

COMUNICAT PRIVIND MODALITATILE DE PLATA A DIVIDENDELOR AFERENTE ANULUI 2015

Urmare a hotararii adunarii generale ordinare nr. 2 din data de 27 aprilie 2016 a actionarilor companiei „Societatea Energetică Electrica S.A.” („**Electrica**”), Electrica anunta plata dividendelor aferente exercitiului financiar 2015, prin intermediul Depozitarului Central S.A. (**Depozitarul Central**) si BRD - Groupe Société Générale S.A. (**BRD**), cu sediul in Bucuresti, Bulevardul Ion Mihalache nr.1-7 Sector 1, avand CUI 361579 si numar de inregistrare in Registrul Comertului J40/608/1991 (**BRD**) – agentul de plata selectat – incepand cu data de **18 iulie 2016 (Data Platii)** avand ca *ex date* data de **11 iulie 2016**, catre actionarii Electrica inscrisi in Registrul Actionarilor tinut de catre Depozitarul Central la data de inregistrare **12 iulie 2016 (Data de Inregistrare)**.

Dividendul brut este de **0,8600 lei pentru o actiune**, iar impozitul pe dividende aferent va fi retinut la sursa in cotele prevazute de lege, dupa caz.

Prezentul comunicat se completeaza cu Anexa 1 - Documente suport pentru plata dividendelor si cu Anexa 2 – Formulare, puse la dispozitia publicului si disponibile pe pagina de internet Electrica www.electrica.ro, sectiunea *Investitori > Acțiuni și Acționari > Dividende* precum si la sediul Electrica mentionat mai sus.

I. MODALITATI DE PLATA A DIVIDENDELOR

1. **Prin virament bancar in conturile Participantilor (intermediari participanti la sistemul de compensare-decontare si registru al Depozitarului Central), pentru actionarii care au cont deschis la Participantii.**

1.1 Pentru actionarii persoane fizice, juridice sau entitati fara personalitate juridica pentru care, la Data Platii, Participantul presteaza servicii de investitii financiare principale si/sau conexe, care la Data de Inregistrare detin instrumente financiare emise de catre Electrica evidentiata in Sectiunea II a Registrului tinut de Depozitarul Central, in contul deschis la Participant, dividendele vor fi platite automat prin virament

ANNOUNCEMENT REGARDING THE 2015 DIVIDENDS PAYMENT METHOD

Following the decision of shareholders' ordinary general meeting no. 2 dated April 27th, 2016, of the company „Societatea Energetică Electrica S.A.” (“**Electrica**”), Electrica announces the dividends payment for the fiscal year 2015, processed by Depozitarul Central S.A. (**Depozitarul Central**) and BRD - Groupe Société Générale S.A. (**BRD**), having its headquarters in 1-7 Ion Mihalache Blvd., CUI 361579, registered with the Trade Register with No. J40/608/1991 (**BRD**) – selected payment agent – starting on **July 18th, 2016 (Payment Date)**, with *ex-date* on **July 11th, 2016**, to Electrica's shareholders, registered within the Shareholders' Register, held by Depozitarul Central on the registration date of **July 12th, 2016 (Registration Date)**.

Gross dividend is of **RON 0,8600 per share**, the dividends tax will be withheld at the statutory rates, if applicable.

This statement shall be completed with Annex 1 - Support documents for dividends payment and Annex 2 - Forms, available Electrica's website www.electrica.ro, *Investors > Shares and Shareholders > Dividends* section, and at the above mentioned Electrica's headquarters.

I. DIVIDENDS PAYMENT METHODS

1. **By bank transfer to the accounts of Participants (intermediary participants to the clearing-settlement and register system of Depozitarul Central), for shareholders who hold accounts with the Participants.**

1.1 For shareholders, who are individuals, legal entities or entities without legal personality for which, on the Payment Date, the Participant provides main and/or related financial investment services, who, on the Registration Date, hold financial instruments issued by Electrica, outlined in Section II of the Register held by Depozitarul Central, in the account opened with the Participant, dividends will

bancar prin intermediul Depozitarului Central in conturile Participantilor la Data Platii, fara prezentarea unor documente suplimentare, daca actionarii respectivi nu si-au exprimat si comunicat catre Participant optiunea de plata amanata, astfel cum este aceasta definita in sectiunea II.1 de mai jos (optiune pe care Participantul o comunica Depozitarului Central in cadrul raportarii la Data de Inregistrare).

2. Prin virament bancar in conturile actionarilor nereprezentati de Participanti, conturi comunicate Depozitarului Central

2.1 Depozitarul Central va distribui dividendele prin virament bancar actionarilor nereprezentati de Participanti, actionari care transmit Depozitarului Central documentele mentionate in Anexa 1, punctul A. Documentele trebuie furnizate Depozitarului Central pana la data de data 12 iulie 2016.

2.2 In situatia in care se primeste un refuz bancar de plata (de exemplu cont inchis), Depozitarul Central va informa actionarul nereprezentat de Participant cu privire la aceasta imprejurare iar dividendele respective vor fi directionate pentru plata in numerar. Respectivii actionari nereprezentati de Participant vor avea posibilitatea de a ridica dividendele conform pct. 3.1 de mai jos sau sa instruceze BRD sa efectueze plata in contul bancar relevant, potrivit pct. 3.2 de mai jos.

2.3 In cazul in care exista actionari nereprezentati de Participant care opteaza pentru plata dividendelor prin virament bancar ulterior Datei Platii, transmitand documentele prevazute in Anexa 1, punctul A, Depozitarul Central va verifica daca actionarii respectivi au incasat dividendele. In cazul in care dividendele nu au fost incasate, Depozitarul Central va bloca plata in numerar a acestora (in cazul persoanelor fizice) si va instruce plata prin virament bancar in termen de 3 zile de la momentul blocarii sau, in cazul persoanelor juridice sau entitatilor fara

automatically be paid by bank transfer, through Depozitarul Central, into the Participants' accounts, on the Payment Date, without additional documents, if those shareholders have not expressed and communicated to the Participant the deferred payment option, as defined in section II.1 below (option communicated by the Participant to Depozitarul Central within the report on the Registration Date).

2. By bank transfer to the accounts of the shareholders not represented by participants, accounts communicated to Depozitarul Central

2.1 Depozitarul Central will distribute dividends to shareholders by bank transfer to the shareholders which are not represented by Participants, shareholders who transmit the documents mentioned in Annex 1, Item A, to Depozitarul Central. The documents must be provided to Depozitarul Central until July 12th, 2016.

2.2 In the event that a bank payment refusal is received (e.g. account closed), Depozitarul Central shall inform the shareholder which is not represented by a Participant of the circumstances, and the respective dividends will be redirected for cash payment. The respective shareholders not represented by Participants will be able to raise dividends according to item 3.1 below or to instruct BRD to make the payment into the relevant bank account, as per section 3.2 below.

2.3 If there are shareholders unrepresented by the Participant, who opt for dividend payment by bank transfer after Payment Date, transmitting the documents listed in Annex 1, item A, Depozitarul Central will verify if those shareholders cashed the dividends. If the dividends have not been cashed, Depozitarul Central will block their cash payment (for individuals) and will instruct payment by bank transfer within 3 days after blocking or, in case of legal persons or entities without legal

personalitate juridica, in termen de 3 zile de la data notificarii cu privire la noul cont bancar.

3. Prin intermediul BRD

3.1 Distributia dividendelor in **numerar** se va face prin intermediul ghiseelor BRD catre actionarii persoane fizice nereprezentati de Participant, cu respectarea prevederilor legale incidente platilor in numerar, cu exceptia acelor care opteaza pentru plata prin virament bancar in conditiile prevazute in prezentul comunicat.

3.2 Distributia dividendelor prin **virament bancar** se va face prin intermediul ghiseelor BRD, catre actionarii nereprezentati de Participant, persoane fizice si juridice sau entitati fara personalitate juridica care nu au cont deschis la Participant. Actionarii persoane fizice si juridice sau entitati fara personalitate juridica care doresc plata dividendelor prin transfer bancar pot solicita BRD plata prin virament bancar prezentand la ghiseele bancii documentele suport mentionate in Anexa 1, punctul B.

3.3 **Lista unitatilor BRD este disponibila pe site-ul BRD** <https://www.brd.ro/instrumente-utile/agentii-si-atm-uri>, acest link fiind disponibil si pe site-ul <http://www.electrica.ro>, sectiunea *Investitori > Actiuni și Acționari > Dividende*, la urmatoarea adresa <http://www.electrica.ro/investitori/actiuni-si-actionari/dividende/>.

II. OPTIUNEA DE PLATA SI POSIBILITATEA DE A BENEFICIA DE PREVEDERI FISCALE MAI FAVORABILE

1. Optiunea de plata

1.1 Actionarii care au cont deschis la Participant pot opta pentru urmatoarele tipuri de plati, exprimand optiunea catre Participantul relevant care va comunica Depozitarului Central in cadrul raportarii de la Data de Inregistrare:

- (a) plata dividendelor cu retinerea impozitului standard din Romania la Data Platii;

personality, within 3 days after notification of the new bank account.

