


NOTĂ/ NOTE

AUTOR / AUTHOR	Numar /Number Entitate / Entity	Finance Division		
1.Referitor la/ Referring to	Descarcarea de gestiune a administratorilor pentru exercitiul financiar 2015 / Discharge of liability of the Directors for the fiscal year 2015			
2. Pentru / For		Aprobare / Approval	Avizare / Endorsement	Informare / Information
	CA / BoD		x	
	AGA/ GMS	x		
3. Hotărârea propusă Aprobarea descarcării de gestiune a administratorilor Electrica SA in functie in cursul exercitiului financiar 2015.	3. Proposed resolution draft Approval to discharge of liability of Electrica SA acting Directors during the fiscal year 2015			
4. Baza legala Art.111 alin (2) lit. d) din Legea Societatilor nr.31/1990, republicata, cu modificarile si completarile ulterioare, coroborate cu art. 13 alin. (3) lit. g) din Actul Constitutiv	4. Legal background Art.111 paragraph (2) letter d) of the Companies Law no. 31/1990 with subsequent amendments in conjunction with art. 13 paragraph (3) point g) of the Constitutive Act			
5. Continut In cursul exercitiului financiar 2015, Consiliul de administratie al Electrica SA a avut urmatoarea componenta: ✓ <i>In perioada 1 ianuarie 2015 – 17 noiembrie 2015:</i> <ul style="list-style-type: none"> • Dl. Victor Cionga – administrator neexecutiv • Dna. Arielle Malard de Rothschild – administrator neexecutiv • Dl. Michael Boersma – administrator neexecutiv • Dl. Cristian Busu – administrator neexecutiv • Dl. Victor Grigorescu – administrator neexecutiv. In data de 17 noiembrie 2015, ca urmare a nominalizării sale in calitate de membru al Guvernului, Ministru al Energiei, dl. Victor Grigorescu a renunțat la calitatea sa de membru al Consiliului de administratie al Electrica SA. ✓ <i>In perioada 19 noiembrie 2015 - 14 decembrie 2015:</i> <ul style="list-style-type: none"> • Dl. Victor Cionga – administrator 	5. Content During the fiscal year 2015, the Board of Directors of Electrica SA had the following structure: ✓ <i>During 1st January 2015 – 17th November 2015:</i> <ul style="list-style-type: none"> • Mr. Victor Cionga – non-executive director • Ms. Arielle Malard de Rothschild – non-executive director • Mr. Michael Boersma – non-executive director • Mr. Cristian Busu – non-executive director • Mr. Victor Grigorescu – non executive director. On 17 th November 2015, as a result of his nomination as a member of the Government, Minister of Energy, Mr. Victor Grigorescu renounced to the position of member of the Board of Directors of Electrica SA. ✓ <i>During 19th November 2015 – 14th December 2015:</i> <ul style="list-style-type: none"> • Mr. Victor Cionga – non-executive director 			

<p>neexecutiv</p> <ul style="list-style-type: none"> • Dna. Arielle Malard de Rothschild – administrator neexecutiv • Dl. Michael Boersma – administrator neexecutiv • Dl. Cristian Busu – administrator neexecutiv • Dna. Ioana Dragan – administrator neexecutiv provizoriu, respectiv pana la data de 14 decembrie 2015. <p>✓ <i>In perioada 14 decembrie 2015 – 31 decembrie 2015:</i></p> <ul style="list-style-type: none"> • Dna. Arielle Malard de Rothschild – administrator neexecutiv • Dl. Cristian Busu – administrator neexecutiv • Dna. Ioana Dragan – administrator neexecutiv • Dna. Corina Popescu – administrator neexecutiv • Dl. Bogdan Iliescu – administrator neexecutiv • Dl. Michael Boersma – administrator neexecutiv • Dl. Pedro Mielgo Alvarez – administrator neexecutiv. <p>In baza aprobarii situatiilor financiare si a Raportului prezentat de Consiliul de administratie, supunem aprobarii Adunarii Generale a Actionarilor Electrica SA descarcarea de gestiune a administratorilor in functie in cursul exercitiului financiar 2015.</p>	<ul style="list-style-type: none"> • Ms. Arielle Malard de Rothschild – non-executive director • Mr. Michael Boersma – non-executive director • Mr. Cristian Busu – non-executive director • Ms. Ioana Dragan – non-executive temporary Director, respectively until 14th December 2015. <p>✓ <i>During 14th December 2015 – 31st December 2015:</i></p> <ul style="list-style-type: none"> • Ms. Arielle Malard de Rothschild - non-executive director • Mr. Cristian Busu - non-executive director • Ms. Ioana Dragan - non-executive director • Ms. Corina Popescu - non-executive director • Mr. Bogdan Iliescu - non-executive director • Mr. Michael Boersma - non-executive director • Mr. Pedro Mielgo Alvarez - non-executive director. <p>Based on the approval of the financial statements and of the Annual Administrators' Report, the discharge of liability of Electrica SA acting Directors during the fiscal year 2015 is submitted for the General Meeting of Shareholders' approval.</p>
6. Avize (dupa caz):	Endorsements (as the case may be):
a. Financiar:	a. Financial:
b. Strategie:	b. Strategy:
c. Riscuri:	c. Risks :
7. Anexe	7. Annexes
Director executiv / Executive manager Director financiar / Financial Manager Iuliana Andronache Secretar General / General Secretary Mirela Dimbean-Creta	Semnatura/ Signature 
Avizatori/ Endorsement	Semnatura/ Signature
Autor / Author	Semnatura/ Signature