

POWER OF ATTORNEY

Name of the shareholder, identified in the Shareholder's Registry with ID Card/Unique Registration Code having his/its domicile/headquarters in holding shares issued by TMK-ARTROM S.A., which gives me the right to a number of votes in the General Meeting of Shareholder, I hereby appoint domiciled inNo. Street building entrance apartment identified with ID series, no..... as my representative at the Extraordinary General Meeting of the Shareholders of TMK-ARTROM S.A. which will take place on **28 April 2014** at **1:30 p.m.**, at the company's headquarters located at 30 Draganesti street, Slatina, Olt County, or on **29 April 2014**, at the same place and time and with the same agenda, in case the first one is not held, in order to exercise the voting rights related to my shares as registered with the Shareholders' Registry of Depozitarul Central S.A. at the end of day of **8 April 2014**, as follows:

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTING:		
	For	Against	Abstention
1. The amendment of the Constitutive Act of the Company Following the modifications in the membership of the Board of Administrators of the Company and the duration of the administrators' mandate, the amendment of the Constitutive Act of the Company is approved as regards the membership of the Board of Administrators as voted in the Ordinary Shareholders Meeting and the prolongation of the administrators' mandate and management board's mandate until 28 April 2018, as well as the updated version of the Constitutive Act of the Company.			
2. Empowering Mr. Adrian Popescu, as CEO, to sign the updated form of the Constitutive Act of the Company modified according to the above.			
3. To establish, according to art. 238 of Law 297/2004 on capital markets, the date of 19 May 2014 as the registration date for the			

EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS	VOTING:		
	For	Against	Abstention
shareholders who benefit of the resolutions of the Extraordinary General Meeting of Shareholders.			
4. To empower Mr. Adrian Popescu as CEO to perform all the necessary formalities related to the publication and registration of such decision.			

Hereby, I empower the above mentioned representative in order to discretionally vote the matters that have not been identified and included in the agenda of the meeting until the date of this power of attorney.

Date
(name, surname of the shareholder written in capital letters)

.....
(signature of the shareholder)