



TMK-ARTROM S.A.

Draganesti Str. 30, Slatina, jud. OLT, Romania 230119
Tel: +40 (249) 436862, 434640, 434641
Fax: +40 (249) 434330, 437288
E-mail: office.slatina@tmk-artrom.eu www.tmk-artrom.eu
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

No 102/104 from 08.05.2019

Current Report
in accordance with Law no. 24/2017 on issuers of financial instruments and market operations and with Regulation no. 5/2018 on issuers of financial instruments and market operations

Date of the Report: 8 May 2019
Name of the issuing entity: TMK-ARTROM S.A.
Registered office: 30 Draganesti, Slatina Street, Olt, Romania
Telephone/fax number: +40249436862/ +40249434330
Registered in the Trade Register under no: J28/9/1991
Tax Identification Number: RO1510210
Unique Identifier at European Level (EUID): ROONRC.J28/9/1991
Code LEI: 315700M25SMOU44FAN52
Subscribed and paid up share capital: 291,587,538.34 RON
Regulated market where the issued securities are transacted: Bucharest Stock Exchange - STANDARD Category (market symbol ART)

Important events to be reported:

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 of TMK Europe GmbH to convene the extraordinary shareholders meeting of TMK-Artrom SA

TMK-ARTROM S.A. (the "Company" or "TMK-Artrom") has been informed by its major shareholder, TMK Europe GmbH, of its intention to postpone the launch of the secondary public offering of up to 69,000,000 existing, nominative shares issued by the Company and owned by TMK Europe GmbH, representing approximately 59.3955% of the Company's share capital.

The Board of Directors of TMK-ARTROM SA also reports that, on 8 May 2019, in accordance with the provisions of Article 119 of the Companies Law 31/1990 and the provisions of Article 92(23) of Law 24/2017 regarding issuers of financial instruments and market operations, TMK Europe GmbH, a company registered under no. HRB 66767, having its headquarters in Germany, Dusseldorf, Immermannstrasse 65 d, 40210, holding 107,722,706 shares representing 92.7282% of TMK-ARTROM SA's share capital, requested the convening of TMK-Artrom SA's General Meeting of Shareholders, having the following agenda:

1. To revoke point 3 of 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.

We hereby attach TMK Europe GmbH's request.

Chief Executive Officer
Eng. Popescu Adrian



API:
5CT-0440
5L-0352

LRQA:
ISO 9001
ISO 14001
OHSAS 18001

TUV:
PED/AD-2000 W0/W4/
TRD 100/102
Vd TUV

TUV CPR:
EN 10210-1,2
EN 10255

LR
DNV-GL Rules
RINA

LRQA:
ISO/TS 16949

TMK EUROPEAN DIVISION Cod: FCU-01, Ed. 3 Rev. 2/2017



TMK Europe GmbH

Immermannstraße 65 d
40210 Düsseldorf Deutschland
Tel: +49 (211) 9134 8830
Fax: +49 (211) 1598 3882
E-mail: info@tmk-europe.eu
www.tmk-europe.eu

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

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