

## 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 Ordinary 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 Ordinary General Meeting of the Shareholders of TMK-ARTROM S.A. that will take place on 25.04.2018 at 13:30 hours, at the Company's headquarters located at 30 Draganesti St., Slatina, Olt County, Romania, or on 26.04.2018, 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 10.04.2018, as follows:

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS		VOTE:		
		For	Against	Abstention
1.	To approve the administration report of the Board of Administrators for the year 2017.			
2.	To approve the financial auditors' report for the year 2017.			
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 loses of the previous years and reporting the difference of undistributed profit.			
4.	To approve the discharge of activity for the members of the Board of Directors (Administrators) for the financial year 2017.			
5.	To approve the incomes and expenses budget and the activity program for the year 2018.			
6.	To debate and approve the investment schedule for the year 2018.			
7.	To approve the credit limits for the year 2018, including the extension of credit agreements which expire in 2017 and new			

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS		VOTE:		
		For	Against	Abstention
	sources of financing the working capital needed in 2018 and the credits required for funding of investment projects.			
8.	To elect and approve the financial auditor, including to approve the value of statutory audit services for the 2018.			
9.	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. The majority shareholder proposes the following Board of Directors (Administrators).			
10.	To extend the mandate of the members of the Management Board until 25 April 2022.			
11	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.			
12.	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)

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(Signature of the Shareholder)