

SPECIAL PROXY
For the Extraordinary General Meeting of the Shareholders of
AEROSTAR S.A. held on December 12th/13th, 2024

The Subscribed/Undersigned*** _____

(name, surname/name of represented shareholder, uppercase letters; to bar non-corresponding),

*(*the next section is reserved **solely to legal entity shareholders**; to bar non-corresponding)*

with headquarters in _____, _____ street, no. _____, bl. _____, floor _____, app. _____, sector/county _____, country _____, registered in the Trade Registry of _____ with no. _____, sole identification (CUI) _____, legally/conventionally represented by Mr./Mrs. _____, with residence in _____, _____ street, no. _____, bl. _____, floor _____, app. _____, sector/county _____, country _____, ID Card/Passport/Residence Permit serial _____ no. _____, issued by _____, at _____, valid until _____, Personal identification number (CNP) _____,

OR

*(**the next section is reserved **solely to natural person shareholders**; to bar non-corresponding)*

with residence in _____, _____ street, no. _____, bl. _____, floor _____, app. _____, sector/county _____, country _____, ID Card/Passport/Residence Permit serial _____ no. _____, issued by _____, at _____, valid until _____, Personal identification number (CNP) _____,

*(***the next section is to be completed **by all shareholders**, regardless of type)*

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 from a total 152.277.450 shares/voting rights in the Ordinary General Meeting of Shareholders, as **PRINCIPAL**,

I hereby empower *(to bar non-corresponding)* _____, with residence in/ with headquarters in _____, St. _____, no. _____, bl. _____, floor _____, app. _____, sector/county _____,

A. identified with Card/Passport/Permit of Residence series _____ no _____, issued by _____, on the date of _____, valid until _____, Personal Identification Number (CNP) _____

OR

B. registered in Trade Registry of _____ under no _____, Sole Registration No (CUI) _____, by legal/conventional representative Mr./Mrs. _____, as an **AGENT/ REPRESENTATIVE**, to represent me in the **General Meeting of Shareholders**, which will take place in Bacau, 9th Condorilor St., Bacau county, on the date of **December 12th, 2024, starting with 13:00 hrs.**, as well as on the date when the second meeting is held on the date of **December 13th, 2024, 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 **December 2nd, 2024**, 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*):

Number 1 on the agenda – Text of the Draft Resolution no. 22:

Sole article. Approves, 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 GMS secretariate, composed from:

- 1.Mr./Mrs. _____ – Secretary designated from among the company's shareholders
- 2.Mr. Razvan-Alexandru BEJENARU – Technical secretary.

1	FOR	AGAINST	ABSTAIN

Number 2 on the agenda – Text of the Draft Resolution no. 23:

Sole Article. Approves the modification of the Company's main field of activity, starting January 1st, 2025, to NACE code 3031 – Manufacture of Civil Aircrafts and Spacecrafts, following the entry into force of the modifications brought to NACE coding through the INS Order no. 377/2024 on the update of National Economic Activities Classification, published in Romanian Official Monitor no. 385 dated April 25th, 2024.

2	FOR	AGAINST	ABSTAIN

Number 3 on the agenda – Text of the Draft Resolution no. 24(proposed by Evergent Investments SA as a company shareholder):

Sole Article. Approval of the transfer of AEROSTAR S.A. shares to the Premium Category of the Bucharest Stock Exchange, in accordance with Title 2, art. 45 of the Bucharest Stock Exchange Code.

3	FOR	AGAINST	ABSTAIN

Number 4 on the agenda – Text of the Draft Resolution no. 25(proposed by Evergent Investments SA as a company shareholder):

Sole Article. Approval of a stock development and corporate governance Strategy, as well as for improving the VEKTOR indicator, which should include, amongst others:

- Clear and transparent communication of the information that is destined towards the investors, regarding the company's management and good corporate governance policies (e.g. Dividend distribution policy; Company interested party communication policy etc.).
- Provision of the financial results in digitally accessible format.
- The creation of a dedicated section, on the company's website, containing adequate and periodically updated information for the investors.
- Creating a KPI for the management related to the liquidity of the shares on the stock exchange market and attracting new investors.

4	FOR	AGAINST	ABSTAIN

Number 5 on the agenda – Text of the Draft Resolution no. 26:

Sole Article. Approves to Empower the General Director of the Company, Mr. Alexandru FILIP, with the possibility of substitution, to:

- a) conclude and/or sign on behalf of the Company and/or on behalf of the Company's shareholders any and all such documents prepared in the purpose of or to execute the GMS decisions, 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 decisions adopted, including modifying the Company's Constitutive Deed in accordance with the decisions, if applicable.

5	FOR	AGAINST	ABSTAIN

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 such shareholder;
 - c) The Special Proxy is signed by the shareholder.

Made today, _____, in three (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 **December 10th, 2024, 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 shareholder represented, in capital letters)

(Signature of the shareholder represented/of the legal representative of the shareholder represented and stamp)