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

Current Report
according to ASF Regulation no. 5/2018
Date of the report: 21.03.2025

Name of issuer**: AEROSTAR S.A.**
Registered headquarters: **BACAU, No. 9 Condorilor Street**
Telephone: **+40 234.575.070; Fax: +40 234.572.023/572.259**
Sole Registration No**: 950531**
Trade Register Number: **J1991001137040**
LEI : **315700G9KRN3B7XDBB73**
Web/e-mail**: www.aerostar.ro, aerostar@aerostar.ro**
Share capital, subscribed and paid**: 48.728.784 LEI**
Regular market on which the issued shares are traded**: Bucharest Stock Exchange (symbol "ARS")**

Important corporate event to report:

- **Convening of the Ordinary General Meeting of the Shareholders of AEROSTAR S.A. for the date of 24th/25th of April, 2025, at 13:00 hours (01:00 PM) (Romanian time) at the Company's headquarters in Bacau, 9th Condorilor Street, Bacau County.**

In accordance with Law no. 31/1990 regarding the companies, Law no. 24/2017 (R) regarding the issuers of financial instruments and market operations and Regulation no. 5/2018 of the Financial Supervisory Authority (ASF), the Board of Directors convenes the Ordinary General Meeting of the Shareholders of AEROSTAR S.A. for the date of 24th/25th of April, 2025, at 13:00 hours (01:00 PM), with the agenda specified in the attached Convening.

The Convening of the General Meeting was approved in the Board of Directors' meeting held on March 20th, 2025, and will be published in the Official Journal of Romania and at least one national newspaper.

The Reference date for the identification of the shareholders who have the right to participate and vote in the General Meeting is set for **April 10th, 2025**.

Support documents for the proposed agenda of the General Meeting will be available starting **March 24th, 2025**, at the headquarters of the Company and online, on the Company's website www.aerostar.ro, section *Investors Relation > General Meetings*.

Attached:
The Convening of the OGMS for the date of April 24th/25th, 2025.

General Director,
Alexandru FILIP

The Board of Directors of AEROSTAR S.A.
duly met on March 20th, 2025

CONVENES
the Ordinary General Meeting of Shareholders of AEROSTAR S.A. (OGMS)
for the date of April 24th, 2025, at 13:00 hrs. (01:00 PM)

The proceedings of the General Meeting will be held at the registered head office in Bacau, 9, Condorilor street, postal code 600302, Bacau County.

The convening is made in compliance with the provisions of the "Constitutive Deed" of AEROSTAR S.A., the Law no. 31/1990 regarding the companies, the Law no. 24/2017 regarding the issuers of financial instruments and market operations, the regulations of the Financial Supervisory Authority (ASF) and the Procedure for organizing and conducting the General Meetings of the Shareholders of AEROSTAR S.A. published on the company website www.aerostar.ro.

The share capital of Aerostar S.A. Bacău totalling 48.728.784 lei is divided into 152.277.450 shares with a nominal value of 0,32 lei/share. All the shares of Aerostar S.A. Bacău are included in a single class of shares and are registered, ordinary, dematerialized, indivisible, nominative shares of equal value, each share entitling to one vote at the General Meeting of Shareholders.

Only the Shareholders registered in the Shareholders' Register (kept by Depozitarul Central S.A.) at the end of **April 10th, 2025** set as **Reference Date** are entitled to attend and vote at the General Meeting of Shareholders.

If the statutory and legal quorum requirements are not met at the first convening date, the General Meeting of the Shareholders of AEROSTAR SA is convened for **April 25th, 2025, at 13:00 hrs (01.00 PM),** while maintaining the same Reference Date, the same Agenda and the same venue.

