

DRAFT DECISIONS ORDINARY GENERAL MEETING OF SHAREHOLDERS convened for 27(28).04.2023

The Ordinary 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 27.04.2023 or 28.04.2023 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. _____/24.03.2023, in the local newspaper Jurnalul Bihorean no 8333/24.03.2023 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 the financial statements related to the 2022 financial year drawn up in accordance with MFP Order no. 2844/2016 for the approval of IFRS-compliant accounting standards, based on the discussions and reports presented by the Board of Directors and the Financial Auditor's Report, including the remuneration report for the year 2022 subject to the advisory vote of the AGOA according to the provisions of art. 107 of Law no. 24/2017, with ___% votes for, ___% votes against and ___% abstentions from the total _____ votes cast;

DECISION No 2

Approving of the distribution of the net accounting profit achieved in the financial year 2022, in the amount of 1,748,205.46 lei, as follows: the allocation of the amount of 127,303 lei for the legal reserve and the use of the amount of 1,620,902.46 lei to cover losses from previous years in accordance with the legal provisions, with ___% votes for, ___% votes against and ___% abstentions from the total _____ votes cast;

DECISION No 3

Approving administrators' discharge for the financial year 2022, with ___% votes for, ___% votes against and ___% abstentions from the total _____ votes cast;

DECISION No 4

Approving the income and expenditure budget and the investment plan for the year 2023 according to the submitted materials, with ___% votes for, ___% votes against and ___% abstentions from the total _____ votes cast;

DECISION No 5

Approving the monthly remuneration due to the members of the board of directors for the current financial year in the amount of 1,000 lei net, with ___% votes for, ___% votes against and ___% abstentions from the total _____ votes cast;

DECISION No 6

Approving the revocation of Ms. Andrei Eugenia as a member of the Board of Directors of SIF HOTELURI S.A. starting with the date of 01.05.2023, as a result of relinquishing the mandate, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 7

Approving the election of an administrator on the vacant seat for a mandate equal to the remaining period until the expiration of the mandate of the administrators in office (31.03.2024), *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 8

Approving the remuneration of the appointed administrator in the same amount as the remuneration established for the other administrators for the current financial year, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 9

Approving the mandate from the company of Mr. Bogdan Alexandru Drăgoi, legal representative of the majority shareholder, with the possibility of substitution, in order to negotiate and sign the management contract with the new administrator, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 10

Approving the general limits of directors' remunerations for the current financial year in the amount of 310.000 lei gross, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 11

Approving of the date of May 18, 2023 as the registration date and May 17, 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;*

DECISION No 12

Approving the empowerment of General Director Bîrlea Vasile Radu to sign the decisions of OGMS and all the documents necessary for the implementation of the decisions of OGMS, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

DECISION No 13

Approving the mandate of mr. Vasile Radu Bîrlea with the possibility of substitution, to: (i) sign, on behalf of the Company and/or the Company's shareholders: the decisions of the present Ordinary General Meeting of Shareholders, any and all decisions, documents, applications, forms and requests adopted/prepared for the purpose or for the execution of the decisions of this Ordinary General Meeting of Shareholders in relation to any natural or legal person, private or public and for (ii) to carry out all the legal formalities for

the implementation, registration, publicity, opposition, execution and publication of the decisions adoption, *with __% votes for, __% votes against and __% abstentions from the total _____ votes cast;*

President of Board of Directors,
SFERDIAN Teodora