



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

Sediul: Romania, Mangalia, Str. Lavrion, nr.29 Tel:+40-241-752-452 Fax:+40-241-755-559  
Nr. Inregistrare Registrul Comertului Constanta: J13/696/1991, CIF: RO2980547,  
CONT IBAN: RO71 RNCB 0117015163140001 deschis la Banca Comerciala Romana – Agentia  
Mangalia

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

### SPECIAL POWER OF ATTORNEY LEGAL PERSONS

The undersigned S.C. .... , resident in ..... , ..... Street, No. .... ,  
..... County, Unique Registration Code ..... , entered at the Trade Registry  
Office from the ..... Court, under the no. .... , legally represented by  
..... , having the profession of ..... , holder of a number of .....  
actions, representing ..... % from its social capital, which gives me a number of .....  
votes within the **Shareholders' General Assembly of THR Marea Neagră S.A.**, that will take place  
on 22.04.2021, at 11.00, at the head office of the company, established for the first summons, or on  
23.04.2021 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' General Assembly</b>	<b>For</b>	<b>Against</b>	<b>Abstention</b>
1. Presentation, debate and approval of the individual financial situations afferent to the financial exercise 2020, based on the reports presented by the Administration Council and financial auditor.			
2. Presentation, debate and approval of the individual financial situations consolidated at the date of 31.12.2020, based on the reports presented by the financial auditor and the Administration Council.			
3. The approval of the distribution of destinations of the net profit in value of 4,579,520 lei in this way: 336,962 lei – to the legal reserve, 210,498.60 lei – other reserves and 4,032,059.40 lei-dividends, representing a gross dividend of 0,0070 lei/share, according to the proposal of the Administration Council.			
5. The approval of discharge from administration of the members of the Surveillance Council for the activity developed in the year 2020.			
Dobrin Mielu			

Buzatu Danut Florin			
Dragos Calin			
6. The approval of discharge from administration of the members of the Directorate for the activity developed in the year 2020.			
Mosoiu Georgiana Narcisa			
Stanescu Constantin			
Zaganeanu Sofia Elena			
7. The approval of discharge from administration of the members of the Administration Council, named in the General Shareholders' Meeting in August 2020, for the financial exercise 2020.			
8. The approval of the performance indicators and objectives for the financial exercise 2021			
9. The approval of the fixed remunerations of the administrators for the financial exercise 2021, at the level of the ones approved by the decision AGA no. 4/11.08.2020			
10. The approval of the remuneration policy of the company managers, according to art.92, par.1 of the Law no. 24/2017 concerning the issuers of financial instruments and market operators.			
11. The approval of naming the financial auditor for a 2 years period, respectively the audit of the financial exercises 2021 and 2022.	<b>SECRET VOTE</b>		
12 The approval of modification of the manner of administration of the following assets: Raluca Hotel, Diana Hotel and Vraja Marii Restaurant, by direct administration, in indirect administration (rental).			
13 The power of attorney from the company management for the rental of the assets Raluca Hotel, Diana Hotel and Vraja Marii Restaurant, at a minimum price/room/season of 1000 euro +VAT.			
14 The approval of the date of <i>19.08.2021 as registration date</i> for the identification of shareholders subjected to the effect of the decisions of the general shareholders' meeting <i>of the date of 18.08.2021 as ex-date and the date of 31.08.2021 as date of payment.</i>			
15. The empowerment of Mrs. Costina Zaberca and / or of Mr. Mare Cristian, alone or together, for the necessary steps to be registered with the Trade Register Office and published in the Official Gazette, of the decisions adopted by the Company Shareholders' General Assembly.			

\* 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.

Date \_\_\_\_\_

Stamp and signature \_\_\_\_\_