

MINISTRY OF ENERGY
Office of the Minister
Nr. 2175/SIB/20.03.2024

Electrica no. 2503/20.03.2024

To: SOCIETATEA ENERGETICA ELECTRICA SA

Mr. Dumitru CHIRITA,
Chairman of the Board of Directors

To the attention of:

Mr. Alexandru CHIRIȚĂ,
CEO

Considering:

- The Ordinary General Meeting of Shareholders of Societatea Energetica Electrica SA, convened for 25 April 2024;
- The current report from 15.05.2023 sent to the Bucharest Stock Exchange by Societatea Energetica Electrica SA regarding the “*Cessation of the mandate of a director*”
- the Civil Decision no. 1280 of 08 July 2021 of the Bucharest Court of Appeal, final, published in BRI no. 19034/10.11.2021
- The provisions of art. 169 para. 10 of Law 85/2014 regarding insolvency prevention and insolvency proceedings, as subsequently amended and supplemented
- The provisions of art. 209 para. (3), art. 211 and art. 2030 para. (1) of the New Civil Code
- The provisions of art. 18 para. (10) letter d) of the Articles of Association of Societatea Energetica Electrica S.A.
- The provisions of art. 20 item ii) of the Mandate Agreement in the form approved through the Resolution of the Ordinary General Meeting of Shareholders of Societatea Energetica Electrica S.A. no. 1 from 9 February 2018,
- The provisions of Art. 117¹, Art. 144¹ para (1), art. 155 of the Companies Law nr. 31/1990, republished, with subsequent amendments and completions,
- the provisions of Article 105 of Law no. 24/2017 *on issuers of financial instruments and market operations*, as subsequently amended and supplemented,

The Ministry of Energy, on behalf of the Romanian State, as a shareholder of Societatea Energetica Electrica SA with 169,046,299 shares held in this company representing 48.7948% of the total share capital, requests the Board of Directors of Societatea Energetica Electrica SA, to introduce on the agenda of the meeting of the Ordinary General Meeting of Shareholders of SE Electrica SA convened for 25 April 2024, of the following items:

- 1. Approval, considering the ipso iure termination of the mandate of non-executive director of Cristodorescu George pursuant to art. 169 paragraph 10 of Law 85/2014 regarding insolvency prevention and insolvency proceedings, as subsequently amended and supplemented, of the following:**
 - (i) the filing of a civil damage action in court for the liability of Mr. Cristodorescu George, former director of the company, for not fulfilled/improperly fulfilled obligations, according to art. 155 of Law no. 31/1990, republished, as subsequently amended, which caused damage to Societatea Energetica Electrica SA in the period 08 July 2021-15 May 2023;**
 - (ii) the empowerment of the legal representatives of the Company (with the possibility of delegating the representation in court to persons with legal training, including law firms),**

for signing and filing the summons request.

Draft OGMS decision:

The OGMS approves:

(i) the filing of a civil damage action in court for the liability of Mr. Cristodorescu George, former director of the company, for not fulfilled/improperly fulfilled obligations, according to art. 155 of Law no. 31/1990, republished, as subsequently amended, which caused damage to Societatea Energetica Electrica SA in the period 08 July 2021-15 May 2023,

(ii) The empowerment of the legal representatives of the Company (with the possibility of delegating the representation in court to persons with legal training, including law firms), for signing and filing the summons request.

Sincerely,

Sebastian – Ioan BURDUJA

Minister of Energy