



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 și varsat : 57.894.993,9 lei
Societate administrată în sistem dualist

www.thrmareaneagra.ro

To:
Bucharest Stock Exchange
Financial Supervisory Authority

Current Report according to the Law no.24/2017 on issuers of financial instruments and market operations and ASF Regulation no.5/2018

Date of report: **22.04.2019**

Name of issuers: **TURISM , HOTELURI , RESTAURANTE MAREA NEAGRA S.A.**

Managed under two tier system

Headquarters : Lavrion Street no. 29, Mangalia , Constanta County

Telephone/fax : 0241 75 24 52; 0241 75 55 59

Trade register No: J13/696/1991

Sole registration number at the Trade Register Office : RO 2980547

Subscribed and paid capital: 57.894.993,9 lei

Regulated market on which the issued shares are traded : Bucharest Stock Exchange

Important event to be reported:

Ordinary General Shareholders' Decisions dated 19.04.2019 (first convocation).

1. DECISION NO.1 dated 19.04.2019

Total votes cast	-	513.989.363
Total votes «for»	-	513.989.363
Total votes «against»	-	0
Abstentions	-	0

The Ordinary General Assembly of the Shareholders of THR MAREA NEAGRA S.A met on 19.04.2019, at **09.30**, at the registered office of the company, according to the convocation published, under the conditions of Law no. 31/1990 republished and of the Articles of Incorporation, with a number of 513.989.363 votes validly expressed representing 88,77 % of the share capital of the company and 100 % of the share capital held by the shareholders, decide:

Art. 1. Is approved the individual annual financial statements for the fiscal year 2018 based on the reports presented by the Supervisory Board, Board of Directors and the financial auditor.



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Art. 2. Is approved the consolidated annual financial statements for the fiscal year 2018 based on the reports presented by the Supervisory Board, Board of Directors and the financial auditor.

Art. 3. Is approved the distribution of net profit accomplished in fiscal year 2018 in the amount of 9.823.215 lei so: 565.153 lei - to the legal reserve, 4.348.566,52 lei - own funding sources and 4.909.495,48 lei - dividends representing a gross dividend of 0,00848 lei/ share .

Art. 4. Is approved the discharge of the members of the Supervisory Board and the members of the Company's directors respectively for the financial year 2018.

Art. 5. Is approved to extend the duration of the 7.500.000 lei credit line contracted with BCR and mortgage of Sirena Complex, with the afferent land.

Art. 6. Is approved performance indicators and objectives for the financial year 2018, annexes to management and mandate contracts. Mrs. Cristina Popa is appointed for signing, on behalf of the company, the annexes to the management and mandate contracts.

Art. 7. Is approved of the date **19.08.2019 as registration date for identifying** shareholders who will be affected by the decisions General Meeting of Shareholders, is approved of the date **16.08.2019 as ex-date** and approval of the date **30.08.2019 as the date of payment.**

Art. 8. Is approved the empowering of Mrs.Costina Zaberca – chief legal office and/or Mr.Mares Cristian- legal advisor, alone or together, for taking the necessary steps regarding the registration at the Trade Register and of the publication in the Official Gazette, the IV th Part, of the decisions adopted in the Ordinary General Meeting of Shareholders from the date of 19.04.2019.

2. DECISION NO.2 dated 19.04.2019

Total votes cast	- 513.989.363
Total votes «for»	- 507.605.063
Total votes «against»	- 6.384.300
Abstentions	- 0

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of Incorporation, with a number of 507.605.063 votes validly expressed representing 87,67 % of the share capital of the company and 98,75 % of the share capital held by the shareholders, decide:

Art. 1. Is approved variable remuneration as a result of meeting the performance indicators and performance targets approved for the financial year 2018, annexed to the management and mandate contracts.

Art. 2. Is approved the strategy for the development and restructuring of the company.

3. DECISION NO.3 dated 19.04.2019

Total votes cast	- 510.376.984
Total votes «for»	- 474.446.884
Total votes «against»	- 29.545.800
Abstentions	- 6.384.300

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Art.1. Is approved the appointment of ABA AUDIT SRL Timisoara as a financial auditor for a period of 2 years, respectively auditing the financial years 2019 and 2020. The Supervisory Board is empowered to negotiate the contract and the fees.

PRESIDENT OF THE BOARD OF DIRECTORS Moșoiu Georgiana Narcisa

VICEPRESIDENT OF THE BOARD OF DIRECTORS Stănescu Constantin

MEMBER OF THE BOARD OF DIRECTORS Mircea Gheorghe Cristian