

**PROPOSAL FOR AGREEMENT ON THE
FIRST POINT OF THE AGENDA**

"1.- Study and approval, if appropriate, of the Annual Accounts, comprising the balance sheets, profit and loss accounts, management report and Corporate Governance Report of the year ended on 31 December, 2014"

FIRST- A) Approval of the individual and consolidated Annual Accounts for the fiscal year 2013, comprised of the Balance Sheet, Profit and Loss Account, Statement of Changes in Equity, Cash Flow Statement and the Company's Report in accordance with articles 257, 260, 524 and 525 of the Corporations Act.

B) Approval of the Management Report (which includes the Company's Annual Corporate Governance Report in accordance to the article 538 of the Corporations Act) drawn up pursuant to art. 262 and 526 of the Corporations Act, thus complying with the review and report conducted during the Audit of accounts by the Deloitte, S.L., on these Annual Accounts and Management Report, according to the provisions of article 263.1 of the same Act, by virtue of which the Board of Directors is expressly exempted of any liability that might arise from their work during the year 2014 and that is reflected in the documentation previously sanctioned, notwithstanding the provisions of article 237 of the aforementioned Corporations Act.

C) Determination of the economic results of the year 2014 which represents, according to the respective operating accounts, individual and consolidated, included in the Audit Report, an individual result amounting of 10,408 thousand euros and a consolidated result of 23,761 thousand euros.

D) Leave express record that the aforementioned Annual Accounts, Management Report and the Auditors' Audit Report have also been drawn up on a consolidated basis, having been presented before the General Meeting which in turn has approved them as provided in articles 171.1 and 203.1 of Legislative Royal Decree 1,564/89 of December 22, by Arts. 44 and following in the Commercial Code and under the provisions of the Royal Decree 1,815/91 of December 20, inasmuch the Company is immersed in the circumstances foreseen in article 4 of Act 24/1,988 of July 28, article 42 of the Code of Commerce and the articles 1 to 5 of Royal Decree 1,815/91 on the following significant entities within the group:

<u>CORPORATE NAME</u>	<u>TAX Id No</u>
1. - Tubacex Tubos Inoxidables, S.A.U.	A-01140227
2. - Tubacex Taylor Accesorios, S.A.U.	A-01006741
3. - Comercial de Tubos y Accesorios Especiales, S.A.U.	A-48061824
4. - Tubos Mecánicos, S.A.U.	A-08034689
5. - Aceria de Alava, S.A.U.	A-01010958
6. - Tubacex America Holding Corporation	52 218 13 59
7. - Sber GmbH (Austria)	ATU-41013808
8. - Métaux Inox. Services, S.A.S.	441171 147 RCS VAT-41

Also in regards to the documentation above, as specified in this agreement, it is stated by their signature, that they have observed and complied with the provisions of article 253 of the Corporations Act, of articles 47 and 44.8 of the Commercial Code and art. 330 of the Regulations of the Chamber of Trade and Industry, as well as both Audit reports, individual and consolidated, dated on 25 February, 2015.

The English version is a translation of the original in Spanish for information purposes only. In case of a discrepancy, the Spanish original will prevail.
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