

SPECIAL POWER OF ATTORNEY

Name of the individual/ legal entity-shareholder identified
 in the Register of Shareholders with Identity Card/ Unique Registration Code.....
 domiciled in / registered office in
 holder of..... shares issued by the company TMK-ARTROM S.A, that
 give me voting rights in the Extraordinary General Meeting of Shareholders,
 I hereby give power of attorney to
 from....., Street....., no....., floor....., ap.
, identified with Identity Document, series.....,
 no....., to represent the undersigned in the Extraordinary General
 Meeting of the Shareholders of TMK-ARTROM S.A. that will take place on 21.12.2018
 at 11:00 hours, at the Company's headquarters located at 30 Draganesti Street, Slatina, Olt
 County, Romania, or on 27.12.2018, at the same place and the same hours, in case the first
 meeting could not be held, to exercise my vote right corresponding to my shares registered
 with the Register of Shareholders of Depozitarul Central S.A., by the end of 07.12.2018,
 as follows:

EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS		VOTE:		
		For	Against	Abstention
1.	<p>To approve the purchase of the shares owned by TMK Europe GmbH's in TMK-Resita SA, a company with its headquarters located at 36 Traian Lalescu Street, Resita, Caras-Severin, Romania registered with the Trade Registry under no. ROONRC J11/59/1991, sole registration code RO1064207 ("TMK-Resita"). The Company shall purchase a number of 131,010,874 shares, representing 99.99237% of TMK-Resita's share capital, held by TMK Europe GmbH, a company registered and functioning in accordance with the laws of the Federal Republic of Germany, registered with under no. HRB29524, with its registered office at 65 d Immermannstrasse Street, Dusseldorf, Germany, 40210, at a price of Euro 62,290,000, that is Euro 0.475/share.</p> <p>The price shall be paid by TMK-Artrom from its own financial resources as follows:</p> <p>a) Euro 100,000 is to be paid within thirty (30) days from the execution of the sale-purchase agreement of the shares concluded between TMK-Europe GmbH and TMK-Artrom and the transfer of the ownership over the shares following the signing of TMK Resita's Shareholders</p>			

EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS		VOTE:		
		For	Against	Abstention
	(Shares) Registry by TMK Europe GmbH and TMK-Artrom;			
	b) The remaining price of Euro 62,190,000 shall be paid during a five (5) year period, starting with 2019, in equal installments of Euro 12,438,000 Euro each, no later than 31 December for every year. TMK-Artrom may pay such installments in full or partially in advance, as well as to extend the payment term for such installments (implicitly reducing the value of the installments) for another period of maximum five (5) years, depending on the available financial resources.			
2.	To empower Mr. Adrian Popescu - the CEO of TMK-Artrom with full powers and authority to represent the Company in order to (i) negotiate with diligence, in the name and on behalf of the Company, with its best abilities in relation with the sale purchase agreement of the shares as mentioned above; (ii) sign the sale purchase agreement of the shares and (iii) sign TMK-Resita's Shareholders' (Shares) Registry as assignee of the shares.			
3.	To establish, according to Article 86 of Law no. 24/2017 on issuers of financial instruments and market operations, the date of 11 January 2019 as the registration date for the shareholders who benefit of the resolutions of the Extraordinary General Meeting of Shareholders hereby taken and the date of 10 January 2019 as "ex date" according to art. 187 point 11 of ASF Regulation no. 5/2018 on issuers of financial instruments and market operations and ASF Decision no. 1430/2014.			
4.	To empower Mr. Adrian Popescu, as CEO, to perform all the necessary formalities related to the publication and registration of such decision.			

I, the undersigned, hereby give discretionary voting power to the above named representative on issues which have not been identified and included in the agenda until the present moment.

Date

.....

(Name and Forename of the Shareholder, to be written with capital letters)

.....

(Signature of the Shareholder)