

Commercial Public Tender: “Legal Advisor”

Called pursuant to provision of Art. 281 et seq. Act No. 513/1991 Coll. of the Business Code as amended Art. 29 par. 3, 5 and 6 of Act No. 250/2012 Coll. on Regulation in Network Industries for the most suitable proposal for contract conclusion under the following conditions:

1. Tender promulgator:

Business name: **NAFTA a.s.**
Registered office: Votrubova 1, 821 09 Bratislava
Registered in: the Commercial Register of the District Court Bratislava I,
Section Sa, File No.: 4837/B
COMPANY ID No.: 36 286 192
VAT ID No.: SK2022146599

2. Contact person of the Tender promulgator:

Name: Ms. Alexandra Nováková
Telephone: +421 918 679 951
Nafta's purchasing portal: <https://nafta.1803sw.com>

3. Subject of the Tender:

The subject of the Tender is selection of Legal advisor to support NAFTA a.s. in ongoing price revision renegotiation and subsequently in potential arbitration case.

4. Type of contract to be concluded and further business conditions:

The Frame Contract for the providing of the services.
Further business conditions related to the subject of this tender including the technical specification are provided in the Tender Documents.

5. Course of the Tender:

The commercial public tender shall be executed as follows:

Based on publishing this notice of the commercial public tender call on the web sites of NAFTA a.s. (www.nafta.sk). The bidders shall demonstrate their interest in the

participation in the Tender by placing their quotations to Nafta's official purchasing portal: <https://nafta.1803sw.com>

Date of the proposal submission: **By 11th of June, 2019 till 02:00 p.m.**

For the purposes of fulfillment of the obligations against the Regulatory Office for Network Industries pursuant to Art. 29 par. 5 subpar. b) of Act No. 250/2012 Coll. on Regulation in Network Industries, the bidders which submitted the quotation shall be deemed to be the bidders applying for the Tender.

The promulgator reserves the right to restrict the number of bidders after submission of quotations and to invite the bidders determined in this way to individual negotiations about the contract terms and conditions.

The promulgator reserves the right to negotiate the proposal with the bidder in several consecutive rounds with the possibility to invite bidders to submit the updated quotation after each round of negotiations.

The promulgator reserves the right to invite the bidders to update the final quotation in the form of electronic auction.

Detailed information on the course and conditions of electronic auction shall be provided in the Tender Documents or they shall be notified to the bidders in a different manner.

6. Conditions of participation in the Tender:

The bidder shall be obliged to submit the documents and deeds in order to prove competence to fulfil the subject-matter of the contract provided in the Tender Documents.

The promulgator reserves the right to disqualify a bidder which in any contractual relation with the promulgator or in regard to any contractual relation with promulgator breached the obligations:

- (i) Resulting from the contract concluded with the promulgator and/or
- (ii) Resulting from the generally binding legal regulation especially, including but not limited to, if it failed to eliminate the claimed defects of the works executed under the contract with the promulgator duly and on time.

If the bidder fails to submit any of the documents proving fulfillment of the participation conditions or provides untrue or otherwise misrepresenting data, the promulgator reserves the right not to invite such bidder to submit a quotation.

In case of failure to submit all documents by the bidder or if the submitted documents fail to contain all appurtenances or deviate from the conditions set in this declaration or in the Tender Documents or if the submitted documents are non-eligible or incomplete, the promulgator shall be entitled to ask the bidder to supplement these

documents or to ask for their change or correction. In order to exclude doubts, the procedure according to the previous sentence is a right not the obligation of the promulgator.

The promulgator reserves the right to ask the bidder for submission of supplementary information or documents.

