

**Societatea Energetica Electrica S.A.**  
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 CIF: RO 13267221, J40/7425/2000  
 Capital social: 3.459.399.290 RON  
 www.electrica.ro



Avizat/ Endorsed  
 CEO  
 Georgeta Corina Popescu

**NOTĂ/ NOTE**

|  |   |   |                                  |                                |
|--|---|---|----------------------------------|--------------------------------|
| <b>AUTOR /<br/>AUTHOR</b>  | Numar /Number: <i>7900-8718/13.09.2019</i><br>Entitate / Entity: Directia Financiara/Financial Division   |   |                                  |                                |
| <b>1.Referitor la/<br/>Referring to</b>  | Nota de informare privind intervenirea prescrierii dreptului actionarilor la dividendele aferente anului 2015/Note for information regarding the statute of limitation that intervened for the shareholders' rights to the dividends for the year 2015  |   |                                  |                                |
| <b>2. Pentru / For</b>   |   | <b>Aprobare /<br/>Approval</b>  | <b>Avizare /<br/>Endorsement</b> | <b>Informare / Information</b> |
|  | <b>CA / BoD<br/>AGA/ GMS</b>  |   |                                  | <b>X</b>                       |
| <b>3. Hotararea propusa:<br/>Adunarea Generala a Actionarilor ia act de informarea privind intervenirea prescrierii dreptului actionarilor la dividendele aferente anului 2015.</b>  | <b>3. Proposed resolution:</b><br>General Meeting of Shareholders takes note of the information regarding the statute of limitation that intervened for the shareholders' rights to the dividends for the year 2015.  |   |                                  |                                |
| <b>4. Baza legala:<br/>- Hotararea Adunarii Generale a Actionarilor Electrica nr. 2/27.04.2016<br/>- Codul Civil, art. 2517</b>  | <b>4. Legal background:</b><br>- General Meeting of Shareholders Decision no. 2/27.04.2016<br>- Civil Code, art. 2517   |   |                                  |                                |
| <b>5. Continut:<br/><br/>Dividendele aferente exercitiului financiar 2015 (EL2015) au fost aprobate de catre Adunarea Generala Ordinara a Actionarilor prin Hotararea AGA nr.2/27.04.2016, iar termenul de plata a acestora a fost stabilit si aprobat ca fiind data de 18.07.2016. In conformitate cu prevederile art. 2517 Cod Civil, termenul de prescriere a dividendelor este de trei ani de la data cand actionarii sunt indreptatiti a primi dividendele. Avand in vedere aceasta prevedere, va informam cu privire la intervenirea prescrierii dreptului actionarilor la dividendele aferente anului 2015, incepand cu data de 18.07.2019.</b> | <b>5. Content:</b><br>Dividends for the financial year 2015 (EL2015) were approved by the Ordinary General Meeting of Shareholders Decision no. 2/27.04.2016 and the payment term established and approved was on 18.07.2016. In accordance with the provisions of article no. 2517 of the Civil Code, the limitation period for dividends is three years from the date when the shareholders are entitled to receive the dividends. Considering this provision, we inform you about the intervention of the statute of limitation of shareholders' rights for the dividends of 2015, starting with 18.07.2019. |   |                                  |                                |
| <b>In data de 18.07.2019 a intervenit termenul de prescriere. Mai jos este prezentata situatia dividendelor aferente anului 2015, asa cum au fost aprobate in vederea distribuirii si achitarea acestora de catre agentul platitor (BRD) pe ani:</b>   | <b>On 18.07.2019, intervened the statute of limitation. Below is presented the situation of the dividends for the year 2015, as they were approved for distribution and payment by the paying agent (BRD) per years:</b>  |   |                                  |                                |
| Dividende brute aprobate de Adunarea Generala a Actionarilor aferente anului financiar 2015 (toate sumele in RON)  | 291.582.429   | Gross dividends approved by the General Shareholders Meeting for the 2015 financial year (all amounts in RON) |                                  | 291,582,429                    |
| Dividende nete de achitat actionarilor   | 287.493.120   | Net dividends to be paid to shareholders  |                                  | 287,493,120                    |

