

*Logo and letterhead*

**SC IAROM SA  
No 107/6.04.2016**

**To: AEROSTAR SA**

**Attn: Mrs. Rusu Elena**

**Ref: Draft Resolution no 3/21.04.2016 of the General Meeting of AEROSTAR S.A. on  
21.04.2016**

**We propose the date for the distribution of the dividends of the year 2015 to be  
21 September 2016 instead of 21 October 2016.**

**Sincerely yours,**

**Mihai Toncea**

**President of the Board of Directors  
General Director**

*Signed and sealed*

## **DRAFT RESOLUTION NO 3 / 21.04.2016**

The Ordinary General Meeting of Shareholders of S.C.AEROSTAR SA, with headoffice in Bacau, no. 9 Condorilor Street, registered with the Trade Register Office of the Bacau Court under the number J04 / 1137/1991 and having sole registration number 950531, convened and conducted in accordance with statutory provisions on 21 April 2016, where xxx,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 Companies' Act no 31/1990, republished, of the Law no 297/2004 with reference to the capital market, with its subsequent modifications and completions, of the Regulation no 1/2006 of the National Securities Exchange Commission regarding the issuers and the operations with securities, of the Regulation no 6/2009 of the National Securities Exchange Commission regarding the exercise of certain rights of the shareholders in the general meetings of the shareholders in companies, and of the Constitutive Deed of S.C.AEROSTAR S.A.

**DECIDES with xxx.xxx.xxx votes "for" and xxx.xxx.xxx votes "against" and xxx.xxx.xxx votes "abstentions", the following:**

- Art. 1.** Approval of the Report of the Board of Directors for the year 2015
- Art.2.** Approval of Financial Auditor's Report regarding the auditing of the Financial Statements of the year 2015
- Art.3.** Approval of the Financial Statements for the year 2015. The main economic results of the year 2015 are:
- a) turnover: 329.764 thousand lei;
  - b) total revenues: 351.842 thousand lei;
  - c) total expenses: 292.288 thousand lei;
  - d) net profit of the year: 52.268 thousand lei.
- Art. 4.** Approval of the activities performed by the Board of Directors and executive management in the year 2015. Discharge of accountability the members of the Board of Directors for the activity performed until the date of 31 December 2015.
- Art.5.** Distribution of the net result (profit) of the year, i.e. the amount of 52.268.445,00 lei as follows:
- |  |                    |
|--|--------------------|
| a) distribution of the reinvested profit as legal reserve    | 21.517.324,72 lei  |
| b) distribution as statutory reserve for the working capital | 17.959.814,52 lei; |
| c) distribution as dividends                                 | 12.791.305,80 lei. |
- Set a gross dividend per share for the year 2015 of 0,084 lei.
- Set the date to pay the dividends on ~~21 October 2016~~ 21 September 2016.
- Art.6.** Distribution of the dividends of the year 2015 in accordance with the legal provisions applicable. The costs related to their distribution will be on account of the net dividend for each shareholder.