3. Through BRD

3.1 Distribution of dividends in **cash** will be made through BRD counters in the case of individual shareholders which are not represented by Participants, observing the legal provisions on cash payments, except for those individual shareholders who choose the payment by bank transfer as per the procedure provided by this announcement.

3.2 Distribution of dividends by **bank transfer** will be made through BRD counters in the case of shareholders not represented by the Participants, individuals and legal entities or entities without legal personality, which do not have accounts opened with Participants. Shareholders, individuals and legal entities or entities without legal personality, that want dividends payment by bank transfer may require BRD payment by bank transfer, submitting to the bank offices the supporting documents listed in Annex 1, item B.

3.3 **BRD units list is available on BRD's webpage** <https://www.brd.ro/en/useful-tools/agencies-and-atms>. This link is available on Electrica's website <http://www.electrica.ro>, in the *Investors > Shares and Shareholders > Dividends* section at the following address: http://www.electrica.ro/en/investors/shares-and-shareholders/dividende_en/.

II. PAYMENT OPTIONS AND THE POSSIBILITY TO RECEIVE MORE FAVOURABLE TAXATION PROVISIONS

1. Payment option

1.1 Shareholders who have an account opened with the Participant may opt for the following types of payments, expressing their option to the relevant Participant, who will communicate it to Depozitarul Central within the reporting on the Registration Date:

- (a) the payment of dividends by withholding standard tax in Romania on Payment Date;

(b) plata dividendelor cu rata de impozit retinuta in mod corespunzator, conform conventiilor de evitare a dublei impuneri, in baza documentatiei transmise de actionar catre Electrica, care va trebui sa fie receptionata de Electrica cel tarziu la data de 12 iulie 2016;

(c) amanarea platii dividendelor pentru o data ulterioara Datei Platii, in cursul anului 2016, in vederea acordarii catre actionari a posibilitatii de a beneficia de prevederi fiscale mai favorabile, dupa transmiterea documentatiei fiscale catre Electrica. Plata dividendelor se va efectua in cel mult zece zile lucratoare de la data primirii de catre Electrica a documentelor suport complete si corecte si a eventualelor clarificari solicitate. In cazul actionarilor pentru care Participantii nu au depus documentele suport pana la data de 30 noiembrie 2016, plata dividendelor se va efectua pe data de 21 decembrie 2016, cu retinerea cotei de impozit pe dividende standard in vigoare prevazuta de Codul Fiscal Roman.

1.2 Actionarii nereprezentati de Participant pot utiliza optiunile de plata prevazute la pct. 1.1 de mai sus urmand a le comunica Electrica pana la data de 12 iulie 2016. Pentru exercitarea optiunii de la lit. 1.1(b), actionarii nereprezentanti de Participant vor transmite catre Electrica documentatia fiscala relevanta astfel incat aceasta sa fie receptionata de Electrica cel tarziu la data de 12 iulie 2016.

1.3 In cazul detinatorilor de certificate de depozit care au la baza actiuni suport emise de Electrica, fiecare dintre acestia poate utiliza optiunile prevazute la pct. 1.1 de mai sus, urmand a le comunica Electrica pana la data de 12 iulie 2016.

(b) the payment of dividends at the rate of tax properly withheld, under double taxation avoidance conventions, based on documentation submitted by the shareholder to Electrica, which will need to be received by Electrica no later than July 12th, 2016;

(c) dividends payment postponement to a later date than the Payment Date, in the year 2016, in order to give the shareholders the possibility to benefit from more favourable tax provisions, after sending tax documents to Electrica. Dividends payment will be made within ten days from receipt by Electrica of complete and correct supporting documents and of any requested clarifications. If shareholders for whom the Participants did not submit supporting documents until November 30th, 2016 dividends payment will be made on December 21st, 2016, after withholding tax rate on standard dividends in force, as provided by the Romanian Fiscal Code.

1.2 Shareholders not represented by Participants may also use the payment options provided in section 1.1 above, and will communicate them to Electrica until July 12th, 2016. In order to exercise the option of letter 1.1 (b), the shareholders not represented by Participants will transmit to Electrica the relevant tax documentation, so that it is received by Electrica no later than July 12th, 2016.

1.3 In the case of deposit certificates holders, which are based on underlying shares issued by Electrica, each of them may use the options provided in section. 1.1 above, by communicating it to Electrica until July 12th, 2016.

2. Posibilitatea de a beneficia de prevederi fiscale mai favorabile

2.1 Actionarii nerezidenti reprezentanti printr-un Participant care doresc aplicarea prevederilor mai favorabile ale unei conventii de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta, trebuie sa depuna certificatul de rezidenta fiscala valabil la Data Platii / emis in 2016, in termen de valabilitate, in original sau copie legalizata, apostilat/supralegalizat, daca este cazul, insotit/a de traducere autorizata in limba romana, precum si de detalii de contact pentru eventuale clarificari asupra certificatelor de rezidenta fiscala:

(a) pana la data de 12 iulie 2016 (data la care sa fie receptionate), in cazul in care nu au optat pentru plata amanata a dividendelor, la adresa Electrica SA, Str. Grigore Alexandrescu nr. 9 Sector 1, Bucuresti, cod postal 010621, in atentia Directiei Financiare. Electrica nu este responsabila de neaplicarea tratamentului fiscal mai favorabil menționat mai sus, in lipsa prezentarii in termenul mentionat a documentatiei si / sau a clarificarilor solicitate;

(b) pana cel tarziu la data de 30 noiembrie 2016 (data la care sa fie receptionate), in cazul in care au optat pentru plata amanata a dividendelor, la adresa Electrica SA, Str. Grigore Alexandrescu nr. 9 Sector 1, Bucuresti, cod postal 010621, in atentia Directiei Financiare.

Participantii vor mentiona in adresa de inaintare a documentelor fiscale mentionate mai sus faptul ca acestea se refera la actionari ai Electrica si la dividende aferente anului financiar 2015, cu indicarea listei acționarilor pentru care se depun documentele fiscale, lista care sa cuprindă: denumirea completa a acționarului (pentru cazurile unde denumirea din

2. The possibility to benefit from more favourable tax provisions

2.1 Non-resident shareholders represented by a Participant, who wish the application of more favourable tax provisions of a double taxation avoidance convention concluded between Romania and their country of residence, must submit tax residency certificate, valid on the date of payment / issued in 2016 within validity, in original or certified copy, apostilled/ super legalized, if necessary, accompanied by its authorized Romanian translation, as well as by contact details, for any clarifications on tax residency certificates:

(a) until July 12th, 2016 (date to be received) if they have not opted for deferred payment of dividends, at Electrica SA, 9 Grigore Alexandrescu Str.. district 1, Bucharest, postal code 010621, to the attention of the Financial Department. Electrica is not responsible for non-application of more favourable tax treatment mentioned above, in lack of submission within the specified term of the requested documentation and / or clarifications;

(b) no later than November 30th, 2016 (date to be received) if they have opted for deferred payment of dividends, at Electrica SA, 9 Grigore Alexandrescu Str., district 1, Bucharest, postal code 010621, to the attention of the Financial Department.

The Participants will mention in the address accompanying the tax documents submission, mentioned above, that they relate to shareholders of Electrica and to the dividends for the financial year 2015, indicating the list of shareholders for whom tax documents are submitted. This list must comprise: full name of shareholder (for cases where the name

Registrul Actionarilor este diferita de cea mentionata in documentele fiscale, se vor prezenta in rubrica „Alte observatii” motivele/explicatiile acestor diferente), codul de identificare a actionarului in conformitate cu codul de identificare transmis Depozitarului Central (NIN), numar de actiuni detinute la Data de Inregistrare (12 iulie 2016), alte observatii (inclusiv indicarea actionarilor care reprezinta fonduri de pensii nerezidente astfel cum sunt ele definite in legislatia statului membru al Uniunii Europene sau in unul dintre statele AELS)).

2.2 In cazul actionarilor nerezidenti reprezentati printr-un Participant, Electrica va retine impozitul pe dividende din dividendul brut in cota standard in vigoare prevazuta de Codul Fiscal Roman daca:

- (a) nu au optat pentru plata amanata si nu au transmis certificatul de rezidenta fiscala (inclusiv documentele prevazute la pct. 1.2. din Anexa 1, punctul A, referitoare la fondurile de pensii nerezidente) si eventualele clarificari solicitate, pana la data de 12 iulie 2016 (data la care sa fie receptionate);
- (b) au optat pentru plata amanata, dar nu au transmis cel tarziu pana la data de 30 noiembrie 2016 (data la care sa fie receptionate), certificatul de rezidenta fiscala (inclusiv documentele prevazute la pct. 1.2. din Anexa 1, punctul A, referitoare la fondurile de pensii nerezidente) si eventualele clarificari solicitate.

