



TURISM, HOTELURI, RESTAURANTE MAREA NEAGRA S.A.

Sediul: România, Mangalia, str.Lavrion nr.29, jud.Constanța Tel:+40-241-752-452 Fax:+40-241-755-559
Nr. Înregistrare Registrul Comerțului Constanța: J13/696/1991, CIF: RO2980547,
Cont IBAN: RO71 RNCB 0117 0151 6314 0001, Banca Comercială Română – Agenția Mangalia
Capital social subscris si varsat : 57.600.848,70 lei

www.thrmareaneagra.ro

Draft AGEA Decision of 29/30.11.2022

The Extraordinary General Meeting of Shareholders of THR Marea Neagra S.A., convened on 29/30.11.2022 at the company headquarters, in accordance with the published notice, under the terms of the Law no. 31/1990 republished and of the Constitutive Act, with a valid number of votes expressed representingshares and% of the share capital, decides:

1. *Approve the election of the meeting secretariat consisting of one person, respectively Costina Zaberca, shareholder of the company, with identification data available at the registered office, in charge of verifying the presence of the shareholders, fulfilling the formalities required by the law and the act constitutive for holding general meetings, counting the votes cast during the meeting of the general assembly and drawing up the minutes of the meeting.*

2 *Approve the sale of the following assets of the company: Hotel Minerva, Complex Diana, Jupiter Hotel, Eforie Household Group and Workshops from the Eforie Nord resort; Complex Capitol from Eforie Sud, Grup Gospodaresc Jupiter, Pelican Restaurant and vacant land with an area of 21,366 square meters- from Saturn resort. The sale of these assets will be carried out based on a procedure prepared and approved by the Board of Directors leading to the collection by the company of the best price, procedure that will contain at least the following stages: (i) asset evaluation, by an A.N.E.V.A.R. authorized appraiser, for the purpose of capitalizing the property; (ii) auction sale publicize and respect the right of preemption provided by the rental contracts (iii) the communication by means of a current report of the conclusion of the sale purchase contract/contracts, (iv) detailing, in the annual report of the board of directors, the stage of implementation of the asset capitalization program, with the appropriate reflection in the revenue budget and annual expenses. The mandate granted to the board of directors for the fulfillment of those approved under this point of the agenda is valid until 31.12.2023.*

3. *Authorize Costina Zaberca - head of the legal office and Cristian Mares - legal counselor, alone or together, to carry out the necessary steps for*



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registration at The Office of the Trade Register attached to the Constanța Court and of publication in the Official Gazette of Romania, Part IV, of the decisions approved by the general meeting of shareholders.

The Board of Administration