

Current Report

Report data 09.03.2023
Issuer Entity Name SIF HOTELURI SA
Registered Office: Oradea, Emanuil Gojdu Square, no.53, bl. A10, Bihor County
Phone / Fax Number 0259-413939/ 0259-413.939
Registration Code at ORC: R056150
Registered business number of Bihor County: J05/126/1991
Subscribed Registered Capital: 80.356.102,50 lei
Paid Up Share Capital: 80.356.102,50 lei
Regulated market trading issued securities: Bursa de Valori Bucuresti (Bucharest Stock Exchange)

Important events reported

RESOLUTIONS EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS 09.03.2023

The EGMS advertising was made in accordance with the provisions of Law no. 31/1990 republished and of ASF Regulation no. 5/2018. The convocation in the form proposed by the Board of Directors was published in Romanian in the local newspaper "Jurnal Bihorean" 8299/06.02.2023, as well as in the Official Gazette of Romania, Part IV, no. 568/06.02.2023 respecting the minimum date of 30 days from the date of publication of the convocation.

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 call in March, 09, 2023 at headquarters, with the direct participation or by correspondence of shareholders who own a number of shares 31.826.507 from a total of 32.142.441 shares representing 99,0171% of the share capital, with 31.826.507 valid votes from a total of 31.826.507 votes representing 100% of the share capital with voting rights present in Meeting, with the agenda published in the Official Gazette of Romania, Part IV no. 568 from 06.02.2023, in the local newspaper Jurnalul Bihorean no 8299 from 06.02.2023 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 of the reduction of the subscribed share capital of SIF Hoteluri S.A. from 80,356,102.50 lei (RON) to 6,428,488.20 lei (RON) by reducing the nominal value of SIF Hoteluri S.A. shares. from

2.50 lei (RON) to 0.20 lei (RON). The reduction of the share capital is justified by the need to optimize the share capital of SIF Hoteluri S.A., implying the return to the shareholders of a share of the contributions, proportional to the participation in the paid-up share capital of SIF Hoteluri S.A. After the reduction, the subscribed capital of SIF Hoteluri S.A. will have the value of 6,428,488.20 lei (RON), divided into 32,142,441 ordinary shares, each with a nominal value of 0.20 lei (RON).

Approving of the amendment of art. 6 para. (1) from the Constitutive Act of SIF Hoteluri S.A. as follows: "(1) The subscribed and paid-up capital is 6,428,488.20 lei (RON), of which 840,052.52 lei (RON) in kind, divided into 32,142,441 shares. The social capital is divided into ordinary shares, in dematerialized form, by registration in the account, registered and indivisible, with a nominal value of 0.20 lei (RON)".

, with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;

DECISION No 2

Approving of the payment of the amounts due to the shareholders registered in the register of shareholders of SIF Hoteluri S.A. on the Registration Date of this AGM of 2.3 lei (RON)/share, in proportion to their participation in the paid-up share capital of the SIF Hoteluri S.A. company. The payment will start on 16.06.2023, the Payment Date of this AGM, under the condition that the reduction of the share capital to become effective, by registering the share capital reduction operation at the trade registry office and at the capital market institutions, *with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;*

DECISION No 3

Approving of 07.06.2023 as registration date and 06.06.2023 as ex date, in accordance with the provisions of art. 87 para. (1) from Law no. 24/2017 and of the ASF Regulation no. 5/2018, *with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;*

DECISION No 4

Approving Approval of the power of attorney:

- a) To the President of the A.G.E.A. meeting. for signing the adopted decisions and the updated form of the Constitutive Act, following the approved changes.
- b) To the General Director, with the possibility of substitution, for carrying out the necessary formalities for the operation of the reduction of the share capital, the submission/registration of the updated form of the Constitutive Act at the Trade Registry Office, the publication in the Official Gazette of Romania Part IV, as well as signing any documents related to them and to fulfill all the procedures and formalities provided by law for the purpose of implementing the shareholders' decisions, including the

formalities of their publication and registration at the Trade Registry or any other public institution.

, with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;

DECISION No 5

Approving of carrying out the operations of conversion into cash assets of the nature of financial assets owned by the company in order to ensure the financing sources of the operation of reducing the share capital in the amount stipulated in the request made by the shareholder SIF Banat-Crișana S.A. , with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;

DECISION No 6

Empowerment with authority and full powers of Mr. Vasile Radu Bîrlea, General Manager of SIF Hotels S.A., with the possibility of substitution, to take all the necessary measures, to sign any documents and to complete any procedures or formalities necessary to carry out the decision related to point 5 on the AGEA agenda, within the limits established by the AGEA and the decisions of the board of directors of SIF Hoteluri S.A. , with 99,9826% votes for, 0,0174% votes against and 0,00% abstentions from the total 31.826.507 votes cast;

President of Board of Directors,
SFERDIAN Teodora