIN (personal identity number) - if it exists in their country of origin);
- c) for **legal entity shareholders**:
 - (i) confirmation of company details, as original document or a true copy of the original document, issued by the Trade Register or any other document, in original or in a true certified copy, issued by a competent authority of the state in which the shareholder is legally registered, certifying the existence of the legal entity and the name/capacity of legal representative, not older than 3 months in relation to the date of publication of the general meeting convening notice, allowing their identification in the list of SNN shareholders on the reference date, issued by SC Depozitarul Central SA;
 - ii) the capacity of a legal representative shall be ascertained based on the list of SNN shareholders valid on the reference date, received from Depozitarul Central S.A. However, if the shareholder did not inform the Central Depository in time about his legal representative, or if this information is not mentioned in the list of SNN shareholders valid on the reference date, received from the Central Depository, than the confirmation of company details/similar

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documents aforementioned must prove the shareholder's legal representative; for the Romanian State, the capacity of legal representative of the Ministry of Energy is proven by the copy of the appointment decree issued by the President of Romania (copy of the Official Gazette is has been published in or excerpt of a legislative program).

The representative shall present his/her identity document at the meeting.

The documents presented in a foreign language (excepting the identity documents valid on the territory of Romania, written with Latin letters) shall be accompanied by a certified translation into the Romanian or English language. The documents proving the capacity of legal representative drafted in a foreign language, other than the English language, shall be accompanied by a translation into the Romanian or English language, performed by a certified translator. SNN shall not require the legalization or apostille of documents which prove the capacity of legal representative of the shareholder.

SNN shall accept a general power-of-attorney for participation and voting in the GMS given by a shareholder, as client, to a defined intermediary according to art. 2 par. (1) pt. 19 of Law no. 24/2017, as further amended and supplemented, or given to an attorney, without asking for additional documents referring to that particular shareholder, if the general power of attorney complies with the provisions of art. 202 of the ASF Regulation no. 5/2018, if it is signed by such shareholder and if it is accompanied by an affidavit given by the legal representative of the intermediary or by the lawyer who received the mandate of representation by the general power of attorney, out of which it results that:

- (i) the power-of-attorney is given by that respective shareholder, as client, to the intermediary or, as the case may be, to the attorney;
- (ii) the general power-of-attorney is signed by the shareholder, inclusively by attaching the extended electronic signature, of applicable.

The aforementioned declaration must be submitted to SNN in original, signed and, as the case may be, stamped, without fulfilling other formalities regarding its form. The declaration shall be submitted to SNN together with the general power-of-attorney.

The form of the general power of attorney shall be provided to the shareholders, by the Company, starting with **09.06.2026, hours 18:00**, at the same coordinates, and in under same conditions as the informative materials.

Vote through correspondence

The Company's Shareholders registered on the Reference Date in the shareholders register issued by Depozitarul Central S.A. have the possibility to vote through correspondence, before the OGMS/EGMS, using the Ballot Papers form, for voting through correspondence. The Ballot Papers may be obtained starting with **09.06.2026, hours 18:00**, from the Company's Registration Office and from the Company's website (www.nuclearelectrica.ro) and shall be updated if new items are added to the OGMS/EGMS agenda.

Documents that accompany the ballot papers:

a) **for individual shareholders** - copy of the shareholder's identity document, that shall permit his/her

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identification on the list of SNN shareholders valid on the reference day and issued by S.C. Depozitarul Central S.A. and, if the case may be, copy of the representative's identity document (ID or IC for the Romanian citizens, or passport for foreign citizens, with PIN (personal identity number) - if it exists in their country of origin), together with the prove of the capacity of legal representative;

b) for legal entity shareholders:

- (i) Confirmation of company details, as original document or a true copy of the original document, issued by the Trade Register or any other document, in original or in a true certified copy, issued by a competent authority of the state in which the shareholder is legally registered, certifying the existence of the legal entity and the name/capacity of legal representative, not older than 3 months in relation to the date of publication of the general meeting convening notice, allowing their identification in the list of SNN shareholders on the reference date, issued by S.C. Depozitarul Central S.A.;
- (ii) the capacity of legal representative shall be established based on the list of SNN shareholders valid at the reference date, received from Depozitarul Central S.A. However, if the shareholder did not inform the Central Depository in time about his legal representative or is this information not mentioned in the list of SNN shareholders valid at the reference date received from the Central Depository, the confirmation of company details/the aforementioned similar documents must serve as proof of the shareholder's legal representative. For the Romanian State, the capacity of legal representative of the Ministry of Energy is proven by the copy of the appointment decree issued by the President of Romania (copy of the Official Gazette is has been published in or excerpt of a legislative program).

