



# 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](mailto: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: 27,679,451.40 lei

[www.thrmareaneagra.ro](http://www.thrmareaneagra.ro)

## SPECIAL POWER OF ATTORNEY LEGAL ENTITIES

Society..... with its registered office in ..... county unique ..... registration code, registered at the Trade Register Office attached to the Court ..... under no. ...., legally represented by ....., having the position 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 Neagra S.A.** which will take place on **29.04.2025, at 12.00 noon**, at the company's headquarters, set for the first call, or on **30.04.2025 at the same time and at the same address**, established as the second call, in case the first one could not take place, I hereby empower you..... domiciled in....., identified by C.I. 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:

<b>Agenda items submitted to vote in the Ordinary General Meeting of Shareholders</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>
1. Election of the meeting secretariat, composed of a single person, Ion Calipetre, in charge of verifying the presence of the shareholders, fulfilling the formalities required by law and the articles of incorporation for holding the general meeting, counting the votes cast during the general meeting and drawing up the minutes of the meeting.			
2. Presenting, debating and approving the individual financial statements for the financial year 2024, based on the reports submitted by the Board of Directors and the financial auditor.			
3. Approval of the distribution of the net profit made in the financial year 2024, determined according to the law, under "Other reserves"			
4. Approval of the coverage of the loss resulting from the cancellation of own shares, account 149 "Losses related to the sale/cancellation of equity instruments", in account 1068 "Other reserves".			



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5. Approval of the discharge of all members of the Board of Directors, namely Vasile-Cosmin Turcu, Gabriela Alexe, Dumitru Carapiti and Mihaela Ichim, for the activity carried out in 2024.			
6. Submitting the Remuneration Report of the Company's management structure, for the financial year 2024, to the consultative vote of the OGMS, taking into account the provisions of art. 107, paragraph (6) of Law no. 24/2017 on issuers of financial instruments and market operations, republished.			
7. Presentation of the status of the implementation of the provisions of the "Policy to ensure an efficient management of the company" approved by decision of the General Meeting of 28.04.2023.			
<b>8.</b>	<b>SECRET BALLOT</b>		
<b>9.</b>	<b>SECRET BALLOT</b>		
<b>10.</b>	<b>SECRET BALLOT</b>		
11. Designation of the person who will sign on behalf of the Company the Management Agreement between the Company and the newly elected administrator.			
12. Ascertainment of the termination of the mandate of administrator of Mrs. Ichim Mihaela, as a result of his resignation from the mandate of 6.11.2024 and deletion from the Trade Register.			
13. Approval of the date of: (i) 20.05.2025 as the Registration Date, according to art. 87 para. (1) of Law no. 24/2017; and (ii) 19.05.2025 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.			
14. Designation of the Chairman of the Board of Directors, Mr. Cosmin-Vasile Turcu, 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			



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decisions, with the possibility of subcontracting third parties in this regard, including lawyers.			
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Date \_\_\_\_\_

Signature \_\_\_\_\_

NOTE: X" in a single box corresponding to the voting intention, respectively "**For**", "**Against**" or "**Abstaining**", for each resolution.

According to item 23<sup>3</sup> of Law no. 24/2017 republished in 2022, the position of "abstention" adopted by the shareholder regarding the items on the agenda of the General Shareholders' Meeting, does not represent a vote cast.

This form will be submitted, in original, at the headquarters of the company THR Marea Neagra S.A. in Eforie Nord, 1B Traian Street, ground floor or at the e-mail address [aga@thrmareaneagra.ro](mailto:aga@thrmareaneagra.ro) with an 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.