

SPECIAL POWER OF ATTORNEY

The undersigned,, identified with ID card series..... No..... personal identification number owning shares issued by IAR SA, which confers me votes in the General Shareholders Meeting, I hereby appoint Mr. / Ms., holder of the I.C. series number, personal identification number, as my representative in the IAR SA Ordinary General Meeting of Shareholders, which will take place on the 27.11.2017, time 12:00, or on the 28.11.2017, time 12:00 - date of the of the second meeting (if the first could not take place) to exercise the voting rights attached to the shares owned by me at this company for the issues included in the agenda of the meeting as follows :

1. Approves the participation of IAR SA as a founding member of the Romanian Helicopter Industry Association, which will operate in accordance with its Constitutive Act and Statute, as presented during the General Meeting of the Shareholders of IAR SA that took place on the date of 27.11.2017.

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

2. Choosing the interim administrators

The vote PRO / AGAINST or ABSTENTION are in concordance with the secret voting ballot

3. Establishing the term of the mandates of the elected interim administrators until ..., but no later than the date of election of the administrators according to the provisions of OUG no. 109/2011 on Corporate Governance of Public Enterprises, approved with amendments and completions by Law no. 111/2016

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

4. Approves the fixed monthly indemnity due to non-executive interim administrators, representing the average of the averages gross monthly salaries for the last 12 months communicated by the National Institute of Statistics for the machine building sector, CAEN code 3030 " Manufacture of aircraft and spacecraft "(corresponding to the main activity object of IAR SA).

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

5. The approval of date 19.12.2017 as the registration and identification date of the shareholders who are affected by the resolutions of the Ordinary General Meeting of the Shareholders dated 27.11.2017, and of the date 18.11.2017 as ex-date, in accordance with the provisions of Law No. 24/2017.

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

NAME AND SURNAME

SIGNATURE

Date