

*(unofficial English translation)*



## **Public tender termsheet**

### **Sale of EXCON Steel a.s.plant**

**No.2015002**

Organizer of the tender:

**PROKONZULTA, a.s.** Krenova 299/26, 602 00 Brno, Czech Republic, company ID 25332953

#### Subject of the tender:

production plant of **EXCON Steel a.s.**, Praha 9, Sokolovská 187, company ID 26750686.

consisting of:

- group of fixed assets (both tangible and intangible)
- inventory
- receivables
- financial assets

Production plant is located in Hradec Kralove - Kukleny, Czech Republic. Movable assets are mostly in the location.

Receivable towards Senvion SE amounting EUR 3 791 ths. is excluded. The receivable is subject of a law dispute.

List of land and buildings - see official announcement (in Czech). Total area exceeds 55 ths. sq.m. All immovables are registered by Cadastrial authority for Hradec Kralove, district Kukleny, ID 21237. Expert valuation (in Czech) is available upon request.

#### On-site visit

On-site visit in the premises (Kampelíkova 758/4, Hradec Kralove – Kukleny) can be arranged upon request. Further information will be provided upon request.

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### Terms of tender participation

Any physical person or legal entity who wants to can participate, must deliver to the organizer within announced deadline the official acquisition proposal in a sealed unopened envelope labelled distictly:

„NABÍDKA VÝBĚROVÉHO ŘÍZENÍ - PODNIK EXCON Steel, a.s.“

DEADLINE FOR THE PROPOSAL DELIVERY: Friday 20 March 2015, 12.00 CET

Proposals can be delivered personally or by registered mail. Personal delivery is accepted on Friday 20 March 9.00-12.00 unless agreed otherwise. If proposal is sent by mail, organizer accepts only proposals delivered to it's address before deadline and does not accept delays caused by transport.

The proposal must be unconditional and contain:

proposed acquisition price in CZK will be stated both as a number and in words (in case of a difference between the number and words, amount stated in words is considered correct)

the proposal must be signed by the person or authorised representative. Legal entities and entrepreneurs should attach an extract from business register. If the proposal is signed by a representative, power of attorney shall be also attached. Signature on the proposal must be verified by an authority (e.g. notary).

binding obligation to conclude a purchase agreement in the wording pre-approved by the selling party

validity of the proposal no less than 19 June 2015 including the date

signed " **PODMÍNKY VÝBĚROVÉHO ŘÍZENÍ**" (Public tender termsheet) as a proof of the acceptance - signature must be verified by an authority

postal address, email address and phone number of the participant

### Financial guarantee

Tender participant must deposit an amount of CZK 10 million via:

1) bank transfer to the organizer's bank account 4200507488/6800, Sberbank CZ a.s., with variable symbol personal number (if physical person) or company ID if legal entity

or

2) cash deposit of the amount on the bank account 4200507488/6800, Sberbank CZ a.s. with the same variable symbol as above

*(Note to the document: IBAN CZ72 6800 0000 0042 0050 7488, BIC VBOECZ2X)*

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Deadline for the deposit is Friday 20 March 2015, 12.00 CET. The financial guarantee is considered granted if the amount is included in the account mentioned above by the time. No other means of deposit are accepted.

#### Deposit refund

The organizer will send amount of the deposit to the unsuccessful bidder to the bank account that the participant states in the proposal. The amount will be sent no later than 1 May 2015.

Winner's deposit will be used to partly settle the acquisition price.

#### Criteria to select winner

The only criteria is the proposed acquisition price. E.g. the organizer will report to the selling party only proposal with highest price.

There is no minimum proposed price.

The selling party may decide to request an additional information or increase the proposed price and select a group of bidders for the second round. If the winner is not selected after the first round, the second round may be organized through an amendment of the original written proposals.

The addressed bidders shall deliver to the organizer within announced deadline the ammended proposal in a sealed unopened envelope labelled distictly: „ NABÍDKA VÝBĚROVÉHO ŘÍZENÍ - PODNIK EXCON Steel, a.s. - doplnění “

Deadline for delivery of the ammended proposal is Wednesday 1 April 2015, 12.00 CET.

The selling party is not obliged to organize the second round, but it can select a winner after the first round. Both the selling party and the organizer reserve the right cancel the tender and not to sell the plant, even without a reason.

#### Announcement of the tender result and payment deadline

The envelopes opening will take place on 20 march 2015 after tender deadline. The selling party will make final decision no later than 30 April 2015. The winner will be informed immediately by phone call and email.

The winner is obliged to pay a proposed purchase price within 60 days to the organizer's bank account 4200507488/6800 at Sberbank CZ a.s. with variable symbol personal number (if physical person) or company ID if legal entity. Before acquisition contract is signed, full amount of purchase price must be paid or secured by any other reliable way (e.g. notary deposit).

The acquirer bears all fees and taxes related to transfer of immovables and other acquired assets.

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The documents related to acquired assets will be available in the selling party office within 15 days from purchase contract effective date. The production plant will be handed over to the acquirer within 15 days from the contract effective data.

#### Penalty

In case the participant wins the tender and does not pay the proposed acquisition price before deadline (60 days from announcement of the tender result) the organizer is authorised to charge a participant with a penalty of CZK 10 mln. The deposit of CZK 10 mln. will be offset against this penalty.