

RESOLUTION No. 02 /30.01.2018
PROJECT

Considering that, as stipulated in art. 3 of OGSM Resolution No 11 / 28.11.2017, "It is approved the monthly fixed gross indemnity due to non-executive temporary administrators is approved, to be the average of the averages monthly gross salaries over the last 12 months, communicated by the National Institute of Statistics for the machinery construction industry, CAEN code 3030" Manufacture of aircraft and spacecraft "(corresponding to the main activity object of IAR SA).",

Taking into account the modifications brought by the OUG no 79/2017 to the Fiscal Code, regarding the change starting with the date of 1 January 2018 of the social contributions and the income tax,

Taking into account the provisions of art. 18 of the OUG no. 90 / 07.12.2017, saying that "The gross remuneration of the members of the board and directors provided in mandate contracts concluded in accordance with the provisions of OUG no. 109/2011 on Corporate Governance of Public Enterprises, approved with amendments and completions by Law no. 111/2016, as amended, may be recalculated in order to be reconciled with the new mandatory social contributions due under Law no. 227/2015, as subsequently amended and supplemented, as amended by the OUG no. 79/2017 for amending and completing the Law no. 227/2015 on the Fiscal Code.",

Considering the provisions of republished Law no. 31/1990, as amended and supplemented to date, of Law no. 24/2017, of CNVM Regulations no. 1/2006 and no. 6/2009 regarding the issuers and the securities operations and of the Constitutive Act of IAR S.A. Company,

The Ordinary General Meeting of the Shareholders of IAR S.A., convened in accordance with Law no. 31/1990, as amended and supplemented to date, Law no. 24/2017, the CNVM Regulation no. 1/2006 on issuers and securities operations, the CNVM Regulation no. 6/2009 on the exercise of certain rights of shareholders in general meetings of companies and the Constitutive Act of the Company IAR S.A. and legally constituted on 30.01.2018, 12:00 a.m., at the company's headquarters, according to the participation of shareholders/representatives of shareholders owning ...% of the total shares of the company,

DECIDE:

Art. 1. *It is approved that starting with the date of 01.01.2018 the gross monthly indemnities of the non-executive members of the board of the company to be recalculated by indexing with 20% in conformity with the provisions of art. 18 of the OUG 90/2017, in order to comply with the new mandatory social contributions due according to Law no. 227/2015, as subsequently amended and supplemented, as amended by the OUG no. 79/2017.*

The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning ...% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning ...% of the total shares of the company and the "abstention" of the shareholders/representatives of shareholders owning ...% of the total shares of the company.

Art. 2. *The General Director of IAR SA is charged with the fulfillment of the provisions of the present decision, as well as with the fulfillment of the advertising formalities required by the law, the Constitutive Act and the regulations of ASF / CNVM.*

The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning ...% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning ...% of the total shares of the company and the "abstention" of the shareholders/representatives of shareholders owning ...% of the total shares of the company.

Given at the IAR S.A. Company's headquarters, this day of 30.01.2018.

Claudia Maria BAICU
CHAIRMAN OF THE BOARD OF DIRECTORS

Aurelia SUMEDREA
G.M.S. SECRETARY