

**VOTING BALLOT AVAILABLE FOR THE IAR SA OGMS ON 27-28.04.2017**  
**REPRESENTATIVES OF INDIVIDUALS, PARTICIPATING IN THE MEETING OR WHO SEND**  
**THEIR VOTE BY CORRESPONDENCE / REGISTERED POST**

*The undersigned, ....., identified with ID card series ... no. ....  
(copy attached to the present voting ballot), PIN ....., representative of  
....., identified with ID card series ... no. .... (copy attached to the  
present voting ballot), PIN ....., holder of ..... shares issued by the  
IAR S.A. company, shares that grant the right to ..... votes in the shareholders' general meeting of the  
company, hereby exercise my right to vote related to these shares, according to the special power of  
attorney submitted at the IAR SA headquarters, on the matters on the daily agenda of the OGS meeting on  
27-28.04.2017, time 12:00, as follows:*

*1. To approve the annual financial statements prepared for the financial year 2016, based on reports  
submitted by the Board of Directors of IAR S.A. and its financial auditor*

☐ **PRO**                      *or*                      ☐ **AGAINST**                      *or*                      ☐ **ABSTENTION**

*2. To approve the prescription of the unpaid dividends for the financial year 2012, which is the condition to  
meet the 3-year deadline from the date of chargeability of dividends to be distributed stipulated by art. 2517 of  
the Civil Code, and their registration in the article "other incomes" - account 758, according to Order  
1286/2012*

*The prescription date of the respective amounts will be 30.06.2017, a subsequent date to the conclusion of  
the dividends payment due for the period 2012-2015, and the amount to be prescribed will be that  
resulting from the completion report of the dividends payment action made available to the company by  
the Depozitarul Central SA Company.*

☐ **PRO**                      *or*                      ☐ **AGAINST**                      *or*                      ☐ **ABSTENTION**

*3. To approve the distribution of the net profit in the amount of 12,213,226.67 lei, recorded by the  
company in 2016, as follows:*

- Legal reserves:	914,785	lei
- Reinvested profit in 2016:	351,278	lei
- Dividends:	6,230,021	lei
- Other reserves - own sources of funding:	4,717,142.67	lei

*The shared dividends payment date, in the gross amount of 0,33 lei/share, is 06.07.2017, the distribution  
costs being borne by the shareholders.*

*Dividends shall be paid to shareholders registered in the register of shareholders on the 15.06.2017.*

☐ **PRO**                      *or*                      ☐ **AGAINST**                      *or*                      ☐ **ABSTENTION**

*4. To approve the discharge of liability of the company Board of Directors members in respect of their  
activity in the financial year 2016, based on the Annual Report of the Board of Directors, and the  
Independent Financial Auditor's Report and his favorable opinion on the discharge of liability of the  
members of the Board of Directors of IAR SA*

☐ **PRO**                      *or*                      ☐ **AGAINST**                      *or*                      ☐ **ABSTENTION**

5. To approve the signing of a general contract for industrial and commercial cooperation between Airbus Helicopters and IAR SA

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

6. To postpone the decision regarding the signing of a general contract for industrial and commercial cooperation between Airbus Helicopters and IAR SA

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

7. To reject the signing of a general contract for industrial and commercial cooperation between Airbus Helicopters and IAR SA

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

8. To approve the date of 15.06.2017 as the registration date, i.e. the date for identification of the shareholders who are affected by the resolutions of the Ordinary General Meeting of Shareholders of 27/28.04.2017 and of the date of 14.06.2017 as ex-date, in compliance with Law No. 297/2004 on the capital market

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

9. To approve of the date of 06.07.2017 as the date of payment, in compliance with Law No. 297/2004 on the capital market.

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

10. The Board of Directors and the general director of the Company IAR SA are mandated to carry out the provisions of the resolutions which have been taken during the OGSM dated 27-28.04.2017, as well as the formalities regarding the publicity required by the law, the Constitutive Act and the CNVM Regulations

☐ **PRO**                      or                      ☐ **AGAINST**                      or                      ☐ **ABSTENTION**

**NAME AND SURNAME .....**

**SIGNATURE .....**

**Date .....**