2.3 Detinatorii de certificate de depozit nerezidenti care doresc aplicarea prevederilor mai favorabile ale unei conventii de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta, trebuie sa se asigure ca Electrica primeste, certificatul de rezidenta fiscala valabil la Data Platii / emis in 2016, in termen de

from the Shareholders' Register is different from the one mentioned in the tax documents, will be submitted in the column "Other observations" reasons/ explanations for these differences), the shareholder identification code, in accordance with the identification code sent to Depozitarul Central (NIN), number of shares held on the Registration Date (July 12th, 2016), other observations (including the indication of shareholders representing non-resident pension funds as defined in European Union Member State legislation or in one of the EFTA States)).

2.2 In case of non-resident shareholders represented by a Participant, Electrica will withhold dividend tax from gross dividend in the standard rate in force provided by the Romanian Fiscal Code if:

- (a) They have not opted for deferred payment and have not submitted tax residency certificate (including documents specified in section 1.2. of Annex 1, item A, on non-resident pension funds) and any clarifications required, until July 12th, 2016 (date to be received);
- (b) They have opted for deferred payment but have not submitted no later than on November 30th, 2016 (date to be received), certificate of tax residency (including documents mentioned in item. 1.2. of Annex 1, item A, for non-resident pension funds) and any clarifications requested.

2.3 Non-resident deposit certificates holders, who wish the application of more favourable provisions of a double taxation avoidance convention concluded between Romania and their country of residence, must ensure that Electrica gets the tax residence certificate valid on the date of payment / issued in 2016 within

valabilitate, in original sau copie legalizata, apostilat/supralegalizat, daca este cazul, insotit/a de traducere autorizata in limba romana, precum si detalii de contact pentru eventuale clarificari asupra certificatelor de rezidenta fiscala:

- (a) astfel incat Electrica sa receptioneze certificatul cel tarziu la data de 12 iulie 2016, in cazul in care nu au optat pentru plata amanata a dividendelor, la adresa Electrica SA, Str. Grigore Alexandrescu nr. 9, Sector 1, Bucuresti, cod postal 010621, in atentia Directiei Financiare. Electrica nu este responsabila de neaplicarea tratamentului fiscal mai favorabil mentionat mai sus, in lipsa prezentarii in termenul mentionat a documentatiei si / sau a clarificarilor solicitate;
- (b) astfel incat Electrica sa receptioneze certificatul cel tarziu la data de 30 noiembrie 2016, in cazul in care au optat pentru plata amanata a dividendelor, la adresa Electrica SA, Str. Grigore Alexandrescu nr. 9, Sector 1, Bucuresti, cod postal 010621, in atentia Directiei Financiare.

Electrica va efectua plata dividendelor catre detinatorii de certificate de depozit cu rata de impozit retinuta in mod corespunzator conform conventiilor de evitare a dublei impuneri, in masura in care primeste documentatia fiscala relevanta conform prevederilor de mai sus, precum si lista detinatorilor de certificate de depozit inregistrati la Data de Inregistrare, intocmita de depozitarul certificatelor de depozit, din care sa rezulte corespondenta intre documentele fiscale transmise catre Electrica si identitatea detinatorilor de certificate de depozit inregistrati in aceasta calitate la Data de Inregistrare.

its validity, in original or certified copy, apostilled / super legalized, if necessary, accompanied by its Romanian authorized translation, as well as by contact details, for any clarifications on tax residency certificates:

- (a) so that Electrica receives the certificate no later than July 12th, 2016, if they have not opted for deferred payment of dividends, at Electrica SA, 9 Grigore Alexandrescu Str., District 1, Bucharest, postal code 010621, to the attention of the Financial Department. Electrica is not responsible for more favourable tax treatment mentioned above, in lack of submission within the term specified of the requested documentation and/ or clarifications;
- (b) so that Electrica receives the certificate no later than November 30th, 2016, if they have opted for deferred payment of dividends, at Electrica SA, Str. Grigore Alexandrescu. 9 district 1, Bucharest, postal code 010621, to the attention of the Financial Department.

Electrica will pay dividends to holders of deposit certificates, with tax rate properly withheld, according to double taxation avoidance conventions, to the extent that Electrica receives the relevant tax documentation as specified above, as well as the list of registered holders of deposit certificates on Registration Date, compiled by the depository of deposit certificates, proving the correlation between tax documents sent to Electrica and identity of deposit certificates holders registered as such on the Registration Date.

Adresa de inaintare a documentelor fiscale mentionate mai sus trebuie sa mentioneze faptul ca acestea se refera la detinatorii de certificate de depozit avand la baza actiuni suport emise de Electrica si la dividende aferente anului financiar 2015, cu indicarea listei detinatorilor de certificate de depozit pentru care se depun documentele fiscale, lista care sa cuprinda: denumirea completa a detinatorului de certificate de depozit, numar de certificate de depozit detinute la Data de Inregistrare (12 iulie 2016), alte observatii care sa permita corelarea intre documentele fiscale si identitatea detinatorului de certificate de depozit).

2.4 In cazul detinatorilor de certificate de depozit avand la baza actiuni suport emise de Electrica nerezidenti, Electrica va retine impozitul pe dividende din dividendul brut in cota standard in vigoare prevazuta de Codul Fiscal Roman daca:

- (a) nu au optat pentru plata amanata si nu au transmis certificatul de rezidenta fiscala (inclusiv documentele prevazute la pct. 1.2. din Anexa 1, punctul A, referitoare la fondurile de pensii nerezidente) si eventualele clarificari solicitate, astfel incat acesta sa fie receptionat de Electrica cel tarziu la data de 12 iulie 2016;
- (b) au optat pentru plata amanata, dar nu au transmis certificatul de rezidenta fiscala (inclusiv documentele prevazute la pct. 1.2. din Anexa 1, punctul A, referitoare la fondurile de pensii nerezidente) si eventualele clarificari solicitate astfel incat acesta sa fie receptionat de Electrica cel tarziu la data de 30 noiembrie 2016,

2.5 Actionarii nerezidenti care nu au cont deschis la Participant care doresc aplicarea prevederilor mai favorabile ale conventiei de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta trebuie sa prezinte, pana la 12 iulie 2016 (data la care trebuie sa fie receptionat de Electrica), certificatul de rezidenta fiscala

The submission address of tax documents mentioned above must mention that they refer to holders of deposit certificates issued based on Electrica shares and to dividends for the financial year 2015, and must provide a list of deposit holders for whom tax documentation is submitted. The list must include: full name of deposit certificates holder, number of deposit certificates held on Registration Date (July 12th, 2016), other observations enabling the correlation between tax documents and identity of the deposit certificates holder).

2.4 In the case of non-resident deposit certificates holders, based on support shares issued by Electrica, Electrica will withhold dividend tax from the gross dividend in the standard rate in force provided by the Romanian Fiscal Code if:

- (a) They have not opted for deferred payment and have not submitted tax residency certificate (including documents specified in section 1.2. of Annex1, item A on non-resident pension funds) and any clarifications required, so that it is received by Electrica no later than July 12th, 2016;
- (b) They opted for deferred payment but have not submitted tax residency certificate (including documents specified in section 1.2. of Annex 1, item A on non-resident pension funds) and any clarifications requested so that it is received by Electrica no later than November 30th, 2016,

2.5 Non-resident shareholders who do not have accounts opened with a Participant, who wish the application of more favourable provisions of double taxation avoidance convention, concluded between Romania and their country of residence, must submit until July 12th, 2016 (the date on which must be received by

valabil la Data Platii / emis in 2016, in termen de valabilitate, in original sau copie legalizata, apostilat / supralegalizat, daca este cazul, insotit/a de traducere autorizata in limba romana, precum si detalii de contact pentru eventuale clarificari asupra certificatelor de rezidenta fiscala (in cazul fondurilor de pensii nerezidente se vor depune si documentele prevazute la pct. 1.2. din Anexa 1, punctul A, referitoare la fondurile de pensii nerezidente). Daca documentele mentionate anterior si eventualele clarificari solicitate nu sunt transmise impreuna cu cererea de plata a dividendelor prin virament bancar inainte de plata dividendelor, Electrica va retine impozitul pe dividende din dividendul brut in cota standard prevazuta de Codul Fiscal Roman in vigoare.

2.6 Actionarii nerezidenti care solicita aplicarea unei conventii de evitare a dublei impuneri incheiate intre Romania si tara lor de rezidenta vor specifica acest lucru in cererea de plata. De asemenea, actionarii nerezidenti care reprezinta fonduri de pensii, astfel cum sunt ele definite in legislatia statului membru al Uniunii Europene sau in unul dintre statele AELS, vor specifica acest aspect in cererea de plata.

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In situatia in care documentele suport mentionate in Anexa 1 sunt emise intr-o alta limba decat limba romana si / sau emise de autoritati straine, acestea trebuie insotite de traducerea legalizata in limba romana iar daca sunt emise de o autoritate straina acestea trebuie sa fie apostilate sau supralegalizate, dupa caz.

Titularul contului bancar in care se solicita transferul dividendelor poate fi doar actionarul.

Plata dividendelor cuvenite actionarilor Electrica pentru exercitiul financiar 2015 este supusa prevederilor generale in materia prescriptiei, fiind prescrisa incepand cu data de 18 iulie 2019, respectiv in termen de 3 ani de la data de 18 iulie 2016.

