



S.C. TURISM, HOTELURI, RESTAURANTE MAREA NEAGRA S.A.

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Registration No. Trade Register Constanta: J13/696/1991, Taxpayer Identification No.: RO2980547,
IBAN Account: RO71 RNCB 0117 0151 6314 0001, Banca Comerciala Romana-Mangalia Agency
Subscribed and paid capital: 57.894.993.9 lei

www.thrmareaneagra.ro

DECISION PROJECT of the Common General Meeting of Shareholders SC THR Marea Neagra SA from 21st of April 2017

The Common General Meeting of Shareholders SC THR MAREA NEAGRA S.A, gathered on 21st of April 2017, at the company's head office, according to the published convenor, under the Law no. 31/1990 republished and the Memorandum, with a number of votes validly expressed, representing ... actions and % from the registered capital, decides:

Art.1 There are approved the annual financial situations related to the financial exercise 2016, on the basis of the annual report of administrators related to the financial exercise 2016 and the financial listener report.

Art.2 There are approved the consolidated financial situations on 31st of December 2016, based on the administrators report and the financial listener report.

Art.3 There is approved the net profit distribution realized in the financial exercise since 2016, amounting to 4.455.307 lei so: 277.117 lei – at the legal reserve, 241.330 lei

- own sources of financing and 3.936.860 lei dividends, representing a gross dividend amounting to 0,0068 lei/action.

Art.4 There is approved the administrators management download for the financial exercise 2016.

Art.5 There are approved the variable remuneration based on the administration and mandate agreements.

Art. 6. There is approved the development strategy and restructuring of the company.

Art.7. There is approved the Incomes and Expenses Budget, the investment and activity program for 2017.

Art. 8. There are approved the performance indicators and targets for the financial exercise 2017.

Art. 9. There is approved the choice of the financial listener and the empowerment of the Board of Directors to determine the audit agreement provisions.

Art. 10. There is approved the mortgage of the following immovables, against the assurance of a credit line, totaling 9.900.00 lei: Hotel Restaurant Sirena with the related land and Hotel Restaurant Hora with the related land. Mrs. General Manager Moșoiu Narcisa is empowered to sign the mortgage agreements and all the documents necessary to the immovables mortgage.

Art. 11 There is approved the date of 22nd of August 2017 as a registration date for the shareholders identification over whom there are reflected the effects of the shareholders general meeting decisions, according to the art. 238 from the Law no. 297/2004.

Art. 12 There is approved the date of 21st of August 2017, as ex-data, according to the art.2 letter f from the CNVM Regulation no.6/2009.

Art. 13 There is approved the date of 31st of August 2017 as the payment date according to the provisions of the art. 129.2 from the CNVM Regulation no.1/2006.

Art. 14 There is approved the empowerment of Mrs. Costina Zaberca – head of legal department and/or Mr. Mareș Cristian - counsel, alone or together, as they will consider right, for the

performance of the necessary approaches against the registration at the Trade Register Office and publishing in the Official Gazette, the IV Part, the decisions adopted by the Shareholders Common General Meeting.

The President of the Board of Directors
Mr. Dobrin Mielu