

## CURRENT REPORT

as per the CNVM Regulation No. 1/2006 regarding the issuers and securities operations, art. 113 A, paragraph c

Date of the report: 26.04.2016

Name of the issuing entity: IAR S.A. Company

Social headquarters: 1, Aeroportului Street, Ghimbav, county of Brasov

Telephone / Fax number: 0268475108/0268476981

Sole Registration Code with the Trade Registry Office: 1132930

Order Number with the Trade Registry: J08/IV/1991

Social capital registered and deposited: 47.197.132,50 lei

The regulated market onto which transactions of issued securities are traded: The Stock Exchange Bucharest, Capital titles sector – Shares Standard Category

### I. Important events to be reported: OGMS 26-27.04.2016

The Ordinary General Meeting of the Shareholders took place on 26.04.2016, the date of the first call. The meeting was attended by shareholders/representatives of the shareholders holding 12.250.726 shares of the Company IAR SA, representing 64,8912 % of the total number of company shares. Meantime, one of the IAR's shareholders, holding 863.212 shares, sent his vote by correspondence.

The meeting agenda was:

1. Analysis and approval of the annual financial statements set up for the financial year 2015, based on the reports presented by the Board of Directors of IAR S.A. and the financial auditor
2. Approval of the 2015 net profit distribution
3. Approval of the members of the Board of Directors of the company discharging of liability in respect of the exercise carried out in the financial year 2015, based on the presented reports
4. Approval of the date 15.06.2016 as registration and identification date of shareholders who are affected by the decisions of the Ordinary General Meeting of Shareholders dated on 26.04.2016/27.04.2016, approval of the date 14.06.2016 as ex-date and approval of the date 06.07.2016 as date of the payment, under the provisions of Law no 297/2004 on the capital market.

The decisions taken by vote after analyzing the presented documents are the following:

1. To approve the annual financial statements prepared for the financial year 2015, based on reports submitted by the Board of Directors of IAR S.A. and its financial auditor

The vote was expressed as follows:

<b><u>the total number of the expressed votes:</u></b>	<b>13.113.938</b>		
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares of the company**

<b>TOTAL:</b>	<b>69,4636</b>	<b>%</b>	
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	64,8912	0	0
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares represented-OGMS 26.04.2016**

<b>TOTAL:</b>	<b>100</b>	<b>%</b>
---------------	------------	----------

<i>out of which:</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	93,4176	0	0
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>

2. To approve the prescription of the unpaid dividends for the financial year 2011, 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 their registration in the article "other incomes" - account 758, according to Order 1286/2012

The prescription date of the respective amounts will be 30.06.2016, a subsequent date to the conclusion of the dividends payment due for the period 2011-2014, 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.

**The vote was expressed as follows:**

<b><u>the total number of the expressed votes:</u></b>	<b>13.113.938</b>		
<i>out of which:</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares of the company**

	<b>TOTAL:</b>	<b>69,4636 %</b>		
<i>out of which:</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>	
Shareholders present and/or represented	64,8912	0	0	
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0	
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>	

representing the following **percentages of the total number of shares represented-OGMS 26.04.2016**

	<b>TOTAL:</b>	<b>100 %</b>		
<i>out of which:</i>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>	
Shareholders present and/or represented	93,4176	0	0	
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0	
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>	

3. To approve the distribution of the net profit in the amount of 11.961.550 lei as follows:

- legal reserves	0 lei
- remaining net profit to be distributed, after constituting the legal reserve, of which:	11.961.550 lei
- dividends	6.556.626 lei
- other self financing reserves-sources	5.404.924 lei

The shared dividends payment date, in the gross amount of 0,3473 lei/share, is 06.07.2016, the distribution costs being borne by the shareholders.

Dividends shall be paid to shareholders registered in the register of shareholders on the 15.06.2016.

**The vote was expressed as follows:**

**the total number of the expressed votes:**      **13.113.938**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following percentages of the total number of shares of the company

**TOTAL: 69,4636 %**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	64,8912	0	0
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>

representing the following percentages of the total number of shares represented-OGMS 26.04.2016

**TOTAL: 100 %**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	93,4176	0	0
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>

4. To approve the discharge of liability of the company Board of Directors members in respect of their activity in the financial year 2015, 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

**The vote was expressed as follows:**

**the total number of the expressed votes: 13.113.938**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following percentages of the total number of shares of the company

**TOTAL: 69,4636 %**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	64,8912	0	0
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>

representing the following percentages of the total number of shares represented-OGMS 26.04.2016

**TOTAL: 100 %**

out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	93,4176	0	0
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>

5. To approve the date of 15.06.2016 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

26/27.04.2016 and the date of 14.06.2016 as ex-date, in compliance with Law No. 297/2004 on the capital market

**The vote was expressed as follows:**

<b><u>the total number of the expressed votes:</u></b>	<b>13.113.938</b>		
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares of the company**

<b>TOTAL:</b>	<b>69,4636</b>	<b>%</b>	
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	64,8912	0	0
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares represented-OGMS 26.04.2016**

<b>TOTAL:</b>	<b>100</b>	<b>%</b>	
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	93,4176	0	0
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>

