

**To:** **Bucharest Stock Exchange (BSE)**  
**London Stock Exchange (LSE)**  
**Romanian Financial Supervisory Authority (FSA)**

**Current report in compliance with the Law 24/2017 on issuers of financial instruments and market operations, the Romanian Capital Market Law no. 297/2004, FSA Regulation no. 5/2018, and the Bucharest Stock Exchange Code**

Report date: **12 October 2022**

Company name: **Societatea Energetica Electrica S.A. (Electrică)**

Headquarters: **9 Grigore Alexandrescu Street, 1<sup>st</sup> District, Bucharest, Romania**

Phone/fax no.: **004-021-2085999/004-021-2085998**

Fiscal Code: **RO 13267221**

Trade Register registration number: **J40/7425/2000**

Subscribed and paid in share capital: **RON 3,464,435,970**

Regulated market where the issued securities are traded: **Bucharest Stock Exchange (BSE) and London Stock Exchange (LSE)**

**Significant events to be reported: Resolutions of the EGMS as of 12 October 2022**

Electrică hereby informs that, on **12 October 2022**, the **Extraordinary General Meeting of Shareholders (EGMS) of Electrică** took place at the Company's headquarters in Bucharest, 9 Grigore Alexandrescu Str., District 1, postal code 010621, "Radu Zane" conference room, starting at 10:00 o'clock (Romanian time), respectively, being duly held in accordance with the legal and statutory provisions upon the first calling.

The **EGMS of Electrică** was attended by the shareholders registered in the shareholder's register kept by Depozitarul Central S.A. as of **14 September 2022**, set as **Reference Date**, in person, by representative, through vote by correspondence or by electronic means, the quorum met being 72.16% of the total voting rights and 70.72% of the share capital of the Company.

The meeting was chaired by Mr. Dragos-Valentin Neacsu, Member of the Board of Directors of Electrică.

Within the **EGMS**, Electrică's shareholders present or validly represented, which voted physically, by correspondence or by electronic means, **approved**, in compliance with the majority requirements for each of the items on the agenda, the following items on the agenda (as per the numbering on the agenda in the published convening notice):

- 1. The approval of the following formal changes and related to compliance with legislative changes:**
  - a. The approval for the amendment of art. 8 par. (7) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

"The shares issued in dematerialized form may be traded on a regulated market or on a multilateral trading facility, according to capital market legislation."
  - b. The approval for the amendment of art. 10 par. (2) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“In case of bond issuances, the extraordinary general meeting of shareholders shall decide on the main terms and conditions of the bonds, including but not limited to: the maximum amount of the issuance, offer period, territoriality of the offer, type of issued bonds, the possibility of admission to trading on a regulated market or on a multilateral trading facility. The Board of Directors shall approve the terms and conditions of each issuance, such as: the nominal value, interest rate, maturity, terms of an early redemption or repayment of the bonds, other features of the bonds, as well as all documentation related to the bond placement.”

**c. The approval for the amendment of art. 11 par. (1) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“Each share subscribed and fully paid in by the shareholders, in accordance with the law, grants the shareholders (i) the right to one vote in the general meeting of the shareholders, (ii) the right to elect the directors, (iii) the right to participate to the profit distribution, as well as (iv) other rights provided by these Articles of Association and by the legal provisions.”

**d. The approval for the amendment of art. 12 par. (7) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“Any reference date for the identification of the shareholders which have the right to take part and to vote in the general meeting of the shareholders of the Company and any registration date for the identification of the shareholders which have rights deriving from its shares, as well as any other similar date set by the Company related to any corporate events of the Company will be established in accordance with the applicable legal provisions and with a prior notice sent with at least 15 calendar days (in Romanian, zile calendaristice), to the issuer of the depositary certificates, in the name of which the underlying shares are registered based on which the depositary certificates mentioned above are issued. The reference date will be prior with at least 15 working days to the deadline for submitting the power of attorney related to the vote.”

**e. The approval for the amendment of art. 15 par. (5) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The ordinary general meetings of shareholders take place at least once a year, within maximum 4 (four) months from the end of the financial year, to approve the financial statements for the previous financial year and to analyse the annual report of the Board and the financial auditor's report;”

**f. The approval for the amendment of art. 18 par. (10) letter c) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“A director's mandate will be terminated: (...)

c) by resigning the mandate, for grounds which may not be attributed to the director, based on a written notification delivered to the Chairman at the Company's headquarters;”

**g. The approval for the amendment of art. 18 par. (11) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Board meets at least 4 (four) times per year, or whenever necessary, as convened by the Chairman. The Board is also convened upon the motivated request of at least 2 (two) members of the Board or by the General Manager, in which case the Chairman is bound to comply with such request.”