Electrica) tax residence certificate, valid on Date of Payment / issued in 2016, valid, original or certified copy, apostilled / super legalized, if necessary, accompanied by its Romanian certified translation, and by contact details for any clarification on tax residency certificates (in case of non-resident pension funds, the documents referred to in section 1.2. of Annex 1, item A on non-resident pension funds, will be submitted). If the aforementioned documents and any clarifications have not been submitted together with the request for payment of dividends by bank transfer before the payment of dividends, Electrica will withhold dividend tax from the gross dividend in the standard rate provided by the Romanian Fiscal Code in force.

2.6 Non-resident shareholders who request the application of double taxation avoidance convention, concluded between Romania and their country of residence, will specify this in the request for payment. Also, non-resident shareholders, representing pension funds, as defined in European Union Member State legislation or in one of the EFTA States, will specify this in the request for payment.

* *

If the supporting documents listed in Annex 1 are issued in a language other than Romanian and / or issued by foreign authorities, they must be accompanied by a legalized translation into Romanian and, if issued by a foreign authority, they must be authenticated by apostille or super legalized, as appropriate.

The holder of the bank account where the dividends transfer is requested may only be the shareholder.

Payment of dividends due to Electrica shareholders for the financial year 2015 is subjected to the general provisions in the matter of prescription, being prescribed starting on July 18th, 2019, respectively, within 3 years from July 18th, 2016.

BRD si Depozitarul Central, dupa caz, isi rezerva dreptul de a solicita actionarului / imputernicitului acestuia documente suplimentare in urma analizarii cererilor de plata a dividendelor Electrica.

Informatii suplimentare privind procedura de plata a dividendelor pot fi solicitate:

- la BRD la adresa de email titluri@brd.ro sau la urmatoarele numere de telefon: +4 021 200 8372, +4 021 200 8377 sau +4 021 200 8385.
- la Depozitarul Central la adresa de email dividende@depozitarulcentral.ro, sau la urmatoarele numere de telefon : +4 021 408 5856, +4 021 408 5923.
- pentru alte tipuri de intrebari referitoare la dividende sau actiuni Electrica, va rugam sa accesați site-ul societatii www.electrica.ro, sectiunea *Investitori > Acțiuni și Acționari > Dividende*, sau sa contactati departamentul de relatii cu investitorii din cadrul Electrica la adresa de email ir@electrica.ro.

De asemenea, Electrica va publica o lista de raspunsuri la intrebari frecvente referitoare la plata dividendelor pe site-ul www.electrica.ro, la sectiunea *Investitori > Acțiuni și Acționari > Dividende*, la urmatoarea adresa <http://www.electrica.ro/investitori/actiuni-si-actionari/dividende/>.

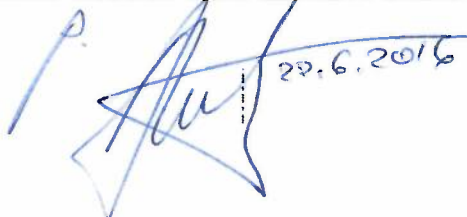
BRD and Depozitarul Central, as applicable, reserve the right to require the shareholder / its representative additional documents, after analysing its Electrica dividend payment applications.

Additional information on the procedure for dividends payment may be requested:

- at BRD, at e-mail address titluri@brd.ro or at the following phone numbers: +4 021 200 8372, +4 021 200 8377 or +4 021 200 8385.
- At Depozitarul Central, at e-mail address dividende@depozitarulcentral.ro, or at the following phone numbers : +4 021 408 5856, +4 021 408 5923.
- For other questions regarding dividends or shares of Electrica, please visit the company website www.electrica.ro, in the section *Investors > Shares and Shareholders > Dividends*, or contact our Investor Relations department at email address ir@electrica.ro.

Also, Electrica will publish a list of answers to frequently asked questions regarding the dividend payment on website www.electrica.ro, in the section *Investors > Shares and Shareholders > Dividends* section, at the following address: http://www.electrica.ro/en/investors/shares-and-shareholders/dividende_en/

Iuliana Andronache
Director General / Chief Executive Officer



Anexe la Comunicatul privind modalitățile de plată a dividendelor aferente anului 2015

ANEXA 1 – DOCUMENTE SUPTOR PENTRU PLATA DIVIDENDELOR

ANEXA 1, PUNCTUL A: Documente suport pentru plata dividendelor prin virament bancar în contul comunicat Depozitarului Central

ANEXA 1, PUNCTUL B: Documente suport pentru plata dividendelor în numerar/ prin virament bancar, pentru plăți instructate BRD

ANEXA 1, PUNCTUL C: ALTE PREVEDERI

ANEXA 2: FORMULARE

ANEXA 2, PUNCTUL A: Formular colectare cod IBAN

ANEXA 2, PUNCTUL B: Cerere de plată prin virament bancar a dividendelor nete distribuite de Societatea Energetică Electrica SA – Persoane fizice

ANEXA 2, PUNCTUL C: Cerere de plată prin virament bancar a dividendelor nete distribuite de Societatea Energetică Electrica SA – Persoane juridice / alte entități

Annexes to the Announcement regarding the 2015 dividends payment method

ANNEX 1: SUPPORT DOCUMENTS FOR DIVIDENDS PAYMENT

ANNEX 1, ITEM A: Support documents for dividends payment by bank transfer in the account communicated to the Depozitarul Central

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ANNEX 2: FORMS

ANNEX 2, ITEM A: IBAN collection form

ANNEX 2, ITEM B: Payment request by bank transfer form of the net dividends distributed by Societatea Energetică Electrica SA – Individuals

ANNEX 2, ITEM C: Payment request by bank transfer form of the net dividends distributed by Societatea Energetică Electrica SA – Legal persons / other entities

ANEXA 1 – DOCUMENTE SUPORT PENTRU PLATA DIVIDENDELOR

ANEXA 1, PUNCTUL A

(A) Documente suport pentru plata dividendelor prin virament bancar in contul comunicat Depozitarului Central

1.1 Actionarii persoane fizice, personal sau prin reprezentant legal sau conventional, vor prezenta Depozitarului Central formularul de colectare cod IBAN, in care se vor preciza banca si contul (cod IBAN) deschis pe numele actionarului (modelul este atasat prezentului comunicat ca Anexa 2, Punctul A, fiind disponibil si pe site-ul Depozitarului Central - www.depozitarulcentral.ro si al Electrica - www.electrica.ro), insotit de:

- (a) copia actului de identitate valabil in care sa fie lizibil codul numeric personal, certificata de titular „conform cu originalul”;
- (b) extras de cont sau un document eliberat de banca (semnat si stampilat) prin care se confirma existenta contului pe numele actionarului, cu precizarea codului IBAN, in original;
- (c) copia documentelor care atesta calitatea semnatarului cererii de reprezentant legal sau conventional, daca este cazul; certificata de titular „conform cu originalul”;
- (d) copia dovezii platii tarif colectare cod IBAN (in cazul in care documentele sunt transmise catre Depozitarul Central). Tariful de inregistrare a codului IBAN utilizat pentru efectuarea platilor prin virament bancar pentru actionari persoane fizice este de 5 Lei si se percepe pe solicitare.

1.2 Actionarii persoane juridice, prin reprezentant legal sau conventional, vor prezenta Depozitarului Central formularul de colectare cod IBAN in care se precizeaza banca si contul (cod IBAN) deschis pe numele actionarului (modelul este atasat prezentului comunicat ca

ANNEX 1: SUPPORT DOCUMENTS FOR DIVIDENDS PAYMENT

ANNEX 1, ITEM A

(A) Support documents for dividends payment by bank transfer in the account communicated to Depozitarul Central

1.1 Shareholders, who are individuals, in person or by legal or conventional representative, will submit to the Depozitarul Central the IBAN collection form, which specifies the bank and the account (IBAN code) opened in the name of shareholder (form is attached to this announcement as Annex 2, Item A, being also available on the website of the Depozitarul Central - www.depozitarulcentral.ro and on Electrica’s website www.electrica.ro), accompanied by:

- (a) copy of a valid ID card, with legible personal identification code, and the holder must certify "according to the original";
- (b) bank statement or a document issued by the bank (signed and stamped), confirming the existence of the account on behalf of the shareholder, mentioning the IBAN code, in original;
- (c) copy of documents proving the capacity of the application signatory, as legal or conventional representative, if necessary; the holder must certify "according to the original";
- (d) copy of payment proof for the IBAN collection rate (if the documents are submitted to Depozitarul Central). IBAN registration fee used for making payments by bank transfer for individual shareholders is RON 5 and perceived per request.

