

**IAR SA COMPANY**

Headquarters: Ghimbav, no.34 Hermann Oberth Str., Braşov county

Business Reg. No: J08/4/1991, T.I.N.: 1132930

**RESOLUTION No. 05 / 31.05.2019 - PROJECT**

*Taking into account the fact that the financial statements 2018 were approved by the General Meeting of Shareholders of IAR SA through Decision no. 04 / 24.04.2019,*

*Taking into account the provisions of Article 2 of the Decision no. 04 / 24.04.2019, according to which a decision on the distribution of the net profit registered by the company in 2018 is postponed,*

*Under Law no. 31/1990, as amended and supplemented and the Constitutive Act of IAR S.A.,*

***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, with Law no. 24/2017, with the ASF Regulation no. 5/2018 and the Constitutive Act of the Company IAR S.A. and legally constituted on 31.05.2019, 12:00 p.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.** *To approve the distribution of the net profit in the amount of 31,184,158 lei, recorded by the company in 2018, as follows:*

- |  |                       |
|--|-----------------------|
| - Legal reserves:                          | 1.853.531 lei         |
| - Reinvested profit in 2018:               | 2.783.969 lei         |
| - <b>Unappropriated profit:</b>            | <b>26.546.658 lei</b> |
| o Dividends :                              | 11.515.677 lei        |
| o Other reserves – self-financing sources: | 15.030.981 lei        |

*The shared dividends payment date, in the gross amount of 0,63 lei/share, is 05.07.2019, the distribution costs being borne by the shareholders.*

*Dividends shall be paid to shareholders registered in the register of shareholders on the 14.06.2019.*

*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.** *To approve the date of 14.06.2019 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 31.05.2019, the date of 13.06.2019 as ex-date and the date of 05.07.2019 as the date of payment, in compliance with Law No. 24/2017.*

*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. 3.** *The Board of Directors and the company's general director are entrusted with carrying out the provisions of this resolution and with the formalities of publicity required by law, the constitutive act and the ASF regulations.*

*Given at the IAR S.A. Company's headquarters, this day of 31.05.2019.*

**Măriuca Oana PISTOL**

**Aurelia SUMEDREA**

**CHAIRMAN OF THE BOARD OF DIRECTORS**

**G.M.S. SECRETARY**