THE AGENDA:

1. Election of the secretariat of the General Assembly meeting, in accordance with Art. 129, para. (2) and para. (5) of Law no. 31/1990 on the Companies.
2. The approval of the Financial Statements for the year 2024 accompanied by the Annual Report of the Board of Directors for the year 2024, the Independent Auditor's Report and the Remuneration Report for the Directors (Executive and Non-Executive) for the year 2024.
3. The approval of the (Executive and Non-Executive) Directors' report for the activity carried out in 2024.
4. The approval of the allocation of the net profit and the setting of the gross dividend corresponding to one share at **0,24 lei**. The costs related to payments shall be borne from the amount of the net dividend. The payment of dividends shall be made through the central depository Depozitarul Central S.A. and paying agent CEC Bank. Approval of **June 5th, 2025** as **Dividend Payment Date** for the financial year 2024.
5. The approval of the Remuneration Policy of the Company's management structure prepared in accordance with the provisions of Article 106 of Law no. 24/2017 on the issuers of financial instruments and market operations, as republished.
6. Approval of the date of **May 15th, 2025**, as the **Record Date**. With reference to the proposed **Record Date**, the **ex-date** will be **May 14th, 2025**.
7. Mandating the General Director of the Company, Mr. Eng. Alexandru Filip, with the possibility of substitution, to:
   a) conclude and/or sign on behalf of the Company and/or on behalf of the shareholders of the Company: the resolutions of the General Meeting of Shareholders, any and all resolutions, documents, applications, forms and requests adopted/issued for the purpose of or for the execution of the resolutions of the General Meeting of Shareholders, in relation to any natural or legal, private or public person; and
   b) perform all the legal formalities for registration, opposability, execution and publication of the decisions adopted.

I. Rights of the Shareholders to attend and vote in the General Meeting of the Shareholders

Only the shareholders registered in the Company's Register of Shareholders on the Reference Date (**April 10th, 2025**), are entitled to attend and vote at the General Meeting of Shareholders, in accordance with the legal provisions and the Constitutive Deed **in person/by legal representatives** or **by conventional**

representative (based on a special or general proxy), subject to legal restrictions, or before the General Meeting of Shareholders, **by correspondence** (based on a Voting Bulletin by correspondence).

The access and/or the vote by correspondence of the shareholders entitled to attend the General Meeting of the Shareholders is only permitted subject to their proven identification made with their ID in case of the *shareholders- natural persons*, or with the ID of the legal representative in case of the *shareholders- legal persons*. **The status of legal representative** of the shareholders - legal persons is ascertained based on the list of shareholders as of the reference date, list received from Depozitarul Central S.A. If the data on the status of legal representative have not been updated at Depozitarul Central S.A. by the shareholder - legal person corresponding to the reference date, the proof of legal representative shall be made on the basis of an official document issued by a competent authority on the identity of the legal representative of the shareholder - legal person, in original or a copy in conformity with the original, issued no later than 30 days prior to the date of publication of this convening notice.

The representatives of the shareholders - natural persons will be identified based on their ID, accompanied by the general or special proxy signed by the shareholder – natural person.

The representatives of the shareholders - legal persons will be identified based on their ID, accompanied by the general or special proxy signed by the legal representative of the shareholder- legal person and an official document issued by a competent authority regarding the identity of the legal representative of the shareholder - legal person, in original or a copy conforming with the original, issued no later than 30 days prior to the publishing date of the current convening notice.

The documents submitted in a foreign language, other than English, will be accompanied by the translation made by an authorized translator, into Romanian or English.

The information on the general and special proxy and on the voting by correspondence is presented in paragraphs V and VI below.

II. Documents related to and in connection with the General Meeting of the Shareholders

As of **March 24th, 2025**, the documents related to and in connection with the General Meeting of Shareholders (the Convening Notice, Special Proxy forms, forms of the Voting Bulletins by correspondence, documents and information materials regarding the items on the agenda, the draft resolutions for the items on the agenda) will be made available to the shareholders on the website of the Company: www.aerostar.ro and can be consulted at the head office of the Company, every working day between 9:00 and 14:00 hrs. (between 09:00 am and 02:00 pm).

III. Rights of the Shareholders to request the entry of new items on the agenda and to present draft resolutions for the items existing or proposed to be included on the agenda.

