

VOTING BALLOT AVAILABLE FOR THE IAR SA OGMS ON 29-30.04.2020
REPRESENTATIVES OF INDIVIDUALS, PARTICIPATING IN THE MEETING OR WHO SEND
THEIR VOTE BY CORRESPONDENCE / REGISTERED POST

The undersigned,, identified with ID card series ... no.
(copy attached to the present voting ballot), PIN, representative of
....., identified with ID card series ... no. (copy attached to the
present voting ballot), PIN, holder of shares issued by the IAR
S.A. company, shares that grant the right to votes in the shareholders' general meeting of the company,
hereby exercise my right to vote related to these shares, according to the special power of attorney submitted
at the IAR SA headquarters, on the matters on the daily agenda of the OGS meeting on 29-30.04.2020, time
12:00, as follows:

1. To approve the annual financial statements prepared for the financial year 2019, based on reports
submitted by the Board of Directors of IAR S.A. and its financial auditor

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

2. To approve the distribution of the net profit in the amount of 49,128,541 lei, recorded by the company in
2019, as follows:

- Legal reserves:	2.319.392 lei
- Reinvested profit in 2019:	2.864.258 lei
- Unappropriated profit:	43.944.891 lei
o Dividends:	18.278.853 lei
o Other reserves – self-financing sources:	25.666.038 lei

The gross amount of dividends for 2019 is 1 leu/share and the distribution costs will be borne by the
shareholders.

Dividends shall be paid to shareholders registered in the register of shareholders on the 26.06.2020.

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

3. To approve the date of 03.07.2020 as shared dividends payment date, according to the provisions of Law
24/2017

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

4. To approve the prescription of the unpaid dividends for the financial year 2015, which is the condition to meet the
3-year deadline from the date of chargeability of dividends to be distributed stipulated by art. 2517 of the Civil
Code, and the proposal for their registration in the article "other incomes" - account 758, according to the legal
provisions.

The prescription date of the respective amounts will be 30.06.2020, a subsequent date to the conclusion of
the dividends payment due for the period 2015-2018, and the amount to be prescribed will be that resulting
from the completion report of the dividends payment action made available to the company by the
Depozitarul Central SA Company.

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

5. To approve the discharge of liability of the company Board of Directors members in respect of their
activity in the financial year 2019 based on the Annual Report of the Board of Directors, and the
Independent Financial Auditor's Report and his favorable opinion on the discharge of liability of the
members of the Board of Directors of IAR SA.

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

6. To approve the establishment of a real surface right in favor of Aviatia Utilitara SA, the Romanian Airclub and the National Meteorological Administration - Southern Transylvania Regional Meteorological Center, on the land upon which the construction is built, in which the three entities carry out their activity, which has an area of 3,938 sqm. and which is registered with the LR of Ghimbav under number 106072.

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

7. To approve the establishment of a right of foot and any vehicle easement on the road that allows access to the plot of land on which the construction of the property of the three entities is located, easement road registered with the LR 106073, with an area of 833 square meters.

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

8. The executive management of IAR SA is mandated to negotiate the surface contract which will contains clauses regarding the establishment of the right of passage easement, under the following conditions:

- the term of the contract: over the existence of the buildings in which the three entities operate, but not more than 49 years
- the price will be at least equal to the one established by the valuation report prepared by an authorized company
- the contract may not be renewed to a third party, except with the express agreement, in advance, made in writing, of IAR S.A.
- the payment by the Aeroclubul României RA, the Aviatia Utilitara SA and the Ghimbav-Brasov County Meteorological Station of the annual fees and taxes due for the land and buildings to the local budget.

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

9. To approve the date of 26.06.2020 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 29.04.2020, the date of 25.06.2020 as ex-date and the date of 03.07.2020 as the date of payment, in compliance with Law No. 24/2017.

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

NAME AND SURNAME

SIGNATURE

Date