1.2. Shareholders, who are legal persons, by legal or conventional representative, will submit to the Depozitarul Central the IBAN collection form, in which the bank and the account (IBAN code) opened in the name of shareholder are mentioned (form is attached to this announcement as Annex 2, Item A, available on website of

Anexa 2, punctul A, fiind disponibil si pe site-ul Depozitarului Central www.depozitarulcentral.ro si al Electrica - www.electrica.ro) insotit de:

- (a) copie a certificatului de inmatriculare; certificata de titular „conform cu originalul”;
- (b) copie dupa documentul care atesta calitatea de reprezentant legal al societatii (certificat constatator emis de registrul comertului/entitatea echivalenta – pentru entitatile de nationalitate straina); certificata de titular „conform cu originalul”;
- (c) copia documentelor care atesta calitatea de reprezentant conventional a semnatarului cererii, daca este cazul; certificata de titular „conform cu originalul”;
- (d) extras de cont sau un document eliberat de banca (semnat si stampilat) prin care se confirma existenta contului pe numele titularului - persoana juridica, cu precizarea codului IBAN, in original;
- (e) in cazul fondurilor de pensii, (i) copie act de identitate al reprezentantului legal al societatii de administrare a fondului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini; (ii) copie certificat constatator al societatii de administrare a fondului/ alt document echivalent, nu mai vechi de 3 luni de zile, care sa mentioneze reprezentantul legal al societatii de administrare a fondului; (iii) copie certificat inregistrare/ alt document echivalent pentru societatea de administrare a fondului; (iv) copie decizie a autoritatii de reglementare care sa ateste autorizarea societatii de administrare a fondului si a fondului de pensii; iar in cazul fondurilor de pensii nerezidente (v) certificat de rezidenta fiscala, in original sau in copie legalizata, apostilat/supralegalizat, daca este cazul, insotit de traducerea autorizata in limba

Depozitarul Central www.depozitarulcentral.ro, also on Electrica website www.electrica.ro), accompanied by:

- (a) copy of the registration certificate - holder must certify "according to the original";
- (b) copy of the document certifying the capacity of the company's legal representative (certificate issued by the Trade Register / equivalent entity for entities of foreign nationality); holder must certify "according to the original";
- (c) copies of documents certifying the quality of the conventional representative of the application signatory, if necessary; holder must certify "according to the original";
- (d) bank statement or a document issued by the bank (signed and stamped) confirming the existence of the account on the holder's name - a legal entity, specifying the IBAN, in original;
- (e) in the case of pension funds, (i) copy of the identity card of the fund management company's legal representative, valid card/ ID card with PIN for Romanian citizens or passport with ID number for foreigners; (ii) copy of the fund management company's extract certificate / other equivalent, not older than 3 months, stating the legal representative of the fund management company; (iii) copy of registration certificate / equivalent document for the fund management company; (iv) copy of the decision of the regulatory authority attesting authorization of the fund management company and the pension fund; and in the case of non-resident pension funds (v) tax residency certificate, original or certified copy, apostilled / super legalized, if necessary, accompanied by its Romanian certified translation, an affidavit of legal representatives of the administration fund stating that the authorization of the fund

romana, o declaratie pe proprie raspundere a reprezentantului legal al societatii de administrare a fondului care sa ateste ca autorizarea societatii de administrare a fondului si a fondului de pensii este valabila la data efectuarii platii, daca reprezinta fonduri de pensii astfel cum sunt ele definite in legislatia statului membru al Uniunii Europene sau in unul dintre statele AELS, si daca sunt disponibile, informatii cu privire la site-ul oficial al autoritatii de reglementare din tara de origine unde poate fi verificat statutul de fond de pensii;

management company and the pension fund is valid on the date of payment if the pension fund is as defined in European Union Member State legislation or in one of the EFTA States and, if available, information on the official website of the regulator in the home country where pension fund status can be verified;

- (f) copia dovezii platii tarif colectare cod IBAN (in cazul in care documentele sunt transmise catre Depozitarul Central). Tariful de inregistrare a codului IBAN utilizat pentru efectuarea platilor prin virament bancar pentru actionar persoana juridica este de 10 Lei si se percepe pe solicitare.
- (f) a copy of proof of the IBAN collection rate payment (if the documents are submitted to Depozitarul Central). IBAN registration fee used for making payments via bank transfer to the shareholder legal person is RON 10 for legal person shareholder/ and is perceived per request.
- 1.3. Formularele de colectare cod IBAN se vor transmite prin posta la adresa: Depozitarul Central SA – Bucuresti, Bd. Carol I nr. 34 - 36, sector 2 sau vor fi depuse la sediul Depozitarului Central.
- 1.3. IBAN collection forms should be mailed to: Depozitarul Central SA - Bucharest, Bd. Carol I nr. 34-36, district 2, or they may be submitted directly at the HQ of Depozitarul Central.
- 1.4. Depozitarul Central verifica documentatia transmisa de actionari potrivit celor mentionate la punctul 1.1, respectiv 1.2 de mai sus, iar in cazul in care documentatia nu este completa solicita completarea acesteia.
- 1.4. Depozitarul Central verifies the documentation submitted by shareholders according to the provisions mentioned in paragraphs 1.1 and 1.2 above, and if the documentation is not complete, requests its completion.
- 1.5. In cazul in care se doreste plata prin virament bancar in Data Platii, formularele de colectare cod IBAN trebuie receptionate de catre Depozitarul Central cu cel putin 4 zile anterior Datei Platii.
- 1.5. If payment by bank transfer on payment Date is required, IBAN code collection forms must be received by Depozitarul Central at least 4 days prior to the payment date.
- 1.6. In cazul formularelor de colectare cod IBAN receptionate ulterior termenului prevazut la punctul 1.5 de mai sus devin aplicabile prevederile sectiunii I. pct. **Error! Reference source not found.** din prezentul comunicat. Depozitarul Central va lua in considerare formularele de colectare cod IBAN receptionate cel mai tarziu cu 3 zile anterior datei-limita de distribuire a dividendelor indicata in Formularul de comanda.
- 1.6. In case of IBAN code collection forms, received after the deadline stipulated in section 1.5 above, the provisions of Section I. item 2.3 of this announcement become applicable. Depozitarul Central will take into consideration the IBAN code collection forms received at least 3 days prior to the dividends distribution deadline, indicated in the order form.

ANEXA 1, PUNCTUL B

ANNEX 1, ITEM B

(B) Documente suport pentru plata dividendelor in numerar / prin virament bancar, pentru plati instructate BRD

(B) Support documents for dividends payment by bank transfer, instructed to BRD

(1) Lista de documente necesare incasarii/virarii sumelor cuvenite actionarilor persoane fizice - plati procesate in numerar/virament la ghiseele BRD

(1) List of documents, necessary to cash/transfer sum inhered to the shareholders, individuals, payments processed in cash/bank transfer at BRD counters

1.7 In calitate de actionar persoana fizica rezidenta:

- act de identitate avand in scris codul numeric personal (C.N.P.), in original + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD); identificarea actionarului de catre BRD se va face pe baza informatiei regasite in campul rezervat CNP .

1.1 Resident shareholder, individual:

- identity card with PIN, in original + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD); shareholder's identification by BRD is made based on information found in PIN column.

1.8 In calitate de actionar persoana fizica nerezidenta:

- pasaport a carui serie si numar trebuie sa corespunda cu cele cu care este inregistrat actionarul in evidentele Depozitarului Central, in original + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD).

1.2 Non-resident shareholder, individual:

- passport, whose series and number must correspond to the shareholder's information registered within Depozitarul Central, in original + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD).

1.9 In calitate de reprezentant legal (in speta tutore / parinte) al actionarului persoana fizica avand varsta sub 14 ani:

- actul de identitate al tutorelui /parintelui (in original) + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD);
- certificatul de nastere (in original) al actionarilor care trebuie sa aiba in scris C.N.P.-ul + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD);
- actul juridic ce instituie tutela in cazul tutorelui care nu este unul dintre parinti

1.3 As legal representative (namely legal guardian/parent) of an individual shareholder, under 14 years old:

- legal guardian's / parent's identity card, in original + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD);
- birth certificate, in original, of shareholders, with PIN + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD);
- legal document which proves the guardianship, for the guardian, who is not

+ 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD).

one of the parents + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD).

1.10 In calitate de curator al actionarilor persoane fizice avand instituita curatela:

1.4 As curator of shareholders, individuals, with trusteeship:

- actul de identitate al curatorului (in original) + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD);
- actul de identitate (in original) al actionarului avand in scris codul numeric personal (C.N.P.) + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD);
- actul juridic ce instituie curatela (in original) + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD)

- curator's birth certificate (in original) + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD);
- shareholder's identity card, in original, with PIN, + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD).
- legal document which proves the trusteeship + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD).

1.11 In calitate de imputernicit al actionarilor persoane fizice:

1.5 As empowered of the shareholders, individuals:

- procura speciala autentificata la notariat (in original) care cuprinde imputernicirea de ridicare a dividendelor eliberata cu nu mai mult de 3 ani anteriori datei in care se efectueaza plata, cu exceptia cazului in care imputernicirea are un termen de valabilitate mai mare de 3 ani si este valabila la data la care se efectueaza plata + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD);
- actul de identitate al imputernicitului avand in scris codul numeric personal (C.N.P.), in original + 1 fotocopie certificata pentru conformitate cu originalul (fotocopia se va efectua pe loc si se retine de catre BRD).

