

**SPECIAL POWER OF ATTORNEY
FOR THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS
OF S.C. ARCELORMITTAL HUNEDOARA S.A.**

The undersigned _____(name and surname), identified with ID Card series __, no. _____ issued on _____ by _____, having CNP (personal numerical number _____)(the „Principal”), holding a number of _____ shares out of the aggregate number of 198,798,802 shares issued by S.C. ArcelorMittal Hunedoara S.A. (the “Company”) and registered with the Shareholders Register at the reference date of 05.10.2014, which entitles the Principal to a number of _____ votes in the Company’s General Meeting of Shareholders, hereby appoints Mr./Mrs. _____(name and surname of the proxy), identified with ID Card series __ no. _____, issued on _____ by _____ having CNP (personal numerical number) _____, to represent with full power and authority and to act in the name and on behalf of the Pricipal and to engage the Pricipal during the Extraordinary General Meeting of Shareholders of the Company (the “Meeting”) convened on **October 15, 2014, 10:30 hours** (the first meeting) at the Company’s headquarters in Hunedoara, DJ687-No.4, Hunedoara County, or on the date established for the second meeting (i.e. October 16, 2014, 10:30 hours), in case the quorum conditions are not met on the first meeting’s date, as well as to vote on each of the issues on the Meeting’s agenda as follows:

1. Point 1 on the agenda:

It is approved, in principle, the merger though absorption, between SC MECANICA SIDER SA and SC ARCELORMITTAL HUNEDOARA SA, through absorption by SC ARCELORMITTAL HUNEDOARA SA, in position of absorbing company, of SC MECANICA SIDER SA in position of absorbed company, according with the provisions of art. 238, lit. a) of Law no. 31/1990 regarding companies.

Vote In favor	Vote Againts	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote.

- It is rejected the proposal for approval, in principle, of the merger though absorption, between SC MECANICA SIDER SA and SC ARCELORMITTAL HUNEDOARA SA, through absorption by SC ARCELORMITTAL HUNEDOARA SA, in position of absorbing company, of SC MECANICA SIDER SA in position of absorbed company, according with the provisions of art. 238, lit. a) of Law no. 31/1990 regarding companies.

Vote In favor	Vote Againts	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote.

2. Point 2 on the agenda:

- It is approved the empowerment of the Company's Board of Directors for preparing the merger project according to the provisions of art. 241 from Law no. 31/1990, regarding the companies, and to appoint the evaluation expert for the merger operation, for global evaluation of the Company and to determine the net input.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote.

- It is rejected the proposal of empowerment of the Company's Board of Directors for preparing the merger project according to the provisions of art. 241 from Law no. 31/1990, regarding the companies, and to appoint the evaluation expert for the merger operation, for global evaluation of the Company and to determine the net input.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote.

3. Point 3 on the agenda:

- It is approved the date of 30 June 2014 as reference date for balance sheet for merger, in accordance with the provisions of Finance Ministry Ordinance no. 1376/2004, for approving the methodological norms regarding the impact in accountancy of the main merger operations.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote.

- It is rejected the proposal of date of 30 June as reference date for balance sheet for merger, in accordance with the provisions of Finance Ministry Ordinance no. 1376/2004, for approving the methodological norms regarding the impact in accountancy of the main merger operations.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote

4. Point 4 on the agenda:

- It is approved the date of October 31, 2014 as registration date to serve for the identification of the shareholders on which the effects of the Meeting decisions may have impact.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote

- It is rejected the proposal of of October 31, 2014 as registration date to serve for the identification of the shareholders on which the effects of the Meeting decisions may have impact.

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote

5. Point 5 on the agenda:

- It is approved the empowerment of Mrs. Balint Dorina Adriana, Romanian citizen, identified with ID Card series HD, no. 294925, issued by SPCLEP Hunedoara on 13.09.2005, domiciled in Hunedoara, B-dul Traian, no, 4, bl. T2, ap.22, Hunedoara, Company's legal counsel 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

Vote In favor	Vote Against	Refraining

Note: For the validity of the vote, please check only the box corresponding to your vote

- It is rejected the proposal for the empowerment of Mrs. Balint Dorina Adriana, Romanian citizen, identified with ID Card series HD, no. 294925, issued by SPCLEP Hunedoara on 13.09.2005, domiciled in Hunedoara, B-dul Traian, no, 4, bl. T2, ap.22, Hunedoara, Company's legal counsel 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.

Vote	Vote	Refraining

<i>In favor</i>	<i>Againts</i>	

Note: For the validity of the vote, please check only the box corresponding to your vote

This Power of Attorney is valid for a 30-days' period as of the date of its issuance, unless it is not earlier revoked in writing by the Principal.

The Power of Attorney herein was executed today, _____(date, month, year).

(Principal's signature)