



AEROSTAR S.A.

GRUP INDUSTRIAL AERONAUTIC-BACAU-ROMANIA

Str. Condorilor nr.9, Bacau 600302; Inmatriculat cu nr: J04/1137/1991-R.C.Bacau;
Cod Unic de Inregistrare: RO 950531; Capital social: 48.728.784 lei
Tel:+40234.575070; Fax:+40234.572023; 572259
e-mail:aerostar@aerostar.ro; Website:http://www.aerostar.ro

DRAFT RESOLUTIONS OF THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF AEROSTAR S.A. HELD ON JUNE 16th 2022

The Ordinary General Meeting of Shareholders of AEROSTAR S.A. (the “Company”), with the head office in Bacău, 9th Condorilor Street, registered with the National Trade Register Office under number J04/1137/1991 and having sole registration number 950531, convened and conducted in accordance with statutory provisions on the date of June 16th, 2022, where xx,xxxx% of the share capital was present or represented, that is xxx.xxx.xxx shares of the total of 152.277.450 shares,

Based on the Law on Companies no 31/1990, republished, the Law no. 24/2017 regarding the issuers of financial instruments and market operations, the A.S.F. (Financial Supervisory Authority) Regulation no. 5/2018 regarding the issuers of financial instruments and market operations, and of the Constitutive Deed of the Company,

DECIDES:

DRAFT RESOLUTION no. 7

Sole article. Approves [*by a majority/with unanimity of the votes cast*], in accordance with the provisions of art. 129, paragraph (2) and paragraph (5) of the Law no. 31/1990 on companies, the election of the OGMS meeting’s secretariate, composed from:

1. [Mr./Mrs. (name, surname)] – Secretary designated from among the company’s shareholders
2. Mr. Razvan-Alexandru BEJENARU – Technical secretary.

DRAFT RESOLUTION no. 8

Article 1. Approves [*by a majority/with unanimity of the votes cast*] the extension of the mandate awarded to mr. Grigore HOROI as a member of the Audit Committee, appointed by the General Meeting of the Shareholders’ Resolutions dated August 13th 2020, in accordance with art. 65 of the Act/Law no 162/2017 with reference to the statutory auditing of the annual financial statements and the consolidated annual financial statements, until **July 10th 2024**.

Article 2. Approves [*by a majority/with unanimity of the votes cast*] the extension of the mandate awarded to mr. Mihai DEJU as a member of the Audit Committee, appointed by the General Meeting of the Shareholders’ Resolutions dated August 13th 2020, in accordance with art. 65 of the Act/Law no 162/2017 with reference to the statutory auditing of the annual financial statements and the consolidated annual financial statements, until **July 10th 2024**.

Article 3. Approves [*by a majority/with unanimity of the votes cast*] the extension of the mandate awarded to mr. Daniel BOTEZ as a member of the Audit Committee, appointed by the General Meeting of the Shareholders’ Resolutions dated August 13th 2020, in accordance with art. 65 of the Act/Law no 162/2017 with reference to the statutory auditing of the annual financial statements and the consolidated annual financial statements, until **July 10th 2024**.

DRAFT RESOLUTION no. 9

Sole Article. Approves [*by a majority/with unanimity of the votes cast*] the repeal of BDO Audit SRL's mandate as the company's Financial Auditor, appointed by the General Meeting of the Shareholders' Resolutions dated April 24th 2021, as a result of termination of the Financial Auditing Contract.

DRAFT RESOLUTION no. 10

Sole Article. Approves [*by a majority/with unanimity of the votes cast*] the appointment of AUDITEVAL CONSULTING S.R.L. as financial auditor and the conclusion of the financial audit contract with AUDITEVAL CONSULTING S.R.L. for a minimum period of 1 (one) year, with the possibility of extension by an Additional Act approved by the Board of Directors of the Company.

DRAFT RESOLUTION no. 11

Sole Article. Approves [*by a majority/with unanimity of the votes cast*], to empower the President-General Director of the Company, Mr. eng. Grigore Filip, with the possibility of substitution, to:

- a) sign on behalf of the Company and/or on behalf of the Company shareholders: the resolutions of the present Ordinary General Meeting of Shareholders, as well as all the documents prepared in the purpose to execute such resolutions, in relation to any natural or legal person, private or public; and
- b) perform all the legal formalities for registration, opposability, execution and publication of the resolutions adopted.

**President of the Board of Directors - General Director,
Grigore FILIP**

AEROSTAR S.A. BACAU

**TOTAL NUMBER OF SHARES AND VOTING RIGHTS
ON THE DATE OF CONVENING OF THE
ORDINARY GENERAL MEETING OF SHAREHOLDERS
ON JUNE 16th 2022**

The share capital of Aerostar S.A. Bacau in total amount of 48.728.784 lei is divided into 152.277.450 shares with nominal value of 0,32 lei / share.

All the shares of Aerostar S.A. Bacau are in a single class of shares and they are nominative, ordinary, dematerialized, indivisible, of equal value and equal rights.

GMS Permanent Secretary,

Razvan-Alexandru BEJENARU