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Iranian Privatization Organization (IPO)



### “Block Offering of Shares & Enterprise”

By virtue of assignments envisioned in “The law of Enforcing of General Policies of Article 44 of the Constitution”, its relevant rules and regulations, authority of law of attorney and approvals of the Divesture Board, hereinafter the Board, the Iranian Privatization Organization, hereinafter the Organization, intends to transfer stocks of the following enterprises with the terms and conditions as mentioned in this advertisement. Tender documents and other transferring conditions are accessible via the official website of the Organization at the following address: [www.ipso.ir](http://www.ipso.ir) The applicants are highly requested to consider the conditions mentioned in the bid proposal form, transferring contract and announcements of the Organization.

A) Shares																				
No.	Name of Enterprise	Capital (Million IRR)	Field of activity of enterprise	Major Shareholders	Size of Enterprise	Stock Transferring Method	No. of Shares (Properties) Presentable - in million			Block Size %	Base Value of Transferrable Shares		Deposit amount (IRR)	Sales Conditions			Incentives of private & cooperative sectors	Exclusive conditions	Deadline for settling cash deposit and delivery bid envelopes	Tender opening session
							Block	Employees	Total		Each Stock (IRR)	Total (IRR)		Cash down payment percentage	Stallment duration (year)	Deadline for cash payment (business day)				
1	Loshan Power Generation Co.	300,000	Generating & selling power energy	Thermal Power Plants Holding (100)	Very Large	Tender	285,000,000	15,000,000	300,000,000	100	12,343/19	3,702,956,063,079	111,088,681,863	15	6	20	✓	Envisioned at bid proposal form	2018/02/12	2018/02/13
2	Loshan Power Generation Management Co.	10	Power generation	SABA Investment Co. (60), Thermal Power Plants Holding (40)	--	Tender	4,000	--	4,000	40	5,336,700	21,346,800,000	640,404,000	15	6	20	✓	Envisioned at bid proposal form		
3	Shahrood Power Generation Co.	550,000	Generating & selling power energy	Thermal Power Plants Holding (100)	Very Large	Tender	522,500,000	27,500,000	550,000,000	100	9,090	4,999,500,000,000	149,985,000,000	15	6	20	✓	Envisioned at bid proposal form		
4	Azerbaijan Power Generation Co.	100,000	Generating & selling power energy	Thermal Power Plants Holding (100)	Very Large	Tender	95,000,000	5,000,000	100,000,000	100	22,372	2,237,200,000,000	67,116,000,000	15	6	20	✓	Envisioned at bid proposal form		
5	Industry Development Investment Co.	850,000	Performing financial services facilities, trading for industrial units	Atiyeh Mehr Sadra power plant complex Co. (35%), Shirin Govar Co. (30%), Tandis Shayan Sazan Mines & Mining Industry Co. (30%), Arman Insurance (5%)	-	Tender	80,750,000	-	80,750,000	95	7,430/34	600,000,000,000	18,000,000,000	5	5	20	-	On behalf of major share Holders.		

6	<b>Iran Helicopter Co.</b>	414,700	Presenting helicopter & aviation services to real/legal persons, performing repair activities, training, etc.	Mehregan Investment (45%)- Naja Cooperation foundation (31%), Najpas (6/8%), Pars Hotels Investment (6/8%), Pardis Hotels & sporting centers (68%), Iran Helicopter staffs (3/6%)	-	Tender	15,893,449	-	15,893,449	38/32	34,937/24	555,273,192,889	16,658,195,787	30	3	20	-	On behalf of Mehregan Investment Co.
7	<b>Firoozabad Petrochemical Co.</b>	1,400,000	Production & selling petrochemical products	NPC (13%), Jahrom Petrochemical Co. (27%), Darab Petrochemical Co. (29/999%), Fasa Petrochemical Co. (30%), Mahd Arian Co (0/0001)	-	Tender	172,900,000	9,100,000	182,000,000	13	1,411	256,802,000,000	7,704,060,000	30	2	20	✓	Envisioned at bid proposal form
8	<b>Khoozestan International Exhibition</b>	1,895	Construction of installations & centers for exhibition, administration of exhibition pavilions inside the country & abroad	Khoozestan Industrial Towns (2/4), Ahvaz Municipality (24/01), Sepanta Ahvaz Rollin & Pipe (14/41), Cooperation Organization of Municipalities (14/41), Ahvaz Rolling & Pipe (4/8), Marzneshtan Cooperation Union (3/84), Ahvaz Urban Machinery Co. (3/07), Mr. Davoodian (2/64), Others (30/42)	-	Tender	910	-	910	2/4	598,430	544,571,300	16,337,139	In Cash	20	-	Envisioned at bid proposal form	

