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Independent auditor's report

To the shareholders of Vrancart S.A.

17 Ecaterina Teodoriu Street, Adjud municipality, Vrancea county
Tax Identification Number: 1454846

Report on the auditing of the consolidated financial statements

Opinion

1. We have audited the accompanying consolidated financial statements of Vrancart S.A. ("the Company") which comprise the consolidated statement of financial position as at December 31st, 2018, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the financial year then ended and a summary of the significant accounting policies and other explanatory notes.

2. The consolidated financial statements as at and for the financial year ended on December 31st, 2018 are identified as follows:

- Net assets/ Total equity: RON 202.513.818
- Net profit of the financial year: RON 16.818.568

3. According to our opinion, the accompanying consolidated financial statements provide a fair view of the Company's consolidated financial position as at December 31st, 2018, as well as of its consolidated financial performance and of its consolidated cash flows for the financial year then ended, in accordance with the Order of the Public Finances Ministry no. 2844/2016 for the approval of the Accounting regulations compliant with the International Financial Reporting Standards ("OMFP no. 2844/2016").

Basis for our opinion

4. We conducted our audit in accordance with the International Standards on Auditing (ISA), the EU Regulation no. 537 of the European Parliament and of the Council ("the Regulation") and of Law no. 162/2017 ("the Law"). Our responsibilities under these



standards and regulations are described in detail in the “*Auditor’s responsibility in an audit of the consolidated financial statements*” section of our report. We are independent from the Company, in accordance with the *Code of Ethics for Professional Accountants issued by the International Ethics Standards Board for Accountants* (“IESBA code”) and in accordance with the professional ethics requirements relevant to the auditing of consolidated financial statements in Romania, including the Regulation and the Law, and we complied with our other professional ethics responsibilities, according to these requirements and the IESBA code. We believe that the audit evidence that we have obtained is sufficient and adequate to provide a basis for our opinion.

Key audit aspects

5. The key audit aspects are those aspects that, according to our professional reasoning, had the greatest significance in the performance of the audit of the consolidated financial statements for the current period. These aspects were approached in the context of the audit of the consolidated financial statements as a whole and in the formation of our opinion on these consolidated financial statements. We do not provide a separate opinion on these key audit aspects.

Recognising of income

Income from turnover – RON 355.414.633 as at December 31st, 2018 (RON 324.981.015 as at December 31st, 2017)

See Note 3 (p), (y) (accounting policies) and Note 18 (explanatory information) to the consolidated financial statements

Key audit aspects

The approach modality within the audit mission

Income comprises mainly the income from the sales of the corrugated cardboard and tissue paper production to a large number of customers. Income is recognised on the delivery of goods and finished products, and the sales are adjusted by trade discounts, in accordance with the agreements concluded with customers.

The management gives particular attention to the increase of income and it has continued making investments for the upgrade of the production lines in order to increase their capacity.

We identified the recognising of income as a key audit aspect, as income represents one of the Group's key performance indicators and, therefore, there is an inherent risk related to its recognising by the management to meet some specific objectives or expectations.

Our audit procedures for the evaluation of recognising of sales income included the following:

- testing the design and implementation of the main controls of the Group to prevent and detect fraud and errors in recognizing income;
- inspecting the agreements with the customers, based on sampling, in order to understand the terms of the sales transactions, including the delivery terms, the modalities in which discounts are applied or any other terms related to returns, to assess whether the criteria for the recognising of the Group's income were in compliance with the accounting requirements and standards in force;
- reconciling, at the client level, the closing balance of trade receivables with the opening balance of trade receivables plus the sales during the period, less the collections in the bank accounts and testing, based on sampling, the collections in the bank accounts;
- evaluating, based on sampling, the recognising of the discounts given based on sales during the financial year in the corresponding financial period by recalculating the discounts recognised during the financial year based on the terms agreed-upon in the agreements concluded with the customers and the reconciling with the amounts recognised in the financial statements;
- evaluating, based on sampling, the recognising of the revenues recorded close to the financial year end, in the corresponding financial period; by comparing the selected transactions with the relevant documentation, including the delivery notes and the sales terms in the contractual agreements with the

	<p>customers;</p> <ul style="list-style-type: none"> • obtaining confirmations of the customers' balances as at the year end, based on sampling; • checking the sales register after the financial year end to identify significant credit notes issued and returns and checking the relevant documentation in order to evaluate whether the related income was accounted for in the corresponding financial period; • checking the sales register in order to identify any unusual transactions and checking the related documentation in order to assess whether the income was adequately recognised.
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Other information – The consolidated report of the Board of Administrators

6. The Board of Administrators is responsible for the drafting and submission of other information. Other information comprises the Consolidated Report of the Board of Administrators, but does not include the consolidated financial statements and the auditor's report in this respect.