The documents presented in a foreign language (excepting the identity documents valid on the territory of Romania, written with Latin letters) shall be accompanied by a certified translation into the Romanian or English language. The documents proving the capacity of legal representative drafted in a foreign language, other than the English language, shall be accompanied by a translation into the Romanian or English language, performed by a certified translator. SNN shall not require the legalization or apostille of documents which prove the capacity of legal representative of the shareholder.

The ballots papers may be submitted as follows:

- a) Sent to the Company's Registration Office through any form of courier with acknowledgment of receipt, so that they are registered as received at the Company's Registration Office by **13.07.2026**, hours **10:00**, in a closed envelope, with the note legibly written in capital letters: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF **15.07.2026**" or
- b) Sent by e-mail with the extended incorporated electronic signature, in compliance with Law No. 455/2001 on electronic signature by the date of **13.07.2026** hours **10:00** to the e-mail address: aga@nuclearelectrica.ro, with the subject: "FOR THE ORDINARY AND EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF **15.07.2026**".

The ballot papers, that are not received at the Company's Registration Office or by e-mail until the date and time mentioned above, shall not be taken into consideration to determine the quorum and majority in the OGMS/EGMS.

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When filling in the special powers of attorney and Ballot Papers, please take into consideration the possibility that the OGMS/EGMS agenda may be supplemented with new items, in which case the amended agenda shall be published by **01.07.2026**. In this case, the updated special powers of attorney and Ballot Papers can be obtained from the Company's Registration Office and from the Company's website (www.nuclearelectrica.ro) starting with the date of publication of the supplemented agenda.

If the agenda shall be supplemented and the shareholders do not send the up-to-dated special powers of attorney and/or ballot papers for the vote through correspondence, the special powers of attorney and ballot papers sent prior to the date the agenda has been supplemented shall be taken into account only for the items that are also to be found on the supplemented agenda.

Checking and validating the special powers-of-attorney submitted, as well as the certification, checking, validating and record of the votes expressed through correspondence shall be done by a commission set within the Company, the members of this commission shall keep safe the documents, and confidential the votes expressed in this way. The powers-of-attorney shall be verified also by the OGMS/EGMS secretary.

If the shareholder expressing his/her vote through correspondence participates personally or by a representative to the general meeting, the vote through correspondence expressed for that general meeting shall be annulled. In this case, only the vote expressed personally or by representative shall be taken into consideration.

If the person representing the shareholder by his/her personal presence in the general meeting is another person than the one who expressed the vote through correspondence, then, in order for his/her vote to be valid, the person shall submit in the general meeting, a written revocation of the vote expressed through correspondence, signed by the shareholder or by the representative who expressed that vote through correspondence. If the shareholder, or his/her legal representative, is present at the general meeting, this is not necessary anymore.

Pursuant to Article 105, paragraph (19) of Law 24/2017, if the agenda of the general meeting of shareholders includes resolutions requiring a secret ballot, the votes of shareholders participating in person or through a representative, as well as those voting by mail, shall be cast by means that do not allow the vote to be disclosed except to the members of the secretariat responsible for counting the secret votes cast, and only once the other secret votes cast by the shareholders present or by the representatives of shareholders participating in the meeting are known. In the case of voting by proxy, disclosing the vote to the proxy prior to the general meeting does not constitute a violation of the requirement regarding the secrecy of the vote.

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

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 R00NRC.J1998007403409,
Unique Registration Code at the Trade Register Office (URC) 10874881, Fiscal Registration Code (CIF) RO10874881,
IBAN code RO94 RNCB 0072 0497 1852 0001 opened at BCR 1st District Branch;
Paid and subscribed capital: 3.016.438.940 lei.
office@nuclearelectrica.ro, www.nuclearelectrica.ro



Appendix 1 – Amendments to the Articles of Incorporation of SN Nuclearelectrica SA

The company's Articles of Incorporation are amended as follows:

“Chapter 5

Board of Directors

Organization and Functioning of the Board of Directors

Art. 19 (1) The company is managed under a unitary system. The executive body of the company is the Board of Directors, consisting of 5 (five) members, of whom at least 3 (three) must be independent directors. Members of the Board of Directors shall be elected for a term of 4 years and may be reelected. The members of the Board of Directors are elected by the Ordinary General Meeting of Shareholders, in accordance with legal provisions.”

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

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