2018/02/12

2018/02/13

<b>B) Enterprise &amp; Property</b>																
Name of Enterprise	Transferring Method	Owner	Details	Land area (m <sup>2</sup> )		No. of Staffs		Total Base Value (IRR)	Deposit Amount (IRR)	Sales Conditions			Incentives of private & cooperative sectors	Exclusive conditions	Deadline for settling cash deposit and delivery bid envelopes	Tender opening session
				Land	Building	Permanent	Contracting			Cash down payment percentage	Installment duration (year)	Deadline for cash payment (business day)				
<b>Pasdaran Store</b>	Tender	State Livestock Affairs Logistic Inc.	Total land, building, & rights resulted from commercial units	2,021/6	500	-	-	618,497,000,000	18,554,910,000	50	1	20	-	Envisioned at bid proposal form	2018/02/12	2018/02/13
<b>Shahr Ara Store</b>			Total land, building, machinery, equipment, installations & concession right	2,031/14	1,194/25	6	-	290,595,976,600	8,717,879,298	In Cash	20	-	Envisioned at bid proposal form			
<b>Joonaghan Slaughterhouse</b>			Land, building, trees, machinery, equipment, installations & slaughterhouse concession right	864,000	-	12	47	150,000,000,000	4,500,000,000	5	8	20	✓	Envisioned at bid proposal form		

<b>C) Fuel Station</b>									
Province	Name of Station	Transferring Method	Total Base Value (IRR)	Deposit Amount (IRR)	Sales Conditions			Deadline for settling cash deposit and delivery bid envelopes	Tender opening session
					Cash down payment percentage	Installments duration (year)	Deadline for cash payment (business day)		
Qazvin	Avaj	Tender	22,633,943,200	679,018,296	40	2	20	2018/02/12	2018/02/13

**For the attention of applicants interested in buying following enterprises:**

- 1- **Loshan Power Generation Co.** **A.** The value of land, building & assets in the power plant has been deducted from the base value and the purchaser shall have not authorized to lodge any complaint with regard it. **B.** The land in range of high pressure lines, with condition of establishing easement right in favor of relevant Regional Power Company, will be in use of Loshan Power Generation Company. **C.** Electrical substation belongs to Regional Power Company. **D.** In case of not determining how to collect debts of Parent Company from Loshan Power Generation Company before transferring, then all debts of Parent Company should be paid with the same terms & conditions of paying installments of IPO. **E.** The ownership documents of land has not been yet transferred to the company. **F.** Loshan Power Generation Company is beneficiary of power plant subsidiary of it. **G.** There will be held one bid coincidentally for both Loshan Power Generation Company & Loshan Power Generation Management Company. **H.** The highest value for 2 cases in total will be the winner of the tender. **I.** Employees shares of Loshan Power Generation Management Company will be allocated from shares of Loshan Power Generation Company.
- 2- **Loshan Power Generation Management Co.** **A.** Shares of Thermal Power Plant Holding is as privileged shares. **B.** Other shareholders are committed to transfer their shares as registered shares, by recognition of Parent Company, to other real/legal persons. **C.** Employees shares of Loshan Power Generation Management Company will be allocated from shares of Loshan Power Generation Company.
- 3- **Shahrood Power Generation Co.** **A.** Land of power plant with the area of 50 hectares, having 15 years renting contract between Agricultural Jihad Co. & Iran Power Development Organization, and exploitation right of aforementioned land has been determined about IRR 500 billion. But according to installing & making installations & equipment in land and exploitation of power plant, land ownership should be transferred to Shahrood Power Generation Company so the value of land has been determined about IRR 3,000 billion and has been reflected in base value. So the parent company should take document and transferring land ownership to the company. In case of not transferring ownership document of land by the Parent Company up to end of transferring contract, then IRR 2,500 billion will be deducted from the base value. **B.** The land in range of high pressure lines, with condition of establishing easement right in favor of relevant Regional Power Company, will be in use of Shahrood Power Generation Company. **C.** Electrical substation belongs to Regional Power Company. **D.** In case of not determining how to collect debts of Parent Company from Shahrood Power Generation Company before transferring, then all debts of Parent Company should be paid with the same terms & conditions of paying installments of IPO. **E.** Tab Iran Company is beneficiary of Shahrood Power Generation Company.
- 4- **Azerbaijan Power Generation Co.** **A.** Thermal Power Plant Holding is obliged to prepare easement right for personnel coming & going, equipment & liquid fuel up to making special doorway and also to establish easement right for gas pressure station of Uroomiyeh Gas Power plant for the purchaser of the company and the purchaser is committed to pay its costs. **B.** The land in range of high pressure lines, with condition of establishing easement right in favor of relevant Regional Power Company, will be in use of Azerbaijan Power Generation Company. **C.** Electrical substation belongs to Regional Power Company. **D.** In case of not determining how to collect debts of Parent Company from Shahrood Power Generation Company before transferring, then all debts of Parent Company should be paid with the same terms & conditions of paying installments of IPO. **E.** East Azerbaijan Power Generation Management Company is beneficiary of Azerbaijan Power Generation Company. **F.** The ownership document is nominated to Azerbaijan Regional Power Company and has not been transferred to the company.
- 5- **Firooz Abad Petrochemical Co.** The land of Natural Sources to the area of 160 hectares has 10 years renting contract between Agricultural Jihad Company & Firoozabad Petrochemical Company. So the exploitation right of land has been mentioned in the base value of the company.
- 6- **Pasdaran Store.** The store has no municipal finish certificate.
- 7- **Shahr Ara Store.** **A.** The store has 250 m<sup>2</sup> back down. **B.** The store has no municipal finish certificate.
- 8- **Joonaghan Slaughterhouse.** The purchaser is obliged to keep the manpower working in the slaughterhouses up to the end of manpower supplying contract (maximum one year).