- special notarized empowerment, in original, that includes the empowerment to collect the dividends, issued no later than 3 years prior to the payment date, except for empowerments with a validity of more than 3 years, valid on the payment date + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD);
- the empowered person's identity card, with PIN, in original + 1 photocopy certified for conformity with the original (photocopy will be performed instantly and retained by BRD).

Nota 1: In cazul coproprietarilor, platile se vor procesa sub conditia prezentarii la ghiseu a tuturor coproprietarilor, personal sau prin reprezentant legal si/sau conventional.

Nota 2: Documentele prezentate intr-o limba straina vor fi insotite de traducerea legalizata in limba romana iar daca sunt emise de o autoritate straina acestea trebuie sa fie apostilate sau supralegalizate, dupa caz.

Nota 3: BRD va putea realiza plati in numerar in limita sumelor stabilite in legislatia aplicabila (ex: conform Legii nr. 70/2015, in vigoare incepand cu data de 8.05.2015, platile/ incasarile realizate in numerar pot fi efectuate numai in limita unui plafon zilnic de 10.000 lei).

Nota 4: In cazul platilor prin virament bancar in alte banci decat BRD la documentele de mai sus se anexeaza si extras de cont certificat de banca unde se solicita transferul dividendelor sau document doveditor emis de banca din care sa reiasa titularul contului bancar mai sus mentionat. **Titularul contului poate fi doar actionarul.** Formularele specifice reprezentand Cereri de plata prin virament bancar a dividendelor pe anul 2015, se gasesc pe situl <http://www.electrica.ro> si <https://www.brd.ro>.

1.12 Situatii exceptionale

Nu se vor efectua plati de dividende nete la ghiseu in urmatoarele cazuri:

- catre actionarii al caror CNP din actele prezentate la ghiseu nu concorda cu cel inregistrat in evidentele BRD si primite de la Depozitarul Central. Acestia vor fi indrumati catre Depozitarul Central;
- catre mostenitorii actionarilor, in baza certificatelor de mostenitor. Acestia vor fi indrumati catre Depozitarul Central;
- in orice alta situatie exceptionala, caz in care actionarii nereprezentati de Participant vor fi indrumati catre Depozitarul Central.

Note 1: In case of co-owners, the payments will be processed under the condition of the presence at the counter of all the co-owners, in personal or by legal and/or conventional representative.

Note 2: Documents submitted in a foreign language will be accompanied by an authenticated translation into Romanian and, if a foreign authority issued them, then they will be authenticated by apostille or super legalized, as applicable.

Note 3: BRD will be able to perform cash payments in the limit of sums established by the applicable legislations (e.g. according to Law no.70/2015, applicable starting on 8 May 2015, the cash payments/ receipts may be performed only within a daily limit of RON 10,000.

Note 4: In case of bank transfer payments to other banks, the above documents will have attached a bank statement certified by the bank where the dividends transfer is required or a document, issued by the bank, which confirms the bank account holder. **The account's holder can be only the shareholder. The specific forms representing.** Payment request by bank transfer of the 2015 distributed dividends may be found on the websites <http://www.electrica.ro> and <https://www.brd.ro>.

1.6 Exceptional situations

No net dividend payments will be made at the counter in the following cases:

- to the shareholders whose PIN of the documents submitted at the counter is inconsistent with the one mentioned in the BRD records and received from Depozitarul Central. They will be guided to Depozitarul Central;
- to the shareholder's heirs, based on heir certificates. They will be guided to Depozitarul Central;
- any other exceptional situation, in which case the shareholders not represented by the Participant will be guided to Depozitarul Central.

**(2) Lista de documente necesare incasarii/virarii
sumelor cuvenite actionarilor persoane
juridice - plati procesate in virament la
ghiseele BRD**

- certificatul de inmatriculare/inregistrare al persoanei juridice/entitatii in Registrul Comertului/ alt document echivalent care sa ateste inregistrarea persoanei juridice/entitatii la autoritatea competenta + 1 fotocopie care se va retine de catre BRD;
- act de identitate al reprezentantului legal sau, dupa caz, al mandatarului;
- certificatul constatator de la Registrul Comertului/ document echivalent emis de autoritatea competenta nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al societatii + 1 fotocopie care se va retine de catre BRD;
- procura notariala in original sau in copie legalizata (procura se va retine de catre BRD), daca este cazul.

Plata actionarilor persoane juridice se va efectua numai prin virament bancar.

In cazul platilor prin virament bancar in alte banci decat BRD la documentele de mai sus se anexeaza si extras de cont certificat de banca unde se solicita transferul dividendelor sau document doveditor emis de banca din care sa reiasa titularul contului bancar mai sus mentionat. Titularul contului poate fi doar actionarul.

**(2) List of documents necessary to
cash/transfer sums to legal entities
shareholders - payments processed by bank
transfer at BRD counters**

- registration certificate / registration of the legal person / entity within the Trade Register / other equivalent document attesting registration of legal person / entity to the competent authority + 1 photocopy which will be retained by BRD;
- identity card of the legal representative or, if applicable, of the empowered representative;
- ascertain certificate from the Trade Register / equivalent document issued by the competent authority, not older than 3 months, mentioning the legal representative + 1 photocopy which will be retained by BRD;
- notarized power of attorney in original or certified copy (power of attorney will be retained by BRD), if applicable.

Payment to the shareholders, legal entities, will be made only by bank transfer.

In case of payments by bank transfer in banks other than BRD, the above documents will also contain a certified bank statement, issued by the bank where the dividends transfer is requested or supporting document issued by the bank, confirming the bank account holder mentioned above. The account holder can be the shareholder only.

ANEXA 1, PUNCTUL C

ANNEX 1, ITEM C

(C) ALTE PREVEDERI

C) OTHER PROVISIONS

(1) Instrumente financiare detinute in coproprietate

1) Financial instruments held in co-ownership

In cazul instrumentelor financiare detinute in coproprietate de doi sau mai multi actionari, plata dividendelor se va realiza cu urmatoarele particularitati:

In case of financial instruments held in co-ownership by two or more shareholders, the dividends payment will be made with the following features:

- 1.1 In cazul platilor prin virament bancar in contul actionarilor nereprezentati de Participant, Depozitarul Central va vira dividendele cuvenite coproprietarilor in contul indicat de Electrica sau, in cazul in care aceasta informatie nu a fost furnizata Depozitarului Central, in contul indicat de catre toti coproprietarii in baza solicitarii comune adresata Depozitarului Central.
- 1.2 In cazul platilor la ghiseele BRD, platile se vor face in numerar sau virament (in functie de solicitarea actionarilor coproprietari) cu conditia ca toti coproprietarii sa se prezinte la BRD, personal sau prin reprezentant legal si / sau conventional si sa prezinte documentele prevazute la sectiunea 1 din Anexa 1, punctul B.
- 1.3 In cazul platilor in conturile Participantilor, dividendele cuvenite coproprietarilor vor fi virate Participantului ai carui clienti sunt.
- 1.4 In situatia in care coproprietarii solicita atat inregistrarea de catre Depozitarul Central a transferului direct de proprietate asupra instrumentelor financiare ca efect al iesirii din indiviziune, in conformitate cu Regimul juridic aplicabil, cat si plata directa catre fiecare dintre coproprietari conform numarului de instrumente dobandite in proprietate exclusiva, Depozitarul Central va bloca plata dividendelor si va informa Electrica cu privire la inregistrarea respectivului transfer de proprietate si numarul de instrumente financiare dobandite in proprietate exclusiva de catre fiecare dintre coproprietari. Electrica va calcula valoarea dividendelor corespunzatoare fiecarui fost coproprietar si va transmite Depozitarului Central informatiile pentru plata dividendelor catre fiecare dintre

- 1.1. In case of bank transfer payments to the account of shareholders not represented by a Participant, Depozitarul Central will transfer the dividends owed to the co-owners to the account indicated by Electrica or, if this information has not been provided to Depozitarul Central, into the account indicated by all the co-owners, based on a joint request addressed to Depozitarul Central.
- 1.2. In case of cash payments at BRD counters, payments will be made in cash or bank transfer, (depending on the request of the co-owners shareholders), provided that all co-owners come to BRD in person or through legal and / or conventional representative, and submit the documents referred to in section 1 of Annex 1, item B.
- 1.3. In case of payments into the participants' accounts, the dividends owed to the co-owners will be paid to the Participant, whose clients these are.
- 1.4. In the event that the co-owners require registration to Depozitarul Central of direct transfer of financial instruments ownership, as a result of exiting the tenancy, in accordance to the applicable legal regime, as well as direct payment to each of the co-owners according to the number of instruments acquired in exclusive property, Depozitarul Central will block payment of dividends and will inform Electrica on that transfer of ownership registration, also on number of financial instruments acquired in exclusive ownership by each co-owner. Electrica will calculate the dividend corresponding to each former co-owner and transmit the information to Depozitarul Central on each dividend payment, payment being made in accordance with this procedure, after the corresponding information was

acestia, plata urmand a se face conform prezentei proceduri, dupa ce datele corespunzatoare au fost comunicate BRD.

communicated to BRD.

