

T.H.R. Marea Neagra

S.C. TURISM, HOTELURI, RESTAURANTE
MAREA NEAGRA S.A.

Headquarters: Romania, Mangalia, 29 Lavrion street, Constanta county Tel: +40-241752452 Fax +40 241755559

Registration number in Trade Register Constanta: J13/696/1991, Fiscal code: RO2980547

IBAN account: RO73BTRL01401202691185XX, Transilvania Bank Constanta Branch
www.thrmareaneagra.ro

POWER OF ATTORNEY

The undersigned S.C....., with head office in.....
Street....., no....., county.....unique registration
code....., registered in the Trade Register attached
to.....court under no....., legally represented
by.....acting in the capacity of....., holder of a number
of.....shares, representing.....% of the capital, which gives me a number
of.....votes within the S.C. THR Marea Neagra S.A. Shareholders' General
Assembly, that will take place on 02.04.2013, 08:30 PM, at the company's office, set for
the first convocation, or on 03.04.2013 at the same address and same hour, set as the
second convocation, in case the first could not be held, I hereby give power of attorney
to.....with domicile in.....identified
with ID card series.....number....., PIN, to represent me in this general assembly
and to exert the vote afferent to my holdings registered at the reference date in the
Shareholders` Register, as it follows:

Subjects to be voted in the agenda of the Shareholders` General Assembly	FOR	AGAINST	ABSTENTION
1. Election of Mr. Pascu Mihai and Mrs. Costina Zaberca as meeting secretaries.			
2. Presentation, debate and approbation of the financial situations afferent to the fiscal year 2012, upon the reports presented by the Directorate and the financial audit.			
3. Approbation of the distribution by destinations of the net profit in the fiscal year 2012, thus: settlement of the gross dividend in value of 0,0018 lei/share and setting up the 6 months term for the dividends payment to the shareholders.			
4. Presentation, debate and approbation of the consolidated financial situations on 31.12.2012, upon the reports presented by the			

Directorate and the financial auditor.			
5. Discharge from administration for the fiscal year 2012.			
6. Approbation of the remuneration of the administrators and general director, according with the administration contract and contract of mandate.			
7. Presentation, review and approbation of the Income and Expenditure Budget Project, Investment Program and of the Activity Program for 2013.			
8. Approbation of the nomination of the financial auditor and duration of the audit contract, as consequence of the previous contract expiration. Authorization of the Directorate to negotiate and sign the contract with the financial auditor.	SECRET VOTE		
9. Approbation of a 2 credit lines contracting in total value of 15.000.000 lei and their indemnity by mortgaging the following assets, with afferant terrains: Cocorul Hotel Restaurant, Pajura Hotel Restaurant, Claudia Hotel Restaurant, Brandusa Hotel Restaurant, Lidia Hotel Restaurant.			
10. The commission of Mrs. Costina Zaberca-Head of the Legal Office and/or of Mr. Mares Cristian- legal adviser, alone or together, as they shall consider appropriate, for the effectuation of the necessary approaches for the registration in the Trade Register Office and for the publication in the Official Gazette, part IV, of the decisions adopted by AGOA.			
11. Setting up the date of 19.04.2013 as the registration date for the identification of the shareholders subject to the decision of the shareholders' general assembly, according with art.238 of Law no.297/2004.			

- The vote shall be expressed by marking a "X" in a single box corresponding to the intention of vote, respectively "FOR", "AGAINST" or "ABSTENTION", for each decision.

Date

Stamp and signature

THR Marea Neagra SA