**h. The approval for the amendment of art. 19 letter A par. (2) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Board is obliged to submit to the territorial unit of the Ministry of Public Finance within the legal term hard copies and electronic copies (or just electronic copies) of the financial statements, along with the financial auditor's report and the minutes of the general meeting, in accordance with the law. The Board must also publish in the Official Gazette an announcement confirming the submission of the financial statements.”

**i. The approval for the amendment of art. 19 letter B par. (4) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Nomination and Remuneration Committee, the Strategy and Corporate Governance Committee and the Audit and Risk Committee are established within the Board. The Board may establish other committees, according to the law.”

**j. The approval for the amendment of the preamble of art. 20 par. (1) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“As regards the Company’s casting its vote in the subsidiaries’ general meetings of shareholders/associates (both ordinary and extraordinary) in which the Company directly holds the capacity of shareholder/associate, the following bodies of the Company will be competent to decide:”

**k. The approval for the amendment of the preamble of art. 20 par. (1) letter B of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“B. The Board with respect to all the other decisions that need to be taken in the general meeting of the shareholders/associates of the subsidiaries’ held directly by the Company, and which have not been mentioned as pertaining to the extraordinary general meeting of the shareholders of the Company in paragraph A. above, including, but without limitation to, the following: (...)"

**l. The approval for the amendment of art. 20 par. (2) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Company will be represented at the general meetings of shareholders/ associates (both ordinary and extraordinary) of the subsidiaries’ held directly by the Company, by the General Manager or by any other person expressly appointed in this respect by the General Manager. By way of exception from article 19 letter D) paragraph (25) of these Articles of Association, the General Manager may delegate the representation powers for the subsidiaries’ general meetings of shareholders without the prior approval of the Board. In all cases, the legal or conventional representative of the Company at the subsidiaries’ general meetings of shareholders will vote in accordance with the decision adopted by the Company’s competent body as per the article 20 paragraph (1) of these Articles of Association.”

**m. The approval for the amendment of art. 27 par. (5) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Company pays dividends to the issuer of the depositary certificates proportionally to its holdings at the registration date set by the general meeting of the shareholders which approved the distribution of such dividends, in the same conditions and observing the same rules applicable to other shareholders. The issuer of the depositary certificates is fully responsible that the sums paid as dividends will be received by the holders of the depositary certificates, proportionally with their holdings at the registration date set by the general meeting of the shareholders which approved the distribution of such dividends.”

**n. The approval for the amendment: (i) of the title of art. 31, (ii) and for the amendment of art. 31 par. (1), (iii) of letter A, (iv) of par. (2) and (v) of par. (3) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

**“Art. 31 Merger, separation, spin-off, dissolution and liquidation**

- (1) The merger, separation, spin-off and dissolution of the Company shall be made in compliance with the legal provisions and the applicable procedures, including the terms of these Articles of Association.
  - A. Merger, separation and spin-off
  - (2) The Company’s merger, separation or spin-off shall be approved by decision of the extraordinary general meeting of the shareholders.

(3) In case of a merger, separation or spin-off, the Board must draw up a merger or spin-off plan, according to the legal provisions.”

**o. The approval for the amendment of art. 32 of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The provisions of these Articles of Association shall be supplemented by the provisions of the Companies Law no. 31/1990, republished, as subsequently amended and supplemented and of Law 24/2017 on issuers of financial instruments and market operations, republished, as well as by the other legal provisions in force.”