Our opinion on the consolidated financial statements does not cover that other information and, unless expressly stated in our report, we do not state any assurance conclusion related thereto.

In relation to the auditing of the consolidated financial statements, our responsibility is to read that other information and, within this action, to assess whether there are any material inconsistencies between that other information and the consolidated financial statements or the knowledge that we have obtained during the audit, or whether there seems to be a material misrepresentation therein.

In what concerns the Consolidated Report of the Board of Administrators, we have read and report whether the Report of the Board of Administrators was drafted, in all material aspects, in accordance with OMFP no. 2844/2016, items 26-28 of the Accounting Regulations compliant with the International Financial Reporting Standards.



Based exclusively on the activities to be performed within the auditing of the consolidated financial statements, according to our opinion:

- a) the information presented in the Consolidated Report of the Board of Administrators for the financial year for which the consolidated financial statements were drawn up is compliant, in all material aspects, with the consolidated financial statements;
- b) the Consolidated Report of the Board of Administrators was drawn up, in all material aspects, in accordance with OMFP no. 2844/2016, items 26-28 of the Accounting regulations compliant with the International Financial Reporting Standards.

Moreover, based on our knowledge and understanding obtained during the audit, related to the Company and its environment, we are required to report whether we have identified any material misrepresentation in the Consolidated Report of the Board of Administrators. We have nothing to report in this respect.

The management's responsibility and of the people responsible for governance in relation to the consolidated financial statements

7. The Company's management has the responsibility to draft consolidated financial statements that provide a fair view in accordance with OMFP no. 2844/2016 and for the internal control deemed necessary by the management in order to allow the drafting of the consolidated financial statements free from material misrepresentations, whether due to fraud or error.

8. In drafting of the consolidated financial statements, the management has the responsibility to assess the Company's capacity to continue its business, to present, if necessary, the aspects related to business continuity and to use the business continuity accounting principles, except for the case when the management intends either to liquidate the Company or to stop its operations, or if it has no realistic alternatives besides these.

9. The persons responsible for governance have the responsibility to supervise the Company's financial reporting process.

The auditor's responsibilities in an audit of the consolidated financial statements

10. Our objectives consist of obtaining reasonable assurance on the extent in which the consolidated financial statements, as a whole, are free from material misrepresentations, whether due to fraud or error, as well as of issuing an auditor's report that includes our audit opinion. The reasonable assurance represents a high level of assurance, but it is not a guarantee of the fact that an audit performed in accordance with ISA will always find a material misrepresentation, if it exists. Misrepresentations can be due either to fraud or to error and are considered significant if it can be reasonably foreseen that these, individually or cumulated, will influence the economic decisions of the users, based on these consolidated financial statements.

11. As part of an audit in accordance with ISA, we exercise the professional reasoning and we maintain our professional scepticism during the audit. Also:

