

## 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 grant 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 **29.04.2020**, at **11:00**,  
 at the company's headquarters located at 30 Draganesti Street, Slatina, Olt County,  
 Romania, or on **30.04.2020**, 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 held by Depozitarul Central S.A., by the end of **21.04.2020**, as  
 follows:

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS	VOTE:		
	For	Against	Abstention
1. The approval of the separate and consolidated financial statements for the financial year 2019 and the restated consolidated financial reports for the financial years 2017 and 2018 based on individual and consolidated management report of the Board of Directors with respect to years 2017, 2018 and 2019, including the Sustainability Report-the consolidated non-financial reporting, and on the independent financial auditor's report for year 2019 and of the independent financial auditor's report reissued for years 2017 and 2018.			
2. The approval of the report of the accounting losses for 2019.			
3. The approval of the Company's income and expenses budget and the activity program (including the investment program) for year 2020.			

ORDINARY GENERAL MEETING OF THE SHAREHOLDERS		VOTE:		
		For	Against	Abstention
4.	The discharge of activity of the members of the Board of Directors for their activity during financial year 2019.			
5.	<p>The appointment of _____ as the financial auditor, including the approval of the value of the statutory audit services amounting to _____, for the audit of the financial statements for financial year 2020.</p> <p><b>*The attorney-in-fact shall vote on the appointment of the financial auditor in accordance with the instructions issued by the shareholder and attached to this special power of attorney in a sealed envelope. The attorney-in-fact shall vote on the value of the statutory audit services in accordance with the instructions included in this special power of attorney.</b></p>			
6.	The approval of the total yearly remuneration for the independent directors of the Company for year 2020 at a maximum gross (including taxes) amount of 37,754 EUR for each director, payable in RON at BCR's exchange rate of EUR/RON applicable on the first day of each month for the monthly payment.			
7.	Empowering Mr. Adrian Popescu, as director and general manager of the Company to perform all the necessary formalities in relation to the publication and registration of the resolution, being entitled to delegate such powers to another person at his discretion.			

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.

The attorney-in-fact is empowered to also vote by mail.

Date .....

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

.....  
(Signature of the Shareholder)