**2. The approval for the amendment of art. 5 par. (3) of the Articles of Association of Societatea Energetică Electrica S.A. by supplementing the secondary activities of the company with the following secondary activities:**

6810 - Buying and selling of own real estate;  
6831 – Real estate agencies;  
6832 - Management of real estate on a fee or contract basis;  
7010 – Activities of head offices;  
7311 - Advertising agencies;  
8020 - Security systems service activities;  
8292 - Packaging activities;  
9499 – Activities of other membership organisations n.e.c.;

**Thus, following the supplementing of the secondary activities, the new form of article 5 par. (3) of the Articles of Association of Societatea Energetică Electrica S.A. will be the following (new activities are mentioned in *italics*):**

“(3) The Company may also carry out the following secondary activities:

3514 – Trading of energy;  
3511 – Production of electricity  
1813 – Pre-printing preparation services;  
4329 – Other works of construction installations;  
4651 – Wholesale of computers, computer peripheral equipment and software;  
4652 – Wholesale of electronic and telecommunications equipment and parts;  
4618 – Agents specialised in the sale of other particular products  
4619 – Agents involved in the sale of a variety of goods  
4799 – Other retail sale not in stores, stalls or markets  
5812 – Publishing of guides, directories and mailing lists and other similar activities;  
5814 – Publishing of journals and periodicals;  
5819 – Other editing activities;  
5829 – Other software editing;  
6110 – Wired telecommunications activities;  
6120 – Wireless telecommunications activities (exclusively satellite);  
6130 – Satellite telecommunications activities;  
6190 – Other telecommunications activities;  
6201 – Computer programming activities upon request (client-oriented software);  
6202 – Information technology consultancy activities;  
6203 – Computational resources management activities (management and exploitation);  
6209 – Other information technology service activities;  
6311 – Data processing, hosting and related activities;  
6312 – Web portals activities;  
6399 – Other informational services activities n.e.c.;  
6492 – Other credit granting;  
*6810 - Buying and selling of own real estate;*  
6820 – Renting and operating of own or leased real estate;  
*6831 – Real estate agencies;*

6832 - *Management of real estate on a fee or contract basis;*  
7010 – *Activities of head offices;*  
7021 – Public relations and communication consultancy activities;  
7112 – Engineering activities and related technical consultancy;  
7120 – Technical testing and analysis;  
7219 – Other research and experimental development on natural sciences and engineering;  
7311 - *Advertising agencies;*  
7312 – Media representation services;  
7320 – Market research activities and public opinion polling;  
7420 – Photographic activities;  
7490 – Other professional, scientific and technical activities;  
7733 – Rental and lease activities for office equipment (including computers);  
8020 - *Security systems service activities;*  
8211 – Combined secretarial activities;  
8219 – Photocopying, documents' management and other secretary activities;  
8220 – Activities of call centres;  
8230 – Organization of conventions and trade shows and exhibitions;  
8292 - *Packaging activities;*  
8299 – Other business support service activities n.e.c.;  
8559 – Other education n.e.c.;  
9101 – Library and archive activities;  
9102 – Museums activities;  
9499 – *Activities of other membership organisations n.e.c.;*  
9511 – Repair of computers and peripheral equipment;  
9512 – Repair of communication equipment.”

**3. The approval for the amendment of art. 14 par. (3) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

**“(3) The ordinary general meeting of the shareholders** shall have the following main duties:

- a. to appoint and revoke the members of the Board and establish the level of their remuneration and other rights according to the legal provisions;
- b. to establish the income and expenses budget, to set out the activity schedule;
- c. to establish the income and expenses budget consolidated at the group level;
- d. to discuss, approve or amend the annual financial statements according to the reports submitted by the Board and the financial auditors;
- e. to approve the profit distribution according to the law and to establish the dividend;
- f. to decide on the management activity of the directors and on the discharge of liability, in accordance with the law;
- g. to decide to file legal actions against the directors, managers as well as financial auditors for damages they caused to the Company by breaching their obligations towards the Company;
- h. to decide on mortgaging or leasing or closing of one or more units of the company;
- i. to appoint and revokes the financial auditor and to set the minimum term of the financial audit contract;
- j. approves the Remuneration Policy for Directors and Managers (appointed by the board of directors);
- k. approves the Remuneration Report for Directors and Managers (appointed by the board of directors);
- l. approves the overall limit of all Managers' (appointed by the board of directors) remuneration and remuneration of Board members;
- m. to carry out any other duties set out by the law.”