|  |      |             |  |      |             |
|--|------|-------------|--|------|-------------|
| Total dividende nete 2015 platite pana la 18.07.2019 |      | 287.333.367 | Total 2015 net dividends paid until 18.07.2019               |      | 287.333,367 |
| Din care platit in:                                  | 2016 | 286.842.704 | Of which paid in:  | 2016 | 286.842,704 |
|  | 2017 | 231.664     |  | 2017 | 231,664     |
|  | 2018 | 223.302     |  | 2018 | 223.302     |
|  | 2019 | 35.697      |  | 2019 | 35,697      |
| Dividende nete 2015 prescrise                        |      | 159.753     | 2015 dividends for which the status of limitation intervened |      | 159,753     |

Dividendele EL2015 neachitate pana la data prescrierii, in suma de 159.753 RON (0,56 % din total dividende nete de achitat actionarilor), au fost sistate de la plata si vor fi recunoscute la venituri.

Conform art. 2506 Codul Civil, prescriptia nu opereaza de plin drept, dupa implinirea termenului de prescriptie, cel obligat (in speta Societatea Energetica Electrica S.A.) poate sa refuze executarea prestatiei constand, in cazul de fata, in plata dividendelor referite. In cazul primirii unor solicitari viitoare de la actionari, cu privire la dreptul de incasare a dividendelor aferente anului 2015, acestea vor fi refuzate in baza prescrierii.

Fata de cele prezentate, in baza prevederilor Codului Civil, la data de 18.07.2019 a fost constatata prescrierea drepturilor actionarilor la dividendele istorice aferente exercitiului financiar 2015, dividendele EL2015 neachitate pana la data prescrierii, in suma de 159.753 RON (0,56 % din total dividende nete de achitat actionarilor), fiind sistate de la plata si urmand a fi recunoscute la venituri.

Astfel, Adunarea Generala a Actionarilor este informata cu privire la intervenirea prescrierii dividendelor EL2015 neachitate pana la data prescrierii.

The EL2015 dividends not paid up to the date the statute of limitation intervened in amount of RON 159,753 (0.56% of the total net dividends to be paid to shareholders), have been suspended from payment and will be recognized as income.

According to art. no. 2506 of the Civil Code, the statute of limitation does not operate in full, after the statute of limitation period has been fulfilled, the obliged person (namely Societatea Energetica Electrica S.A.) may refuse to execute the benefit consisting hereof in the payment of the mentioned dividends. In case of receiving future requests from shareholders regarding the right to collect the dividends for the year 2015, they will be refused based on the statute of limitation.

Given the above, based on the provisions of the Civil Code, on 18.07.2019 was noticed the statute of limitation of the shareholders' rights to historical dividends for the financial year 2015, EL2015 dividends not paid up to the date the statute of limitation intervened, in amount of RON 159,753 (0.56% of the total net dividends to be paid to the shareholders), being suspended from payment and following to be recognized as income.

Thus, the General Meeting of Shareholders is informed regarding the statute of limitation that intervened for EL2015 dividends unpaid up to the date the statute of limitation intervened.

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|---|---|
| <b>Director Financiar/CFO</b><br><b>Mihai DARIE</b>   | <b>Semnatura/ Signature</b>  |
| <b>Director Directia Strategie si Fuziuni &amp; Achizitii/</b><br><b>Chief Strategy &amp; M&amp;A Officer</b><br><b>Anamaria Dana ACRISTINI-GEORGESCU</b> | <b>Semnatura/ Signature</b>   |
| <b>Director Dep. Contabilitate si Raportare/</b><br><b>Head of Accounting and Reporting Dep.</b><br><b>Oana CRISTESCU</b>                                 | <b>Semnatura/ Signature</b>  |
| <b>Sef Serv. Relatii cu Investitorii/ Head of Investors</b><br><b>Relations</b><br><b>Alexandra TITAN</b>   | <b>Semnatura/ Signature</b>   |
| <b>Consilier juridic / Legal advisor</b><br><b>Alexandra TROACA</b>   | <b>Semnatura/ Signature</b>  |
| <b>Author</b>   |   |
| <b>Director Dep. Trezorerie/Head of Treasury Dep.</b><br><b>Stefan FRANGULEA</b>  | <b>Semnatura/ Signature</b>  |