



TMK-ARTROM S.A.

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EUID: ROONRC.J28/9/1991; J28/9/31.01.1991  
VAT No. RO 1510210/1992  
Subscribed and Paid Share Capital: 291.587.538,34 lei

**BALLOT FORM FOR MAIL VOTING  
ORDINARY GENERAL MEETING OF SHAREHOLDERS  
TMK-ARTROM S.A.**

**Date: 25 April 2018**

**Time: 13:30 p.m.**

**Place: 30 Draganesti Street, Slatina, Olt County, Romania**

In accordance with the Calling Notice published in the Official Gazette of Romania no. 971, Part IV dated 08 March 2018.

Name and Forename of the individual shareholder / name of the legal entity shareholder:

\_\_\_\_\_

Name and Forename of the legal representative of the shareholder – legal entity:

\_\_\_\_\_

Identification data of the Romanian individual shareholder: ID Card series \_\_\_\_\_ no. \_\_\_\_\_ issued by \_\_\_\_\_ on \_\_\_\_\_ personal identification number \_\_\_\_\_

Identification data of the foreign individual shareholder: Passport series \_\_\_\_\_ issued by \_\_\_\_\_ on \_\_\_\_\_ and valid until \_\_\_\_\_

Registration number at the Trade Registry for the legal entity shareholder \_\_\_\_\_

Identification fiscal code for the legal entity shareholder \_\_\_\_\_

Number of shares held at the reference date, 10 April 2018 \_\_\_\_\_

Number of votes \_\_\_\_\_

**AGENDA**

1.	To approve the administration report of the Board of Administrators for the year 2017.	F	Ag	Ab
2.	To approve the financial auditors' report for the year 2017.	F	Ag	Ab
3.	To approve the individual and consolidated financial statements drawn up in accordance with IFRS for the financial year 2017 and the proposal of the Board of Directors (Administrators) regarding the distribution of the profit to the reserve fund, other reserves for reinvested profit, for covering the accounting losses of the previous years and reporting the difference of undistributed profit.	F	Ag	Ab
4.	To approve the discharge of activity for the members of the Board of Directors	F	Ag	Ab



API:  
5CT-0440  
5L-0352

LRQA:  
ISO 9001  
ISO 14001  
OHSAS 18001

TUV:  
PED/AD-2000 W0/W4/  
TRD 100/102  
Vd TUV

**TMK EUROPEAN DIVISION Cod: FCU-01, Ed. 3 Rev. 2/2017**

TUV CPR:  
EN 10210-1,2  
EN 10255  
LR  
DNV-GL Rules  
RINA  
LRQA:  
ISO/TS 16949

<b>(Administrators) for the financial year 2017.</b>				
<b>5.</b>	<b>To approve the incomes and expenses budget and the activity program for the year 2018.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>6.</b>	<b>To debate and approve the investment schedule for the year 2018.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>7.</b>	<b>To approve the credit limits for the year 2018, including the extension of credit agreements which expire in 2017 and new sources of financing the working capital needed in 2018 and the credits required for funding of investment projects.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>8.</b>	<b>To elect and approve the financial auditor, including to approve the value of statutory audit services for the 2018.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>9.</b>	<b>To approve the amendment of the structure of the Board of Directors (Administrators) from 5 members to 7 members by the appointment of 2 new independent members.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>10.</b>	<b>To extend the mandate of the members of the Management Board until 25 April 2022.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>11.</b>	<b>To establish, according to Article 86 of Law no. 24/2017 on issuers of financial instruments and market operations, the date of 16 May 2018 as the registration date for the shareholders who benefit of the resolutions of the Company's Ordinary General Meeting of Shareholders and the date of 15 May 2018 as "ex date" according to art. 5 point 11 of CNVM Regulation no. 6/2009 and ASF Decision no. 1430/2014.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>
<b>12.</b>	<b>To empower Mr. Adrian Popescu, as CEO, to perform all the necessary formalities related to the publication and registration of such decision.</b>	<b>F</b>	<b>Ag</b>	<b>Ab</b>

I hereby declare that, if the conditions required by law and by TMK-ARTROM's constitutive deed are not met, this vote is also valid for the Ordinary General Meeting of Shareholders convened on 26 April 2018 at the company's headquarters at 13:30 p.m.

I declare that I have acknowledged and I consent for the voting procedure sent to me along with the hereby ballot. In addition, by executing this ballot, the signatory takes full and exclusive responsibility for the content and authenticity of its quality and for his signature.

\_\_\_\_\_  
Name and Forename of the signatory  
(to be written with capital letters)

\_\_\_\_\_  
Signature

Date: \_\_\_\_\_



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