

The ALOE process

This documents describes the process that the owners of the “code name ALOE” Company have asked JSC Consultants to implement in order to sell 100% of the shares of the said company.

First step :

Select a list of would-be candidates to the operation.

Second step :

Get in touch with the above candidates in order to evaluate their possible interest.

Third step :

If second step positive, send the candidate a “blind note” giving the main features of the Company, and ask for a NDA to follow the process.

Fourth step :

If NDA from the candidate is received by JSC Consultants, a first meeting is organized with the candidate and the associates of JSC Consultants.

This meeting will cover the following points :

1. candidate presentation.
2. basis of the interest of the candidate towards Aloe.
3. questions and answers on Aloe.
4. the present process will have to be agreed upon during this meeting.

Fifth step :

If the candidate confirms its interest through a non-binding letter of interest expressing a rough level of possible transaction, a paper file will be sent to him. This file describes the Company with enough details for the candidate to make an opinion and write a non-binding letter of intent with an explained quantitative offer and a proof of the availability of the funds involved.

Sixth step :

If the offer expressed in the LOI is of interest for the owners of Aloe, access to an electronic data-room will be given to the candidate, and a meeting will be organized with the owners.

Seventh step :

A firm, binding, conditional LOI will then have to be emitted by the candidate. Upon reception of this LOI, a period of exclusivity will be granted to the candidate for him to conduct his due diligence within an mutually agreed period of time.

Upon termination of said due diligence, the candidate will have 3 weeks to confirm his offer and organize the closing of the transaction.