**4. The approval for the amendment of art. 14 par. (4) of the Articles of Association of Societatea Energetică Electrica S.A. , inclusive by eliminating letter o. (“the establishment or dissolution of secondary offices: branches, agencies, representative offices, working points or other similar units without legal status, according to the legal provisions;”) and letter p. (“participation in the establishment of new legal persons”), so that art. 14 par.(4) will have the following text:**

**„(4) The extraordinary general meeting of the shareholders shall decide on the following:**

- a. withdrawal of the preference right of shareholders upon subscription of new shares issued by the Company;
- b. contracting any type of loans, debts or obligations representing a loan, as well as creating real or personal security related to these loans, in each case in accordance with the competence limits provided in Annex 1 to these Articles of Association;
- c. operations regarding the acquisition, alienation, exchange or creation of encumbrances over fixed assets of the Company whose value exceeds, individually or cumulated, during any financial year, 20% of the total fixed assets, less receivables;
- d. leases of tangible assets for periods longer than one year, whose individual or cumulated value towards the same co-contractor or involved persons or with whom it acts in concert exceeds 20% of the fixed assets value, less receivables at the time of entering in the relevant operation, as well as joint ventures in excess of the same value and with a duration of over one year;
- e. approving investment projects in which the Company will be involved in accordance with the competence limits provided in Annex 1 to these Articles of Association, other than the ones provided in the annual investment plan of the Company;
- f. approving the issuance and admission to trading on a regulated market or on a multilateral trading facility of shares, depositary certificates, allotment rights or other similar financial instruments; approving the competencies delegated to the Board;
- g. changing the legal form;
- h. relocation of the registered office;
- i. changing the main or secondary business objects;
- j. increasing the share capital, as well as decreasing the share capital, according to the law;
- k. the merger, the spin-off or the separation;
- l. the dissolution of the Company;
- m. carrying out any bond issuance, as per the provisions of art. 10 of the Articles of Association, or conversion of a category of bonds in a different category or in shares;
- n. approving the conversion of preferential and nominative shares from one category to another, according to the law;
- o. any other amendment to the Articles of Association;
- p. approval of the eligibility and independence criteria with respect to the Board members;
- q. approval of the corporate governance strategy of the Company, including the corporate governance action plan;
- r. donations within the limits of the competence provided in Appendix 1 to these Articles of Association; and
- s. approves granting of intragroup loans with a value of more than EUR 50 Million per operation;
- t. any other decision that requires the approval of the extraordinary general meeting of the shareholders.”

**5. The approval for the amendment of art. 16 par. (3) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“(3) For the valid deliberations of the extraordinary general meeting of the shareholders, the following are necessary:

- a) at the first convening, the presence of shareholders representing one quarter (1/4) of the total number of voting rights, and decisions must be taken with the majority of the votes held by the shareholders present or validly represented in the meeting, except for (A) the attributions provided in art. 14 (4), letters (e), (o), (p),

(q) and (r), in which case the decisions will be taken with the favourable vote of at least 55% of the total number of voting rights, and (B) the attributions provided in art. 14 (4) (g), (i) in what concerns the main business object, (j), (k) and (l), in which case the decision will be adopted with a majority of at least two thirds (2/3) of the voting rights held by the shareholders present or validly represented in the meeting, but not less than 55% of the total voting rights. In case the quorum provided at this point (3) (a) of the current article is not duly met for a particular resolution, the meeting shall meet to debate and vote on that resolution, at the second convening;

b) at the second and subsequent convening, the extraordinary general meeting of the shareholders can deliberate with respect to the items on the agenda of the first meeting in the presence of the shareholders holding one fifth (1/5) of the total number of voting rights and can adopt decisions with the majority of the votes held by the shareholders present or validly represented in the meeting, except for the (A) attributions provided in art. 14 (4) letters (e), (o), (p), (q) and (r), situation in which the decisions shall be taken with the favourable vote of at least 55% of the total number of voting rights and (B) attributions provided in art. 14 (4) points (g), (i) regarding the main business object, (j), (k) and (l), in which case the decision will be adopted with at least two thirds (2/3) of the voting rights held by shareholders present or validly represented in the meeting, but not less than 55% of the total voting rights.”

**6. The approval for the amendment of art. 16 par. (12) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Chairman shall take such measures or give directions as it might be necessary to promote the orderly conduct of the meeting as laid down in the convening notice of the meeting, including adjourning the meeting at any time if it is necessary to secure the proper and orderly conduct of the meeting. The Chairman's decision on matters of procedure or arising incidentally from the meeting shall be final as shall be his determination as to whether any matter is of such a nature.”

