

**Names of Newspapers:** Financial Tribune, Donya-e-eqtasad, Iran

**Publishing Dates:** First Announcement (Febraury 16, 2015), Second Announcement (February 23, 2015)

**Iranian Privatization Organization (IPO)**

### **"Block Offering of Shares and Properties"**

By virtue of assignments envisioned in “The law of the Enforcing of General Policies of Article 44 of the Constitution”, its relevant rules and regulations, and approvals of the Divesture Board, hereinafter the Board, the Iranian Privatization Organization, hereinafter the Organization, intends to transfer stocks/assets of the following enterprises with the terms and conditions as mentioned in this advertisement.

No.	Name of Enterprise	Stock Transfering Method	Size of Enterprise	Capital (Million IRR)	No. of Shares (Properties) Presentable - in million			Block Size %	Each Stock Base Value (IRR)	Total base value (IRR)	Deposit amount (IRR)	Sales Conditions			Shareholders	Field of activity of enterprise	Trading date/ Tender opening session
					Block	Employees	Total					Cash down payment percentage	installment duration (year)	Deadline for cash payment (business day)			
1	<b>Iran Insulator Co.</b>	Tender	Small	230,000	79,056,097	4,160,847	83,216,944	36/18	2,084	173,424,111,296	5,202,723,339	10	7	20	SATKAB Co. (36/18%), Media Tejarat Pouya Co. (54/56%), Other Shareholders (9/26%)	Production of porcelain/glass high pressure insulators	March 09, 2015
2	<b>Arak Agricultural Implements Manufacturing Co. (TAKA)</b>	Tender	Average	6,248	176,301	--	176,301	9/9	46,352	8,171,903,952	245,157,118	20	2	20	Agricultural Services Co. (9/9%), Mr. Abdollah Nozari (38%), Other shareholders (52/1%)	Production, purchasing, selling, installation of machinery, equipment, agricultural implements	March 09, 2015

3	<b>Almahdi Aluminium Complex</b>	Tender	Very large	1,621,513/425	1,189,545,549	62,607,660	1,252,153,209	77/22	2,322	2,907,499,751,298	87,224,992,539	15	7	20	IMMIDRO (77/22), IDC (13/46%) - Other shareholders (9/32%)	Construction & exploitation of aluminium production complexes	March 09, 2015
4	<b>Assets belong to Hormozal Aluminium Project</b>	Tender	--	--	--	--	--	--	--	5,935,474,000,000	178,064,220,000	15	7	20	IMMIDRO (100%)	--	March 09, 2015
5	<b>Corn Cultivate Development Co.</b>	Tender	Average	7,000	2,660	140	2,800	40	39,580,317	110,824,887,600	3,324,746,628	20	4	20	State Livestock Affairs Logistic Inc. (40%) - Simorgh Co. (60%)	Increase of cultivation & production of corn and other fodder plants	March 09, 2015

### ***1- General Transaction Terms:***

- 1.1. The abovementioned prices are shares/properties base prices. The highest bid price will be considered as the transaction price.
- 1.2. Bid envelopes will be opened at 14:00 O'clock on Monday on March 09, 2015 at the Organization, 6th floor, and presence of bidders or their legal representatives in the session is allowed with owning identification documents and representation letter. Cash deposit for participating in the bid notice should be settled only in cash basis into SIBA Acc. No. 2170159008002 with Bank Melli Iran (BMI), Jame' Mosque Branch of Shahrak-e Ghods (Coded 1458), payable at all the branches of Bank Melli Iran (BMI). The original bank deposit receipt and completed bid proposal form should be submitted latest by the end of business hour on Sunday on March 08, 2015 to the following address in the form of two separate envelopes inside a sealed envelope and take a receipt: ***Guard Management Office, 7<sup>th</sup> Floor, No. 15, Mahestan St., Iran Zamin Ave., Phase 1, Shahrak-e Ghods, Tehran – IRAN.*** Bid Proposal Form and Firm Financial Information are accessible on the website of the Organization at the following address: [www.ipa.ir](http://www.ipa.ir) (under "Tender Advertisement & Tender Forms" and "Pricing Information & Financial Statements").

