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2024 FINAL REPORT

**Recruitment procedure for Directors of Societatea Nationala Nuclearelectrica
S.A.**

Pluri Consultants Romania

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1. Recruitment and selection procedure carried out

In accordance with the provisions of the Government Emergency Ordinance no. 109/2011, as subsequently amended and supplemented, introduced through Law no. 111/2016 and of the Government Decision no. 722/2016, as well as with the provisions of the cooperation contract concluded between Pluri Consultants and S.N. Nuclearelectrica S.A., the recruitment and selection process had the following stages:

1. Preliminary preparation of the recruitment process:

- preparation of the initial selection plan,
- contracting the independent expert Pluri Consultants Romania SRL;

2. Submission and evaluation of applications:

- preparation of the recruitment announcement and publishing it on all media channels chosen,
- submission of applications,
- their evaluation,
- preparation and validation of the long list;

3. Initial selection:

- evaluation of applications based on the results of an initial selection evaluation center,
- preparation and validation of the short list;

4. Final selection:

- preparation and submission by candidates of their declarations of intent;
- evaluation of the short-listed candidates' declarations of intent,
- conducting the final selection interviews,
- consolidating and processing the candidates' scores obtained in the final selection stage,
- final ranking according to the prioritized criteria,
- corroborating the quantitative aspects - the scores - with the qualitative aspects for each candidate;

5. Nomination stage:

- preparation by the expert, on the basis of the final processed score and the qualitative observations summarized by the expert, of the nomination proposals for the director positions.

The evolution and results of the recruitment and selection process in the first stages was described in detail in the Initial Report, in the Progress Report 1 Long List and in the Progress Report 2 Short List.

The final selection of the short-list candidates for the position of Director in Societatea Nationala Nuclearelectrica S.A. was made by evaluating and scoring the declaration of intent drawn up and submitted within the deadline specified by law, as well as by the interviewing of the candidate by the expert and the CNR during the final selection interviews. On the basis of these two elements, in conjunction with the results of the

competency assessment carried out during the initial selection, the expert scored the candidate's competencies and traits, as described in the approved Board of Directors profile and matrix.

2. Skills and traits assessed

Throughout this recruitment and selection procedure, the following skills and traits were assessed:

| Criteria | | | | Mandatory (MA) or Optional (Opt.) | Weight (0-1) |
|-----------|-----------------------------------|--|---|-----------------------------------|--------------|
| | | 1= Novice; 2=Intermediary; 3=Competent; 4=Advanced; 5=Expert | | | |
| I. Skills | C1. Energy sector specific skills | C1.1 | Ability to understand and overcome technical and economic challenges specific to the field of activity | MA | 1 |
| | | C1.2 | Proved ability to increase performance of an energy producer | MA | 1 |
| | | C1.3 | Ability to understand, integrate and comply with the activity specific environmental requirements | MA | 1 |
| | | C1.4 | Ability to integrate safety imperatives in its decisions and actions and to enable the organization to integrate and comply with them | MA | 1 |
| | | C1.5 | Ability to understand the need and to facilitate the fulfilment of investments necessary for the company in order to allow the achievement of its strategic goals | MA | 1 |
| | | C1.6 | Ability to facilitate the integration in the company and the use of the quality management principles | MA | 1 |
| | | C1.7 | Experience in developing, implementing and reviewing national and international strategic importance projects | MA | 1 |
| | | C1.8 | Relevant experience in carrying out large-scale energy investments or refurbishment projects | MA | 1 |
| | | C1.9 | Capacity to impact and exploit creatively the organizational culture | MA | 1 |
| | | C1.10 | Ability to negotiate elements of the company collaboration with national and international partners | MA | 1 |
| | C2. Professional skills regarding | C2.1 | Assets management | MA | 1 |
| | | C2.2 | Strategic planning | MA | 1 |
| | | C2.3 | Leadership | MA | 1 |
| | | C2.4 | Organization and reorganization of companies and processes | MA | 1 |
| | | C2.5 | Management through budgets | MA | 1 |

