

**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 16.12.2019, time 12:00, or on the 17.12.2019 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. The election of some temporary members of the IAR SA Board of Directors starting with 17.12.2019, as a result of the expiry of the mandates of the current temporary members of the IAR SA Board of Directors**

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

- 2. Establishing the term of the mandates of the elected temporary members of the Board of Directors 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

- 3. Establishing the retribution due to the elected interim members of the board**

PRO                      or                       AGAINST                      or                       ABSTENTION

- 4. Choosing Mrs / Mr .....as Chairman of the Board**

PRO                      or                       AGAINST                      or                       ABSTENTION

- 5. Approval of the date of 10.01.2020 as registration date, i.e. - identifying the shareholders that are impacted by the decisions of the Ordinary General Meeting of Shareholders held on the 16/17.12.2019 and of the date of 09.01.2020 as the ex-date, in accordance with the provisions of Law No. 24/2017.**

PRO                      or                       AGAINST                      or                       ABSTENTION

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

**SIGNATURE .....**

**Date .....**