

**THE FORM REQUESTED BY AEROSTAR SA**

**SPECIAL PROXY FOR THE ORDINARY GENERAL MEETING OF SHAREHOLDERS ON THE DATE OF 09/10.07.2020**

**The Undersigned/Subscribed** \_\_\_\_\_

\_\_\_\_ (name, surname/name of represented shareholder, in capital letters), resident in/ with head office in \_\_\_\_\_, st. \_\_\_\_\_, no. \_\_\_\_\_, bl. \_\_\_\_\_, floor \_\_\_\_\_, app. \_\_\_\_\_, sector/county \_\_\_\_\_, country \_\_\_\_\_, identified with ID card/Passport / Permit of Residence series \_\_\_\_\_ no. \_\_\_\_\_, issued by \_\_\_\_\_, on the date of \_\_\_\_\_, valid until \_\_\_\_\_, Personal Identification Number (CNP) \_\_\_\_\_// registered in the Trade Registry \_\_\_\_\_ under no \_\_\_\_\_, Sole Identification No. (CUI) \_\_\_\_\_, by legal /conventional representative (*to strikethrough the incorrect variant*) Mr./Ms. \_\_\_\_\_, holding a number of \_\_\_\_\_ ordinary, dematerialized nominative shares, with a nominal value of 0,32 lei, issued by **AEROSTAR S.A.** (the „Company”), which entitles to a number of \_\_\_\_\_ votes of the total 152.277.450 shares/voting rights in the Ordinary General Meeting of Shareholders, as **PRINCIPAL**, I hereby empower \_\_\_\_\_, with residence in/ with head office in \_\_\_\_\_, St. \_\_\_\_\_, no. \_\_\_\_\_, bl. \_\_\_\_\_, floor \_\_\_\_\_, app. \_\_\_\_\_, sector/county \_\_\_\_\_, identified with ID/ Passport/ Permit of Residence series \_\_\_\_\_ no \_\_\_\_\_, issued by \_\_\_\_\_, on the date of \_\_\_\_\_, valid until \_\_\_\_\_, Personal Identification Number (CNP) \_\_\_\_\_//registered in Trade Registry \_\_\_\_\_ under no \_\_\_\_\_, Sole Registration No (CUI) \_\_\_\_\_, by legal/conventional representative (*to strikethrough the incorrect variant*) Mr./Ms. \_\_\_\_\_, as an **AGENT/ REPRESENTATIVE**, to represent me in the Ordinary General Meeting of Shareholders, which will take place in Bacau, 9 Condorilor St., Bacau county, on the date of **09.07.2020, starting with 13:00 hrs., as well as on the date when the second meeting is held on the date of 10.07.2020, starting with 13:00 hrs.**, at the same address, the same agenda and the same Date of Reference, in case the first meeting cannot be held, and to exercise the voting rights related to my shareholdings, recorded in the Record of Company’s shareholders on the Date of Reference **26.06.2020**, as follows (*to tick only in the adequate box and only for the items on the agenda for which the representative is empowered to attend and vote, as well the explicit voting instruction*):

<b>AGENDA</b>	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
<p><b>Item 1 lt.b) on the agenda:</b> Elect by secret vote as members of the Board of Directors, for a period of 4 years, starting with the date of 11.07.2020 until 10.07.2024, the following persons:</p>			

1. Grigore FILIP			
2. Doru DAMASCHIN			
3. Mihail-Nicolae TONCEA			
4. Alexandru FILIP			
5. Dan Mihai TONCEA			
6. Liviu Claudiu DOROȘ			
7. Daniel VIRNA			
8. Grigore HOROI			

I hereby empower the above mentioned agent/ representative to vote subject to the proxy instruction and grant him/ her with discretionary voting power on the aspects which were not identified and included on the agenda until the date when the present Special Proxy was made.

Yes

No

**Please find enclosed (as applicable):**

1. Copy of the ID document of the shareholder- natural person (ID card/ Passport/Permit of Residence)
2. The official document which acknowledges the status of legal representative of the signatory (*proof issued by a competent body, in original or in copy conforming with the original, issued with maximum 30 days prior to the date when the Ordinary General Meeting of Shareholders convening notice was published*) and copy of the legal representative's ID.
3. Declaration on one's responsibility given by the credit institution which supplies custody services for the shareholders of the Company and which received the empowerment for the representation in the Special Proxy, which must comprise:
  - a)The credit institution provides custody services for such shareholder;
  - b)The instructions in the Special proxy are identical with the instructions from the SWIFT message received by the credit institution to vote on behalf of such shareholder;
  - c) The Special Proxy is signed by the shareholder.

Made today, \_\_\_\_\_, in 3 original folds, having the same legal force, one for the Principal, one for the Agent/ Representative and the third to be filed at the Company's Registry until the date of **07.07.2020, 13:00 hrs.**

Contact telephone no. \_\_\_\_\_

**PRINCIPAL,**

\_\_\_\_\_  
(Name, surname/name of represented shareholder, in capital letters)

\_\_\_\_\_  
(Name and surname of the legal representative of the represented shareholder, in capital letters)

\_\_\_\_\_  
(Signature of the shareholder represented/of the legal representative of the shareholder represented)