



AEROSTAR S.A.

Str. Condorilor, nr.9, Bacău 600302; Cod EUID: ROONRC.J1991001137040 -R.C.Bacău;
Cod Unic de Inregistrare: RO 950531; Capital social: 48.728.784 lei
Tel.+40 234575070 Fax +40 234572023 / +40 234572259
e-mail:aerostar@aerostar.ro; Website:<http://www.aerostar.ro>

DIVIDEND POLICY

GENERAL PROVISIONS

The dividend policy adopted by the Board of Directors of Aerostar S.A. at its meeting on 21 July 2025 establishes the relevant principles for calculating, declaring and paying dividends to the company's shareholders.

The Ordinary General Meeting of Shareholders decides, upon recommendation of the Board of Directors, on the allocation of net profit:

- Distribution of dividends
- Increase of share capital
- Setting aside of reserves
- Covering of losses from previous years
- Other allocations

The dividend per share represents a portion of the company's net profit which is calculated and paid to shareholders for each share held.

The dividend policy does not impose an obligation on the Board of Directors to recommend the distribution of dividends if such a decision:

- would not be in the best interests of the company's sustainable development, in the opinion of the Board of Directors;
- is restricted by law or by an order, decision or act of a legally competent authority,
- the company is facing the risk of insolvency, or the distribution of dividends could lead to insolvency.

CALCULATION OF DIVIDENDS

Dividends are distributed from the company's net profit **allocated for this purpose**, based on the individual financial statements audited and approved by the General Meeting of Shareholders.

The gross dividend per share is determined by dividing the approved dividend amount by the total number of shares issued by the company.

The net dividend per share is determined by deducting the tax established by the applicable tax legislation from the gross dividend per share.

The distributable profit is the portion of the company's net profit that may be distributed as dividends. It is calculated by deducting from the net profit any mandatory legal reserves and other allocations provided for by law or by the Articles of Incorporation, and adjusted for the effects of non-monetary income and expenses.

DECLARATION OF DIVIDEND

The decision to declare and pay dividends is made at the Ordinary General Meeting of Shareholders upon the recommendation of the Board of Directors. The recommendation regarding the value of the dividends and the method of payment is adopted at the Board of Directors' meeting.

The following elements shall be taken into account by the Board of Directors in the process of selecting a specific dividend distribution rate. In accordance with this policy, the Board of Directors shall consider:

- The company's development needs and opportunities,
- Maintaining a sufficient level of working capital to finance the operating activities,
- Any contributions of non-monetary items to the net profit reporting,
- Reducing any significant fluctuations in the absolute value of dividends per share from one period to another,
- Financial resources available for the payment of dividends, as well as the company's level of indebtedness.

The Board of Directors shall recommend the following to the Ordinary General Meeting of Shareholders:

- Gross dividend per share,
- Record date and payment date of dividends,
- Method of payment,
- Any other requirements mentioned in the legal provisions in force on the date of the Annual General Meeting of Shareholders.

Dividends shall be distributed and paid from the company's distributable net profit, in proportion to the number of shares held by the shareholders.

Shareholders entitled to receive dividends are those registered in the Aerostar S.A. shareholders' register on the registration date decided by the Annual General Meeting of Shareholders.

PAYMENT OF DIVIDENDS

Shareholders are entitled to receive the value of the net dividend per share corresponding to the number of shares held.

Dividends are paid to shareholders annually through the central depository and a paying agent (bank) authorised for this purpose.

Dividends are paid within the period established by the Ordinary General Meeting of Shareholders, but no later than six months from the date of approval of the annual financial statements.

If the Ordinary General Meeting of Shareholders does not set the date for the payment of dividends, they shall be paid within a maximum of sixty days from the date of publication of the decision in the Official Gazette of Romania.

The Board of Directors shall ensure the payment of declared dividends to shareholders.

The Company shall publish the method, date, and place of dividend payments in accordance with the legal regulations in force.

FINAL PROVISIONS

This policy enters into force on the date of its approval by the Board of Directors.

The Board of Directors may amend this policy and shall notify the shareholders prior to the effective date of such amendments.

This policy is supplemented by the provisions of the company's Articles of Incorporation, Law No. 31/1990 on companies (as subsequently amended and supplemented), other applicable legislation, and the Corporate Governance Principles applicable to entities whose securities are traded on a regulated market.