



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

№ 102/104 from 08.05.2019

Raport Curent
in conformitate cu Legea nr. 24/2017 privind emitentii de instrumente financiare si
operatiuni de piata si cu Regulamentul nr. 5/2018 privind emitentii de instrumente
financiare si operatiuni de piata

Data Raportului: 8 mai 2019
Denumirea emitentului: TMK-ARTROM S.A.
Sediul social: 30 Draganesti, Slatina, Olt, Romania
Numar de telefon/fax: +40249436862/ +40249434330
Numar de ordine in Registrul Comertului: J28/9/1991
Cod Unic de Inregistrare la Oficiul Registrului Comertului: RO1510210
Identificator Unic la Nivel European (EUID): ROONRC.J28/9/1991
Cod LEI: 315700M25SMOU44FAN52
Capital subscris si varsat: 291.587.538,34 RON
Piata reglementata pe care se tranzactioneaza valorile mobiliare emise: Bursa de Valori Bucuresti Piata
Reglementata - Categoria STANDARD (simbol de piata ART)

Evenimente importante de raportat:

Amanarea lansarii ofertei publice secundare pe care TMK Europe GmbH, actionarului majoritar al TMK-Artrom S.A. intentiona sa o efectueze si solicitarea convocarii adunarii generale extraordinare a actionarilor TMK-Artrom S.A. de catre TMK Europe GmbH

TMK-ARTROM S.A. („Societatea” sau „TMK-Artrom”) a fost informata de catre actionarul sau majoritar, TMK Europe GmbH, cu privire la intentia acestuia de a amana lansarea ofertei publice secundare de pana la 69.000.000 actiuni nominative existente, emise de Societate si detinute de TMK Europe GmbH, reprezentand aproximativ 59,3955% din capitalul social al Societatii.

Consiliul de Administratie al TMK-ARTROM S.A. raporteaza de asemenea ca, la data de 8 mai 2019, in conformitate cu prevederile art. 119 din Legea societatilor nr. 31/1990 si cu dispozitiile art. 92 alin. (23) din Legea 24/2017 privind emitentii de instrumente financiare si operatiuni de piata, TMK Europe GmbH, societate inregistrata sub nr. HRB 66767, cu sediul in Germania, Düsseldorf, Immermannstrasse 65 d, 40210, detinand 107.722.706 actiuni reprezentand 92,7282% din capitalul social al TMK-ARTROM S.A., a solicitat convocarea Adunarii Generale a Actionarilor TMK-Artrom S.A. cu urmatoarea ordine de zi:

1. Revocarea punctului 3 din decizia nr.-ul 1 din data 5 Aprilie 2019 a Adunarii Generale Extraordinare a Actionarilor TMK-Artrom privind aprobarea majorarii capitalului social al Societatii.

Anexam solicitarea TMK Europe GmbH prezentului raport.

Director General
Ing. 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

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

TUV CPR:	LR	LRQA:
EN 10210-1,2	DNV-GL Rules	ISO/TS 16949
EN 10255	RINA	



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