

## OFFER FOR THE SALE OF shares by OPEN OUTCRY AUCTION

The Ministry of Economy, Trade and Business Environment (MECMA) acting through the Office for State Ownership and Privatization in Industry (OPSPI) headquartered in Calea Victoriei no. 152 sector 1, Bucharest, Romania, offers for sale by **OPEN OUTCRY AUCTION**, in accordance with the provisions of Government Emergency Ordinance no. 88/1997 as subsequently amended and supplemented, of Law no. 137/2002 as subsequently amended and supplemented, of the related Rules for Implementation approved by G.D. no. 577/2002, as subsequently amended and supplemented, and of G.D. no. 590/2006, as subsequently amended and supplemented, a number of **2,418,480 shares**, representing **100 %** of the share capital of **S.C. CUPRU MIN S.A. Abrud** headquartered in Abrud, str. Piața Petru Dobra no. 1, postal code 515100, Alba county, Sole Registration Code 11551757, Tax Attribute RO, registration number with Trade Register Office with Alba Court of Law J 01/64/1999, main activity: CAEN Code - 0729- mining of other non-ferrous metal ores.

Total number of shares: 2,418,480.

Shareholding structure: 100% MECMA

The nominal value of a share is Lei 10.

Share capital: Lei 24,184,800.

The sale offer is valid for 180 days as of publication date, with possibility of extension according to the provisions of art. 7 of Law no. 137/2002, as subsequently amended and supplemented.

In accordance with the provisions of G.D. no. 590/2006, as subsequently amended and supplemented, the open outcry auction is organised by the competitive auction rule, at the best price offered, higher than the offer price.

The offer price (the starting price) is Lei 103.68/share.

The minimum selling price is Lei 108.864/share (the starting price + 5% of the starting price, representing the bid increment), namely Lei 263,285,406,72 for the entire block of shares put for sale by MECMA, through OPSPI.

The company's *PRESENTATION FILE* may be purchased, from OPSPI room 515 Calea Victoriei no. 152, Sector 1, Bucharest, telephone +4021/2025488, fax: +4021/2025372, from Monday to Thursday 8:30 a.m. – 3:30 p.m. and on Friday 8:30 a.m. – 12:30 p.m.

Additional information for conducting its own due diligence, in order to prepare its bid, shall be available in the Data Room organised at the headquarters of S.C. CUPRU MIN S.A. Abrud opened until **16.01.2012**, based on a fee for direct access to data and information, according to G.D. no. 577/2002, as subsequently amended and supplemented, to G.D. no. 590/2006, as subsequently amended and supplemented and to the Presentation File. In order to have access to geological data and information certain fees, established and received directly by the National Agency for Mineral Resources, must be paid, according to the terms mentioned in the Presentation File.

For Romanian individuals/ legal entities the FEE FOR DIRECT ACCESS to data and information, in amount of Lei 62,000 (VAT included), the BID FEE of Lei 49,600 (VAT included) and the price of the PRESENTATION FILE, namely Lei 49,600 (VAT included), shall be paid in Lei, by payment order, into account no. RO65TREZ7015025XXX009766, and the BID BOND of Lei 4,836,960 Lei may be transferred into account no. RO30TREZ7015005XXX010523 opened by OPSPI with the Treasury Department of Sector 1. CIF OPSPI: 25008603.

For foreign individuals/ legal entities, the FEE FOR DIRECT ACCESS TO DATA AND INFORMATION, the BID FEE, the price of the PRESENTATION FILE and the BID BOND are paid into convertible currency accounts opened with Banca de Export - Import a României S.A. (EXIMBANK - SMB) headquartered in Bucharest, Sector 5, Splaiul Independenței no. 15, as follows: for Euro: RO70EXIM101000011987EU01; for USD: RO30EXIM101000011987US01.

The price of the Presentation File, Bid Fee and Fee for Direct Access to data and information will be paid at the exchange rate communicated by the National Bank of Romania (NBR) for the date of such payment (<http://www.bnro.ro/Home.aspx>), and the Bid Bond will be established at the exchange rate communicated by the NBR for the date of the payment thereof/of the issuing thereof.

The BID BOND of Lei 4,836,960 shall be submitted in one of the forms mentioned in the Presentation File.

The PRESENTATION FILE is supplied on the basis of the following documents:

- proof of payment of the PRESENTATION FILE price;
- identity document or passport (for Romanian/ foreign individuals);
- the original or copy of the power-of-attorney granted by the bidder company;
- confidentiality agreement to be signed at the headquarters of OPSPI;
- notification on the conditions under which the data and information on S.C. CUPRU MIN S.A. Abrud are provided, to be signed at the headquarters of OPSPI.

The purchase of the Presentation File is mandatory in order to participate in the auction. The Presentation File will be supplied after the Presentation File price has been deposited into OPSPI's account and after the bidder/the bidder's authorized representative has signed the notification and the confidentiality agreement. The power of attorney authorizing the bidder's representative will also mention that such representative is empowered to sign these documents. The power-of-attorney shall be authenticated by a notary public and, in case of foreign individuals or entities the power-of-attorney shall be apostilled according to the Hague Convention of 5 October 1961 or over legalised, as the case may be.

For participation in the auction procedure, the potential buyers will submit to OPSPI's headquarters located in Bucharest, Sector 1, Calea Victoriei no. 152, floor 5, room 515, a sealed envelope containing the **Bid Documents** which are indicated in art. 35 of the Rules for Implementation approved by G.D. no. 577/2002, as subsequently amended and supplemented, as stipulated in Section C of the Presentation File, **at least one day prior to the date scheduled for the initiation of the open outcry auction, i.e. by 10:00 a.m. on 17.01.2012, which deadline is provided as a limitation period.**

According to art. 5 paragraph 3 of Law no. 137/2002, as subsequently amended and supplemented, "Romanian or foreign individuals or legal entities will not be allowed to participate in the privatization process if they have previously concluded, with any public institution involved, share sale-purchase agreements that have been cancelled due to such individuals' or legal entities' fault, by final and irrevocable court decision or arbitral decision, or due to the cancellation clauses under those share sale-purchase agreements; moreover, those who have outstanding budget debts will not be allowed to participate."

**The envelopes containing the Bid Documents will be opened in the presence of all bidders on 17.01.2012, at 11:00 a.m., at OPSPI's headquarters located in Calea Victoriei, no. 152, sector 1, Bucharest.**

**The Bid Documents will be checked and analysed by 18.01.2012, at 10:00 a.m., when the list of accepted bidders will be drafted and displayed at OPSPI's headquarters.**

**The auction will be held on 18.01.2012, at 11:00 p.m., at OPSPI's headquarters.**

The auction procedure will be conducted in compliance with the special provisions of G.D. no. 590/2006, as subsequently amended and supplemented, and in compliance with the Rules for Implementation approved by G.D. no. 577/2002, where no special provisions are provided, such auction procedure being described in the Presentation File.

For further information please call at +4021/2025488; +4021/2025467; fax +4021/2025372 or visit the website: <http://opspi.minind.ro>. (contact person: Victor Cazana - Head of Office, e-mail: [victor\\_cazana@minind.ro](mailto:victor_cazana@minind.ro)).