

DRAFT DECISIONS EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS convened for 21(22).12.2022

The Extraordinary General Meeting of Shareholders SIF HOTELURI SA based in Oradea, Emanuil Gojdu Square, no. 53, Bl. 10th, with a share capital of 80.356.102,50 lei subscribed and paid, registered with the Trade Registry under no. J05/126/1991, CUI: RO 56150, meeting statutory and legal at the first(second) call in 21.12.2022 or 22.12.2022 at headquarters, with the direct participation or by correspondence of shareholders who own a number of shares _____ from a total of 32.142.441 shares representing ____% of the share capital, with _____ valid votes from a total of _____ votes representing ____ % of the share capital with voting rights present in Meeting, with the agenda published in the Official Gazette of Romania, Part IV no. _____, in the local newspaper Jurnalul Bihorean from _____ in accordance with Law 31/1990 R amended and supplemented, of Law 24/2017, regulations ASF and articles of constitutive act, with the quorum and majority required by the law and the Articles of constitutive act, recorded in the minutes signed at the General Assembly Meeting of Shareholders are the conditions for legal and statutory validity, decides:

DECISION No 1

Approving of the sale of the Eurohotel Baia Mare Hotel, located in Baia Mare, Bdul Bucuresti no 23, Maramureş county, by means of a universal transfer of assets (assets and liabilities) under the conditions of art. 32 para. (2) lit. g) and art. 270 para. (7) from Law no. 227/2015 regarding the fiscal code, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 2

Empowering the Board of Directors to determine the optimal method of sale, including through direct negotiation and to approve the transaction price based on an evaluation report drawn up no later than two months prior to the date of the AGEA's decision to sell. The report will be drawn up by an independent evaluator, member of ANEVAR, in accordance with the evaluation standards in force, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 3

Empowerment with full authority and powers of Mr. Vasile Radu Bîrlea (with the possibility of substitution), General Manager of SIF Hoteluri SA, to take all necessary measu-

res, to sign any documents and to fulfill any procedures or formalities necessary for the fulfillment of EGMS decisions and carrying out the operations of alienation of assets, within the limits established by the decisions of the A.G.E.A. and the decisions of the board of directors of SIF Hotels S.A., with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;

DECISION No 4

Approving of the date of: (i) January 10, 2023 as the registration date and (ii) January 9, 2023 as ex-data in accordance with the provisions of art. 87 paragraph (1) of the law no. 24/2017 and of the ASF Regulation no. 5/2018, with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;

President of Board of Directors,
SFERDIAN Teodora