

Pursuant to Article 28 of the Law on Privatization (Official Gazette of the Republic of Serbia No. 38/2001, 18/2003, 45/2005 and 123/2007)

**PRIVATIZATION AGENCY**

(hereinafter: the "Agency")

issues:

**Public Invitation**

for participation in a public tender

for the sale of 70% of the socially owned capital of:

**Jugekspres putnički saobraćaj, Leskovac**

(hereinafter: "Entity undergoing privatization")

**Tender Code: JUG 08/08**

1. Total registered capital of the Entity undergoing privatization is 100.00% socially owned capital.
2. The Agency is offering for sale 70.00% of the socially owned capital of the Entity undergoing privatization, a company specialized in providing local and international bus passenger services.
3. Basic Data about the Entity undergoing privatization:

Address: Đorđa Stamenkovića bb, Leskovac, Republic of Serbia

Phone: +381 (16) 252 740

Fax: +381 (16) 253 672

Core activity: transport of passengers in city traffic

Further information on the Entity undergoing privatization is available at:

[http://www.priv.yu/pregled\\_preduzeca/pdf/teaser\\_7490.pdf](http://www.priv.yu/pregled_preduzeca/pdf/teaser_7490.pdf)

Detailed information on the Entity undergoing privatization, as well as the Instructions to Bidders (hereinafter: the "Tender Documents") shall be available to all interested tender participants upon signing the Confidentiality Agreement and payment of the Tender Documents Fee.

The Tender Documents Fee is EUR 8,000 (Euro eight thousand).

The Privatization Agency has appointed Consortium comprising of BPA London Limited, United Kingdom and Zastava partner, Kragujevac to act as the advisor in this privatization process (hereinafter: the "Consultant").

4. A bid may be submitted by:

A. An interested bidder that fulfils the following requirements:

- it has purchased the Tender Documents, and
- It fulfils one of the following conditions:

a) it has been engaged in transport of passengers in road and/or city traffic for at least the last 3 operating years in continuity, and generated operating income of at least EUR 3,000,000 (Euro three million) in 2007

or

b) It is a Financial Investor (a legal entity whose core business is investment of money, which exists for at least the last 3 operating years, and includes investment companies, mutual funds, insurance companies, pension funds, and investment banks) with total operating assets in excess of EUR 20,000,000 (Euro twenty million) in 2007,

or

c) It is an investor that generated operating income in excess of EUR 4,000,000 (Euro four million) in 2007.

If a potential bidder is a parent company that does not fulfil the requirements of this Clause of the Public Invitation, its subsidiary has the right to submit a bid if it fulfils the stated requirements. The subsidiary that fulfils the above stated requirements has the right to submit a bid if the parent company has purchased the Tender Documents.

If a potential bidder is a subsidiary that does not fulfil the requirements of this Clause of the Public Invitation, its parent company has the right to submit a bid if it fulfils the stated requirements. The Parent company has the right to submit a bid if its subsidiary has purchased the Tender Documents.

B. If a potential bidder is a Consortium it must cumulatively fulfil the following requirements:

- All consortium members made a Decision on forming and entering into Consortium;
- All consortium members have entered into a written Consortium Agreement and such agreement has been duly notarized with the court, or other competent body (in case of foreign legal entities and natural persons);
- Each consortium member assumes unlimited joint and several liability under the Consortium Agreement;
- Consortium Agreement specifies each member's percentage in acquisition of the capital of the Entities undergoing privatization;
- All consortium members have signed a notarized power of attorney for the representing member of the consortium;
- All consortium members have signed a Confidentiality Agreement;
- At least one of the consortium members has purchased the Tender Documents; and
- Consortium member with at least 30% share in the consortium fulfils one of the following requirements:

a) it has been engaged in transport of passengers in road and/or city traffic for at least the last 3 operating years in continuity, and generated operating income of at least EUR 3,000,000 (Euro three million) in 2007

or

b) It is a Financial Investor (a legal entity whose core business is investment of money, which exists for at least the last 3 operating years, and includes investment companies, mutual funds, insurance companies, pension funds, and investment banks) with total operating assets in excess of EUR 20,000,000 (Euro twenty million) in 2007,

or

c) It is an investor that generated operating income in excess of EUR 5,000,000 (Euro five million) in 2007.

5. The Agency hereby invites all parties interested in participating in the tender to submit a written request for purchasing the Tender Documents for the Entity undergoing privatization, by **May 30, 2008**.

**The Tender Documents will be available to interested parties from April 21, 2008.**

A written request for purchasing the Tender Documents shall be sent to the Consultant by mail, e-mail or facsimile, with clearly displayed reference "Request for purchasing the Tender Documents – Tender Code: **JUG 08/08**".

Upon receipt of the request, an invoice for payment of the Tender Documents Fee, as well as the Confidentiality Agreement for signature, will be delivered to applicant's authorized representative by post, e-mail or facsimile. The signed Confidentiality Agreement shall be immediately faxed and mailed back to Consultant at the address stated below.

Upon receipt of the signed Confidentiality Agreement, evidence of the power of attorney for the person signing the Confidentiality Agreement, and evidence of payment of the Tender Documents Fee, the Consultant shall forward the relevant Tender Documents to the Tender Participant by mail/e-mail or hand it to its authorized representative upon expiry of the deadline set out in paragraph 2 of this Clause.

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 for acquisition of 70.00% of the socially owned capital of the Entity undergoing privatization by interested bidders is **June 20, 2008, by 16:30h (Belgrade time)**.

If necessary, the Agency reserves the right to change terms and conditions 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 50.000 (Euro fifty thousand).

7. All questions relating to this Public Invitation should be directed to contact persons below, in Serbian or English.

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