



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

Sediul: România, Eforie Nord, str.Traian nr.1B, 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 și varsat : 57.600.848,70 lei

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

## SPECIAL POWER OF ATTORNEY

### PHYSICAL PERSONS

The undersigned ..... , resident in ..... , identified by B.I./C.I. ....  
Series, No. .... , Personal Identification Number ..... , holder of a number of  
..... actions, representing ..... % from its social capital, which gives me a number of  
..... votes within the **Shareholders' Ordinary General Assembly of THR Marea Neagră S.A.**, that will take place on 29.04.2024, at 11:00, at the head office of the company, established for the first summons, or on 30.04.2024 at the same time and at the same address, established as being the second summons, in case of the first couldn't unfold, I hereby empower ..... , resident in ..... , identified by B.I./C.I. .... Series, No. .... , Personal Identification Number ..... , should represent me in this general assembly and should exercise the right to vote related to my holdings entered at the reference date in the Shareholders' Register, as it follows:

<b>The points of the agenda subject to the vote in the Shareholders' Ordinary General Assembly</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>
1. Approval of the election of the secretariat of the meeting consisting of one person, namely Costina Zaberca, with the identification data available at the registered office, in charge of verifying the presence of shareholders, fulfilling the formalities required by law and the articles of incorporation for holding general meetings, counting the votes cast during the general assembly meeting and drawing up the minutes of the meeting.			
2. Approval of the related individual financial statements financial year 2023.			
3. Approval of the distribution of net profit by destination realized in the financial year 2023, in the amount of 34,549,664.01 lei, as follows: to the legal reserve- 1,065,707.24 lei; to other reserves - 33,483,956.77 lei.			
4. Approval of the discharge of the members to the Board of Administration for the activity carried out in 2023.			



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5. Approval of the Remuneration Report for 2023			
6. Approval of the Budget of revenues and expenses and of The investment program for the year 2024			
7. Approval of the level of fixed remuneration due administrators for the year 2024.			
8. Approval of performance indicators and objectives for the 2024 financial year.			
9.Approval of the Remuneration Policy.			
10. Approval of coverage of losses arising from correction of accounting errors, loss deferred accounting generated by the application for first date of IAS 29 and losses related to cancellation own actions			
11. Power of attorney for Mrs. Costina Zaberca - head of the legal office and Mr. Cristian Mares - legal advisor, alone or together, to carry out the necessary steps in order to register at the Trade Registry Office at the Constanța Court and to publish in the Official Monitor of Romania, Part IV -a, of the decisions approved by this general meeting of shareholders.			

Date \_\_\_\_\_

Signature \_\_\_\_\_

\* The vote will be expressed by marking an „X” in a single matching box to the vote intention, respectively „**For**”, „**Against**” or „**Abstention**”, for each resolution.

According to point 23<sup>3</sup> of Law no. 24/2017 republished in 2022, the "abstention" position adopted by the shareholder with regard to the items on the AGM agenda, does not represent a vote.