

INVESTOR COMMUNICATION POLICY

1. POLICY

1.1. GENERAL

The Company IAR SA:

- *undertakes to publish inside information correctly, without particularly favoring an interested party, strictly complying with the applicable legislation in the field of capital markets*
- *complies with the provisions of the Regulation on market abuse, which prohibits the selective disclosure of inside information to certain persons, thus eliminating situations in which important information that is not public may be disclosed before it is disclosed to the general public*
- *believes that the publication of inside information under the conditions of protecting the necessary confidentiality allows shareholders and potential investors to form a more accurate and complete image of the Company.*

The administrative and executive management of IAR SA believes that it is in the interest of the Company to maintain an active and open dialogue with shareholders regarding its evolution and future prospects.

1.2. OBJECTIVES

The objectives of this Policy are:

- **Compliance Commitment:** *Strengthening the commitment of IAR SA to comply with the continuous communication obligations imposed by the applicable legislation in the field of the capital market and the regulations of the Financial Supervisory Authority and the Bucharest Stock Exchange*
- **Ensuring the quality of information:** *Ensuring that all information made available to shareholders and potential investors regarding the activity of IAR SA is:*
 - *informative, fact-based, prompt and accurate;*
 - *consistent and communicated in accordance with applicable legal and regulatory requirements.*
- **Equal access to information:** *The commitment to publish and permanently update the Communication Policy in relation to investors is made in order to comply with the provisions of the specific legal regulations in force, as well as to ensure continuous and undifferentiated information of all shareholders of IAR SA and potential investors present on the capital market;*
- **Disclosure of inside information:** *Ensuring that all persons to whom this policy is addressed understand the obligations to maintain the confidentiality of inside information, namely:*
 - *to prevent market manipulation based on inside information and its unauthorized disclosure;*
 - *to regulate the methods of notifying persons who have access to inside information regarding the applicable legal obligations and regulations, as well as to inform them of the sanctions applicable in the event of illegal trading based on inside information and its unauthorized disclosure;*
 - *to notify persons in management positions within IAR SA of their legal obligations regarding the management of inside information concerning this Company and the trading of its shares;*
 - *to periodically notify persons who have access to inside information regarding the prohibition of trading in shares issued by IAR SA.*
- **Effective Communication:** *Promoting effective and proactive communication with shareholders and encouraging their participation in general meetings.*

This policy applies to all members of the board of directors, executive directors and employees of IAR SA and, to the extent possible, to any other persons who may possess privileged information regarding this Company.

The Investor Relations Communication Policy presents the main methods used by IAR SA to communicate with shareholders and investors, such as documents filed with financial supervisory authorities, written statements in the company's annual reports, financial statements, presentations made by management and information published on the IAR SA website.

It also covers verbal statements made both during group and individual meetings, or in telephone discussions with shareholders and potential investors.

2.INTERNAL COMMUNICATION STRUCTURE IN RELATIONSHIP WITH INVESTORS

2.1. General Aspects

The Board of Directors and the executive management of IAR SA are responsible for this policy, including for recommending any substantial changes to it and for ensuring its compliance.

To this end, the responsibilities of the administrative and executive management of IAR SA are as follows:

- to decide whether or not non-public information may have an impact on the share price and when the changes require its public communication;*
- to ensure compliance with the applicable regulatory requirements regarding the publication of privileged information;*
- to monitor compliance with this Policy in relation to shareholders and potential investors;*

The executive management of IAR SA is responsible for the development, implementation and verification of the application of the provisions of this communication policy, which are specified in chapter 4.

2.2. Responsibilities related to communication with investors

The main responsibility of the persons responsible for communication with shareholders and potential investors is to ensure the dissemination to all interested parties of inside information that directly relates to the company (through specific transmission systems), as soon as possible, so that the regulatory information obligations are strictly respected (including in accordance with the regulation on market abuse).

The executive management of the Company IAR SA must evaluate any information it holds (regarding sensitive issues that have not been addressed in previous cases, and not specifically mentioned in the provisions of the capital market legislation) and decide whether this information constitutes inside information or whether it has become such information. The executive management of the company must also assess the need for the company to create new lists of persons with access to inside information or to modify its existing lists.

