The draft Decisions no. 1 – 8 of the Extraordinary General Meeting of Shareholders of 14.10.2025

Decision no. 1 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The meeting secretariat is elected, composed of a single person, Ion Calipetre, lawyer, with the identification data at the Company's headquarters, in charge of verifying the presence of the shareholders, fulfilling the formalities required by law and the articles of association for holding the general meeting, counting the votes cast during the meeting and drawing up the minutes of the meeting.

President of the meeting — **Meeting secretariat**

Extraordinary General Meeting of Shareholders — **Att. Ion Calipetre**

Vasile-Cosmin Turcu

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, e-mail office@thrmareaneagra.ro
Constanta Trade Register Registration No.: J13/696/1991, CIF: RO2980547,
IBAN account: RO71 RNCB 0117 0151 6314 0001, Romanian Commercial Bank – Mangalia Agency
Subscribed and paid-up share capital: 19,679,451.40 lei
www.thrmareaneagra.ro

Decision no. 2 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The capitalization of the following assets, land and buildings, owned by the Company, located in Constanta County, is approved through competitive processes, starting from prices representing at least the market values established based on valuation reports ("Capitalization Transactions"):

1. The Bran-Brad-Bega tourist complex in Eforie Nord Resort, consisting of land and buildings

2. Siret Tourist Complex in Saturn Resort, consisting of land and buildings

3. Magura Tourist Complex in Eforie Sud Resort, composed exclusively of constructions, the land being owned by UAT Eforie City

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	

Decision no. 3 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The direct sale of the land with an area of 539 sqm in Venus Resort to Atlas Aplliance Solutions SRL is approved, at a price representing at least the market value established on the basis of an evaluation report ("Valuation Transaction").

President of the meeting

Extraordinary General Meeting of Shareholders

Vasile-Cosmin Turcu

Meeting secretariat

Att. Ion Calipetre

Decision no. 4 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

It is approved the waiver of the Company's claim of ownership rights or, as the case may be, the transmission free of charge by the Company to third party authorities or interested persons, of the property rights over the following assets that appear in the Company's accounting records with zero value, are not in its possession, are not useful to the Company, but generate expenses, with the consequence of the deletion of these assets from the Company's patrimonial and accounting records:

1. The land with an area of 53 sqm, related to a disused water pump, located on the territory registered by Romsilva SA, Mangalia Stud Farm, to this entity or to its tutelary authorities.

2. The land with an area of 60 sqm located in Saturn, related to a Post Trafo belonging to Enel SA, surrounded by a land belonging to Simpa Trans SRL, to these entities or to the directly interested successor entities.

3. The ground floor of the DDD Workshop building (disinfestation, rat control, disinfection) located in Eforie Sud, Dr. Cantacuzino Street, to the Eforie City TAU or the directly interested subordinate entities.

4. The boxes located in the basement of the "Personal Accommodation Dormitory" building in Eforie Nord, to the owners or tenants of the individual rooms in the building or to their association.

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	

Decision no. 5 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The Board of Directors is authorized to issue any decision and to carry out all the necessary, useful and/or opportune legal acts and facts for the fulfillment of the Decisions no. 2, 3 and 4 of 14.10.2025 of the Extraordinary General Meeting of Shareholders, including but not limited to: (i) negotiating as well as establishing and approving the final terms and conditions of the Capitalization Transactions, (ii) negotiating, approving and signing any contracts in connection with the approved Capitalization Transactions or any other arrangements, documentation, contracts, certificates, statements, registers, notifications, reports, addenda and any other necessary, useful and/or timely acts and documents, (iii) the fulfillment of any formalities and the authorization and/or execution of any other actions necessary to give full effect to the Recovery Transactions, and (iv) the empowerment, as the case may be, of the General Manager of the Company to sign any such documents and perform any such formalities and necessary actions.

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	

Decision no. 6 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The granting of a bonus to the General Manager and members of the Board of Directors, within the limit of 435,000 lei, for long-term stimulation and motivation and in full accordance with the Company's sustainability principles, for the result of the asset valorization in the first semester of 2025, previously approved by the AGM, is approved.

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	

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Decision no. 7 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The date of: (i) 31.10.2025 is approved as the Registration Date, according to art. 87 para. (1) of Law no. 24/2017; and (ii) 30.10.2025 as the "Ex Date", the date from which the financial instruments are traded without the rights deriving from the EGMS, according to art. 2 para. 2 letter l) of Regulation no. 5/2018.

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	

Decision no. 8 of 14.10.2025

of the Extraordinary General Meeting of Shareholders of THR Marea Neagră S.A.

The Extraordinary General Meeting of Shareholders ("EGMS") THR Marea Neagră S.A., legally convened on 14.04.2025 at 11:00 a.m., at the Company's headquarters, in accordance with the Convening Notice published in the Official Gazette no. ____/______, in compliance with the conditions of Law no. 31/1990 and the Articles of Association, with the unanimity of the _________ votes cast / with a number of _________ votes "for", a number of ________ votes "against" and a number of ___________ abstentions, decides:

The Chairman of the Board of Directors, Mr. Cosmin-Vasile Turcu, is appointed as the person empowered to sign the decisions to be adopted and to carry out the legal publicity formalities for the fulfillment of the adopted decisions, with the possibility of subcontracting third parties, including lawyers.

President of the meeting	**Meeting secretariat**
Extraordinary General Meeting of Shareholders	**Att. Ion Calipetre**
Vasile-Cosmin Turcu	