**D) Other Transferring Conditions: By emphasizing that the Organization is reserved the right to accept or reject any or all of the bid proposals, participating in the tender is meant that applicants have accepted all rules and regulations and transferring contract wholeheartedly**

How to Receive Tender Documents and Get Information of Other Transferring Conditions	How to Visit the Enterprises	How to Settling the Amount of Tender/Competition Deposits	How to Present Tender Envelopes and the Place of Delivery	Tender Opening Session & Conditions of Presence in the Tender Session	Guarantee Documents	How to Transfer Stock Ownership	Transferring Priority	General Conditions of Allocating Employees Shares	Interest rate of installment
<p>Tender documents &amp; other general &amp; exclusive conditions are accessible by referring to website of the Organization at the following address: <a href="http://www.ipo.ir">www.ipo.ir</a>- the transferring enterprises &amp; properties section.</p> <p>1- Bid proposal form, sample of contract, power of attorney registered at Notary Public Office.</p> <p>2- Financial statements and other relevant documents.</p> <p>3- The Instruction of “How to Exert Financial and Nonfinancial Incentives”</p> <p>4- The Instruction of “ How to Receive Commitments, and Granting Discounts”</p> <p>5-The regulation of allocating Employees shares.</p> <p>6- The Instruction of the How to review and proposal of granting discounts to the shares purchasers (in installments-based transactions)</p> <p>7- The instruction of encouraging private sector to participate in privatization.</p> <p>8- The instruction of monitoring after transferring</p>	<p>Interested applicants can send the visiting request via the following fax number: +98 21 880 85622 to the Marketing Office. The office will issue visiting letter.</p>	<p><b>In case of Tender:</b>  <b>Settling Cash basis:</b> Settling into SHABA. No. IR170100004001001506374577 to the Central Bank of Iran in the name of IPO- by emphasizing on disallowance of presenting any kind of check and recommendation to ensure of transferring deposit fund into the set account in due date.  <b>Presenting Bank Guarantee:</b> Presenting unconditional bank guarantee issued by one of authorized banks with 4 months authority by accepting all rules &amp; regulations related to guarantee issuing.</p>	<p>Putting up the original bank deposit receipt and completed bid proposal form in the form of two separate envelopes inside a sealed envelope and delivering it up by the end of business hour of aforementioned date to Guard Management Office, 7th Floor, No. 15, Mahestan St., Iran Zamin Ave., Phase 1, Shahrak-e Ghods, Tehran – IRAN</p>	<p>Envelopes of participating in the bid notice will be opened at 14:00 O'clock with presence of bidders or their legal representatives in the session with owning identification documents and representation letter</p>	<p>Keeping shares equivalent of remaining amount of installments until full payments of the installments + receiving guarantee documents on minimum 50% of the remaining total installments.</p>	<p>Through share register book / stock market transaction system/notary public/(in case of properties), within mutual framework</p>	<p>Priority of Cooperative Sector in equal conditions in offering shares/properties via bid/negotiation notice</p>	<p><b>Including:</b> Managers and employed staff and assignee personnel in enterprise subject to stock transfer and also those who assignee to other enterprises that more than 50 percent of their capital belong to the transferable company and also the retirements.  <b>Some Conditions:</b> having minimum one-year experience and paying insurance, not allowing simultaneous use of advantages of voucher privatization plan (Saham Edallat) and Employee Shares for the retired. The shares are totally installments during 10 years base on the above base price</p>	<p>13%</p> <p>Time interval of installments</p> <p>6 months</p>