IAR S.A. Company
Headquarters: Ghimbav, Hermann OBERTH str., no. 34, Jud. Brasov
No. of registration in the Trade Register: J/08/4/1991

DECISION NO. 24 CA / 09.11.2022

Given the fact that in commercial contracts, concluded either for export activities or for domestic activities, various guarantee methods are included as generally mandatory clauses, such as:

- *issuing a letter of bank guarantee to cover the collection of an advance, usually up to 30% of the contract value*
- *the issuance of bank guarantee letters of good execution/operation which must be valid for a period that exceeds by 30 days the validity period of the contract, the amount of this letter being, as a rule, 10% of the value of the contract*
- *contractual clauses regarding compensatory operations related to procurement contracts for defense needs, public order and national security, cases in which IAR SA is obliged to conclude a compensation agreement with the Compensation Office for Special Equipment Acquisitions. It is required that Societatea IAR SA guarantee these compensation obligations, through a letter of guarantee amounting to 8% of the contract value.*

Given that, at the moment, the IAR SA Company is in the phase of negotiating commercial contracts with the Ministry of National Defense,

Taking into account the fact that, in order to finance the current production process and to be able to fulfill its assumed contractual obligations, the company should obtain financing from a first-rate bank, financing that would cover the letters of guarantee and other necessary expenses in the performance of commercial contracts,

Taking into account the commercial and financial arguments presented by the executive management in the note presented during the meeting on 09.11.2022 of the Board of Directors of the IAR SA Company,
Pursuant to the powers granted to the Board of Directors of the IAR S.A. Company by Law no. 31/1990 republished, with subsequent amendments and additions and by the Constitutive Act of the IAR S.A. Company,

Taking into account the provisions of the OGMS Decision no. 08/19/08/2022,

The Board of Directors of IAR S.A., legally constituted on 09.11.2022,

DECIDES:

Art. 1 *The following levels and competences for contracting bank loans without real estate guarantees are approved, which are necessary for the development of commercial contracts:*

LIMITS*	***RELEVANT MANAGING BODY***
up to 250 million lei inclusively	***The General Director of IAR SA***
between 250 million lei and 500 million lei inclusively	***Board of Directors of IAR SA***

**These ceilings represent the maximum cumulative level of loans contracted by the company.*

Bank loans without real estate guarantees, necessary for the development of commercial contracts, having the value exceeding the ceiling of 500 million lei will be subject to the approval of the General Meeting of Shareholders of the IAR SA Company.

Art. 2 *The Ordinary General Meeting of the Shareholders of the IAR SA Company is convened in order to approve the levels and powers of contracting the bank loans approved in article 1 of this decision.*

Dated at the headquarters of the IAR S.A., today, 09.11.2022.

Ruxandra-Rodica ANGHEL

CHAIRWOMAN OF THE BOARD