| | | | | | |
|--|--|--------------|--|------|-----|
| | | C2.6 | Experience in accessing European funds and obtaining funding from financial banking institutions | MA | 1 |
| | | C2.7 | Risk management | MA | 1 |
| | C3. Corporate governance skills | C3.1 | Management through goals | MA | 1 |
| | | C3.2 | Management of listed companies | | 1 |
| | | C3.3 | Experience in dealing with public authorities, regulatory and supervisory authorities, shareholders and stakeholders | | 1 |
| | | C3.4 | Social dialogue | Opt. | 1 |
| | | C3.5 | Performance monitoring | MA | 1 |
| | C4. Social and personal skills | C4.1 | Interpersonal communication at the level of the job requirements | MA | 1 |
| | | C4.2 | Institutional communication | MA | 1 |
| | | C4.3 | Representativity | MA | 1 |
| | | C4.4 | Ability to use a foreign language | MA | 1 |
| | | C5.1 | National professional experience within large organizational structures | Opt. | 1 |
| | | C5.2 | International professional experience within large international corporations | MA. | 1 |
| | | C6 | Alignment with Shareholders' letter of expectations | MA | 1 |
| II. Features | | T1 | Personal and professional reputation | MA | 1 |
| | | T2 | Independence | MA | 1 |
| | | T3 | Intrapreneurial spirit | MA | 1 |
| | | T4 | Vision | Opt. | 0.8 |
| | | T5 | Dynamism | Opt. | 0.8 |
| | | T6 | Team spirit | Opt. | 0.5 |
| III. Prescriptive and proscriptive requirements | | CPP1 | Knowledge of the Romanian language | MA | 1 |
| | | CPP2 | Number of concurrent mandates | Opt. | 0.5 |
| | | CPP3 | Graduated higher education | MA | 1 |
| | | CPP4 | Postgraduate studies | Opt. | 1 |
| | | CPP5 | Criminal record entries | MA | 1 |
| | | CPP6 | Able from medical point of view | MA | 1 |
| | | CPP7 | Total professional experience of at least 10 years in public or private companies and/or public institutions | MA | 1 |
| | | CPP8 | Top management or company administration experience of at least 5 years | MA | 1 |
| | | CPP9 | Previous management experience in energy field of minimum 5 years | MA | 1 |
| | | CPP10 | No dismissals during the last 5 years | MA | 1 |
| | | CPP11 | No conflict of interest | MA | 1 |

These criteria, partly mandatory, partly optional, were prioritized according to the imperatives imposed by the Letter of Expectations and were thus used in the processing of the consolidated scores given by the expert.

The processing of the results took into account the nature of the evaluated criteria, some of them being requirements that were used in the stage of evaluation of the applications, having a low relevance in defining the complex profile of the candidates.

The evaluation of the skills and traits was done on a scale of points from 1 to 5, as described in the Government Decision no. 722/2016.

3. Participants in the final selection stage

At the final selection interview that took place on 4 October 2024, organized and conducted with online presence on the ZOOM platform, the short-listed candidate who submitted a declaration of intent was invited to attend, namely:

1. Nut Marius Gabriel

4. Results obtained by the candidate in the final selection stage

The expert Pluri Consultants Romania evaluated, in the manner presented above, the skills and traits of the candidate who passed the final selection stage and the scores are presented below:

| Criteria | | | Mandatory (MA) or Optional (OP) | Weight (0-1) | | Nut Marius Gabriel |
|-----------|-----------------------------------|--|---|--------------|---|--------------------|
| | | 1= Novice; 2=Intermediary; 3=Competent; 4=Advanced; 5=Expert | | | | |
| I. Skills | C1. Energy sector specific skills | C1.1 | Ability to understand and overcome technical and economic challenges specific to the field of activity | MA | 1 | 5 |
| | | C1.2 | Proved ability to increase performance of an energy producer | MA | 1 | 4 |
| | | C1.3 | Ability to understand, integrate and comply with the activity specific environmental requirements | MA | 1 | 4 |
| | | C1.4 | Ability to integrate safety imperatives in its decisions and actions and to enable the organization to integrate and comply with them | MA | 1 | 4 |
| | | C1.5 | Ability to understand the need and to facilitate the fulfilment of investments necessary for the company in order to allow the achievement of its strategic goals | MA | 1 | 5 |
| | | C1.6 | Ability to facilitate the integration in the company and the use of the quality management principles | MA | 1 | 4 |

| | | | | | | | |
|---------------------|---|--------------|--|------|-----|--|---|
| | | C1.7 | Experience in developing, implementing and reviewing national and international strategic importance projects | MA | 1 | | 4 |
| | | C1.8 | Relevant experience in carrying out large-scale energy investments or refurbishment projects | MA | 1 | | 3 |
| | | C1.9 | Capacity to impact and exploit creatively the organizational culture | MA | 1 | | 5 |
| | | C1.10 | Ability to negotiate elements of the company collaboration with national and international partners | MA | 1 | | 5 |
| | C2. Strategic / technical importance professional skills | C2.1 | Assets management | MA | 1 | | 5 |
| | | C2.2 | Strategic planning | MA | 1 | | 5 |
| | | C2.3 | Leadership | MA | 1 | | 5 |
| | | C2.4 | Organization and reorganization of companies and processes | MA | 1 | | 5 |
| | | C2.5 | Management through budgets | MA | 1 | | 5 |
| | | C2.6 | Experience in accessing European funds and obtaining funding from financial banking institutions | MA | 1 | | 5 |
| | | C2.7 | Risk management | MA | 1 | | 5 |
| | C3. Corporate governance skills | C3.1 | Management through goals | MA | 1 | | 5 |
| | | C3.2 | Management of listed companies | | 1 | | 5 |
| | | C3.3 | Experience in dealing with public authorities, regulatory and supervisory authorities, shareholders and stakeholders | | 1 | | 5 |
| | | C3.4 | Social dialogue | Opt. | 1 | | 4 |
| | | C3.5 | Performance monitoring | MA | 1 | | 5 |
| | C4. Social and personal skills | C4.1 | Interpersonal communication at the level of the job requirements | MA | 1 | | 5 |
| | | C4.2 | Institutional communication | MA | 1 | | 5 |
| | | C4.3 | Representativity | MA | 1 | | 5 |
| | | C4.4 | Ability to use a foreign language | MA | 1 | | 5 |
| | C5. Experience at the national level | C5.1 | National professional experience within large organizational structures | Opt. | 1 | | 5 |
| | | C5.2 | International professional experience within large international corporations | MA. | 1 | | 5 |
| | C6. Alignment with | C6 | Alignment with shareholders' letter of expectations | MA | 1 | | 5 |
| II. Features | | T1 | Personal and professional reputation | MA | 1 | | 5 |
| | | T2 | Independence | MA | 1 | | 5 |
| | | T3 | Intrapreneurial spirit | MA | 1 | | 5 |
| | | T4 | Vision | Opt. | 0.8 | | 5 |
| | | T5 | Dynamism | Opt. | 0.8 | | 5 |
| | | T6 | Team spirit | Opt. | 0.5 | | 5 |