(2) Actionari decedati

2.1 In cazul in care in documentele cuprinzand datele necesare efectuării plății dividendelor către acționari sunt incluse persoane decedate, iar mostenitorii acestora solicita atât înregistrarea transferului direct de proprietate asupra instrumentelor financiare ca efect al succesiunii, în conformitate cu Regimul juridic aplicabil, cât și plata dividendelor convenite, Depozitarul Central va bloca plata dividendelor convenite acționarului decedat și va informa Electrica cu privire la înregistrarea transferului de proprietate, identitatea mostenitorului / mostenitorilor și numărul de instrumente financiare dobândite în proprietate de acesta/acestia.

2.2 În situația în care urmare a efectuării transferului de proprietate ca efect al succesiunii instrumentele financiare sunt dobândite în coproprietate, devin aplicabile prevederile de la secțiunea 1 din Anexa 1, punctul C.

2.3 În situația în care urmare a efectuării transferului de proprietate mostenitorii dobândesc în proprietate exclusivă instrumentele financiare, Electrica va calcula valoarea dividendelor corespunzătoare fiecărui mostenitor și va transmite Depozitarului Central informațiile privind sumele convenite pentru plata dividendelor către fiecare dintre acestia, plata care se va realiza de către Depozitarul Central conform prezentei proceduri, după ce datele corespunzătoare au fost comunicate BRD.

(3) Limitari

Electrica nu va avea nicio răspundere în cazul în care plata de dividende nu va putea fi efectuată sau va fi efectuată cu întârziere din motive neimputabile Electrica, inclusiv, dar fără a se limita la, în cazul în care Electrica este notificată de instituirea unei preri asupra sumelor de bani reprezentând dividendele acționarului relevant sau dacă acționarul nu poate primi în numerar suma integrală reprezentând dividende ca urmare a depășirii oricărei limite legale cu privire la plata în numerar.

(2) Deceased shareholders

2.1. If the documents containing data required for payment of dividends to shareholders include deceased persons, and their successors require registration of direct transfer of ownership of financial instruments, as a result of the succession, in accordance to the applicable legal regime, as well as the payment of inherited dividends, Depozitarul Central will block payment of dividends inherited to shareholders and will inform Electrica on registration of transfer of ownership, heir / heirs identity, number of financial instruments acquired in ownership by it / them.

2.2. If, as result of the property transfer succession, financial instruments are acquired in ownership, provisions of section 1 of Annex 1, item C become applicable.

2.3. If, as the result of property transfer, heirs acquire in exclusive property the financial instruments, Electrica will calculate the dividend corresponding to each heir and Depozitarul Central will transmit information on the dividend payment amounts for each of them, that payment will be done by Depozitarul Central, according to actual procedure, after the corresponding information was communicated to BRD.

3) Limitations

Electrica will have no liability if the payment of dividends will not be made or will be made late for reasons beyond Electrica, including, but not limited to, if Electrica is notified of establishment of sequestration on amounts representing relevant shareholder dividends or if the shareholder may not receive cash dividends representing the full amount as a result of exceeding any legal limits on cash payment.

ANEXA 2, PUNCTUL A: FORMULAR COLECTARE COD IBAN

Subsemnatul/subscrisa, domiciliat/cu sediul in, str., nr., bl., sc., ap., sector/județ, identificat cu BI/CI/Pașaport seria nr. /inmatriculat la Registrul Comertului sub nr., C.N.P./CUI, prin prezenta **solicit ca plata oricaror sume de bani ce mi se cuvin ca urmare a calitatii mele de detinator de instrumente financiare la emitentii inregistrati în sistemul Depozitarului Central S.A. sa se efectueze în contul nr., deschis la Banca**

Declar că imi asum corectitudinea datelor furnizate si sunt de acord ca numarul de cont indicat mai sus sa fie inregistrat in baza de date a Depozitarului Central S.A. si sa fie folosit pentru a mi se distribui orice sume de bani ce mi se cuvin/mi se vor cuveni din relatia mea cu emitentii pentru care Depozitarul Central S.A. presteaza servicii de registru/servicii de distribuire sume de bani.

De asemenea, ma oblig sa comunic Depozitarului Central orice modificare a informatiilor legate de contul mai sus indicat, in caz contrar societatea Depozitarul Central S.A. fiind exonerata de orice raspundere cu privire la eventuale plati prin virament bancar efectuate in acest cont si esuate datorita modificarilor ce nu i-au fost aduse la cunostinta.

Am luat la cunostinta de toate drepturile prevazute de Legea nr. 677/2001 pentru protectia persoanelor cu privire la prelucrarea datelor cu caracter personal si libera circulatie a acestor date, cu modificarile si completarile ulterioare și sunt de acord ca datele legate de codul meu IBAN sa fie prelucrate de Depozitarul Central S.A.

Anexez:

Solicitant / Applicant: _____

Data:

Nume si Prenume: _____

Calitatea: _____

Semnatura/Stampila : _____

ANNEX 2, ITEM A: IBAN COLLECTION FORM

The undersigned / subscribed, residing / headquartered in, str. no., block, building, flat, District / county identified by IB / IC / Passport No series. / Registered at the Trade Register under no. CNP / CUI, hereby **request that payment of any sums of money that I owe as a result of holding financial instruments at the issuers registered within the Central Depository SA to be made to account no. opened at the Bank**

I declare that I assume the correctness of the data provided and agree that the account number indicated above are registered in the database of the Central Depository / Depozitarul Central SA and be used to distribute my money that I deserve / will deserve in my relationship with the issuers, or whom the Central Depository provides registry services / money distribution services.

Also, I undertake to communicate to the Central Depository any change of the account information indicated above, otherwise the society Depozitarul Central S.A. is exonerated from any liability regarding any payments by bank transfer made in this account and failed due to changes that have not been made aware.

I acknowledged all rights provided by Law no. 677/2001 on the protection of individuals, regarding the processing of personal data and the free movement of such data, with subsequent amendments, and agree that my IBAN code related data are processed by the Depozitarul Central S.A.

I attach:

Applicant: _____
Surname and name: _____
Quality: _____
Signature/Stamp: _____

Date: _____

- copie act de identitate in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

- copie incuviintare reprezentantului legal, in cazul actionarilor minori cu varste intre 14-18 ani

In calitate de **reprezentant legal/tutore al actionarului minor sub 14 ani**, anexez:

-copie act de identitate al reprezentantului legal/tutorelui, in termen de valabilitate carte/buletin de identitate pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

-copie certificat de nastere actionar, cu mentionarea CNP-ului

-copie document ce instituie tutela, daca este cazul.

In calitate de **acționar care NU are rezidenta fiscala*) in Romania**, anexez:

- copie act de identitate sau pasaport cu numar de identificare, in termen de valabilitate

In calitate de **împuternicit al actionarului**, anexez:

- procura specială notariala in original valabila la data platii (procura trebuie sa fie eliberata cu nu mai mult de 3 ani anterior datei platii sau un termen mai lung, daca acesta este precizat)

- copie act de identitate al îputernicitului in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini.

In calitate de **curator al actionarului persoana cu dizabilitati**, anexez:

- copie act juridic ce instituie curatela

- copii acte de identitate ale curatorului si ale actionarului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani si pasaport cu numar de identificare pentru cetatenii straini.

- copie act de identitate al actionarului in termen de valabilitate - carte/buletin de identitate cu CNP.

NOTA:

• Toate documentele suport inmanate la ghiseele bancare in copie simpla vor fi **certificate pentru conformitate cu originalul si semnate** de actionar/ imputernicitul acestuia. Suplimentar, **BRD va verifica si va certifica copiile documentelor prezentate de actionari cu documentele in original aduse de acestia la unitatile BRD.**

• **Titularul contului bancar** in care se solicita transferul dividendelor nete poate fi doar actionarul.

• Comisiunile bancare BRD pentru plata dividendelor nete in RON sunt suportate de Societatea Energetica Electrica S.A.

• **In situatia in care documentele suport sunt emise int-o alta limba decat limba romana, acestea trebuie depuse apostilate/supralegalizate, daca este cazul, si in traducere legalizata in limba romana.**

- copie of the approval of the legal representative, for shareholder – minor between 14-18 years

As **legal representative/tutor of a minor shareholder under 14 years**, I attach hereto:

-copy of the valid identity document of the legal representative/tutor - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens

-copy of the birth certificate of the shareholder, CNP mentioned

-copy of the document setting up the tutelage, if applicable.

As **shareholder who is NOT fiscaly resident*) in Romania**, I attach hereto:

- copie of the valid identity document or passport with identification number

As **proxy of the shareholder**, I attach hereto:

- original notarized special power of attorney, valid on payment date (the special power of attorney has to be relased 3 years before the payment date or a long term, if specified)

- copie of the proxy's valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

As **legal guardian of the shareholder person with disabilities**, I attach hereto

- copie of the legal document setting up the legal guardianship

- copies of the legal guardian's and of the shareholder valid identity documents - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens

- copie of the valid identity document - identity bulletin/card with CNP.

NOTE:

• All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder / its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.

• **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder.

