



**Resolution number 2 / 22.01.2025
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, 22.01.2025, 11:00 o'clock, the shareholders of Societatea Nationala Nuclearelectrica S.A. (hereinafter called "The company" or "SNN") met within 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. Teodor Minodor Chirica 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 5248 of 19.12.2024, in the, "Romania Libera" newspaper, number 9766 of 19.12.2024 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, 17 shareholders are present or represented, owning a total number of 276.893.414 shares, representing 91,79480% of the subscribed and paid up share capital, representing 91,79480% 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 Ana- Maria Visan and the Company appoints Ms Cornelia Niculescu and Ms Saida Musledin as technical secretary of the EGMS.

Societatea Nationala NUCLEARELECTRICA S.A.

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Paid and subscribed capital: 3.016.438.940 lei.

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NUCLEARELECTRICA

In the presence of the shareholders representing 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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:

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

A number of 0 was annuled.

- 2. Approval** of the updated Investment Decision for the continuation of the investment in the Project of Cernavoda NPP Unit 1 Refurbishment, based on the updated Feasibility Study, under the conditions detailed in SNN Note No. 15106 dated 16.12.2024, which will be presented to the shareholders at the meeting.

In the presence of the shareholders representing 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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:

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

A number of 0 was annuled.

- 3. Approval** of the mandate of the SNN Board of Directors, with the possibility of sub-delegation to the SNN executive management, to adopt all necessary measures for the implementation of the updated Investment Strategy and Decision for the continuation of the investment Project for the Refurbishment of Unit 1 of Cernavoda NPP, based on the updated Feasibility Study (FS version v2 2024), in compliance with the competences established by the SNN Article of Incorporation and the applicable legal requirements

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The votes were recorded as follows:

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- 4. Approval** of the contract having as object "Works for the Refurbishment of Unit 1 Cernavodă NPP", with a value of 1,904,141,391.00 Euro, VAT excluded, with the Association formed by Candu Energy Inc, Canadian Commercial Corporation, Ansaldo Nucleare S.p.A and Korea Hydro & Nuclear Power Co, Ltd (the Consortium), under the conditions detailed in the Note presented to the shareholders, no. 15150 dated 16.12.2024.

In the presence of the shareholders representing 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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:

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- 0 votes “against”
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- 0 votes were not casted.

A number of 0 was annulled.

- 5. Approval** of the mandate of the SNN's CEO to sign additional deeds to the contract having as its object "Works for the refurbishment of Unit 1 Cernavodă NPP", mentioned in the previous point, within the limits and conditions provided in Law no. 99/2016 with subsequent amendments and additions, with the subsequent information of the Board of Directors of SNN and subject to the condition of inclusion in the total amount of the General Investment Estimate, with the possibility for the CEO of SNN to sub-delegate this power to other representatives of the management of the company / CNE Cernavoda branch.

In the presence of the shareholders representing 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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.

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A number of 0 was annulled.

6. Regarding the „Approval of (i) a proposal to amend the Shareholders' Agreement (or Investors' Agreement) in relation to the establishment of a new legal entity, organized as a joint stock company and aiming at the development of the NuScale Small Modular Reactors (SMR) Project on the Doicesti site, signed between SNN and Nova Power and Gas S. R.L. (NPG), in accordance with paragraph 7 of SNN's Note no. 14865/11.12.2024, which will be presented to the shareholders at the AGEA meeting, „the number of votes required to adopt a resolution was not reached (250.413.808 votes representing 90,43690% of the votes cast by shareholders present or represented were "abstained").

In the presence of shareholders representing 91,79480% of the share capital and 91,79480% 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:

The votes were recorded as follows:

- 8.203.411 votes “for”
- 18.276.195 votes “against”
- 250.413.808 votes “abstain
- 0 votes were not casted.
-

A number of 0 was annulled.

and **Regarding the „(ii)** to mandate SNN's executive management to sign the Additional Deed to the above mentioned Investors' Agreement, in the name and on behalf of the shareholder SNN” the number of votes required to adopt a resolution was not reached (250.413.808 votes representing 90,43690% of the votes cast by shareholders present or represented were "abstained").

In the presence of shareholders representing 91,79480% of the share capital and 91,79480% 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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7. **Approval** of date **14.02.2025** 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 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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:

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- 0 votes “abstain
- 0 votes were not casted.

A number of 0 was annuled.

8. **Approval** of date **13.02.2025** 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.

In the presence of the shareholders representing 91,79480% of the share capital and 91,79480% of the voting rights, this item is adopted with 276.893.414 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.

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9. **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.

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CHAIRMAN OF THE BOARD OF DIRECTORS

TEODOR MINODOR CHIRICA

SECRETARY OF THE MEETING

ANA-MARIA VISAN

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