



TURISM, HOTELURI, RESTAURANTE MAREA NEAGRA S.A.

Sediul: Romania, Mangalia, str.Lavrion nr.29, jud.Constanta Tel:+40-241-752-452 Fax:+40-241-755-559
Nr. Inregistrare Registrul Comertului Constanta: J13/696/1991, CIF: RO2980547,
Cont IBAN: RO71 RNCB 0117 0151 6314 0001, Banca Comerciala Romana – Agentia Mangalia
Capital social subscris si varsat : 57.894.993,9 lei



Societate administrata in sistem dualist

www.thrmareaneagra.ro

Project of AGOA Decision from 22/23.04.2020

The Shareholders' General Assembly of THR Marea Neagră S.A. met at the headquarters on 22/23.04.2020 according to the published meeting notice according to the Law No. 31/1990, with the subsequent amendments and completions, and with the provisions of Articles of incorporation, with a number of.....valid votes representing.....shares and% of the share capital, decide ;

1. Presentation, debate and approval of the individual financial statements for the financial year 2019, based on the reports presented by the Company's Board of Directors and the financial auditor.
2. Presentation, debate and approval of the consolidated financial statements as of 31.12.2019, based on the reports presented by the Supervisory Board, the Company's Board of Directors and the financial auditor.
3. Approval of the distribution by destination of the net profit amounting to 5,592,062.39 lei, thus: 392,042 lei - at the legal reserve, 2,015,795.73 lei - other reserves and 3,184,224.66 lei - dividends, representing a gross dividend of 0.0055 lei / share, according to the Board of Directors' proposal.
4. Management discharge of the members of the Supervisory Board and, respectively, of the members of the Company's Board of Directors, for the financial exercise 2019.
5. Analysis of the performance indicators and objectives approved for the financial year 2019, annex to the administration and mandate contracts, approval of variable remuneration.
6. Approval of performance indicators and objectives for the financial exercise 2020;
7. Approval of the updated form of the management agreements, respectively of the mandate.

Designation of the conventional agent to sign from the company the approved management agreement.

8. Approval of the development strategy and company's reorganization.
9. Approval of the extension of the credit line of 7,500,000 lei contracted from BCR and the mortgages for this purpose of the Sirena Tourist Complex, with the related land. Mandate of the Board of Directors President-Moşoiu Georgiana Narcisa-for the signing of the mortgage agreements, as well as of all the documents necessary to mortgage the buildings.
10. Finding the expiration of agreements concluded by the company with former managers, directors and auditors.
11. Approval of the date of 19.08.2020 as the registration date for the identification of the shareholders on whom the effects of the decisions of the general meeting of the shareholders, the date of 18.08.2020 as ex-date and the date of 31.08.2020 as the payment date.
12. The empowerment of Mrs. Costina Zaberca - head of the legal department and / or of Mr. Mareş Cristian - legal advisor, alone or together, for the necessary steps to be registered with the



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Trade Register Office and published in the Official Gazette, Part-IV, of the decisions adopted by the Company Shareholders' General Assembly.

President of the Board of Directors
Mosoiu Georgiana Narcisa