

**CONVENING NOTICE FOR  
THE ORDINARY GENERAL MEETING OF SHAREHOLDERS  
S.C. ARCELORMITTAL HUNEDOARA S.A.**

The Board of Directors of S.C. ARCELORMITTAL HUNEDOARA S.A. (hereinafter referred to as the “**Company**”),

**Whereas:**

- The provisions of article 111, 113, 117, 117<sup>1</sup> and 118 from Law no 31/1990 on companies, republished;
- The provisions of article 238 and 243 from Law no. 297/2004 on capital market;
- The provisions of article 13 and 14 of the Company's Constitutive Act;

**HEREBY CONVENES**

**The Company's ORDINARY GENERAL MEETING OF SHAREHOLDERS (the “Meeting”)** on **April 28, 2011, 11:00 hours**, at the Company's headquarters in Hunedoara, 1 Piața Iancu de Hunedoara, Hunedoara county, for all shareholders registered at the end of the day of April 18, 2011 (i.e. the reference date) in the Shareholders' Register kept by S.C. Depozitarul Central S.A. having the following

**AGENDA**

1. Discussing and approving the Company's annual financial statements on December 31, 2010, audited in accordance with the legal provisions, based on the reports submitted by the Board of Directors and the financial auditor.
2. Approving the Company's income and expenses budget for the year 2011.
3. Approving the Company's business plan for the year 2011.
4. Approving the Company directors' discharge of liability for the 2010 financial year.
5. Approving the Company's Annual Report, according to the provisions of art. 112<sup>1</sup> of CNVM Regulation No. 1/2006, as amended by CNVM Regulation No. 31/2006.
6. Approving a mandate extension for S.C. Deloitte Audit S.R.L. as Company's auditor for the 2011 financial year.

7. Approving a mandate extension for S.C. Quantum Expert S.R.L. as the Company's financial auditor, in relation to certifying the transfer of the working capital and the investments made in the Company in 2011, in accordance with the share sale-purchase agreement No. 49/28.10.2003, concluded by ArcelorMittal Holdings AG and AVAS.
8. Proposing the date of May 15, 2011 as registration date to serve for the identification of the shareholders on which the effects of the Meeting decisions may have impact.
9. Empowering the persons appointed by the Meeting to perform all procedures and formalities provided by the law in order to fulfill the Meeting decision, submit, take over documents and sign for and on behalf of the Company all necessary documents, and to represent the Company before any legal entities, especially in the relation with the Trade Registry.

In case the quorum conditions are not met on the first meeting, a new general meeting shall be convened on April 29, 2011, at the same time, in the same place and with the same agenda. For this new meeting, the reference date set up above for the shareholders to exercise their voting rights shall remain valid.

Starting with the convening date of the Meeting, the Company's financial statements on December 31, 2010, as well as the Board of Directors' report shall be made available to the shareholders at the Company's headquarters, from Monday to Friday, 10:00 to 15:00 and on the Company site [www.arcelormittalhunedoara.ro](http://www.arcelormittalhunedoara.ro).

The shareholders may request copies of these documents. The request may be made in writing, by courier to the following address: HUNEDOARA ,Square Iancu de Hunedoara no. 1, Hunedoara county, by e-mail to the following address: [adriana.vint@arcelormittal.com](mailto:adriana.vint@arcelormittal.com); [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com) or by fax to No. 0254 715311. No matter how they are sent, the requests shall be signed by the shareholders or their representatives and shall be accompanied by documents bearing the note *True Copy* and the signature of the shareholder/its representative, attesting to the identity of the shareholders and – if case – the signatories' capacity of representatives. Also, the requests shall mention the mail address, e-mail address or fax number where the respective shareholder wishes to receive copies of the aforementioned documents. The financial auditor's report on the Company's financial statements on December 31, 2010 shall be made available to the shareholders at the Company's headquarters as of March 28, 2011. The shareholders entitled to take part in the Meeting may request the Company to provide them with copies of such documents daily, from Monday to Friday, 10:00 to 15:00.

As of March 28, 2011, the other documents and informative materials regarding the issues on the Meeting agenda, as well as the draft(s) decision of the Meeting shall be available on the internet of Company site [www.arcelormittalhunedoara.ro](http://www.arcelormittalhunedoara.ro) as well as at the Company's headquarters, daily from Monday to Friday, 10:00 to 15:00. The shareholders may request the Company to provide them with copies of the aforementioned documents.

The request may be made in writing, by courier to the following address: Square Iancu de Hunedoara no. 1, Hunedoara county, by e-mail to the following address: [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com) or by fax to No. 0254 715311. No matter how they are sent, the requests shall be signed by the shareholders or their representatives and shall be

accompanied by documents bearing the note *True Copy* and the signature of the shareholder/its representative, attesting to the identity of the shareholders and -- if case -- the signatories' capacity of representatives. The requests shall also mention the mail address, e-mail address or fax number where the respective shareholder wishes to receive copies of the aforementioned documents.

