

## **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 28.04.2025, time 12:00, or on the 29.04.2025, 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. Approval of the annual financial statements prepared for the financial year 2024, based on reports submitted by the Board of Directors of IAR S.A. and the financial auditor**

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

- 2. Approval of the distribution of the net profit in the amount of 31,544,924 lei, recorded by the company in 2024, as follows:**

- Legal reserves:	0 lei
- Reinvested profit in 2024:	1,301,432 lei
- Unappropriated profit:	30,243,492 lei
○ Dividends	5,300,867 lei
○ Other reserves – self-financing sources:	24,942,625 lei

**Dividends shall be paid to shareholders registered in the register of shareholders on the 17.06.2025.**

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

- 3. Approval of the gross amount of dividend at 0.29 lei/share**

**The cost of the dividends distribution will be borne by the shareholders.**

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

- 4. Approval of the day of 04.07.2025 as payment date of shared dividends for 2024**

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

- 5. Approval of the discharge of liability of the Board of Directors members in respect of their activity in the financial year 2024**

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

6. *The prescription of the unpaid dividends for the financial year 2020, which obey 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, is noted.*

*The prescription date of the respective amounts will be 30.06.2025, 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**

7. *Approval of the Annual Report 2024 of the nomination and remuneration committee of the Board of Directors of IAR S.A.*

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

8. *Approval of the date of 17.06.2025 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 28.04.2025, the date of 16.06.2025 as ex-date and the date of 04.07.2025 as the date of payment, in compliance with 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 .....*