



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

DECISION NO. [...]
OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF
TMK-ARTROM S.A. DATED
[...] OCTOBER 2019

Today, [...] October 2019, at 11:00, the Extraordinary General Meeting of the Shareholders of TMK - ARTROM S.A. was held at the company's headquarters located at 30 Draganesti Street, Slatina, Olt County, Romania, registered with the Trade Registry under no. J28/9/1991, EUID: ROONRC.J28/9/1991, sole registration code 1510210 (the "Company" or "TMK-Artrom"),

According to the provisions of Law no. 31/1990, as further amended and republished (the "Companies Law"), the provisions of Law no. 24/2017 on issuers of financial instruments and market operations ("Law no. 24/2017"), the provisions of FSA Regulation no. 5/2018 regarding issuers of financial instruments and market operations ("FSA Regulation 5/2018") and the provisions of the Company's Articles of Incorporation,

The shareholders owning a number of [...] shares representing [...]% of the Company's share capital attended the Extraordinary General Meeting of the Shareholders. Consequently, the legal requirements for the Company's Extraordinary General Meeting of the Shareholders to be held are fulfilled.

After discussing and voting each item on the agenda, the Extraordinary General Meeting of the Company's Shareholders:

DECIDES

1. To approve the participation of the Company, in the next 5 years from the date of this decision, to any kind of awarding procedures (public tender, direct awarding, etc.) in the country or abroad (especially in Europe and the two Americas) for works in the field of constructions and/or energy infrastructure with a value of up to EUR 500,000,000 (or the equivalent in other currencies), individually or as a member (including leader) of an association without legal personality (e.g. joint venture, consortium etc.) with the execution period not to exceed 5 years. The Board of



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

Directors has the right to decide on which awarding procedures the Company will participate within the limits provided above without the approval of the EGMS. In order for the Company to participate in such procedures and, in the case the Company or the association of which it is part is declared the winner, the Board of Directors will approve the conclusion of any contract with the other members of the association without legal personality (including for a duration of more than 1 year), if applicable, any contract with any subcontractors and third parties supporters, if any, obtaining any guarantees and insurance required for the participation in the awarding procedure and for the execution of the contract awarded, if necessary, the conclusion of the awarded contract and, in general, will approve the undertaking of all actions and measures necessary to participate in the respective awarding procedure and the conclusion and execution of the awarded contract without the approval of the EGMS, having the right to empower any person at its discretion for the negotiation and signing of all contracts and documents mentioned above.

2. To empower Mr. Adrian Popescu, as director and chief executive officer of the Company to perform all the necessary formalities in relation to the publication and registration of the decision, being entitled to delegate such powers to another person at its discretion.

PRESIDENT OF THE COMPANY'S EXTRAORDINARY GENERAL MEETING OF THE
SHAREHOLDERS

[...]

SECRETARY OF THE COMPANY'S EXTRAORDINARY GENERAL MEETING OF THE
SHAREHOLDERS

[...]



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