According to the legal provisions in force, only the persons registered as shareholders at the end of the day of April 18, 2011 are entitled to take part and vote in the Meeting.

The shareholders registered in the shareholders' register on the reference date may take part in the Meeting personally, by correspondence or by representative.

The access of shareholders entitled to take part in the Meeting is allowed on the basis of a mere evidence of their identity, i.e. in case of individual shareholders by their identity card or, in case of legal entities and represented individual shareholders, by the power of attorney granted to the individual who represents them. Shareholders may also be represented at the Meeting by persons who are not shareholders, but not by the directors, based on a special power of attorney in accordance with CNVM regulations. The special power of attorney forms may be downloaded on the the internet of Bucharest Stock Exchange – Rasdaq Market or at the Company's headquarters in Hunedoara, 1 Piata Iancu de Hunedoara, Hunedoara, Hunedoara county, as of March 28, 2011.

The special power of attorneys shall be filled in and signed in three counterparts. one of the counterparts shall be submitted to the Company's headquarters in Hunedoara, 1 Piata Iancu de Hunedoara, Hunedoara, Hunedoara county, or shall be sent by e-mail at the following address: [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com), in both cases no later than April 26, 2011, 11.00 hours, a counterpart shall be handed over to the representative and the third counterpart shall be kept by the represented shareholder. If the Company's counterpart is sent by e-mail, the power of attorney must have attached an extended electronic signature.

The templates for correspondence voting ballots shall be made available to the shareholders as of March 28, 2011 at the same addresses and under the same conditions as the informative materials and the special power of attorney forms. The votes by mail shall be taken into account if they are registered with the Company at least 48 hours before the Meeting (i.e. until April 26, 2011, 11.00 hours); in any case, considering that shareholders holding together at least 5% of the share capital may supplement the agenda, we recommend you not to send the vote by mail ballots before April 19, 2011. The shareholders' votes shall be sent by registered mail at the Company's headquarters (as mentioned above), in a clear and exact manner, providing whether the shareholders is "for", "against" or "abstaining" as regards each issue submitted for approval. The informative materials provided to the shareholders shall also detail the procedure determined by the Company's competent body as regards the vote by mail (which shall stipulate, *inter alia*, the method for identifying the capacity of shareholder and the number of shares held by the persons casting their vote by mail), the shareholders having the obligation to comply with this procedure for the respective votes to be deemed valid. The votes by mail shall be centralized, verified and recorded by a commission of the Company. The members of this commission shall safely keep the documents and confidentiality of the votes thus cast until the appropriate resolutions on the agenda are submitted to vote.

One or more shareholders representing, individually or together, at least 5% of the share capital, are/is entitled:

- a) to introduce items on the agenda of the general meeting, provided that each item is accompanied by a rationale or a draft decision proposed for approval by the Meeting; and
- b) to submit draft decisions for the items included or proposed for inclusion on the Meeting agenda.

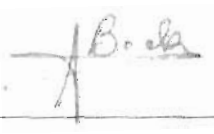

To exercise the right to introduce items on the agenda, the entitled shareholders may send the request in writing by courier to the following address: Square Iancu de Hunedoara no. 1, Hunedoara county, or by e-mail to the following address: [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com), within no more than 15 days as of the date when the convening notice is published in the Romanian Official Gazette and in the newspapers. No matter how they are sent, the requests shall be signed by the shareholders or their representatives and shall be accompanied by documents bearing the note *True Copy* and the signature of the shareholder/its representative, attesting to the identity of the shareholders and – if case – the signatories' capacity of representatives.

To exercise the right to introduce draft decisions for the items included or proposed for inclusion on the Meeting agenda, the entitled shareholders may send the request in writing by courier to the following address: Square Iancu de Hunedoara no. 1, Hunedoara county, or by e-mail to the following address: [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com), no later than 27 April 2011, 11:00 o'clock.

Every shareholder shall have the right to ask questions related to items on the agenda of the Meeting. The Company shall answer the questions asked by shareholders. The right to ask questions and the obligation to answer may be conditional on the measures which the Company may take to ensure shareholders' identification, the proper development and preparation of general meetings and the protection of confidentiality and its business interests. The Company may provide a general answer to questions having the same content.

To ask questions on the items on the agenda, the shareholders may send their written request by courier services, to the following address: Square Iancu de Hunedoara no. 1, Hunedoara county, or by e-mail to the following address: [corina.anucuta@arcelormittal.com](mailto:corina.anucuta@arcelormittal.com) no later than April 27, 2011. No matter how they are sent, the requests shall be signed by the shareholders or their representatives and shall be accompanied by documents bearing the note *True Copy* and the signature of the shareholder/its representative, attesting to the identity of the shareholders and – if case – the signatories' capacity of representatives.

The Company shall answer all shareholders' questions either during the meeting.

**Chairman of the Board of Directors**

**Mr. Andre Bock**