



TURISM, HOTELURI, RESTAURANTE MAREA NEAGRA S.A.

Head Office: Romania, Mangalia, Lavrion Street, No. 29, Constanta County,

Phone: +40-241-752-452 Facsimil:+40-241-755-559

Registration number of the Trade Register of Constanta: J13/696/1991, CIF: RO2980547,

IBAN Account: RO71 RNCB 0117 0151 6314 0001, Banca Comerciala Romana – Mangalia Agency

Subscribed and paid capital : 57.894.993,9 lei

Two tier corporate model



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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 22.04.2020, at 11.00, at the head office of the company, established for the first summons, or on 23.04.2020 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:

The points of the agenda subject to the vote in the Shareholders' General Assembly	For	Against	Abstention
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.			



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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 <i>19.08.2020</i> 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 <i>18.08.2020</i> as ex-date and the date of <i>31.08.2020</i> 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 Trade Register Office and published in the Official Gazette, Part-IV, 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.



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Date _____ Stamp and signature _____