



TURISM FELIX S.A.

417500, Băile Felix, 22 Victoria street,
Sânmartin commune, Bihor county
Trade Register no.: J05/132/1991, Sole registration no.: RO 108526
Subscribed and paid-up share capital: 49,118,796.20 lei



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NOTICE TO ATTEND

The Board of Directors of S.C. TURISM FELIX S.A., with J05/132/1991, Tax Code RO 108526, having its headquarters in Baile Felix town, 22 Victoria street, Bihor county, in accordance with Law no. 31/1990, with subsequent amendments and additions, Law no. 297/2004, Law no. 24/2017, the Financial Supervisory Authority's Regulations and the provisions of the Articles of Incorporation

convenes the Ordinary General Meeting of Shareholders on 25.04.2024, 10⁰⁰ o'clock.

The proceedings of the General Meeting of Shareholders will be held in Băile Felix, 20 Victoria street, Sânmartin commune, Bihor county (in the conference room of the Lotus Hotel Complex).

If the conditions for the validity of the meeting are not met at the first convening, the general meeting shall be convened for 26.04.2024, maintaining the agenda, time and place of the meeting.

The Agenda of the Ordinary General Meeting of Shareholders is the following:

- 1) Election of the Secretary composition of the meeting from among the shareholders, in accordance with the provisions of art. 129 paragraph (2) of the Companies Act no. 31/1990.
- 2) Presentation, discussion and approval of the Annual Financial Statements of Turism Felix S.A. and of the annual accounting reports for the financial year ended at 31.12.2023, based on the Report of the Board of Directors and the Report of the Financial Auditor.
- 3) Approval of the distribution of the net profit achieved in 2023 in the amount of Lei 1,069,903 to the following destinations:
 - legal reserve in the amount of Lei 71,294 lei
 - other reserves in the amount of Lei 998,609 to be used as own sources of financing the Company's activity.
- 4) Approval of the discharge of the Company's administrators for the activity carried out in 2023.
- 5) Approval of the level of fixed remuneration due to the administrators for the financial year 2024.
- 6) Approval of the Company's Income and Expenditure Budget for the year 2024.
- 7) Approval of the Company's Investment Plan for 2024.
- 8) Approval of the performance indicators and targets for the financial year 2024, annexed to the Management and Mandate Agreement.
- 9) Giving the advisory vote on the Annual Remuneration Report of the Company's Directors in accordance with the provisions of Article 107 of Law 24/2017- as republished.

- 10) Revocation of art. 6 of the OGMS Resolution no. 4/03.10.2020 regarding the form of the mandate contract used by the company in relation to the appointed directors.
- 11) Authorization of the Board of Directors to draw up and sign the mandate contract with the appointed directors.
- 12) Ratification of the Decision of the Board of Directors no. 5/26.02.2024 of the Company on the approval of the extension of the credit line in the amount of Lei 9 million, contracted with Banca Transilvania, for a period of 24 months, by retaining the existing guarantee and the authorization of Mr. Florian Serac - General Director and Mr. Emil-Răzvan Pîrjol - Deputy General Director to sign the necessary documents.
- 13) Ratification of the Decision of the Board of Directors no. 5/26.02.2024 of the Company on the approval of retaining of the guarantee by Turism Felix S.A. of the credit line in the amount of Lei 1,500,000 committed to Banca Transilvania de Turism Lotus Felix S.A., for a period of 24 months and the authorization of Mr. Florian Serac - General Director and Mr. Emil-Răzvan Pîrjol - Deputy General Director to sign the necessary documents.
- 14) Approval of the date of 15.05.2024 as the registration date for the identification of the shareholders on whom the effects of the resolutions of the Ordinary General Meeting of Shareholders are to be reflected.
- 15) Authorization of Mr. Florian Serac - General Director, with the possibility of substitution, to carry out the formalities of legal publicity and registration of the resolutions of the Ordinary General Meeting of Shareholders.

Only shareholders registered in the Company's Register of Shareholders on de 12.04.2024, set as the reference date, may attend and vote at the meeting.

The share capital of the ISSUER consists of 491,187,962 registered shares, each share entitling to one vote at the general meeting of shareholders.

Shareholders representing, individually or jointly, at least 5% of the share capital are entitled:

(i) to place items on the agenda of the general meeting, provided that each item is accompanied by a justification or a draft resolution proposed for adoption by the general meeting no later than 9.04.2024, 10⁰⁰ o'clock.

(ii) to submit draft resolutions for items included or proposed for inclusion on the agenda of the general assembly, no later than 9.04.2024, 10⁰⁰ o'clock.

Each shareholder has the right to ask questions on the items on the agenda of the general meeting. The Company may also respond by posting the answer on its website under "Frequently Asked Questions".

The shareholders mentioned in the previous paragraphs must send the materials/questions in writing, in sealed envelopes, accompanied by copies of their identity documents, identity card in the case of individuals, respectively registration certificate in the case of legal entities, as well as a copy of the document proving their capacity as legal representative, to the company's registered office, clearly marked in capital letters.

FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS on 25/26.04.2024

The annual financial statements, the Management Report of the Board of Directors, documents, information materials, and draft resolutions of the general assembly relating to matters included in the Agenda can be consulted on the company's website - www.felixspa.com , starting from 18.03.2022 - the date of publication of the Notice of Assembly in the Official Gazette of Romania, or at the company's registered office on working days between 9:00 – 15:00 o'clock.

Ballots by correspondence and special power of attorneys, in Romanian and English languages, can be obtained from the company's headquarters starting from 26.03.2024 at 9:00-16:00 o'clock on working days, or can be downloaded from the company's website www.felixspa.com., starting from 26.03.2024 at 9:00 o'clock.

Shareholders registered at the reference date may attend and vote at general meetings directly or may be represented by persons other than shareholders, on the basis of a special or general power of attorney.

The access of shareholders entitled to participate in the general meeting is allowed by simply proving their identity, made, in the case of individual shareholders, with their identity card, and in the case of corporate shareholders or represented individual shareholders, with the power of attorney given to the individual representing them.

Representation of shareholders in the general meeting of shareholders may also be made by persons other than shareholders, on the basis of a special or general power of attorney, the general power of attorney may be granted by shareholders only to an intermediary defined according to art. 2 para. 1 item 19 of Law 24/2017, or to a lawyer.

A copy of the special power of attorney in Romanian or in English language shall be submitted/ sent to the company's registered office or to the company's e-mail scfelix@turismfelix.ro until 23.04.2024 at 12:00 o'clock in a sealed envelope, one copy to be made available to the representative, so that he/she can prove this quality.

Shareholders registered on the date in question have the opportunity to vote by mail prior to the General Assembly, by using the postal ballot.

In the case of postal voting, the ballot paper, filled and signed, together with a copy of the identity document (bulletin/ identity card in the case of individuals, or registration certificate in the case of legal entities), may be submitted to the company's registered office by 23.04.2024 at 10:00 o'clock, in a sealed envelope, clearly marked in capital letters: "FOR THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS ON 25/26.04.2024".

Ballots not received by the date indicated above cannot be counted for the purposes of determining the quorum and majority at the General Assembly.

Further information can be obtained from the company's registered office or by calling 0259/318.338 between 9⁰⁰ - 15⁰⁰ o'clock.

**Chairman of the Board of Directors,
Marius-Adrian Moldovan**