In order to fulfill this role, the Company's executive management will have the following duties, which are not exhaustive:

- assess the quality of "inside information" in accordance with the specific legal provisions in force*
- generally advise, if deemed necessary, on the scope and content of any disclosure that is the subject of the board's duties and responsibilities (if applicable); this activity includes supervising the preparation of presentations made during working meetings with beneficiaries and/or collaborators of IAR SA and of material aspects included in correspondence with shareholders and potential investors*

- *provide support in aspects communicated to shareholders and potential investors, including inside information, if requested*
- *monitor, with the support of the persons responsible for shareholder relations, market news and media speculation that include information that could be inside information and analyze whether it is necessary to issue a current report through an "official report storage mechanism"*
- *monitors any changes in the company's circumstances and assesses whether they give rise to the obligation to issue a current report through an "official reporting mechanism" and, in particular, monitors any variation between the company's performance and its own forecasts, as well as analysts' expectations regarding the company's performance, assesses the materiality of such variations and, if it finds that they constitute inside information, recommends the necessary measures to be taken*
- *immediately informs the Company's employees who, by the nature of their activity, must have access to the information, of any decision to issue a current report through an "official reporting mechanism"*
- *ensures that the company's procedures relating to the management of inside information are adequate to allow the effective dissemination of information to shareholders and potential investors*
- *assesses which employees should appear on the list of persons with access to inside information prepared and constantly updated by the company*
- *takes any other measures it deems appropriate to ensure that the Company complies with regulatory obligations in relation to the disclosure insider trading and maintaining lists of persons with access to insider information.*

2.3. REPRESENTATIVES IN RELATIONS WITH INVESTORS AND ANALYSTS

The representatives of IAR SA, responsible for communication with shareholders, potential investors and capital market regulators, are the general manager, executive directors and specialists within the Shareholder Service.

The members of the board of directors and employees, other than the designated representatives, must not answer, under any circumstances, questions received from shareholders, potential investors and capital market regulators, unless specifically authorized by one of the representatives identified above.

3. INSIDE INFORMATION AND ITS MANAGEMENT

3.1. Inside information

According to Article 131 of Law 24/2017:

“(1) Inside information means information of a precise nature which has not been made public, which relates directly or indirectly to one or more issuers, or to one or more financial instruments, and which, if it were made public, could significantly influence the price of those financial instruments or the price of related derivative financial instruments.

(2) When referring to commodity derivatives, inside information means information of a precise nature which has not been made public and which relates directly or indirectly to one or more such derivative financial instruments or which relates directly to the related spot commodity contract and which, if it were made public, could significantly influence the price of such derivative financial instruments or related spot commodity contracts and where this is information which is reasonably expected to be disclosed or for which there is a disclosure obligation in accordance with European or national law applicable, market rules, contracts, practices or usages regarding the relevant commodity derivatives markets or spot markets.

(3) When referring to emission allowances or products auctioned based on them, inside information means information of a precise nature, which has not been made public, which relates directly or indirectly to one or more such instruments and which, if it were made public, could significantly influence the price of such instruments or the price of related derivative financial instruments.

(4) For persons responsible for the execution of orders for trading in financial instruments, inside information also means information of a precise nature, transmitted by a client, in connection with his orders which have not yet been executed, relating directly or indirectly to one or more issuers or to one or more financial instruments, information which, if it were made public, could have a significant effect on the price of those financial instruments, on the price of related spot commodity contracts or on the price of related derivative financial instruments.

(5) Information of a precise nature means information which indicates a set of circumstances which exist or which can reasonably be expected to exist, or an event which has occurred or which can reasonably be expected to occur, and on the basis of which, due to its specific nature, a conclusion can be drawn as to the effect which those circumstances or that event may have on the price of financial instruments, on the price of related derivative financial instruments, on the price of related spot commodity contracts or on the price of products auctioned based on emission allowances. In this context, in the case of a prolonged process intended to produce or which results in certain circumstances or a certain event, those future circumstances or that future event, as well as the intermediate stages of that process intended to produce or result in the future circumstances or event in question, may be regarded as precise information.

(6) An intermediate stage of a lengthy process is considered inside information if, in itself, it satisfies the criteria for inside information referred to above.

(7) Information which, "if it were made public, could significantly influence the price of those financial instruments or the price of related derivative financial instruments, related spot commodity contracts or auctioned products based on emission allowances" means information which a reasonable investor could use in making investment decisions.

Inside information therefore represents any information regarding the activity and operations of IAR SA that results in or could reasonably result in a significant change in the market price of IAR SA shares, or that is expected to have a significant influence on an investor's investment decision.

Inside information includes, but is not limited to:

- significant changes in assets or major operations;
- financial performance and significant changes thereto;
- dividend policy;
- reorganization;
- business and strategic plans;
- acquisitions and divestments of major business segments;
- changes in executive management and the board of directors;
- borrowings;
- conclusion or loss of significant contracts;
- takeover bids;
- any other changes regarding the activity and operations of IAR SA that could reasonably be expected to significantly affect the market value of the Company's shares, or which could have a significant influence on investors' decisions to invest.

The persons presumed to have access to privileged information are the following:

- members of the board of directors and members of the executive management of the company;

- employees of the company who, through their activity, may have access to such information (accountants, legal advisors, secretarial staff, etc.);
- persons who provide professional services for the company and who have access to such information (auditors, lawyers, consultants, etc.);
- significant shareholders of the company; if they are legal entities, members of their board of directors and members of their executive management;
- all persons known to have obtained such information from the persons mentioned above;
- all persons acting in concert with the persons mentioned above.

