

In accordance with the Articles 28 and 69 of the Law on Privatization ("Official Gazette of the Republic of Serbia" nos. 38/2001, 18/2003, 45/2005 and 123/07) **the Privatization Agency of the Republic of Serbia** (hereinafter: "the Agency") hereby announces:

## **PUBLIC INVITATION**

for participation in a Public Tender  
**for the sale of 70% of social owned capital of**

### **Izdavačko preduzeće „Prosveta“ a.d., Beograd**

(hereinafter: "Entity undergoing privatization").

Tender Code: **PRO 33/08**

1. Total registered capital of the **Izdavačko preduzeće „Prosveta“ a.d., Beograd** consists of 99.24% of socially owned capital and 0.76% of shareholders capital.

2. The Agency is offering for sale 70% of socially owned capital, representing 69.47% of the total capital of the Entity undergoing privatization.

3. Details about the Entity undergoing privatization:

Name: **Izdavačko preduzeće „Prosveta“ a.d., Beograd**  
Address: Čika Ljubina Street 1, Belgrade, Republic of Serbia  
Phone: +381 11 26 29 843  
Fax: +381 11 26 27 465

Industry: Publishing of books, brochures, musical books and other publications, activity code 22110

More details about the Entity undergoing privatization are available at:

[http://www.priv.yu/pregled\\_preduzeca/zip/cp\\_3641.zip](http://www.priv.yu/pregled_preduzeca/zip/cp_3641.zip)

Detailed information on the Entity undergoing privatization along with the Instructions to Bidders (hereinafter "the Tender Documents") will be made available to all interested tender participants after signing of the Confidentiality Agreement and payment of the Tender Documents fee.

The Tender Documents fee is EUR 10,000.00 (Euro ten thousand) in dinar counter value at the middle exchange rate of the National Bank of Serbia on the date of invoice.

The Agency has appointed the consulting company FACTIS d.o.o. Beograd (hereinafter: "Consultant") to act as the Consultant in this privatization process.

4. A bid may be submitted by the following parties:

A. A potential bidder that fulfills the following requirements:

- has purchased the Tender Documents; and
- has been engaged in books and other publications publishing at least for the last 3 business years continuously, and has generated total operating revenue in excess of EUR 2,000,000.00 (Euro two million) in the last finished business year, and has published at least 30 (thirty) monographic publications in 2007 (according to the national library catalogue of the country of potential bidder).

If a potential bidder is a subsidiary that does not fulfill the requirements of this Clause of the Public Invitation, its parent company has the right to submit a bid if it fulfills the stated requirements.

The parent company that fulfills the above stated requirements has the right to submit a bid even though the subsidiary has purchased the Tender Documents.

If a potential bidder is a parent company that does not fulfill the requirements of this Clause of the Public Invitation, its subsidiary has the right to submit a bid if it fulfills the stated requirements.

The subsidiary that fulfills the above-stated requirements has the right to submit a bid even though the parent company has purchased the Tender Documents.

B. If a potential bidder is a Consortium it is necessary that it cumulatively fulfills the following requirements:

- All Consortium members have made the decision on organizing and entering into the Consortium;
- All Consortium members have made a written Consortium Agreement and notarized it at the Court or any other competent authority (if the Consortium members are foreign legal entities or private individuals);
- Each member of the Consortium assumes unlimited joint and several liability by the provisions of the Consortium Agreement;
- The Consortium Agreement specifies each member's percentage in the acquisition of the capital of the Entity undergoing privatization, in a such a way that one of the Consortium members has at least 51% share in the Consortium (hereinafter: "Leader of Consortium").
- All Consortium members have signed a Notarized Power of Attorney for the representing member of the Consortium;
- All Consortium members have signed the Confidentiality Agreement;
- One of the Consortium members has purchased the Tender Documents and
- Leader of Consortium fulfills the following requirement:
  - has been engaged in books and other publications publishing at least for the last 3 business years continuously, and has generated total operating revenue in excess of EUR 2,000,000.00 (Euro two million) in the last finished business year, and has published at least 30 (thirty) monographic publications in 2007 (according to the national library catalogue of the country of potential bidder).

**The Buyer commits to maintain the continuity of publishing in Izdavačko preduzeće „Prosveta“ in period of at least 10 (ten) years, as well as to preserve the purpose of bookshop “Geca Kon” in Knez Mihailova Street 12, in a period of at least 10 (ten) years.**

5. The Agency hereby invites all the interested parties to submit a written request for the purchase of the Tender Documents for the Entity undergoing privatization, by **January 19<sup>th</sup>, 2009**;

**The Tender Documents shall be available to the interested parties starting from December 5<sup>th</sup>, 2008.**

The written request for purchasing the Tender Documents shall be sent by post, e-mail or facsimile to the Consultant and shall clearly display the reference "Request for purchase of the Tender Documents – Tender Code: **PRO 33/08**".

Upon receipt of such request, an invoice for paying the Tender Documents Fee as well as the Confidentiality Agreement for signature shall be forwarded to the Tender Participant's authorized representative by post, e-mail or facsimile. The signed Confidentiality Agreement shall be immediately faxed and mailed back to the Consultant to the address given below.

Upon receiving the signed Confidentiality Agreement and evidence of payment of the Tender Documents Fee, the Consultant shall, upon the expiry of the period from the paragraph 2 of this item, forward the relevant Tender Documents to the Tender Participant by post/e-mail or hand it to their authorized representative.

The Consultant and the Agency shall not be held liable for any loss or delay that may occur in the delivery of any document.

6. The deadline for submission of the final binding offers by the bidders for the purchase of 69.47% of the total registered capital is **February 12<sup>th</sup>, 2009 at 04:30 p.m. (Belgrade time)**. If necessary, the Agency reserves the right to amend the deadlines of this Public Invitation. As a prerequisite for submitting a bid, it is necessary to pay a deposit or submit a Bid Bond in the amount of EUR 200,000.00 (Euro two hundred thousand).

7. All the questions relating to this Public Invitation should be directed in Serbian or English language to contact persons listed below:

<p><b>Zivana Olbina PhD or Nikola Zelic Ph.D</b> <b>FACTIS d.o.o. Beograd</b> 54 Dzorđa Vasingtona st. 11000 Belgrade Republic of Serbia Tel: + 381 11 323 10 55 Fax: + 381 11 323 46 77 E-mail: <a href="mailto:office@factis.rs">office@factis.rs</a></p>	<p><b>Jelena Kapisoda</b> <b>Project Manager</b> <b>Privatization Agency of the Republic of Serbia</b> Tender Center Terazije 23 11000 Belgrade, Republic of Serbia Tel: + 381 11 30 20 855 Fax: + 381 11 30 20 816 E-mail: <a href="mailto:jkapisoda@priv.rs">jkapisoda@priv.rs</a></p>
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