



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

Registered office: Romania, Mangalia city, Lavrion str., no.29, Constanta county Tel: +40-241-752-452 Facsimile: +40-241-755-559

Registration number Trade Register Constanta: J13/696/1991, Fiscal Identification Code: RO2980547, IBAN account: RO73BTRL01401202691185XX, Transilvania bank Constanta branch

www.thrmareaneagra.ro

SPECIAL MANDATE FOR LEGAL ENTITIES (OPEN VOTE)

The undersigned S.C., with the registered office in str., no. county, unique registration code, registered at the National Trade Register of Tribunal under the no., legally / conventionally represented (as applicable) by in the position of holding a number of shares, representing% from its share capital, which grants me a number of votes within the **Ordinary General Meeting of Shareholders of S.C. THR Marea Neagra S.A.** which will be held on 19.03.2015, 9.00 a.m., at the premises of the company, fixed for the first convocation, or on 20.03.2015 at the same hour and address, fixed for the second convocation, if the former cannot take place, I empower through this Ms./Mr., domiciled in identified with I.D. series no., Personal Identification Number....., to represent me in this general meeting and to exercise the voting right related to my holdings registered at the reference date in the Register of Shareholders, as follows:

The points from the agenda submitted to the vote In the General Meeting of Shareholders	For	Against	Abstain
1. Revocation of the Board of Directors of the company, according to art. 111 paragraph (2) letter b) of Law no. 31/1990 as subsequent amended and supplemented.	Secret Vote		
2. Election of Board of Directors formed by three people for a four year mandate.	Secret Vote		
3. Establishing the level of professional liability insurance for administrators amounting to 100,000 euros.			





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4. Appointment of the conventional representative from the company to sign the Management agreement with the elected administrators.			
5. Approval of the demolition and change of the destination of some real estates that are in the patrimony of the company.			
6. Empowerment of Ms Costina Zaberca – Chief of Legal Office and / or Ms Ileana Graur- legal advisor ,alone or together, as they find fit, for taking the necessary steps to register at the National Trade Register and publishing in the Official Gazette, Part a- IV, the decisions adopted by the Ordinary General Meeting of Shareholders.			
7. Approval of the date 07.04.2015 as registration date in accordance with art. 238 of Law no.297/2004 for identifying the shareholders who are affected by the decisions of the Ordinary General Meeting of Shareholders and determining the date of 06.04.2015 as ex-date in accordance with art. 2 paragraph (2) letter f from CNVM Regulation No.6 / 2009.			

* the vote will be expressed by marking an "X" in one box corresponding to the voting intention , respectively "**For**", "**Against**" or "**Abstain**", for each resolution separately.

Date _____

Stamp and signature _____

