

**RESOLUTIONS
OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
COMPA S.A. SIBIU COMPANY**

DRAFT

The Extraordinary General Meeting of Shareholders (EGMS) convened by the Board of Directors of COMPA S.A. Sibiu, assembled on the November 12/13th 2020 in accordance with the law in force.

The works took place at the first / second hearing, at the company's headquarters, the conditions of publicity and quorum being met. Thus, at the hearing participated in person/through a representative/by correspondence a number of shareholders holding a number of shares with voting rights representing% of the total number of voting shares in the share capital of COMPA SA (218,821,038 shares in the share capital of which voting shares; Shares representing% of the share capital, are shares without voting rights, being shares repurchased by COMPA SA)

Having met the quorum, the Assembly is legally constituted and passed to the presentation, discussion and voting on issues specified in the agenda of the meeting, as was announced in the revised convening notice published in the Bursa newspaper on and in Official Gazette Part IV of No and the company's website www.compa.ro

After debates concerning all points set out in the agenda, the following resolutions were adopted:

E.G.M.S. Resolution no 1 / November 12/13th 2020

1. **Art.1.** With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the participation of the company COMPA S.A., as sole shareholder, to set up a limited liability company, in accordance with the provisions of the legislation in force, as follows:

The company will be named ARINI HOSPITALITY S.R.L. The share capital of the Company is as follows:

- **cash contribution** - 2,000,000 RON (twomillion)
- **contribution in kind** - representing the asset, property of COMPA S.A., located in Sibiu, Bd. Victoriei 42 - 44, registered in the Land Book no. 131805 Sibiu composed of land, with destination class of business and adjoining areas, mentioned under A1, register number 131805 with in surface of 7591 sqm with constructions mentioned under A1.1 register number 131805-C1 administrative building S+P+2E+M, contribution in kind with a value determined according to the evaluation report established by an authorized valuer.

The share capital constituted according to the above will be 100% owned by COMPA S.A.

Art.2. The main object of activity of the Company will be: Hotels and other similar accommodation facilities, code CAEN 5510. The registered office of the Company will be in Sibiu, str. Henri Coandă no. 8, Sibiu County, Romania.

E.G.M.S. Resolution no 2 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the delegation of the Board of Directors of COMPA S.A. to decide on the number of shares in which the share capital of ARINI HOSPITALITY S.R.L. will be divided and on their value

E.G.M.S. Resolution no 3 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the delegation of the Board of Directors of COMPA S.A. to decide on the provisions of the Statute of the company ARINI HOSPITALITY S.R.L. and on the appointment of the administrator of this company.

E.G.M.S. Resolution no 4 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the empowerment of the legal representative of the company COMPA S.A., Mr. Ioan Deac - Chairman of the Board of Directors and General Manager, to sign the Statute of the Company ARINI HOSPITALITY S.R.L., the declaration on one's own responsibility that the company meets the legal conditions to be a sole shareholder, as well as any other related documents necessary to setting up of the company.

E.G.M.S. Resolution no 5 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the contracting by the affiliated company ARINI HOSPITALITY S.R.L. of non-reimbursable funds, in order to finance and develop the Hotel Project - Mercure Sibiu Park Arini Hotel & ibis Styles Sibiu Park Arini - in Sibiu, Bd. Victoriei no. 42 - 44

E.G.M.S. Resolution no 6 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the delegation of the Board of Directors of COMPA S.A. by the Extraordinary General Meeting of Shareholders for the purpose to take the necessary decisions to contract non-reimbursable funds, in order to finance and develop the Hotel Project - Mercure Sibiu Park Arini Hotel & ibis Styles Sibiu Park Arini - in Sibiu, Bd. Victoriei no. 42 - 44.

E.G.M.S. Resolution no 7 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the contracting by the affiliated company ARINI HOSPITALITY S.R.L. of bank loans with a maximum value of 8,000,000 euros (eight million euros) in order to finance and develop the Hotel Project Mercure Sibiu Park Arini Hotel & ibis Styles Sibiu Park Arini - in Sibiu, Bd. Victoriei no. 42 – 44.