**Note:** According to the approvals of the Board, it will be held one bid for **Almahdi Aluminium Complex** and **Assets belong to Hormozal Aluminium Project**. The applicants, who propose the highest value for 2 cases in total, will be the winner of the tender. The applicants should

complete price proposal forms of each 2 cases and put them in price proposed envelope and also they should submit the original bank deposit receipt of the two in deposit envelope. Selling contract will be separately conducted based on the terms and conditions mentioned in this advertisement.

- 1.3. Stock/enterprise ownership transfer will be conducted within the framework of mutual agreement. In view of the Organization, participating in bid notice and/or presence to compete in tender is meant that applicants have accepted all rules and regulations envisioned in the advertisement and internet website of the Organization. In other words, participating meant that applicants have accepted by details wholeheartedly, in which, purchasers are duty bounded to observe its provisions.
- 1.4. In transactions conducted based on installments, time interval of installments from one another is set for a period of six months and the interest rate of installments is set 15%. Also equivalent of remaining amount of installments will be kept by the Organization until full payments of the installments are made. It should be noted that guarantee documents will be received from the purchaser on minimum 50% of the remaining total installments.
- 1.5. For further information and receiving representation letter for visiting the transferable companies, applicants can refer to the Organization, 5<sup>th</sup> Floor, and/or send their request via the following fax number: +98 21 880 85622.
- 1.6. Cooperative sector will enjoy purchase priority in equal conditions in offering shares/properties via bid/negotiation notice.

## ***2. Exclusive Transaction Terms:***

**Almahdi Aluminium Complex along with Hormozal Aluminium Project:** In order to settle all debts (in foreign currencies) of Almahdi Aluminium Project by IMMIDRO, the purchaser is duty bounded to deliver monthly 2,000 tons of Aluminium bars during 7 years to IMMIDRO or to whom declared by IMMIDRO.

## ***3. Employees Shares (If Allocated):***

Transferring maximum five percent (5%) of shares of enterprises to the managers, staff and personnel and the retired of the same enterprise will be based on the following terms and conditions:

A: Managers and employed staff and assignee personnel (whether official or contractual member) in enterprise subject to stock transfer and also those who assignee to other enterprises that have minimum one-year experience are eligible for the shares. Stocks will not belong to the managers and staff whom paying insurance premium or subtraction of their retirement are made from origin of mission. B: Employees in those companies that more than 50 percents of their capital belongs to the transferable company are eligible for the shares. C: If there are surplus shares of enterprise after transferring shares to the mentioned individuals, the remained shares will allocate to the retired individuals of the same enterprise. Simultaneous use of advantages of voucher privatization plan (Saham Edallat) and Employee Shares is not allowed for the retired.

Employees' shares are transferred only in the form of written request. The qualified and eligible persons should submit their request along with detailed specifications of applicants, as approved by the enterprise, Voucher privatization Plan Secretariat and Social security Organization (SSO), to the Organization maximum within 30 days as of publishing date of first advertisement.

#### ***4. Financial and Nonfinancial Incentives and Controlled Block Shares Discounts:***

Controlled block shares purchasers who embark on increasing the number of staff and personnel of the company more than what has been registered in stock transfer document during installments period and/or if these purchasers fulfill measures such as new investment, they will be given incentives and discounts, subject of “The Instruction of the How to Exertion of Financial and Nonfinancial Incentives” and “The Instruction of the How to Receive Commitments, and Granting Discounts to the Controlled Block Shares Purchasers of State-Run Companies”.

***Further information of transferring conditions stated at “Bid Proposal Form” envisioned at internet website of the Organizaion as the following address: [www.ipo.ir](http://www.ipo.ir).***