3.2. Confidentiality of information

All persons who have access to confidential information (“data subjects”) have a legal obligation not to disclose it to other employees of IAR SA who are not authorized to have access to it and to other third parties of IAR SA, except in the case where disclosure is necessary as a result of the current activity carried out by them, or required by law, or permitted by this Policy. In addition to legal requirements, data subjects must comply with the following:

- *not to discuss the activity of IAR SA in places where the discussion can be overheard by persons not authorized to possess such information;*
- *confidential documents will not be read, displayed in public places or thrown in spaces from where they can be retrieved;*
- *documents and files containing confidential information must be kept in a secure place, with restricted access;*
- *visitors will be accompanied by IAR SA staff to ensure that they are not left alone in offices or spaces containing confidential information;*
- *documents containing confidential information should be removed immediately from protocol rooms and/or work areas after the end of meetings, and additional copies of confidential documents should be destroyed;*
- *every effort will be made to limit access to confidential information, so that only persons who need to know the information have access to it, and these persons must be warned about maintaining the confidentiality of the information.*

External parties who receive undisclosed confidential information during the course of their work in relation to IAR SA must confirm the confidentiality commitment through a written agreement to this effect.

3.3. Selective Disclosure

All data subjects are legally obliged not to disclose confidential information to persons outside IAR SA who are not subject to a confidentiality obligation. No person is permitted to use or disclose inside information for their own purposes. The disclosure of such information (confidential and/or inside information), which has not been publicly disclosed, to a select person or group, including investors, is considered selective disclosure.

Selective disclosure is illegal and prohibited.

3.4. Unintentional Selective Disclosure

If an unintentional selective disclosure has occurred, the management of IAR SA must be notified immediately, through the Shareholder Service.

The executive management of IAR SA must analyze the situation and immediately take all appropriate measures.

3.5. Correction of previously released inside information

If the previous publication of information through a current report contains a misrepresentation, after conducting a reasonable investigation regarding the information that was published in error, the Shareholder Service will issue a current report to correct the erroneous information and will make the appropriate notifications to the Bucharest Stock Exchange and the Financial Supervisory Authority.

4. Communication procedures and related controls

4.1. Publication of current reports, periodic reports and other public documents for the attention of shareholders and potential investors

The executive management of IAR SA will determine whether certain privileged information must be disclosed and the moment at which the disclosure is made.

- **Current reports:** *The publication of current reports is made within the deadline imposed by Law 24/2017 and CNVM Regulation no. 05/2018.*

Depending on the topic of the current report, the responsibility for the content and control of the communication lies with the General Director of IAR SA and the responsible executive director.

- **Annual report, periodic reports:** *The Board of Directors is responsible for controlling the communication of the annual and periodic reports.*
- **Questions asked by investors:** *The answers to the questions are formulated by the relevant departments, at the request of the Shareholder Service. It receives the answers proposed by the relevant departments, and the executive management approves the final form of the answers.*

4.2. Procedures for the communication of privileged information

*Both the periodic reports and all other reports are prepared and communicated in compliance with the provisions of the Operational Procedure **Reporting required by capital market legislation**.*

4.3 Principles of transparent communication

In accordance with the requirement to disclose all privileged information in a timely manner under applicable law, IAR SA personnel will adhere to the following basic principles regarding transparent communication:

- **immediate announcement:** *Subject to the terms of this Policy, inside information will be disclosed immediately.*
- **non-speculative and factual communication:** *The communication must be factual and non-speculative and must include any information the omission of which would make the rest of the communication unclear.*
- **compliance with applicable regulations:** *The communication of corporate information must comply with applicable legal and regulatory requirements.*
- **prompt disclosure of adverse inside information:** *Adverse inside information must be disclosed as promptly and completely as possible, in a manner comparable to the disclosure of favorable information.*
- **unauthorized disclosure of inside information:** *If, inadvertently, inside information has been previously disclosed, such information must be disclosed promptly through a current report.*
- **no informal meetings with investors and analysts will be held and there will be no “unofficial” comments:** *The Company will not hold any “informal meetings” and will not make any “unofficial” comments.*
- **equal access to inside information:** *All investors must have equal access to inside information. Selective disclosure is prohibited.*
- **plain language:** *All representatives of IAR SA in their relations with investors and analysts must use the principles of plain language when preparing communication, including, but not limited to: using short sentences, not using meaningless words, preparing documents presented in clear, easy to understand and concise language, avoiding any jargon or abstract terms, not using template formulations.*

4.4 Answering questions

No employee of IAR S.A. (other than authorized representatives) may answer questions posed by investors or analysts, unless specifically authorized to do so by the company's executive management.