7. Method for submission of the document part for proving fulfillment of the participation conditions:

Bidders submit documents required by the promulgator in order to prove fulfillment of the participation conditions in electronic form via official NAFTA's purchasing portal: <https://nafta.1803sw.com>

The document part for proving fulfilment of the participation conditions shall contain the following:

- a) Cover letter shall contain:
 - i) Identification data of the bidder - business name, registered office, Company ID;
 - ii) Name, surname and function of the contact person, his/her telephone number, fax number, e-mail;
 - iii) A list of papers, documents and other deeds submitted in the document part of the bid;
- b) Documents proving fulfillment of the participation conditions pursuant to the Tender Documents.

8. Period for submission of the document part to prove fulfilment of the participation conditions:

The period shall expire: **11th of June, 2019 at 02:00 p.m.**

The promulgator reserves the right to change the period for quotation submission. The change of the period shall be notified to all known bidders electronically by email and it shall also be published on the web sites of the promulgator www.nafta.sk.

9. Method of quotation submission:

Bidders submit quotation via Nafta's official purchasing portal: <https://nafta.1803sw.com>

Date of the proposal submission:
By 11th of June till 02:00 p.m.

10. Period for price quotation submission:

The period shall expire: **By 11th of June, 2019 at 02:00 p.m.**

The promulgator reserves the right to change the period for quotation submission. The change of the period shall be notified to all known bidders electronically by email and it shall also be published on the web sites of the promulgator www.nafta.sk.

11. Period for announcement of the selected price quotation:

The period shall expire: **31st of December, 2019 at 02:00 p.m.**

The promulgator reserves the right to change the period for announcement of the selected quotation. Change of the period shall be notified to all known bidders which fulfilled the participation conditions and requirements of the promulgator and under the call sent by the promulgator submitted the quotation and it shall also be concurrently published on the web sites of the promulgator www.nafta.sk.

12. Additional information:

1. The promulgator shall conclude the contract with the bidder only after approval of the results of the commercial public tender pursuant to the internal bylaws of the promulgator. The remaining bidders shall be notified by the promulgator in writing that their proposals for the contract conclusion were refused. The promulgator shall not provide any further information.
2. The language (languages), in which the documents proving fulfillment of the participation conditions may be submitted are: Slovak, Czech, and English.
3. Pursuant to Art. 283 of the Commercial Code the promulgator reserve the right to change the published conditions of the Tender or to cancel the Tender even without stating the reason. The change of the published conditions of the Tender or the Tender cancellation shall be published on the web sites of the promulgator www.nafta.sk.
4. The promulgator reserves the right not to select any bidder or to conclude the contract with several bidders.
5. The promulgator reserves the right to refuse all submitted proposals.
6. The papers and documents sent by the bidder in electronic form (in the .pdf format) attached to e-mail shall be sent in the form of a scanned copy which has to be unambiguously legible and comprehensible in minimum quality of 200 dpi.
7. All expenses related to the preparation (as well as eventual inspection), submission of the proposal and the related communication between the promulgator and the bidder shall be fully borne by the bidder. Eventual failure in the Tender shall not entitle the bidder to claim compensation of costs related to the participation in the Tender from the promulgator. The bidder shall not be

entitled to the compensation of costs related to its participation in the Tender not even if its proposal was the winning one.

8. The explanation of the participation conditions mentioned in this notice is possible only based on a written request delivered electronically by email to the contact person of the promulgator no later than **07th of June, 2019 at 02:00 p.m.**
9. Working hours of the promulgator during working days from Monday to Friday are from 9:00 a.m. to 2:00 p.m.
10. The tender documents shall be subject to the trade secret without any time restriction.
11. The bidder takes notice of the fact that refusal of the proposal, not inclusion of the bidder proposal in the evaluation, not acceptance of the bidder proposal or cancellation of the commercial public tender fails to establish the right for submission of any remedies or other revision procedures.
12. Via submission of the proposal for the Tender the bidder takes notice of the fact that pursuant to the provision of Art. 29 par. 5 of Act No. 250/2012 Coll. on Regulation in Network Industries the promulgator shall be obliged to notify certain data related to this Tender to the Regulatory Office for Network Industries with which the bidder expresses its consent by submission of the proposal for the Tender.