



GRAND HOTEL BUCHAREST S.A.

Bucharest, District 1, 4 Blvd. Nicolae Balcescu, Postal code 010042

Registered with the Trade Register under number J 40/10346/1996

Tax Number 9019856 - Tax Attribute RO

Telephone +4021 310 2020 - Fax +4021 3051049

Email office@grandhotelbucharest.ro , Web www.grandhotelbucharest.ro

SPECIAL POWER OF ATTORNEY

for natural person shareholders

for the Ordinary General Meeting of Shareholders (OGMS) of

GRAND HOTEL BUCHAREST S.A.

of April 27th/28th 2023

I, the undersigned [_____],

(To be completed with the last name and first name of the natural person shareholder)

identified by the Identity Card/Passport series [_____] number [_____]

[_____], issued by [_____] on (date) [_____]

[_____], holder of the personal number [_____], having the domicile in [_____],

holder of a number of [_____] shares representing [_____]

[_____]% of a total number of [_____] shares issued by GRAND HOTEL BUCHAREST S.A., registered with the Bucharest Trade Register under number J 40/10346/1996, holder of the Tax Number 9019856, having the headquarters Bucharest, District 1, 4th Blvd. Nicolae Bălcescu (**Company**), which gives me a number of [_____]

[_____] voting rights, representing [_____]% of the paid-up share capital and [_____]% of the total voting rights in the OGMS,

do hereby give power of attorney to:
[_____]

(To be completed with the last name and first name of the natural person attorney-at-law to whom this power of attorney is granted) identified by the Identity Card/Passport series [_____]

[_____] number [_____], issued by [_____] on (date) [_____]

[_____], holder of the personal number [_____], having the domicile in [_____]

OR
[_____]

(To be completed with the registered name of the legal person attorney-at-law to whom this power of attorney is granted)

having the headquarters in [_____], registered with the Trade Register/similar entity for non-resident legal persons under number [_____], holder of the Tax Number/equivalent registration number for non-resident legal persons [_____],

duly represented by [_____]

(To be completed with the last name and first name of the legal representative)

Identified by the Identity Card/Passport series [_____] number [_____]

[_____], issued by [_____] on (date) [_____], holder of the personal number [_____],

having the domicile in [_____], in order to act as my representative at the OGMS of the Company that will take place on April 27th/28th 2023, at 09:00 a.m., at the headquarters of **GRAND HOTEL BUCHAREST S.A.** in

Bucharest, District 1, 4th Blvd. Nicolae Balcescu, to exercise the voting right corresponding to my holdings registered in the register of shareholders as at the reference date, as follows:

1. Election of the meeting secretariat of the ordinary general meeting in accordance with the provisions of art. 129 of Law no. 31/1990

in favour

against

abstention

2. Approval of the annual report of the Company's Board of Directors

in favour

against

abstention

3. Approval of the report prepared by the company's auditors

in favour

against

abstention

4. Presentation, discussion and approval of the annual financial statements of the Company for the financial year of 2022 based on the reports presented by the Board of Directors and by the company's auditors

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in favour

against

abstention

5. Approval of the discharge of management of the members of the Board of Directors for the activity carried out between January 1, 2022 and December 31, 2022, based on the presented reports.

in favour

against

abstention

6. Presentation, discussion and approval of the income and expenditure budget and the activity plan of the Company for the financial year 2023.

in favour

against

abstention

7. Approval of the proposal of the Company's Board of Directors regarding the registration of the net result from the financial year 2022 in the "carried forward" account

in favour

against

abstention

10. Approval of the remuneration of the members of the Company's Board of Directors for the financial year 2023 according to the remuneration policy approved by the Resolution of the General Assembly of 02.06.2021.

in favour

against

abstention

11. Approval of the full use of the amounts registered as "Statutory or contractual reserves" to cover the loss from previous years.

in favour

against

abstention

12.2 Approval of the mandate of the Board of Directors to initiate a selection process of an auditor from: Deloitte/ Ernst & Young/ KPMG/ PricewaterhouseCoopers.

in favour

against

abstention

13. Revocation of the current remuneration policy, as approved by Decision no. 9 of the AGOA of 02.06.2021 and the mandate of the Board of Directors to propose a new Remuneration Policy, in accordance with the current status of the hotel asset - hotel not affiliated to an international brand.

in favour

against

abstention

14. Establishing the allowances of the members of the Board of Directors of the Company at the level of 2,000 lei net/month per member and 2,500 lei net/month for the President of the Board of Directors.

in favour

against

abstention

15. Approval of the date of 19.05.2023 as the Registration Date, for the identification of the shareholders on whom the decision of the Ordinary General Meeting of Shareholders applies, and the establishment of the date of 18.05.2023 as Ex-date

in favour

against

abstention

16. Empowering any member of the Company's Board of Directors to complete all the formalities for carrying out the decisions of the Ordinary General Meeting of Shareholders

in favour

against

abstention

Date of granting of the special power of attorney: [_____]

(In the event that the shareholder successively sends more than one special power of attorney, the Company will consider that the special power of attorney having a later date revokes the previous special power(s) of attorney)

Last name and first name: [_____]

(To be completed with the last name and first name of the natural person shareholder, in clear capital letters)

Signature:

IMPORTANT:

This special power of attorney is drawn up in 3 (three) original counterparts, having the same legal force, one for the Principal, one for the Attorney-at-law, and the third to be submitted to GRAND HOTEL BUCHAREST S.A. until the date and time mentioned in the convening notice.