The Shareholders representing, individually or jointly, at least 5% of the share capital are entitled, in accordance with the law, to request the entry of new items on the agenda, as well as to present draft resolutions for existing items or items proposed for inclusion on the agenda, in writing only, as follows:

a) by submitting the documents in original, to the head office of the company (9 Condorilor Street, Bacau) by **April 6th, 2025, 13:00 hrs. (01:00 PM);**

b) by sending the documents in original by registered letter with confirmation of receipt/by courier, in a sealed envelope, so as to be registered as received at the Company's Registry Office by **April 6th, 2025, 13:00 hrs (01:00 PM).**

Each item proposed must be accompanied by a justification or a draft resolution proposed for adoption by the General Meeting of the Shareholders.

In order to prove the status of shareholder, copies of the documents referred to in para. I, as well as the statement of account issued by Depozitarul Central showing the status of shareholder and the number of shares held.

IV. Right of The Shareholders to ask questions related to the agenda

Any interested shareholder is entitled to ask questions in writing with reference to the items on the agenda in such a way to be registered as received at the Company's Registry Office by **April 10th, 2025, 13.00 hrs (01:00 PM)**

In order to prove the status of shareholder, copies of the documents referred to in para. I, as well as the statement of account issued by Depozitarul Central showing the status of shareholder and the number of shares held shall be attached.

The responses will be available on the Company's website www.aerostar.ro, starting **April 17th, 2025**, **16.00 hrs (04:00 PM).**

The right to ask questions and the obligation of the Company to respond are subject to the protection of confidentiality and the Company's interests.

V. General proxy

The general proxy can be granted by the shareholder, as a client, to the intermediaries defined in accordance with art.2, para, 1, point 20 of Law 24/2017, or to a lawyer.
The general proxy can be granted for a period of maximum 3 years, and the representative will have the right to vote in all aspects under the debate of the general meeting, including the disposition documents.

The general proxy will be accompanied by a **Declaration on own responsibility**, signed, stamped and filed in original, of the legal representative of the intermediary or of the lawyer who received the proxy, stating that:

a) the proxy is granted by the respective shareholder, as a client, to the intermediary or, as the case may be, to the lawyer;
b) the general proxy is signed by the shareholder.

Before their first use, the general proxy shall be filed/sent in a copy, certified for conformity with the original by the signature of the representative, in such a way as to be registered as received at the Company's Registry Office by **April 22nd, 2025, 13.00 hrs (01:00 PM).**

In order to prove the status of shareholder, copies of the documents referred to in para. I, as well as the statement of account issued by Depozitarul Central showing the status of shareholder and the number of shares held shall be attached.

VI. <u>Special proxies and Voting Bulletins by correspondence</u>

Shareholders may also participate and vote in the General Meeting of Shareholders through other persons on the basis of a special proxy that will contain specific voting instructions from the shareholder and will be granted for representation at a single General Meeting.

A shareholder is only allowed to grant a special proxy to one representative. A shareholder may appoint by proxy one or several alternate representatives to provide the representation in the General Meeting of Shareholders. In case several alternate representatives are appointed by proxy, the sequence in which they shall exercise their mandate shall be determined.

The forms for Special Proxy and for the Voting Bulletin by correspondence, made available to the shareholders as indicated in para. I, will be filled in, signed holographically and filed/sent, in original, so as to be registered as received at the Company's Registry Office by **April 22nd, 2025, 13.00 hrs (01:00 PM),** any failure to do so will result in the loss of voting rights at the General Meeting of Shareholders.

In order to prove the status of shareholder, copies of the documents referred to in para. I, as well as the statement of account issued by Depozitarul Central showing the status of shareholder and the number of shares held shall be attached.

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Other information related to the General Meeting of Shareholders can also be obtained by phone: 0234575070, ext. 1445, or 0234.572.006 or by e-mail: elena.rusu@aerostar.ro .

President of the Board of Directors
of AEROSTAR S.A.,
Eng. Grigore FILIP