

# SOCIETATEA NAȚIONALĂ A SĂRII S.A.

Calea Victoriei nr. 220, CP 010099 București, Sector 1, J40/4607/05.05.2010, CUI: RO 1590430,  
IBAN RO44BRDE445SV65087244450 BRD Dorobanti



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Secretariat C.A.

nr. 6092/19.06.2014,

**MINISTERUL ECONOMIEI**  
**OFICIUL PARTICIPAȚILOR STATULUI ȘI PRIVATIZĂRII ÎN INDUSTRIE**  
**Domnului Mihai Liviu Mihalache – Sef Oficiu**  
Fax: 021/202.53.72

**S.C. FONDUL PROPRIETATEA S.A.**  
**Franklin Templeton Investment Management Ltd UK - Sucursala București, administrator unic**  
**Domnului Grzegorz Maciej Konieczny, manager de portofoliu**  
Fax: 021.200.9631

*Ref: Transmiterea Raportului Auditorului financiar KPMG Audit SRL Bucuresti pentru sedinta Adunarii Generale Ordinare a Acționarilor (convocator nr. 5515/02.06.2014 si Adresa nr. 6084/19.06.2014)*

Avand in vedere sedinta Adunarii Generale Ordinare a Acționarilor convocata pentru data de **2 iulie 2014**, ora 12:00, prin Convocatorul nr. 5515/02.06.2014 si Adresa nr. 6084/19.06.2014, va transmitem **Raportul Auditorului Financiar Independent KPMG AUDIT SRL Bucuresti.**

Cu stimă,

**DIRECTOR GENERAL,**  
**AUREL BUCUR**

*9 / Aurel Bucur*



**KPMG Audit SRL**  
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## Raportul auditorului independent

Catre Actionari,  
Societatea Nationala a Sarii S.A.

### Raport asupra situatiilor financiare

1 Am auditat situatiile financiare anexate ale Societatii Nationale a Sarii S.A. ("Societatea") care cuprind bilantul la data de 31 decembrie 2013, contul de profit si pierdere, situatia modificarilor capitalului propriu si situatia fluxurilor de numerar pentru exercitiul financiar incheiat la aceasta data si un sumar al politicilor contabile semnificative si alte note explicative. Situatiile financiare mentionate se refera la:

- Activ net/Total capitaluri: 273.271.613 lei
- Profit net al exercitiului financiar: 42.796.957 lei

### Responsabilitatea conducerii pentru situatiile financiare

2 Conducerea Societatii este responsabila pentru intocmirea si prezentarea fidela a acestor situatii financiare in conformitate cu Ordinul Ministrului Finantelor Publice nr. 3055/2009 cu modificarile ulterioare si cu politicile contabile descrise in notele la situatiile financiare si pentru acel control intern pe care conducerea il considera necesar pentru a permite intocmirea de situatii financiare care sa nu contina denaturari semnificative, datorate fraudei sau erorii.

### Responsabilitatea auditorului

- 3 Responsabilitatea noastra este ca, pe baza auditului efectuat, sa exprimam o opinie asupra acestor situatii financiare. Noi am efectuat auditul conform standardelor de audit adoptate de Camera Auditorilor Financiari din Romania. Aceste standarde cer ca noi sa respectam cerintele etice, sa planificam si sa efectuam auditul in vederea obtinerii unei asigurari rezonabile ca situatiile financiare nu cuprind denaturari semnificative.
- 4 Un audit consta in efectuarea de proceduri pentru obtinerea probelor de audit cu privire la sumele si informatiile prezentate in situatiile financiare. Procedurile selectate depind de rationamentul profesional al auditorului, incluzand evaluarea riscurilor de denaturare semnificativa a situatiilor financiare, datorate fraudei sau erorii. In evaluarea acestor riscuri, auditorul ia in considerare controlul intern relevant pentru intocmirea si prezentarea fidela a situatiilor financiare ale Societatii pentru a stabili procedurile de audit relevante in circumstantele date, dar nu si in scopul exprimarii unei opinii asupra eficientei controlului intern al Societatii. Un audit include, de asemenea, evaluarea gradului de adecvare a politicilor contabile folosite si rezonabilitatea estimarilor contabile elaborate de catre conducere, precum si evaluarea prezentarii situatiilor financiare luate in ansamblul lor.
- 5 Consideram ca probele de audit pe care le-am obtinut sunt suficiente si adecvate pentru a constitui baza opiniei noastre de audit. h

### Opinia

- 6 In opinia noastra, situatiile financiare pentru exercitiul financiar incheiat la 31 decembrie 2013 au fost intocmite, in toate aspectele semnificative, in conformitate cu Ordinul Ministrului Finantelor Publice nr. 3055/2009 cu modificarile ulterioare si cu politicile contabile descrise in notele la situatiile financiare.

