



**S.C. T.M.K. - ARTROM S.A.**

Draganesti Street , No. 30, 230119, SLATINA, OLT, ROMANIA

Tel: +40-249-436862,434640,434641; Fax: +40-249-434330; 437288 ; 431144

E-mail: [office.slatina@tmk-artrom.ro](mailto:office.slatina@tmk-artrom.ro); [www.tmk-artrom.ro](http://www.tmk-artrom.ro)

J 28/9/1991; VAT No: RO 1510210/1992;

Subscribed Share Capital: 291.790.747, 94 lei

Paid Share Capital: 291. 476.491, 26 lei

**The Board of Directors of TMK-ARTROM, according to the provisions of Law no. 31/1990, with further modifications and additions, and of article 9 of the company's Articles of Association**

## **CONVENES**

**The Ordinary and Extraordinary General Meeting of Shareholders** from TMK-ARTROM S.A., on April 27, 2009, 11<sup>00</sup> and 13<sup>30</sup> hours respectively, at the company's headquarters in Slatina, Draganesti Street, no. 36, Olt county.

In case the quorum conditions required by the law and the Articles of Association are not fulfilled, The Ordinary and Extraordinary General Meetings are convened on April 28, 2009 at the same place and same hours.

According to paragraph 2 of article 123 from the Law no. 31/1990 concerning commercial companies, modified and completed, the reference date for the Ordinary and Extraordinary General Meeting's convening is the day of Monday, April 13, 2008, all shareholders registered in the Shares Registry of The Central Depository S.A. at the end of this day being capable of attending the meeting.

**The agenda proposed by the Board of Directors for the Ordinary General Meeting is as follows:**

0. Approval of the administration report of the Board of Directors for the year 2008.
0. Approval of the independent financial auditors' report for 2008.
1. Approval of the financial statements for the year that ended on 31.12.2008, the profit and losses account, and the other financial statements drawn for the year 2008.
2. Approval of the financial dispense for the activity of the Board of Directors' members, and the relief for the task management for the financial exercise of the year 2008.

*Cod : FCU-01, Rev 4/2009*



ISO 9001  
ISO 14001  
OHSAS 18001



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5L-0352



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TRD 100/102,  
Vd TUV



PED 97/23/EC



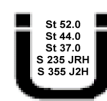
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GL RULES



DIN 1629  
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3. Approval for the budget of income and expenses and for the activity programme of the company in the 2009 financial exercise.
4. Debate and approval of the investment programme for the year 2009.
5. Establishing, according to art. 238 of the Law no. 297/2004 concerning the capital market, the date of May 15, 2009 as registration date of the shareholders on which the effects of the Ordinary General Meeting's resolutions will occur.

### The agenda for the Extraordinary General Meeting as it was proposed by the Board of Directors is as follows:

- I. Approval of the credit ceiling for the company during the 2009 financial exercise, according to the approved budget of incomes and expenses.
- II. Establishing, according to art. 238 of the Law no. 297/2004 concerning the capital market, the date of May 15, 2009 as registration date of the shareholders upon which the resolution effects of the Extraordinary General Meeting of the Shareholders will occur.

The requests for introduction of new points on the agenda, made by shareholders of at least 5% of the voting rights can be deposited according to article 117<sup>1</sup> of the Law no. 31/1990, with further modifications and additions, at the company's headquarters in a maximum of 15 days from the publishing of the convening notice.

Representation of the shareholders in the General Assembly may be done also by other persons than shareholders, members of the Board being excluded, on the basis of a special power of attorney, according to paragraph 3 of article 243 from the Law no. 297/2004 concerning the capital market. Legal entities may participate at the meeting through their legal representatives or other persons, either shareholders on the basis of special power of attorney, or other persons than shareholders, on the basis of an authentic proxy. After completion and signing, the proxies shall be deposited the company's headquarters, until the latest 11:00 and 13:30 hours respectively, on April 25, 2009.

Cod : FCU-01, Rev 4/2009



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The power of attorney forms will be available at the company's headquarters or downloadable from the company's website, starting with March 27, 2009.

The materials that are submitted to the debates of the Ordinary and Extraordinary General Meeting of Shareholders can be accessed at the company's headquarters or on the company's website, [www.tmk-artrom.ro](http://www.tmk-artrom.ro) beginning with March 11, 2009. The auditor's report will be available beginning with 15 days before the date of the Ordinary and Extraordinary General Meeting.

Additional information can be obtained at the company's headquarters, or through phone 0249/434640 Cristiana Vaduva"

PRESIDENT OF THE BOARD OF DIRECTORS

Adrian Popescu

Cod : FCU-01, Rev 4/2009



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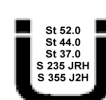
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