- We identify and assess the risks of material misrepresentation of the consolidated financial statements, whether due to fraud or to error, we design and perform audit procedures in response to those risks and we obtain sufficient and adequate audit evidence to provide a basis for our audit opinion. The risk of not detecting a significant misrepresentation due to fraud is higher than the one of not detecting a significant misrepresentation due to error, as fraud can involve secret understandings, forgery, wilful omissions, false statements and the eluding of internal control.
 - We understand the internal control relevant to the audit, for the designing of audit procedures adequate to the circumstances, but without having the purpose to express an opinion on the effectiveness of the Company's internal control.
 - We assess the degree of adequacy of the accounting policies used and the reasonable nature of the accounting estimates and of the related presentations of information made by the management.
 - We file a conclusion on the degree of adequacy of the use by the management of the business continuity accounting principles and we determine, based on the audit evidence obtained, whether there is a significant uncertainty in relation to any events or conditions that may generate significant doubts on the Company's capacity to continue its business. If we conclude that there is a significant uncertainty, we must draw attention in the auditor's report on the related presentations in the consolidated financial statements or, if these presentations are inadequate, we must change our audit opinion. Our conclusions are based on the audit evidence obtained until the date of the auditor's report. However, future events or conditions may lead the Company not to perform its business based on the business continuity principle.
 - We evaluate as a whole the presentation, the structure and the contents of the consolidated financial statements, including the presentation of information and the extent to which the consolidated financial statements reflect the transactions and the events underlying these, in a manner that results in a fair presentation.
 - We obtain sufficient and adequate audit evidence in relation to the financial information of the entities or business activities within the Group, in order to state an opinion related to the consolidated financial statements. We are responsible for the coordination, supervision and conducting of the Group's audit. We are exclusively responsible for our audit opinion.
12. We communicate to the people responsible for governance, among other aspects, the area planned and the time schedule of the audit, as well as the main audit findings, including any significant deficiencies of the internal control that we identify during the audit.
13. Also, we provide to the people responsible for governance a statement according to which we complied with the relevant ethical requirements related to independence and we informed them of all the relations and other aspects that could be reasonably assumed to affect our independence and, where applicable, the related protection measures.
14. From among the aspects communicated to the people responsible for governance, we establish which are the most important aspects for the auditing of the consolidated financial statements from the current period and, therefore, which represent key audit aspects. We describe these aspects in the auditor's report, except for the case when the laws or regulations forbid the public presentation of the aspect or except for the case when, in

extremely rare circumstances, we believe that an aspect should not be communicated in our report as it is reasonably foreseen that the benefits of public interest will be exceeded by the negative consequences of this communication.

Report on other legal and regulatory provisions

15. We have been appointed by the General Meeting of the Shareholders on April 26th, 2017 to audit the consolidated financial statements of Vrancart S.A. for the financial year ended on December 31st, 2018. The total uninterrupted duration of our engagement is 4 years, covering the financial years ended on December 31st, 2015 to December 31st, 2018.

16. We confirm that:

- Our audit opinion is in accordance with the additional report submitted to the Company's Audit Committee, that we issued on the same date when we issued this independent auditor's report. Also, in performing our audit, we have kept our independence from the audited entity.
- We did not provide to the Company the forbidden non-audit services (SNA) stated under article 5, para. (1) of the EU Regulation no. 537/2014.

17. For the financial year that our statutory audit refers to, additionally to the audit, we have provided to the Company and to the entities controlled by it the following services that are not presented in the Report of the Board of Administrators or in the Company's consolidated financial statements:

- Limited assurance services in relation to the prices of the transactions reported in the current reports comprising the juridical deeds concluded during the period between January 1st, 2018 – June 30th, 2018 by the Company in accordance with the provisions of article 82 of Law no. 24/2017 on the issuers of financial instruments and market operations and of the Regulation no. 5/2018 of the Financial Supervisory Authority on issuers and operations with securities;
- Limited assurance services related to the prices of the transactions reported in the current reports comprising the juridical deeds concluded during the period between July 1st, 2018 – December 31st, 2018 by the Company in accordance with the provisions of article 82 of Law no. 24/2017 on issuers of financial instruments and market operations and of the Regulation no. 5/2018 of the Financial Supervisory Authority on issuers and operations with securities.

Other aspects

18. This independent auditor's report is addressed exclusively to the Company's shareholders, as a whole. Our audit was performed so that we are able to report to the Company's shareholders those aspects that we must report in a financial audit report, and not for any other purposes. To the extent permitted by law, we only accept and assume the responsibility towards the Company and its shareholders, as a whole, for our audit, for the report on the auditing of the consolidated financial statements and for the report on other legal and regulatory provisions and for the opinion formed.

The partner of the audit mission based on which this independent auditor's report was drafted is Soare Paula Raluca.



For and on behalf of KPMG Audit S.R.L.:

Soare Paula Raluca

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Bucharest, March 19th, 2019