E.G.M.S. Resolution no 8 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the guarantee the bank loan mentioned in point 7 by the affiliated company ARINI HOSPITALITY S.R.L with movable and immovable property from the patrimony of this company, including the building described in decision no. 1 above, registered in the Land Book no. 131805 Sibiu.

E.G.M.S. Resolution no 9 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the delegation of the Board of Directors of COMPA by the Extraordinary General Meeting of Shareholders in order to establish the strategy for capitalization of assets- land with destination class of business and adjoining areas - situation in Sibiu, Bd. Victoriei no. 42 - 44 in a total surface of 29,441 sqm registered in the Land Books of Sibiu Municipality no. 128905, 128904, 128910. 128911, 128912, 128913, 128908, 128907, 128909, 131806, either by building and selling or renting real estate and the related part of the land, or by selling all or part of these lands

E.G.M.S. Resolution no 10 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the reduction of the share capital in the total amount of 1,500,000 RON (one million five hundred thousand RON) of the affiliated company TRANS C.A.S. S.R.L. based in Sibiu, str. Henri Coanda no. 8, Jud. Sibiu, registered with the O.R.C. from the Sibiu Tribunal under no. J / 32/633/2002 having Unique Registration Code 14836511, with the amount of 750,000 RON (seven hundred fifty thousand RON) by decreasing the number of shares of the associates from 150,000 (one hundred fifty thousand) to 30,000 (thirty thousand) shares and by increasing the value of a share from 10 RON (ten RON) to 25 RON (twenty five RON).

E.G.M.S. Resolution no 11 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve empowerment of the legal representative of COMPA S.A. Mister. Ioan Deac - Chairman of the Board of Directors and General Manager to sign the decision of the E.G.M.S. regarding the reduction of the share capital of TRANS C.A.S. S.R.L., according to the decision from point 10.

E.G.M.S. resolution no 12 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against"

and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the sale of the asset, property of COMPA S.A., located in Sibiu, Bd. Victoriei 42 - 44, registered in the Land Book no. 131805 Sibiu composed of land, construction yard category under A1, no. cadastral 131805 with an area of 7591 sqm with constructions under A1.1 no. cadastral 131805-C1 - administrative building S+P+2E+M, the minimum price being represented by the remaining book value on 31.12.2019.

E.G.M.S. resolution no 13 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the cancellation of the share buyback program as voted in the GMS of 27 / 28.04.2020.

E.G.M.S. resolution no 14 / November 12/13th 2020

With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the date of **04.12.2020** as the registration date for the identification of the shareholders on whom the effects of the decisions of the extraordinary meeting of the shareholders, in accordance with the provisions of art. 86 (1) of the Law no.24 / 2018 regarding the issuers of financial instruments and market operations and of the date of **03.12.2020** as ex data according to the provisions of Art.176(1) and Art.2, paragraph 2, letter l) of the ASF Regulation no.5 / 2018

E.G.M.S. Resolution no 15 / November 12/13th 2020

Art.1. With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve to mandate of Mr. Ioan DEAC as Chairman & CEO /Legal representative is approved empowerment of Mr. Ioan Deac - Chairman of the Board of Directors and General Manager to sign on behalf of the shareholders the decisions of the E.G.M.S. as well as to delegate the competent persons who will fulfill any act or formality required by law for the registration and / or publication of the decisions of the E.G.M.S.

Art.2 With valid votes cast, related to a number of... shares, representing... ..% of the total shares with voting rights in the share capital and % from the total share capital, of which votes cast "for", votes cast "against" and... abstentions (if applicable), the extraordinary general meeting of shareholders, by open vote, approves / does not approve the empowerment of Mrs. Mihaela Grobnicu / Pirvu Oana Sabina to perform all legal formalities for registration, advertising and publishing of the final decisions.

No "canceled" votes were recorded/ There have been ... "canceled" votes recorded.

Additional data and information are available at the company, phone +40 269 / 237 878, fax +40 269 / 212.204

Sibiu, October 29, 2020

Chairman & CEO,

Ioan DEAC

CFO,

Ioan MICLEA