



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

Headquarters: Eforie Nord, Traian Street no. 1 B, Lot. 1, ground floor, commercial space no. 1 and no. 3, Constanta County

Romania, Tel:+40-241-751-656 [Tel:+40-241-755-559](tel:+40-241-755-559), e-mail office@thrmareaneagra.ro
Constanta Trade Register Registration No.: J13/696/1991, CIF: RO2980547,
IBAN account: RO71 RNCB 0117 0151 6314 0001, Banca Comercială Română – Agenția Mangalia
Subscribed and paid-up share capital: RON 19,679,451.40

www.thrmareaneagra.ro

SPECIAL POWER OF ATTORNEY LEGAL ENTITIES

Society..... with its registered office in,
..... county unique registration code, registered with the Trade Register Office attached to
the General Court..... under no....., legally represented by....., having the
function of, holding a number of shares, representing% of the share capital of
....., which gives me a number of votes at **the Ordinary General Meeting of Shareholders of THR Marea Neagră S.A.** which will take place on **27.04.2026, at 11.00 a.m., at the company's headquarters**, established for the first convocation or on **28.04.2026, at the same time and at the same address**, established as the second convocation, if the first convocation could not take place, I hereby empower
..... domiciled in....., identified by I.C. series No, to represent me in this general meeting and to exercise the right to vote related to my holdings registered on the reference date in the Register of Shareholders, as follows:

Agenda items to be voted on at the Extraordinary General Meeting of Shareholders	For	Against	Abstaining
1. Election of the meeting secretariat, composed of a single person, Ion Calipetre, lawyer, with identification data at the Company's headquarters, in charge of verifying the presence of shareholders, fulfilling the formalities required by law and the articles of incorporation for holding the general meeting, counting the votes cast at the meeting and drawing up the minutes of the meeting			
2. Presentation, debate and approval of the annual individual financial statements, related to the financial year ended on 31.12.2025, based on the report of the Board of Directors and the report of the financial auditor.			
3. Approval of the Annual Financial Report for the financial year ended on 31.12.2025, prepared on the basis of the audited annual financial statements and the reports of the Board of Directors and the financial auditor.			
4. Approval of the distribution of the net profit achieved in the financial year 2025 and the setting of the gross dividend per share at the amount of RON 0.07 per share, as detailed, presented and proposed in the informative materials.			



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5. Approval of the coverage of the loss resulting from the cancellation of treasury shares, account 149 "Losses related to the sale/cancellation of equity instruments", account 1068 "Other reserves" and account 1175.02 "Retained earnings arising from taxed revaluation surplus reserves"			
6. Approval of the discharge of all members of the Board of Directors, respectively Vasile-Cosmin Turcu, Răzvan-Legian Raț, Dumitru Carapiti and Gabriela Alexe, for the activity carried out by each of them in the financial year 2025.			
7. Approval of the achievement of the performance indicators and objectives set for 2025.			
8. Approval of the variable remuneration for 2025 for the Board of Directors and the General Manager.			
9. Approval of the Remuneration Report of the Company's management structure, for the financial year 2025, taking into account the provisions of art. 107, paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished (advisory vote).			
10. Approval of the Income and Expenditure Budget for the financial year 2026.			
11. Approval of the performance indicators and objectives for the financial year 2026 for the Board of Directors and the General Manager.			
12. Approval of the date of: (i) 14.07.2026 as the Registration Date, for the identification of the shareholders on whom the effects of the OGMS resolutions are reflected, according to art. 87 para. (1) of Law no. 24/2017; (ii) 13.07.2026 as the "Ex Date", the date from which the financial instruments are traded without the rights deriving from the OGMS, according to art. 2 para. 2 letter l) of Regulation no. 5/2018 and (iii) 30.07.2026 as the date of payment.			



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Agenda items to be voted on at the Extraordinary General Meeting of Shareholders	For	Against	Abstaining
13. Designation of the Chairman of the Board of Directors as the person empowered to sign the decisions to be adopted and to carry out the formalities of legal publicity for the fulfillment of the adopted decisions, with the possibility of sub-mandating third parties in this regard, including lawyers.			

Date _____

Signature _____

NOTE: "X" in a single box corresponding to the voting intention, respectively "For", "Against" or "Abstention", for each resolution. According to **art. 105 para. 23[^]3** of Law no. 24/2017, the position of "abstention" adopted by the shareholder regarding the items on the agenda of the GSM, does not represent a vote cast.

This form will be submitted, in original, at the headquarters of THR Marea Neagră S.A. in Eforie Nord, 1B Traian Street, ground floor or at the e-mail address aga@thrmareaneagra.ro with extended electronic signature incorporated no later than 48 hours before the date of the meeting, under penalty of losing the voting exercise in the meeting.