



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

Societate administrata in sistem dualist



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: October 23, 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:

Extraordinary General Shareholders' Decisions no.1,2,3 and 4 dated 22.10.2019 (first convocation).

1. DECISION NO.1 dated 22.10.2019

Total votes cast	- 486.539.875
Total votes «for»	- 480.155.875
Total votes «against»	- 6.384.000
Abstentions	- 0

The Extraordinary General Assembly of the Shareholders of THR MAREA NEAGRA S.A met on 22.10.2019, at 11.00, 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 480.155.875 votes validly expressed representing 82,93 % of the share capital of the company, decide:

1.Is approved the deploying a program of redemption of the internal shares by the company, according to the legal applicable orders, in the following conditions:

i.the dimension of the program- **maximum 5.789.499 shares** with a nominal value of 0,10 lei/share, representing **1,00%** of the share capital;

ii.the price of acquisition of the shares: the minimum price will be equal to the market price of the company shares from the Stock Market Bucharest at the moment of acquisition, and the maximum price will be **0,15 lei/share**;

iii.duration of program: the period of **maximum 9 months** from the date of publishing A.G.E.A. in the Romania Official Gazette , part IV;

iv.payment of redeemed shares- from the available reserves (excepting the legal reserves) registered in the last approved annual financial situations;

v.destination of program- the distribution of the redeemed shares, free of charge, to the members of the Board of Supervision, members of the Directorate and employees of the company, in view of increasing the efficiency and developing their loyalty, within a program “Stock Option Plan”;

2. It is approved the Empowering the Board of Supervision and the Directorate of the company for accomplishing the redemption program.

3. It is approved to authorize the Board of Supervision and the Directorate to adopt all the necessary measures for accomplishing the decision in legal and statutory limits by passing through all stages and formalities for the implementation of “stock option plan”, identifying the allocation criteria, determining the number of shares which will be effectively distributed, the period of exerting the rights, the identification of beneficiaries, elaboration and publishing the information documents in the legal conditions, inserting the clause of prohibition to sell the shares acquired within “stock option plan” during 12 months from the date of acquisition.

2. DECISION NO.2 dated 22.10.2019

Total votes cast - 486.130.756

Total votes «for» - 35.929.800

Total votes «against» - 449.963.058

Abstentions - 237.898

Nule votes – 409.119

The Extraordinary General Assembly of the Shareholders of THR MAREA NEAGRA S.A met on 22.10.2019, at 11.00, 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 449.963.058 votes validly expressed representing 77,72 % of the share capital of the company, decide:

Art.1.Not approving an internationally recognized third party appraiser to conduct a valuation of company’s assets and to publish the valuation report on the company’s website.

3. DECISION NO.3 dated 22.10.2019

Total votes cast - 486.539.875

Total votes «for» - 486.539.875

Total votes «against» - 0

Abstentions - 0

The Extraordinary General Assembly of the Shareholders of THR MAREA NEAGRA S.A met on 22.10.2019, at 11.00, 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 486.539.875 votes validly expressed representing 84,03 % of the share capital of the company, decide:

Art.1 It is approved that 19.11.2019 as the registration date for the identification of shareholders suffering the effects of the decision of the shareholders' general meeting and 18.11.2019 as ex-date.

4. DECISION NO.4 dated 22.10.2019

Total votes cast	- 480.155.875
Total votes «for»	- 480.155.875
Total votes «against»	- 0
Abstentions	- 0
Nule votes(not expressed)	- 6.384.000.

The Extraordinary General Assembly of the Shareholders of THR MAREA NEAGRA S.A met on 22.10.2019, at 11.00, 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 480.155.875 votes validly expressed representing 82,93 % of the share capital of the company, decide:

Art.1 Is approved the empowering of Mrs.Costina Zaberca – chief legal office and/or Mr.Mares Cristian- legal advisor, alone or toghether, 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 Extraordinary General Meeting of Shareholders from the date of 22.10.2019.

PRESIDENT OF THE BOARD OF DIRECTORS Moşoiu Georgiana Narcisa