**6. To approve the date of 06.07.2016 as the date of payment, in compliance with Law No. 297/2004 on the capital market.**

**The vote was expressed as follows:**

<b><u>the total number of the expressed votes:</u></b>	<b>13.113.938</b>		
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	12.250.726	0	0
Shareholders who sent their vote by correspondence / registered post	863.212	0	0
<b>SUBTOTAL</b>	<b>13.113.938</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares of the company**

<b>TOTAL:</b>	<b>69,4636</b>	<b>%</b>	
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	64,8912	0	0
Shareholders who sent their vote by correspondence / registered post	4,5724	0	0
<b>SUBTOTAL</b>	<b>69,4636</b>	<b>0</b>	<b>0</b>

representing the following **percentages of the total number of shares represented-OGMS 26.04.2016**

<b>TOTAL:</b>	<b>100</b>	<b>%</b>	
out of which:	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTENTION</b>
Shareholders present and/or represented	93,4176	0	0
Shareholders who sent their vote by correspondence / registered post	6,5824	0	0
<b>SUBTOTAL</b>	<b>100</b>	<b>0</b>	<b>0</b>

*Taking into the consideration the votes expressed, it was adopted the OGMS resolution no. 03/26.04.2016, attached to this current report.*

*This current report is available and can be accessed at the address [www.iar.ro/Shareholdings/Rapoarte curente, insotite de anexe specifice/2016/26.04.2016 - Raport Curent 26-27.04.2016 / Current Report OGSM 26-27.04.2016](http://www.iar.ro/Shareholdings/Rapoarte_curente,_insotite_de_anexe_specifice/2016/26.04.2016_-_Raport_Curent_26-27.04.2016_/Current_Report_OGSM_26-27.04.2016)*

***Ion Rareş POPESCU***

***CHAIRMAN OF THE BOARD***

***Ion DUMITRESCU***

***GENERAL DIRECTOR***

**IAR SA COMPANY**

Headquarters: Ghimbav, no.1 Aeroportului Str., Braşov county

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

**RESOLUTION No. 03 / 26.04.2016**

Given the conclusions drawn from: The Annual Report of 2015 of the Board of Directors of IAR S.A., the Independent Financial Auditor's Report and the annual financial statements of 2015,

Considering the fact that the 2015 financial statements were approved by the Board of Directors of IAR SA by Decision no. 09CA / 17.03. 2016,

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. 297/2004, with 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 26.04.2016, 12:00 p.m., at the company's headquarters, according to the participation of shareholders/representatives of shareholders owning 69,4636% of the total shares of the company,**

**DECIDE:**

**Art. 1.** To approve the annual financial statements prepared for the financial year 2015, based on reports submitted by the Board of Directors of IAR S.A. and its financial auditor, in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning 69,4636% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning 0% of the total shares of the company and the "abstention" of 0 % of the company shareholders/representatives of shareholders.

**Art. 2.** To approve the prescription of the unpaid dividends for the financial year 2011, 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 Order 1286/2012.

The prescription date of the respective amounts will be 30.06.2016, a subsequent date to the conclusion of the dividends payment due for the period 2011-2014, 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.

The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning 69,4636% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning 0% of the total shares of the company and the "abstention" of 0 % of company shareholders/representatives of shareholders.

**Art. 3.** To approve the distribution of the net profit in the amount of 11.961.550 lei as follows:

- legal reserves	0 lei
- remaining net profit to be distributed, after constituting the legal reserve, of which:	11.961.550 lei
- dividends	6.556.626 lei
- other self financing reserves-sources	5.404.924 lei

*The shared dividends payment date, in the gross amount of 0,3473 lei/share, is 06.07.2016, the distribution costs being borne by the shareholders.*

*Dividends shall be paid to shareholders registered in the register of shareholders on the 15.06.2016.*

*The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning 69,4636% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning 0% of the total shares of the company and the "abstention" of 0% of the company shareholders/representatives of shareholders.*

**Art. 4.** *To approve the discharge of liability of the company Board of Directors members in respect of their activity in the financial year 2015 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 .*

*The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning 69,4636% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning 0% of the total shares of the company and the "abstention" of 0% of the company shareholders/representatives of shareholders.*

**Art. 5.** *To approve the date of 15.06.2016 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 26/27.04.2016, the date of 14.06.2016 as ex-date and the date of 06.07.2016 as the date of payment, in compliance with Law No. 297/2004 on the capital market.*

*The approval was given in terms of voting "pro" expressed by the shareholders/representatives of shareholders owning 69,4636% of the total shares of the company, of voting "against" expressed by the shareholders/representatives of shareholders owning 0% of the total shares of the company and the "abstention" of 0% of the company shareholders/representatives of shareholders.*

**Art. 6.** *The company's general director is entrusted with carrying out the provisions of this resolution and with the formalities of publicity required by law, the constitutive act and the ASF / CNVM regulations.*

*Given at the IAR S.A. Company's headquarters. this day of 26.04.2016.*

***Ion Rareş POPESCU***

***Aurelia SUMEDREA***

***CHAIRMAN OF THE BOARD OF DIRECTORS***

***G.M.S. SECRETARY***