



CALL FOR EXPRESSION OF INTEREST FOR THE ACQUISITION OF A MAJORITY STAKE (99.87%) IN THE SHARE CAPITAL OF PLASTICS TECHNOLOGY S.A



Object of the Call for Expression of Interest

The State-owned Al Karama Holding (the “**Seller**”) has decided to proceed, through an international tender, to the sale of majority stake representing 99.87% of the share capital of the company PLASTICS TECHNOLOGY S.A (the “**Company**”).

For this purpose, the consortium formed by IEG TUNISIA – Corporate Advisory and ECC MAZARS (the “**Advisor**”), is acting as the Exclusive Advisor of the Seller for achieving the entire sale transaction (the “**Transaction**”).

The purpose of this Call for Expression of Interest (the “**Call**”) is (i) to inform Tunisian and foreign investors about this Transaction, (ii) to describe the sale process, and (iii) to guide the interested investors on the pre-qualification document’s withdrawal.

Company Overview

Plastics Technology S.A is a private company founded in 1990, which is specialized in plastic injection. The Company is located in the industrial area of Ben Arous, within 15 kilometres from Tunis-Carthage Airport and 5 kilometres from Rades Port. The Company manufactures and markets a wide range of plastic products including pallets and agricultural and industrial crates. The Company has recently entered into the waste container business segment. A more detailed presentation of the company is available on IEG TUNISIA–Corporate Advisory (<http://ieg-banking.com/en>), ECC MAZARS (<http://www.tn.mazars.com>) and Al Karama Holding (www.alkaramaholding.com) websites.

Sale Process

The sale process will be conducted in two phases: A pre-qualification phase and a binding offer phase open to all pre-qualified investors.

Withdrawal of Pre-Qualification Document

Investors interested in participating into the sale process are requested to withdraw the pre-qualification document that defines the Transaction process and the pre-qualification criteria, from Tuesday, 02/05/2017 - 10 am at Al Karama Holding’s

headquarters located in Rue du Lac d’Annecy, Passage du Lac Malawi - Les Berges du Lac - Tunis.

The withdrawal of the pre-qualification document is conditioned by (i) the presentation to the Seller of the non-disclosure agreement (the “**NDA**”) duly signed by the legal representative of the interested investor (Available on IEG TUNISIA–Corporate Advisory (<http://ieg-banking.com/en>), ECC MAZARS (<http://www.tn.mazars.com>) and Al Karama Holding (www.alkaramaholding.com) websites), and (ii) the payment a non-refundable fee amounting to fifteen hundred Tunisian dinars (1,500 TND). Fees are payable by certified cheque in favor of Al Karama Holding or by cash.

Pre-Qualification Phase

This Call for Expression of Interest is open to Tunisian or foreign individuals and legal entities. Interested Investors may act alone or form a consortium represented by a leader.

At any time during the process, the Seller reserves the right to exclude any candidate from participating in the sale process in case of non-compliance with the regulations.

Interested investors should submit their Expression of Interest directly or send it by Rapid Post (date as per postmark) to the following address:

Al Karama Holding, Rue du Lac d’Annecy, Passage du Lac Malawi, Les Berges du Lac, 1053 Tunis.

The deadline for submitting the Expression of Interest is set to :

Friday 09/06/2017 at noon

Financial Offer and Due Diligence

The pre-qualified candidates will be invited to withdraw the tender documents including (i) the tender terms and conditions, (ii) the Information Memorandum and (iii) a draft of the share purchase agreement (SPA).

They will have the opportunity to conduct Due Diligence, to visit the plant, to meet the management and to propose amendments to the SPA.

For any further information about the Transaction, interested investors are invited to contact **IEG TUNISIA – Corporate Advisory.**

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