| | | | | | | |
|---|--------------|--|------|-----|--|------------|
| III. Prescriptive and proscriptive requirements | CPP1 | Knowledge of the Romanian language | MA | 1 | | 5 |
| | CPP2 | Number of concurrent mandates | Opt. | 0.5 | | 5 |
| | CPP3 | Graduated higher education | MA | 1 | | 5 |
| | CPP4 | Postgraduate studies | Opt. | 1 | | 5 |
| | CPP5 | criminal record entries | MA | 1 | | 5 |
| | CPP6 | Able from medical point of view | MA | 1 | | 5 |
| | CPP7 | Total professional experience of at least 10 years in public or private companies and/or public institutions | MA | 1 | | 5 |
| | CPP8 | Top management or company administration experience of at least 5 years | MA | 1 | | 5 |
| | CPP9 | Previous management experience in energy field of minimum 5 years | MA | 1 | | 5 |
| | CPP10 | No dismissals during the last 5 years | MA | 1 | | 5 |
| | CPP11 | No conflict of interest | MA | 1 | | 5 |
| TOTAL | | | | | | 222 |
| Weighted total | | | | | | 215 |
| Collective Minimum Threshold | | | | | | 156.1 |

5. Quantitative and qualitative considerations regarding the results of the recruitment and selection process

In establishing the final consolidated score and the nomination proposals, the expert started by filtering the criteria according to their mandatory or optional nature, derived from the imperatives imposed by the Board's profile matrix and the Letter of Expectations.

| Last name and first name of the candidate | Education | Total Score | Weighted Total Score |
|---|-----------|-------------|----------------------|
| Nut Marius Gabriel | Economic | 222 | 215 |

The collective minimum threshold expressed in total weighted score, which represents the total weighted score that meets the selection criteria in proportion of 70% is 156.1 points.

Comparing the result obtained by Mr. **Nut Marius Gabriel** with this minimum threshold, we note that he obtained a higher score, which demonstrates the high level of competence of the candidate, as well as the high degree of adequacy with the cumulative requirements expressed for the position of Director.

in accordance with the provisions of the relevant corporate governance legislation, **short-listed candidates who have passed the final selection stage and have a score above the collective minimum threshold may be nominated.**

At the same time, in making the nomination decision, the following legal requirements related to the structure of the future Board of Directors must be met simultaneously:

- At least 2 members of the future board must be graduates in economics or law who have at least 5 years of professional experience in the field of studies;
- It is advisable to ensure both economic and legal expertise on the board, so at least one member of the future board should have economic studies and at least

- one should have legal studies;
- Of the candidates with a degree in economics, at least one must have solid experience in financial control, financial auditing or financial consulting;
- Most directors must be independent
- Maximum one of the directors may be executive
- Maximum one of the candidates may be a civil servant or other category of staff within the supervisory public authority or other public authorities or institutions.
- It is desirable that the nominations made ensure the diversity of skills that the Board needs to function optimally.

6. Conclusions and nomination recommendations

The responsibility for formally proposing the candidate for nomination lies with the GMS mandated by the Ministry of Energy, in accordance with its prerogatives granted by the application of the relevant corporate governance legislation, it may decide to nominate for the position of Director under recruitment that candidate who meets the legal requirements mentioned above, namely:

- Was included on the short list;
- Successfully passed the final selection stage;
- Has a total weighted score higher than the collective minimum threshold.

The proposed Board of Directors must fulfil the following cumulative conditions:

- It contains a minimum of one candidate with economic studies and at least one candidate with legal studies;
- It contains maximum one executive director;
- It contains a minimum of one candidate with experience in financial audit or financial or management control;
- It contains a maximum of one candidate with the status of civil servant or other category of staff within the supervisory public authority or other public authorities or institutions.
- It contains a majority of independent directors;
- It covers the mix of competencies required to achieve the strategic objectives of the operator.

Taking into account all the requirements presented above, as well as the objective to select a candidate for the position of Director who has a high level of expertise and who, together with the other members of the Board of Directors, will lead with professionalism the public enterprise towards achieving the strategic objectives established and expected by the supervisory public authority, the shareholders and, last but not least, by the local community, we suggest the proposal for nomination of Mr. **Nut Marius Gabriel**.

Independent expert

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