

AMENDMENTS NO. 1 TO PUBLIC INVITATION FOR PARTICIPATION IN SECOND PUBLIC BIDDING FOR SALE OF THE ASSETS UNIT OF THE COMPANY HIPOL AD ODZACI – IN RESTRUCTURING NPJ HIPOPLAST

24. February 2012.

Pursuant to proxy from item 8 of Public Invitation announced in Privatization Agency web site on February 7, 2012 (hereinafter referred to as "Public Invitation":

PRIVATIZATION AGENCY
(hereinafter "the Agency" announces)

AMENDMENTS NO. 1 TO PUBLIC INVITATION FOR PARTICIPATION IN SECOND PUBLIC BIDDING FOR SALE OF THE ASSETS UNIT OF THE COMPANY HIPOL AD ODZACI – IN RESTRUCTURING NPJ HIPOPLAST Sale Code: R-120312-3419

1. Public Invitation for participation in public bidding for purchase of the assets unit NPJ HIPOPLAST of the company "HIPOL" a.d. Odzaci in restructuring, announced on February 7, 2012 on Privatization Agency web site, is amended in clause referring the eligibility for public bidding in terms of fulfillment of conditions to be fulfilled by domestic or foreign individuals or legal entities.

2. Clause 5 of Public Invitation is amended as follows:

5. Eligibility

Participation in public bidding is open to any domestic or foreign legal entity or an individual that cumulatively fulfills the following conditions:

- a) It has purchased the sales documents,
- b) It has paid the Deposit and submitted the Bid Bond
- c) It has signed the Confidentiality Agreement,
- d) It has submitted the Application for participation in Public Bidding
- e) It cumulatively fulfills the following conditions:
 - its registered core activity includes the production of plates, sheets, profiles and/or plastic packaging and/or similar activities and that it has achieved the total operating revenues in the amount of EUR 50.000.000,00 (fifty million euros) in last finalized business year, independently or on consolidated level as a group of associated entities

If the interested bidder is a subsidiary that does not meet the requirements from this clause of the Public Invitation, the parent company has the right to submit a bid, if it fulfils the stated requirements. The parent company also has the right to submit a bid if its subsidiary has purchased the Sales Documents.

If the interested bidder is a parent company which does not meet the requirements from this clause of the Public Invitation, its subsidiary has the right to submit a bid, if it fulfils the stated requirements. The subsidiary also has the right to submit a bid if the parent company has purchased the Sales Documents.

The right to participate in Public Bidding is also entitled to Consortium which consists of legal entities and/or individuals ("Consortium") provided it cumulatively fulfils the following conditions:

- All members of the Consortium have made a Decision on Organizing and Entering the Consortium;
- Consortium members have signed a written Consortium Agreement, certified by the Court or any other competent body (in the case of foreign legal entities and individuals);
- Each Consortium member has assumed unlimited joint and several liability for obligations arising from or related to public bidding, and in line with the Consortium Agreement;
- Consortium Agreement specifies each member's percentage in the acquisition of the subject of sale which shall in case of SPA conclusion signify the percentage of co-ownership share of each consortium member, provided that at least one consortium member must have no less than 51% share in the consortium (hereinafter: Consortium Leader);
- A member representing the Consortium has been determined by the Consortium Agreement;
- Each member of the Consortium has signed the Confidentiality Agreement;
- At least one consortium member has purchased the Sales Documents and
- Consortium Leader is a legal entity that cumulatively fulfills the following conditions:

- its registered core activity includes the production of plates, sheets, profiles and/or plastic packaging and/or similar activities and that it has achieved the total operating revenues in the amount of EUR 50.000.000,00 (fifty million euros) in last finalized business year, independently or

on consolidated level as a group of associated entities.

One of the consortium members authorized by the Consortium shall be determined to represent the Consortium («Authorized Consortium Representative») and shall act in the name and for the account of the Consortium in all activities related to Public Bidding.

The Buyer cannot be:

- 1) domestic legal entity operating with majority socially owned capital;
- 2) Individual, legal entity or a legal entity's founder with due but unsettled liabilities towards the Company until the Bid submission date;
- 3) Individual, legal entity or a legal entity's founder with whom the agreement on sale of capital and/or assets was terminated due to non fulfillment of contractual obligations;
- 4) a person who was convicted or against whom proceedings have been brought for criminal offences defined by Article 12 of the Law on Privatization (Official Gazette of the RoS no. 38/2001, 18/2003, 45/2005, 123/2007 – oth law and 30/2010-oth. law).
- 5) company from which the person under the abovementioned items 2), 3) and 4) of this clause is appointed a controlling member or controlling shareholder, in terms of legislation for company regulation.
- 6) The Buyer of the Company may not be its subsidiary or the parent company.
- 7) Person who was declared a temporary buyer while participating the public bidding or who offered second best bid and who failed to sign the minutes and make the payment within determined deadline;
- 8) Person deprived of the title of Buyer along with its family members shall not be allowed to participate in future public biddings, according to the previous item, for any entity undergoing privatization in the period of six months from the public bidding date in which it lost its title of the Buyer;
- 9) if, upon expiry of deadline from item 8, the person is re deprived of the Buyer title, it entirely loses its right to participate in future public biddings organized for any entity undergoing privatization.

Applications that are not submitted in line with the abovementioned limitations shall be rejected without further consideration.

The Participant shall pay the deposit in the amount determined for the subject of sale or submit the Bid Bond for the same amount, at the latest by **March 02, 2012.**

In case of a Bank Guarantee as the means of deposit payment, such Guarantee must be collectible within 48 hours from declaring the successful Buyer in respective public bidding.

3. All other information, dates, deadlines, terms and conditions contained in Public Invitation shall remain unchanged

4. All inquiries related to this Public Invitation should be directed to the contact persons at the address bellow, in English or in Serbian: