

SPECIAL POWER OF ATTORNEY

The undersigned,, having its registered office in the locality, county.....,street., no... .., bl. of flats, section., ap., registered at the Trade Registry under no....., sole registration number, legally represented by in his/her capacity of, owning shares issued by IAR SA, which confers us votes in the General Meeting of Shareholders, I hereby appoint Mr. / Ms., holder of the I.D. card 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 us 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 of the shareholder as a legal entity

Name and surname of the legal representative

Signature and stamp

Date