



**TMK Europe GmbH**

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**Date:** 8 May 2019

**To:** **Board of Directors of TMK-Artrom SA**  
30 Draganesti Street, Slatina, Olt County, Romania

**Attn:** **Mr. Andrey Zimin**  
Chairman of TMK-Artrom SA's Board of Directors

**Re:** **The postponement of the launch of the secondary public offer which TMK Europe GmbH, the majority shareholder of TMK-Artrom S.A., intended to perform and the request to convoke the extraordinary shareholders meeting of TMK-Artrom SA**



Dear Mr. Zimin:

The undersigned, **TMK Europe GmbH**, a company duly incorporated under the laws of the Federal Republic of Germany, registered under no. HRB 66767, having its headquarters in Germany, Dusseldorf, Immermannstrasse 65 d, 40210, represented by Adrian Popescu in his capacity of Chairman of the Board of Directors (Vorsitzender der Geschäftsführung) (hereinafter referred to as "**TMK Europe**"),

WHEREAS:

- (i) TMK Europe is the shareholder of TMK-Artrom SA, a Romanian joint stock company having its headquarters 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 (hereinafter referred to as the "**Company**" or "**TMK-Artrom**"), holding 107,722,706 shares representing 92.7282% of the Company's share capital;
- (ii) TMK Europe has decided to postpone the launch of the secondary public offer which TMK Europe GmbH, the majority shareholder of TMK-Artrom S.A., intended to perform as indicated to the Company;
- (iii) On 5 April 2019, the Extraordinary General Meeting of the Shareholders of TMK-Artrom approved the increase of the Company's share capital;

**We hereby inform you that TMK Europe has decided to postpone the launch of the secondary public offer which TMK Europe GmbH, the majority shareholder of TMK-Artrom S.A., intended to perform as indicated to the Company**

**And we hereby request that:**

The Board of Directors of TMK-Artrom to convene the Company's General Meeting of Shareholders, having the following agenda:

TMK EUROPEAN DIVISION Cod: HLI-01, Ed. 1 Rev. 4/2019

Geschäftsführer: Adrian Popescu (Vorsitzender), Sergey Guriev, Luca Zorzi  
Bankkonto: Commerzbank AG-Konto-Nr.: 130745300-BLZ:37040044  
IBAN: DE05370400440130745300-SWIFT-BIC: COBADEFF-Sitz: Düsseldorf  
Eingetragen: AG Düsseldorf HRB 66767-Gerichtsstand und Erfüllungsort:  
Düsseldorf Steuer-Nr.: 133/5876/1127-UST-Id.-Nr. DE 191331539

LR: ISO 9001 ISO 14001 ISO 45001

1. To revoke the point 3 of the Decision no. 1 dated 5 April 2019 of the Extraordinary General Meeting of the Shareholders of TMK-Artrom regarding the approval of the increase of the share capital of the Company.

Sincerely yours:



Adrian Popescu  
TMK Europe GmbH