



MUNICIPAL ZALĂU

PRIMAR

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Certificat RO-3415/1 pentru
Sistem de Management al Calității
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SHARE SALE ADVERTISEMENT by means of a SEALED BID AUCTION

THE CITY OF ZALĂU BY MEANS OF THE LOCAL COUNCIL ZALĂU, located in Piața Iuliu Maniu nr. 3, Zalău, county of Sălaj, fiscal code RO4291786, offers for sale by means of a **sealed bid auction**, on fulfilling some prequalification criterion, according to the stipulations of the Governmental Emergency Decision no. 88/1997 regarding the companies' privatization process, approved by Law no. 44/1998, with the subsequent adjustments and additions, Law no. 137/2002 regarding some measures for accelerating the privatization process, with the subsequent adjustments and additions, as well as in accordance with the Methodological norms to be applied, approved by means of the Governmental Decision no. 577/2002, with the subsequent adjustments and additions, **a number of 3,957,697 shares, representing 99.99%** of the share capital of

S.C. UZINA ELECTRICA ZALĂU S.A.

Headquarters: city of Zalău, Str. Valea Matei, nr. 2, county of Sălaj
Fiscal code: RO14397920
Trade Registry number J31/13/21.01.2002
Main activity: 3511 – Production of electric energy.
Share capital: 39,580,930 lei.
The nominal value of a share is 10 lei.
Total number of shares: 3,958,093 nominative shares.
Sole trader: The City of Zalău by means of the Local Council Zalău (100%).

S.C. UZINA ELECTRICA ZALĂU S.A. is presently involved in the judicial reorganization procedure, following the confirmation of the Judicial reorganization plan on behalf of the syndic judge by means of the civil closure no. 3912/ 08.09.2010 stated in file no. 2422/84/2009 on the docket of the Court of Law from Sălaj.

The starting bidding price of the auction is 2.68 euro/ share, that is 10,606,628 euro/pack of shares on sale.

The auction will only accept as eligible to participate the bidders – legal persons or a consortium concluding of legal persons or natural persons together with legal persons – who prove to fulfill on a cumulative basis the following prequalification criterion:

1. A minimum 5 years of experience in the field described by the company's main activity or a minimum 5 years of experience in the field of energy and/ or energetic resources, attested by means of the following documents: Trade Registry Office registration certificate, memorandum of association and its additional documents, possibly contracts signed by the bidder, having as subject the previously stipulated field of interest, as well as a personal authenticated statement.

2. Written acceptance and assumption, specifically and irrevocably, by means of an authenticated commitment, of the stipulation describing the maintenance of the main subject of activity, that is thermal and electric energy production, as well as ensuring the production capacities, needed for supplying thermal energy towards the beneficiaries of the public heating service in the city of Zalău, for a period of 5 years since the date of transferring the right of ownership on the shares, according to the legal stipulations.

Eligible/ not eligible to participate at the privatization process:

Are eligible to participate at the privatization process the bidders/ shareholders/ bidders' associates who prove the inexistence of criminal penalties for committing the following crimes: fraudulent management, abuse of trust, forgery, foul play, defalcation, false proof, bribery or any other contraventions and crimes stipulated by Law no. 11/1991 regarding the prevention of the unfair competition, with the subsequent adjustments and additions (authenticated personal statement);

Are not eligible to participate at the privatization process the natural or legal persons who are registered with overdue budget debts or who signed share sale-purchase contracts with any of the public institutions involved and these contracts have been canceled out of their exclusive fault (article 5 paragraph (3) of Law no. 1377/2002 regarding some measures for accelerating the privatization process, with the subsequent adjustments and additions, article 14 paragraph 1 of the Methodological norms approved by means of the Governmental Decision no. 5777/2002, with the subsequent adjustments and additions) (authenticated personal statement);

The company's presentation file can be purchased starting with November 25th, 2011, daily between 9⁰⁰ and 15⁰⁰, from the Town hall of the city of Zalău. The bidders who want data and information regarding the company S.C. Uzina Electrica S.A. Zalău in view of setting up an expertise report on the company can access the documents existing at the company's headquarters, after having signed the **Confidentiality commitment** and having paid the **Tax for direct access to data and information** in the amount of 1,000 lei.

In order to participate at the auction, it is mandatory to buy the Presentation file for the price of 5,000 lei, to set up the Participation guarantee in the value of 1,187,309 lei, according to the requirements of the Presentation file, as well as the participation fee in the value of 1,500 lei.

The payment of the price for the presentation file and the Auction Participation fee can be made by order of payment, in lei, into the account no. RO 30TREZ56124510220XXXXXX opened at the Treasury of the City of Zalău, on the city of Zalău, fiscal code CF 4291786 or cash, at the Town hall of the City of Zalău.

The payment for setting up the Participation guarantee can be made by order of payment, in lei, into the account no. RO76TREZ5615006XXXX000186, opened at the Treasury of the City of Zalău, on the city of Zalău, fiscal code CF 4291786 or by means of a Letter of Bank Guaranttee which, if issued in a foreign language, will be accompanied by a legalized translation.

The payment of the Tax for direct access to data and information will be made in lei, into the account no. RO 30TREZ56124510220XXXXXX opened at the Treasury of the City of Zalău, on the city of Zalău, fiscal code CF 4291786 or cash, at the Town hall of the City of Zalău.

All the expenses and commissions related to any banking operation will be paid by the bidder.

The presentation file is issued based on the following documents: the proof of payment of the price for the Presentation file, ID card or passport of the person who withdraws the Presentation file, authenticated power of attorney on behalf of the natural/legal bidding persons, the Confidentiality commitment which will be signed at the Town hall of the City of Zalău by the empowered person.

In order to participate at the **AUCTION**, the bidders will submit at the Town hall of the City of Zalău **no later than the date of January 5th, 2012, hour 10.00 a.m., local time**, in accordance with the instructions stipulated within the Presentation file, **separately, in two sealed and signed envelopes:**

1. The participation documents stipulated by article 35 of the Methodological Norms approved by means of the Governmental Decision no. 577/2002, with the subsequent adjustments and additions, stipulated and added also by section C of the presentation file, as well as the **Documents attesting the fulfillment of the prequalification criterion.**

2. The irrevocable purchase offer.

The deadline for submitting the above mentioned envelopes is a deterioration period.

All the documents received from the bidders for the public institution, elaborated in a foreign language, will be accompanied by a legalized translation into Romanian.

The opening of the envelope containing the Participation documents and the Documents attesting the fulfillment of the prequalification criterion will be

performed at the headquarters of the Town hall from the City of Zalău on the January 5th, 2012, hour 10.30 a.m. , in the presence of the bidders' representatives. The bidders who will not be present at the opening will be eliminated and they will be returned their sealed envelopes with the submitted documents.

The inspection and analysis of the auction participation documents as well as the documents attesting the fulfillment of the prequalification criterion will be performed up to January 10th, 2012, hour 10.00 a.m., when the list of the accepted bidders will be issued and presented.

The opening of the envelopes containing the irrevocable purchase offers of the accepted bidders will be performed at the headquarters of the Town hall from the City of Zalău on the January 12th, 2012, hour 10.00 a.m., in the presence of the accepted bidders' representatives.

The validity of the sale advertisement is 30 days since the date of the Advertisement publishing according to the stipulations of article 7 of Law no. 137/2002, with the subsequent adjustments and additions.

Any other information about the company can be obtained from Mr. MARIAN VIOREL on the phone number +40260662104, daily between 09⁰⁰ – 16⁰⁰ .

Mayor,
Căpîlmaşin S.V. Radu