### Evidentierea unor aspecte

- 7 Fara a exprima rezerve asupra opiniei noastre, atragem atentia asupra Notei 10 k) la situatiile financiare care descrie faptul ca reglementarile privind redeventa miniera au un caracter interpretativ. Astfel, exista prevederi diferite privind calculul redeventei miniere conform cerintelor legii minelor nr.85/2003 si cele prevazute de Ordonanta de Urgenta a Guvernului nr.101/2007. Societatea considera ca trebuie aplicate prevederile legii minelor 85/2003, intrucat Ordonanta de Urgenta a Guvernului nr.101/2007 nu modifica art. 21 si 60 din legea minelor aplicabila.

### Alte aspecte

- 8 Acest raport al auditorului independent este adresat exclusiv actionarilor Societatii, in ansamblu. Auditul nostru a fost efectuat pentru a putea raporta actionarilor Societatii acele aspecte pe care trebuie sa le raportam intr-un raport de audit financiar, si nu in alte scopuri. In masura permisa de lege, nu acceptam si nu ne asumam responsabilitatea decat fata de Societate si de actionarii acesteia, in ansamblu, pentru auditul nostru, pentru raportul asupra situatiilor financiare si raportul asupra conformitatii sau pentru opinia formata.

### Raport asupra conformitatii raportului administratorilor cu situatiile financiare

In concordanta cu Ordinul Ministrului Finantelor Publice nr. 3055/2009, articolul 318, punctul 2 din Reglementarile contabile conforme cu Directiva IV-a a CEE, noi am citit raportul administratorilor atasat situatiilor financiare. Raportul administratorilor nu face parte din situatiile financiare. In raportul administratorilor, noi nu am identificat informatii financiare care sa fie in mod semnificativ neconcordante cu informatiile prezentate in situatiile financiare anexate.

### Pentru si in numele KPMG Audit SRL:

Manta Andreea Elena



inregistrat la Camera Auditorilor Financiari  
din Romania cu numarul 1501

inregistrat la Camera Auditorilor Financiari  
din Romania cu numarul 9/2001

Bucuresti, 6 iunie 2014



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## **Independent Auditors' Report (free translation<sup>1</sup>)**

To the shareholders of  
Societatea Nationala a Sarii S.A.

### **Report on the Financial Statements**

1 We have audited the accompanying financial statements of Societatea Nationala a Sarii S.A. ("the Company"), which comprise the balance sheet as at 31 December 2013, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information, presenting the following:

■ Net assets/Total equity and reserves:	273.271.613 lei
■ Profit for the year:	42.796.957 lei

### *Management's Responsibility for the Financial Statements*

2 Management is responsible for the preparation and fair presentation of these financial statements in accordance with the Order of the Minister of Public Finance no. 3055/2009 and related amendments and accounting policies described in the notes to financial statements and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

### *Auditors' responsibility*

- 3 Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing as adopted by the Romanian Chamber of Financial Auditors. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.
- 4 An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.
- 5 We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

<sup>1</sup> TRANSLATOR'S EXPLANATORY NOTE: The above translation of the auditors' report is provided as a free translation from Romanian which is the official and binding version.



*Opinion*

- 6 In our opinion, the financial statements as at and for the year ended 31 December 2013 have been prepared, in all material respects, in accordance with the Order of the Minister of Public Finance no. 3055/2009 and related amendments and accounting policies described in the notes to financial statements.

*Emphasis of matter*

- 7 Without qualifying our opinion we draw attention to Note 10 k) to the financial statements describing that the legislation regarding mining royalty is leading to interpretations. Accordingly, there are differences between the requirements of the Mining Law no.85/2003 and the Government Emergency Ordinance no.101/2007 in computing the mining royalty. The Company considers as applicable the requirements of the Mining Law no.85/2003 as the Government Emergency Ordinance no.101/2007 does not modify articles 21 and 60 of the applicable Mining Law.

*Other Matters*

- 8 This independent auditors' report is made solely to the Company's shareholders, as a body. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's shareholders as a body, for our audit work, for the report on financial statements and the report on conformity or for the opinion we have formed.

**Report on conformity of the Administrators' Report with the financial statements**

In accordance with the Order of the Minister of Public Finance no 3055/2009, article no. 318 point 2 of accounting regulations in accordance with the IV-th Directive of CEE we have read the Administrators' Report. The Administrators' Report is not a part of the financial statements. In the Administrators' Report we have not identified any financial information which is not in accordance, in all material respects, with the information presented in the accompanying financial statements.

Refer to the original signed  
Romanian version

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**For and on behalf of KPMG Audit SRL:**

**Andreea Elena Manta**

**KPMG AUDIT SRL**

registered with the Chamber of Financial  
Auditors of Romania under no 1501

registered with the Chamber of Financial  
Auditors of Romania under no 9/2001

Bucharest, 6 June 2014