• BRD' s banking commissions for the payment of the net dividends in RON are born by Societatea Energetica Electrica S.A.

• **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable, and in notarized translation into Romanian language as well.**

• **BRD shall make the payment of the net dividends in maximum two working days from the date of receiving by BRD**

● **BRD va efectua plata dividendelor nete în cel mult două zile lucratoare de la data primirii de către BRD a cererii de plată, însoțită de documentele suport complete și corecte și a eventualelor clarificări.** Data creditării conturilor bancare ale acționarilor depinde de circuitul interbancar și de lanțul de bănci corespondente.

● **Plata dividendelor nete convenite acționarilor Societății Energetice Electrica S.A. este supusă prevederilor generale în materia prescripției, fiind prescriptibilă în termen de 3 (trei) ani începând cu data stabilită de AGA pentru începerea plăților dividendelor.**

BRD își rezervă dreptul de a solicita documente suplimentare în urma analizării cererilor.

*) Definiția persoanei fizice rezidente și nerezidente, în sensul prevederilor Codului fiscal din România, este:

Persoană fizică rezidentă - orice persoană fizică ce îndeplinește cel puțin una dintre următoarele condiții:

- a) are domiciliul în România;
- b) centrul intereselor vitale ale persoanei este amplasat în România;
- c) este prezentă în România pentru o perioadă sau mai multe perioade ce depășesc în total 183 de zile, pe parcursul oricărui interval de 12 luni consecutive, care se încheie în anul calendaristic vizat;
- d) este cetățean român care lucrează în străinătate, ca funcționar sau angajat al României într-un stat străin.

Prin excepție de la prevederile lit. a) - d), nu este persoană fizică rezidentă un cetățean străin cu statut diplomatic sau consular în România, un cetățean străin care este funcționar ori angajat al unui organism internațional și interguvernamental înregistrat în România, un cetățean străin care este funcționar sau angajat al unui stat străin în România și nici membrii familiilor acestora;

Persoană fizică nerezidentă - orice persoană fizică care nu este persoană fizică rezidentă.

Telefon

E-mail:

Data:.....

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of the payment request accompanied by correct and complete supporting documents and any necessary clarifications requested. The date of the crediting of the bank accounts of the shareholders depends on the interbanking circuit and the chain of the correspondent banks.

● **The payment of the net dividends to which Societății Energetice Electrica S.A.'s shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

Following the analysis of the request, BRD reserves the right to request additional documents.

*) The definition of individual resident and non-resident person, as per the provisions of Romanian Fiscal Code is the following:

Resident individual person - any individual who satisfies at least one of the following conditions:

- a) the person has his or her domicile in Romania;
- b) the centre of the vital interests of the person is located in Romania;
- c) the person is present in Romania for a period or several periods exceeding in full 183 days during any period of 12 consecutive months ending in the calendar year in question;
- d) the person is a Romanian citizen who is serving abroad as an official or employee of Romania in a foreign state.

As an exception to the provisions of letter a) - d), a resident natural person shall not include a foreign citizen with diplomatic or consular status in Romania, a foreign citizen who is an official or employee of an international and intergovernmental organisation registered in Romania, a foreign citizen who is an official or employee of a foreign state in Romania or any members of the family of such foreign citizens;

Non-resident individual person - any individual who is not a resident natural person.

Telephone:.....

E-mail:.....

Date:.....

Signature:.....

..... sucursala
..... Statul in care este deschis
contul bancar

..... the state where the bank account is
opened

Anexez la prezenta cerere de plata a dividendelor nete prin virament bancar urmatoarele documente (bifati varianta potrivita cazului dvs):

Pentru **viramentele in alte banci decat BRD**, anexez:

-copie extras de cont certificat de banca unde se solicita transferul dividendelor sau document doveditor emis de banca din care sa reiasa titularul contului bancar mai sus mentionat

In calitate de **rezident fiscal *)in Romania**, anexez:

-copie act de identitate al reprezentantului legal sau dupa caz al mandatarului actionarului, in termen de valabilitate - carte/buletin de identitate cu CNP pentru cetatenii romani sau pasaport cu numar de identificare pentru cetatenii straini

-copie certificat de inregistrare al actionarului cu cod unic de inregistrare sau alt document echivalent care sa ateste inregistrarea actionarului la autoritatea competenta

-copie certificat constatator/document echivalent emis de autoritatea competenta nu mai vechi de 3 luni care sa mentioneze reprezentantul legal al actionarului

-procura speciala notariala in original sau copie legalizata

NOTA:

• Toate documentele suport inmanate la ghiseele bancare in copie simpla vor fi **certificate pentru conformitate cu originalul si semnate** de actionar/ imputernicitul acestuia. Suplimentar, **BRD va verifica si va certifica copiile documentelor prezentate de actionari cu documentele in original aduse de acestia la unitatile BRD.**

• **Titularul contului bancar** in care se solicita transferul dividendelor nete poate fi doar actionarul.

• Comisiunile bancare BRD pentru plata dividendelor nete in RON sunt suportate de Societatea Energetica Electrica S.A.

• **In situatia in care documentele suport sunt emise int-o alta limba decat limba romana, acestea trebuie depuse apostilate/supralegalizate, daca este cazul, si in traducere legalizata in limba romana).**

• **BRD va efectua plata dividendelor nete in cel mult doua zile lucratoare de la data primirii de catre BRD a cererii de plata, insotita de documentele suport complete si corecte si a eventualelor clarificari solicitate.** Data creditarii conturilor bancare ale actionarilor depinde de circuitul interbancar si de lantul de banci corespondente.

• **Plata dividendelor nete convenite actionarilor Societatii Energetice Electrica S.A. este supusa prevederilor generale in materia prescriptiei, fiind prescriptibila in termen de 3 (trei) ani incepand cu data de stabilita de AGA pentru inceperea platilor dividendelor.**

I attach to the present payment request form of the net dividends by bank transfer the following documents (check the appropriate option):

For **transfers in other banks than BRD**, I attach hereto:

- copy of the statement of account certified by the bank where the dividends are requested to be transferred or other document issued by the bank revealing the holder of the bank account mentioned above.

As **fiscal resident *) in Romania**, I attach hereto:

-copy of the valid identity documents of the legal representative or, as the case may be, of the proxy – the identity bulletin /card with CNP for the Romanian citizens or passport with identification number for foreign citizens copy of the valid identity document - identity bulletin/card with CNP for Romanian citizens or passport with identification number for foreign citizens.

-copy of the certificate of incorporation with fiscal identification code of the shareholder or equivalent attesting the registration of the shareholder with the competent authority

-copy of the ascertaining certificate issued by Trade Registry/ equivalent issued by the competent authority no older than 3 months mentioning the legal representative of the shareholder

-notarized special power of attorney in original or notarized copy

NOTE:

• All the supporting documents handed over to the bank desks in simple copy must be marked as certified true copy under the signature of the shareholder/its proxy. Additionally, BRD will verify and will certify the copy of the documents which are presented by the shareholders with the originals documents.

• **The holder of the bank account** in which the transfer of the net dividends is requested can only be the shareholder.

• BRD' s banking commissions for the payment of the net dividends in RON are born by Societatea Energetica Electrica S.A.

• **In case the supporting documents are issued in other language than Romanian, these must be submitted apostilled/supralegalized, if applicable and in notarized translation into Romanian language as well .**

• **BRD shall make the payment of the net dividends in maximum two banking days from the date of receiving by BRD of the payment request accompanied by correct and complete supporting documents and any necessary clarifications requested.** The date of the crediting of the bank accounts of the shareholders depends on the interbanking circuit and the chain of the correspondent banks.

• **The payment of the net dividends to which Societatii Energetice Electrica S.A's shareholders are entitled to are subject to the general statute of limitations, being prescriptible within three years starting with the date established by GMS to start the dividend payments.**

.• BRD isi rezerva dreptul de a solicita documente suplimentare in urma analizarii cererilor.

*) Definitia persoanei juridice rezidente si nerezidente, in sensul prevederilor Codului fiscal din Romania, este:

Rezident - orice persoană juridică română, orice persoană juridică străină având locul de exercitare a conducerii efective în România, orice persoană juridică cu sediul social în România, înființată potrivit legislației europene, și orice persoană fizică rezidentă.

Nerezident - orice persoană juridică străină, orice persoană fizică nerezidentă și orice alte entități străine, inclusiv organisme de plasament colectiv în valori mobiliare, fără personalitate juridică, care nu sunt înregistrate în România, potrivit legii.

Telefon

E-mail:

Data:.....

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.• Following the analysis of the request, BRD reserves the right to request additional documents.

*) The definition of a resident and non-resident legal entity, as per the provisions of Romanian Fiscal Code is the following:

Resident - any Romanian legal person, any foreign legal person having the place from where the actual management in Romania, any legal person with a registered head office in Romania, which has been established according to the European regulations, and any resident natural person.

Non-resident - any foreign legal person, any non-resident individual person and any other foreign entities, including collective investment organisms in securities, without legal personality, not registered in Romania, according to the law.

Telephone:.....

E-mail:.....

Date:.....

Signature:.....