

## **IAR SA COMPANY**

Headquarters: Ghimbav, no. 34 Hermann OBERTH Str., Braşov county

Business Reg. No: J1991000004086, T.I.N.: 1132930

### **RESOLUTION No 1/23.02.2026 – IAR PROJECT**

*Taking into consideration the expiration of the mandates of the members of the Board of Directors of IAR SA,*

*Taking into account the fact that by Decision of the AGM no. 07 / 28.09.2017 it was approved the start of the selection procedure for the members of the Board of Directors of IAR SA, applying the provisions of art. 3, point 7 of the Emergency Ordinance no. 109/2011 on Corporate Governance of Public Enterprises, approved with amendments and completions by Law no. 111/2016,*

*Considering the provisions of republished Law no. 31/1990, as amended and supplemented to date, of Law no. 24/2017, of ASF Regulation no. 5/2018 and of the Constitutive Act of IAR S.A. Company,*

***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, Law no. 24/2017, ASF Regulation no. 5/2018 and Constitutive Act of the Company IAR S.A. and legally constituted on 23.02.2026, 12:00 a.m., at the company's headquarters, according to the participation of shareholders/representatives of shareholders owning ...% of the total shares of the company,***

### **DECIDES:**

**Art. 1** Starting with the day of 23.02.2026 the following persons are appointed as members of the Board of Directors of IAR SA Company:

- 1. ... - member of the Board of Directors**
- 2. ... - member of the Board of Directors**
- 3. ... - member of the Board of Directors**
- 4. ... - member of the Board of Directors**
- 5. ... - member of the Board of Directors**

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

**Art. 2** .....is elected as the chairman of the board of directors of IAR SA Company

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

**Art. 3** The duration of the administrators' mandates is ....., until ....., under the terms of OUG no. 109/2011 on the corporate governance of public enterprises, with subsequent amendments and supplements, or until the date of their removal from office.

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

**Art. 4** *The fixed monthly gross indemnity due to the members of the board of IAR SA appointed by this decision is equal to ..... lei.*

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

**Art. 5** *The form of the mandate contract to be concluded with the administrators of IAR SA is approved.*

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

**Art. 6** *The representative of the Ministry of Economy, Digitalization, Entrepreneurship and Tourism, Mr./Mrs. .... is empowered to sign the mandate contracts, in the form approved in Art. 5., with the administrators of IAR SA.*

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

**Art. 7** *The date 31.03.2026 is approved as the registration and identification date of the shareholders who are affected by the resolutions of the Ordinary General Meeting of the Shareholders dated 23.02.2026, and the date 30.03.2026 as ex-date, in accordance with the provisions of Law No. 24/2017, under the conditions of the „pro” votes expressed by the shareholders/shareholders’ representatives who own ....% of the total number of the company shares, the „against” votes expressed by the shareholders/shareholders’ representatives who own ....% of the total number of the company shares and the „abstention” of the the shareholders/shareholders’ representatives who own ....% of the total number of the company shares.*

**Art. 8** *The Deputy General Director of IAR SA is charged with the fulfillment of the formalities required by the law to enclose the notes on the composition of the Board of Directors at the Trade Register Office of Brasov.*

*Given at the IAR S.A. Company's headquarters, this day of 23.02.2026.*

**Bogdan COSTAŞ**

**CHAIRMAN OF THE BOARD OF DIRECTORS**

.....

**G.M.S. SECRETARY**