



Tender Documents

REQUEST FOR PRICE PROPOSAL

Name of the Commercial Public Tender (hereinafter referred to as "Tender"):

"Legal advisor Ukraine"

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A. INSTRUCTIONS FOR BIDDERS

A.1 GENERAL INSTRUCTIONS

A.1.1 Identification of the Tender promulgator:

Name of the organization: NAFTA a.s.
COMPANY ID No.: 36 286 192
VAT ID No.: SK2022146599
Company registered office: Votrubova 1, 821 09 Bratislava
Registered in: Commercial Register of the District Court Bratislava I,
Section Sa, File No. 4837/B
Country: the Slovak Republic

Contact person: Mr. Martin Repko
Telephone: +421 2 4024 2623
Web sites: www.nafta.sk
NAFTA's purchasing portal: <https://nafta.1803sw.com>

A.1.2 Subject of the Tender:

The subject of the Tender is selection of Legal advisor in Ukraine to support legal services in various areas connected with the possible investment whereby NAFTA a.s. expects the necessity of extensive legal advices.

A.1.3 Evaluation of proposals:

Only proposals from bidders submitted in the manner and by the date pursuant to the tender call shall be evaluated.

The promulgator reserves the right to restrict the number of bidders after proposals are submitted and to invite the bidders determined in this way to individual negotiations about the 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.

In case of several rounds of negotiations, the promulgator shall notify bidders in advance that the quotation they are going to submit shall be the final quotation.

A.1.4 Explanation and communication:

Any communication and provision of information among the promulgator and bidders shall be carried out in writing or electronically. Address for written communication is:

Nafta a.s.
Votrubova 1
821 09 Bratislava
Slovak republic

For electronic communication NAFTA's purchasing portal shall be used:

<https://nafta.1803sw.com>

A.1.5 Content of the proposal:

The submitted proposal shall contain the documents in the following order:

1. References proving provision of services as legal advisors to the companies with comparable scope of work and portfolio to NAFTA's a.s.
2. Track record of proposed team members participating at the legal services provision

A.1.6 Execution of the proposal:

The proposal shall be signed by the statutory body of the bidder in compliance with the extract from the Commercial Register or the person authorized for such acting. The original of the document proving authorization of the person to sign the proposal shall be a part of the proposal in such case.

A.2 SUBMISSION OF PROPOSAL

A.2.1 Designation of covers with proposals:

Bidders submit proposal in electronic form via

<https://nafta.1803sw.com>

Date of the proposal submission:

By 26th October 2018 till 06:00 p.m.

The proposal delivered after this hour shall not be considered.

A.2.2 Date of announcement of the selected proposal:

By 29th of October, 2018 at the latest.

B. PRICE PROPOSAL, INVOICING

B.1 PRICE PROPOSAL

1. The price for the subject of the Tender shall be set pursuant to Act of the National Council of the Slovak Republic No.18/1996 Coll. on Prices as amended.
2. The prices provided by the bidder shall be in EUR,
3. The bidder shall propose the price for the subject of the Tender in the following composition:
 - Estimation of maximal costs charged
 - Hourly rates based on seniority and/or blended hourly rates
 - Time schedule / availability (project to start presumably in October 2018)

Price shall be stated in Annex No. 3

4. The bidder shall include all and any costs incurred in regard to the delivery of the subject of the Tender in the price.
5. The price mentioned in the proposal shall cover all costs related to the subject of the Tender – Annex No. 3 shall contain the total price for the subject of the Tender, i.e. the summary of all items including all other costs of the bidder.

6. The committee for the proposal evaluation may ask the bidder for clarification and justification of appropriateness of the proposed price.

B.2 INVOICING

The promulgator shall not provide advance payments.

The invoice maturity is within 60 days from the date of the invoice delivery to the registered office of the promulgator.

C. SUPPLEMENTARY CONDITIONS AND PROVISIONS

1. The tender documents shall be provided by the promulgator free of charge.
2. The promulgator shall reserve the right to change the Tender conditions or to cancel the Tender anytime. It shall inform the bidders on these facts.
3. The bidder shall not be entitled to compensation of costs related to the participation in the Tender.
4. Within the proposal evaluation the promulgator shall reserve the right to ask the bidders for explanation of the proposal or to verify some data and facts mentioned in the proposal.
5. No contractual relationship shall arise by the Tender closing and announcement of the Tender result.
6. The proposals shall not be returned to the bidders but they remain archived by the promulgator as a part of the tender documentation.
7. All documents and deeds submitted by the bidder to the promulgator shall be signed by the bidder, statutory body of the bidder or a member of the statutory body of the bidder or his/her representative who shall be authorized to act on behalf of the bidder in contractual relations. Authorization of this person shall be in compliance with the submitted documents on authorization to run business or a proxy.
8. The promulgator shall be entitled to select a proposal which is the most suitable while it shall not be obliged to inform on reasons of its decision. It shall also be entitled to refuse all submitted proposals.
9. The tender documents shall be subject to the trade secret without any time restriction.

D. LIST OF ANNEXES

Annex No. 1

General qualification requirements

Annex No. 2

Cover letter for bidders

Annex No. 1)

General qualification requirements to Legal Advisor

- Certified in Ukrainian Law
- Experience in area of Gas&Oil business (JOA/PSA) and in structuring investments and international partnerships (JV/JOA)
- References proving provision of services as legal advisors in the project of investments and international partnerships in at least three cases, preferably in the area of hydrocarbons E&P

Scope of work

- Review and commenting on Production Sharing Agreement / Joint Operating Agreement / Shareholders Agreement or other type of Agreement describing details of cooperation between the partners drafted by the counterparty
- Legal services in various areas connected with the possible Investment whereby we expect the necessity of extensive legal advise

Main Evaluation criteria:

- Hourly rates based on seniority and/or blended hourly rates
- Time schedule / availability (project to start presumably in October 2018)

Annex No. 2)

COVER LETTER FOR BIDDER

Title: **Legal advisor Ukraine**

Bidder:	
Address:	
COMPANY ID No.:	
Tax ID No.:	
Authorized representative of the bidder:	
Tel.:	
Fax.:	

Item No.:	Description of the Service:	price in EUR excl. VAT:	VAT rate and VAT amount,	price VAT incl.
1.	Estimation of maximal costs charged for second stage of the tendering process			
2.	Hourly rates based on seniority and/or blended hourly rates			

We concurrently hereby confirm that the data provided in the remaining annexes to the proposal shall serve as binding documents for evaluation of our proposal.

.....
Seal, name and signature of the bidder's representative

The information provided by NAFTA in this request are strictly confidential and the legal advisor shall not use the information for any purpose other than the preparation of the quotation on provision of legal services, shall keep the information strictly confidential and shall not disclose, copy, reproduce or distribute the information or otherwise make it available to any person without the prior written consent of NAFTA.

We kindly ask you to send us your quotation until end of business 26th of October 2018 06 PM.