Questions posed by analysts, shareholders or investors, received by any employee, must be forwarded to the Head of the Shareholder Service. It will be determined in advance whether the communication of privileged information is intended. In this case, privileged information must be communicated before, or simultaneously with, the transmission of the answer to the applicant, by issuing a current report.

4.5 Forecasts and estimates

IAR SA publishes the results for previous periods and the budget for an explicit period of one year. The forecast policy is based on a series of principles that are available on the company's website, at the link: <https://www.iar.ro/elemente-de-guvernanta-corporativa>.

Any other forecasts or estimates that will be made public (if any), except for the annual budget, will be published in the periodic reports.

If IAR SA chooses to disclose information regarding forecasts or estimates (only in exceptional situations) in documents, speeches, conference calls, or press releases, the following recommendations will be followed:

- the information, if considered inside information, will be disseminated through a current report, in accordance with this policy*
- the information will be clearly identified as being forecasts or estimates*
- the factors and assumptions used to establish the forecasts or estimates must be clearly described*
- the information will be accompanied by a statement that identifies, in specific terms, the risks and uncertainties that may cause a material difference between the actual results and the estimated results*
- the information will be accompanied by a statement that disclaims the intention or obligation of the IAR S.A. Company to update or revise the forecasts, as a result of new information, future events or any other reason, unless the applicable legislation on the capital market provides otherwise.*

4.6 Retention of records of disclosed inside information

The Head of the Shareholder Service or another designated person shall maintain:

- a ten-year record of all documents prepared and published regarding investor relations activity*
- copies of all minutes of meetings and decisions of the responsible parties*
- copies of transcripts of teleconferences, notes following meetings with analysts and investors and analysts' reports regarding IAR S.A.*

4.7 Trading Restrictions

It is unlawful for a person to buy or sell shares of a public company while knowing inside information affecting the issuer that has not been publicly disclosed. Unless the disclosure is necessary in the nature of the business, it is unlawful for a person to communicate inside information to others.

5. Relations with selected groups

5.1 Individual meetings with analysts and investors

Generally, discussions with analysts and investors (face-to-face or by telephone) should be limited to explanations or clarifications of publicly disclosed inside information or other non-privileged or non-confidential information. IAR S.A. must provide, verbally or in writing, the same information to any person who requests it.

5.2 Conferences, presentations

In exceptional cases, IAR SA Company will organize and announce conferences by issuing press releases that will present the nature of the information to be discussed during the respective conferences, the date and time of the event and will provide information on how interested parties can access the conference. In addition, the company may send invitations to participate to analysts, institutional investors, the media and other persons.

A recording of the telephone conference and/or the web conference may be made available following the event for a period of time deemed appropriate.

5.3 Investor conferences and presentations

When possible, IAR SA Company will publicly announce, in advance, the investor conferences, presentations and related support materials will be available on the website www.iar.ro.

5.4 Analysis Reports and Models

No person covered by this Policy may comment on analysts' reports, financial models and the assumptions underlying them. However, IAR SA's management may correct inaccurate information and discuss generally known economic and industry trends that may affect the company.

Analyst reports are the property of the analyst firm, and IAR SA should not be viewed as endorsing such reports by redistributing or making them available to the public or employees.

IAR SA may, however, distribute analyst reports to the Board of Directors, executive directors and certain employees or consultants to assist them in monitoring communications about the company.

5.5 Analyst Requests Regarding Revenues, Profits and Other Estimates

Responses to analyst inquiries regarding IAR SA's revenues, profits and other estimates will be limited to the company's publicly disclosed forecasts and estimates, as well as to the ranges and averages of estimates made by other analysts. IAR SA will not guide analysts regarding revenue estimates.

If the company's management determines that future results are expected to differ materially from any estimate previously issued by IAR SA (particularly if revenues are expected to be below the estimated range), it will consider the opportunity to issue a current report and/or hold a conference call to explain the change.

6. Electronic Communications

The Shareholder Service will monitor the Investors section of the IAR SA Company website, to ensure that all information posted in this section is correct, complete, updated and in accordance with all legislative and regulatory acts regarding the capital market and this Policy.

The communication of privileged information only on the company's website does not constitute its adequate dissemination. Any communication of privileged information on the website must be preceded by the issuance of a current report.

7. Consequences of non-compliance with the policy

Failure to comply with this Policy may lead to serious consequences, which may include internal disciplinary measures, the termination of employment contracts and/or consultancy contracts (as the case may be) concluded with persons who are held responsible for the violation of the provisions of capital market legislation regarding communication in relation to investors.

If it appears that an administrator, executive director or employee has violated the provisions of capital market legislation or other regulations specific to this field, IAR SA may notify the competent authorities, which could result in sanctions, fines or even imprisonment.

8. Policy Review

This Policy may be reviewed by the Shareholder Service and approved by the Board of Directors of IAR SA.