**7. The approval for the amendment of art. 18 par. (22) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The debates are audio recorded and, as the case may be, video recorded, and are registered in the minutes of the meeting. The minutes will comprise the participants' names, the agenda and the order of the deliberations, the taken decisions, the number of casted votes and the dissenting opinions and indicating the person having requested the registration, other matters / information it believes are noteworthy. The minutes will be signed by the Chairman, by a director that attended the meeting and by the secretary of the meeting. The audio recordings and, if the case, video recordings, complement the minutes of the meeting, for each committee or board meeting.”

**9. The approval for the amendment of art. 18 par. (30) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The members of the Board are jointly or severally liable, as the case may be, towards the Company for the damages resulted from criminal offences or from breaches of their obligations under their mandate agreements.”

**10. The approval for the amendment of art. 19 letter A par. (1) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“(1) The Board shall have mainly the following duties:

- a. approves the proposals regarding the global strategy including but not limited to Company's development and restructuring ;
- b. approves the organisational chart and the organisation and functioning regulation of the Company;
- c. approves the level of professional liability insurance for the General Manager and the other managers to whom the management of the Company was delegated;
- d. decides the main directions of the Company's activity and development;

- e. decides the accounting policies and the financial control system and approves financial planning;
- f. appoints and revokes the managers, including the General Manager, and establishes their remuneration;
- g. supervises the managers' activity and represents the Company with respect to the managers;
- h. submits the application for the opening of the Company's insolvency proceedings, according to the law;
- i. if the case, exercises the duties delegated by the extraordinary general meeting of the shareholders, in accordance with the law;
- j. concludes legal acts in the name and on behalf of the Company through which to acquire assets for the Company, to dispose of, lease, change or create encumbrances over the assets in the Company's patrimony, with the approval of the general meeting of the shareholders, when the law or these Articles of Association impose such condition;
- k. approves the delegation of duties to managers (including the General Manager) for the fulfilment of its operations;
- l. submits to the general meeting of the shareholders for approval, within a maximum of 4 months from the end of the financial year, the annual financial statements of the Company prepared for the previous financial year, based on the directors' report and on the financial auditor's report;
- m. submits to the general meeting of shareholders for approval, the remuneration policy and the remuneration report;
- n. makes recommendations to the shareholders in relation to the distribution of the profit;
- o. endorses the draft activity program and the draft of the Company's budget and submits them to the general meeting of the shareholders for approval within the period provided in letter l);
- p. convenes the general meeting of the shareholders whenever necessary, according to the legal provisions;
- q. approves the organization and functioning regulation of the Board and of its committees;
- r. empowers the General Manager to negotiate the collective labour agreement;
- s. decides the duties and the level of contracting bank loans, commercial loans and approves the deliverance of the encumbrances related to these loans, in accordance with the competence limits for which a decision of the general meeting of the shareholders is required, as per Annex 1 to these Articles of Association;
- t. approves the granting of intragroup loans with a value lower than or equal to EUR 50 Million per operation;
- u. approves the participation in the establishment of new legal persons with/without patrimonial purpose and of their articles of association. ;
- v. approves the association agreement with other legal and individual persons without establishing new legal persons. ;
- w. establishes and approves changes in the income and expenses budget's structure approved by the general meeting of the shareholders, within the limits for which the Board was mandated;
- x. establishes and approves the level of remuneration of the Board's secretary;
- y. approves the annual consolidated investment plan at a group level (CAPEX plan);
- z. approves the establishment or dissolution of secondary offices: branches, agencies, representative offices, working points or other similar units without legal status, according to the legal provisions;
- aa. fulfils any other duties established by the general meeting of the shareholders or provided by the legal provisions.”

## **11. The approval for the amendment of art. 19 letter B par. (7) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The audit and risk committee must review all the documents and the operations provided by article 14 paragraph (4) b), c), d) and e) and to make available to the Board a detailed recommendation related to, inter alia, the necessity, the opportunity, the potential risks and benefits related to these operations.”

**12. The approval for the amendment of art. 19 letter D par. 25 of the Articles of Association of Societatea Energetică Electrica S.A. by introducing three new letters after letter i), numbered j), k) and l), with the text indicated below:**

“The General Manager shall have mainly the following duties: (...)

- j. endorses the participation in the establishment of new legal entities with patrimonial/non-patrimonial purpose and their Articles of Association;
- k. endorses association contracts with other legal or natural persons without the establishment of new legal persons;
- l. approves contracts regarding the provision of services by the Company for the benefit of affiliated parties or by affiliated parties for the benefit of the Company within his competencies.”

