

## ***NOTICE FOR DIVESTITURE OF SHARES BY THE IRANIAN PRIVATIZATION ORGANIZATION THROUGH THE TENDER BID***

*In the application of the First Chapter of the fourth Iranian Economic, Social and Cultural Development Plan and the related regulations, IPO intends to divest the shares of Satkab Co. in Power Engineering Consultants (Moshanir), observing the conditions stated hereunder by resorting to Tender method:*

<i>Name of the Company</i>	<i>No. of Divestible Shares</i>		<i>Company's Capital (million Rials)</i>	<i>Base Value of each Share (Rials)</i>	<i>Total Base Value of the Shares (Rials)</i>	<i>Deposit for Participating in Tender (Rials)</i>	<i>Company's Ownership Composition (Stockholders)</i>	<i>Company's type of activity</i>
	<i>Divestible Shares as Block</i>	<i>Total Percentage</i>						
<i>Power Engineering Consultants (Moshanir)</i>	64786	53.94	120108	8474639	549037962254	11130759500	<i>Satkab 53.94% Justice shares 42% Others 4.06%</i>	<i>Studying and preparation in the planning of Power Production, Transfer &amp; Distribution</i>

## ***1. Transaction Conditions:***

- 1.1. The above prices are the base shares prices. Undoubtedly, the highest proposed prices shall form the transaction price.*
- 1.2. The cash deposit for participation in the tender to acquire shares of the divestible enterprises shall be settled by the applicants to the Treasury SIBA Account No. 2170159008002 in the IPO name payable in all the branches of Bank Melli Iran (delivering of Encoded Bank Check is not possible) accompanied by its Receipt Sheet and the purchase bid in a sealed package to the Financial Affairs Department until the end of the working hours of Saturday (21, Feb. 2009), to the related IPO office, located in Room No. 402, 4<sup>th</sup> floor, No. 75, Zarafshan St., Shahrake Qods, in lieu of the receipt.*
- 1.3. In order to receive the form to participate in the bids, the applicants may refer to the Divestiture and Supporting of Investment Department located in room No. 309, at the above address until the stated date.*
- 1.4. Applications received by the IPO after the stated date shall be invalid.*
  - \* Note: Transfer of the shares shall be carried out according to the mutual contract. The Agreement Model and the Power of Attorney to be drawn up at the Notary Public Offices are available at the IPO. The Purchasers are required to adhere to the provisions of these documents and as far as the IPO is concerned, the participation in the Tender means enjoying the necessary knowledge and acceptance to adhere to the contents of the same.*
- 1.5. Upon the Application of the purchasers, the companies must pay the transaction price in cash (at least 20%) and by installments within 5 years, including the interest rate of installment sales (80%). Individuals can pay in cash whole transaction price.*
  - \* Note: In Bank System Method at industry and mine sector, the interval between 2 installments is 6 months, including the interest rate of installment sales (12% annual).*
- 1.6. When the transaction price is to be paid in installments, the shares certificates shall be kept by the seller as collateral, until the payment of the share price is completed. Also on the strength of Directive of Article 9 of the Executive Bylaw of Paragraph F of Article 14 of the Forth Development Plan shall enjoy the concerned discounts.*

*1.7. According to the note 4 of Article 20 of the Amendment Law of Forth Development Plan and Implementation of General Policies of Article 44 of the Constitution of the Islamic Republic of Iran, the cooperative sector enjoys the priority purchase under similar conditions.*

## **2. Other cases**

*2.1. The Envelopes containing bids shall be opened at 10 am on Sunday (22, Feb. 2009) in the venue of the IPO and the bidders may participate in the event.*

*2.2. The IPO preserves the right to accept or reject all or any of the bids.*

*2.3. In case the winner of the bid fails to pay the cash part of the transaction price, during the 20 working days of the notification, their deposit shall be confiscated to the IPO benefit.*

*2.4. The applicants undertake not to be prohibited from transactions and they must not include in the Article 24 of the Amendment Law of Forth Development Plan and Implementation of General Policies of Article 44 of the Constitution of Islamic Republic of Iran (ratified in 21, July 2009) and the law of government personnel's intervention prohibition in the state and country transactions (ratified in 1958).*

*2.5. For further information and collection of the Letter of Introduction to visit the factories, the applicants may refer to the room no. 309 located at Divestiture and Supporting of Investment Department of IPO located at No. 75, Zarafshan St., Shahrake Qods, until Wednesday (18, Feb. 2009).*

*IPO Website: [www.ipo.ir](http://www.ipo.ir)*