**13. The approval for the amendment of art. 20 par. (1) letter A of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“A. The extraordinary general meeting of the shareholders of the Company, for the subsidiaries in which the Company directly holds the capacity of shareholder/associate, with respect to the following:

- a. withdrawing of the preference right of the shareholders/associates to subscribe for shares newly issued by the subsidiaries;
- b. the issuing and admission to trading on a regulated market or on a multilateral trading facility of shares, certificates of deposit, allotment rights or other similar financial instruments;
- c. changing the subsidiaries' legal form;
- d. changing the subsidiaries' main business object;
- e. shares/social parts transfer, with the exception of the shares/social parts which are transferred within the Electrica Group
- f. dissolving the subsidiaries;
- g. carrying out any issuance of bonds or changing the category of bonds into another category or into shares; and
- h. the conversion of preferential and nominative shares from one category into another, and also the conversion of shares in dematerialized form into shares in materialized form, according to the law.
- i. contracting by the subsidiaries of any bank loans from local and foreign markets or commercial credits, irrespective of their duration, if their amount exceeds, individually or cumulatively, during a financial year, half of the book value of the assets of the subsidiary at signing date and of the related collaterals;
- j. approving investment projects to which the subsidiaries will participate and which will trigger expenses / contributions higher than EUR 25 million (at the exchange rate RON / EUR valid at the date of convening) for each project, except the above mentioned of which approval is infringing the legal provisions on separating the distribution activities from other activities that are not related to distribution (i.e. unbundling), under which, inter alia, the parent company cannot give any instructions regarding the activity of distribution, if any, and / or take any individual decision regarding the construction or rehabilitation of power distribution capacity, as appropriate.”

**14. The approval for the amendment of Articles of Association of Societatea Energetică Electrica S.A. by eliminating par. (3) of art. 20, respectively the following text:**

“The Board is obliged to inform the general meeting of shareholders of the subsidiaries after adopting decisions provided under art. 20 paragraph (1)B letters a, b, c, d, and l above.”

**15. The approval for the amendment of art. 21 of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

“The Company shall maintain, by the care of the Board all the registers provided by the law. Compliance with this obligation will be audited at least biannually by the internal auditors.”

**16. The approval for the amendment of art. 26 of the Articles of Association of Societatea Energetică Electrica S.A., by (i) amendment of the name of the article and of par. (1), as well as by (ii) eliminating par. (2), with the text “(2) The balance sheet and the profit and loss statement shall be published in the Official Gazette according to the legal provisions.”, so that art. 26 will have the following text:**

**“Art. 26. Accounting records and financial statements**

- (1) The Company shall keep the accounting records in RON and shall elaborate the financial statements on a yearly basis, considering the methodological norms elaborated by the Ministry of Finance.”
- (2) The Company will publish the annual financial results and of their respective annexes in compliance with the legal provisions, under the responsibility of the General Manager.”

**17. The approval for the amendment of Articles of Association of Societatea Energetică Electrica S.A. by eliminating par. (3) of art. 29, respectively the following text:**

“The terms for the Company’s participation in the establishment of new legal entities or partnership agreements shall be decided in the articles of association or the partnership contract, which shall be approved by the general meeting of shareholders.”

**18. The approval for the renumbering of the articles/paragraphs/letters/items of the Articles of Association of Societatea Energetică Electrica S.A. amended following the decisions adopted in items 1-17 of the EGMS agenda.**

**19. The empowerment of the Chairman of the Board of Directors to sign the Articles of Association of Societatea Energetică Electrica S.A. amended according to the decisions adopted in items 1-18 of the EGMS agenda.**

**20. Empowerment of the Chairman of the Meeting, of the secretary of the meeting and of the technical secretary to jointly sign the EGMS resolution and to perform individually, and not jointly, any act or formality required by law for the registration of the EGMS resolution with the Trade Register Office of Bucharest Court, as well as the publication of the EGMS resolution according to the law.**

Electrica’s shareholders **rejected** the following item:

**8. Approval for the amendment of art. 18 para. (24) of the Articles of Association of Societatea Energetică Electrica S.A. as follows:**

„The Board delegates the Company’s management to one or more managers, appointing one of them general manager (the “General Manager”). The position of General Manager may not be held by one of the directors, with the exception of the case when the director accepts to renounce to his mandate and to his director attributions, in order to occupy the General Manager position.”

**CEO**

**Alexandru – Aurelian Chirita**