

Warsaw, 17.01.2019

Bank Guarantee no. TEBWWA015830

With regards to the procurement procedure “**Management Services (Services for project management of unbundling of gas transmission and gas storage activities)**” (CPV: 79420000-4), which, according to the announcement of the planned procurement No. UA-2018-12-22-001850-c placed on the web portal of the Authorized Agency (<https://prozorro.gov.ua/>), shall be conducted Joint-Stock Company Ukrtransgaz, official location: 9/1 Klovskiy Uzviz Street, 01021 Kyiv, Ukraine (hereinafter, the **Beneficiary**), we, HSBC Bank Polska Spółka Akcyjna have been informed that our client Ernst & Young spółka z ograniczoną odpowiedzialnością Business Advisory spółka komandytowa, official location: Rondo ONZ 1, 00-124 Warsaw, Poland, Corporate Registrar Number (KRS) 222114, Tax ID (NIP) 525-23-14-195 (hereinafter, the **Principal**), have submitted to the Beneficiary its bid as to the above item of procurement (hereinafter, the Bid).

We also understand that in accordance with the requirements of the bidding documentation “Management Services (Services for project management of unbundling of gas transmission and gas storage activities)” approved by minutes of the tender committee meeting of December 21, 2018 No. 18/018 the Principal shall provide a bank guarantee in favour of the Beneficiary in the amount of **30 350,00 EUR** (in words: thirty thousand three hundred fifty Euro) as guarantee for performance of obligations of the Principal as the participant in the procurement procedure (bid guarantee).

Taking into account the above, we, HSBC Bank Polska Spółka Akcyjna bank code HSBCPLPW, Registrar Number (KRS 0000030437, NIP: 526-02-11-469, REGON: 003871238) official location: Rondo ONZ 1, 00-124 Warsaw, Poland (hereinafter, the **Guarantor Bank**), hereby irrevocably and unconditionally undertake, within five banking days without any objections or complaints, to pay the amount of the guarantee in the amount of **30 350,00 EUR** (in words: thirty thousand three hundred fifty Euro), after we have received original hard copy of the duly executed (signed by the authorized person, sealed by the Beneficiary) written request of the Beneficiary, without the need for the Beneficiary to substantiate its claim, provided that the text of the request will include the amount that is required to be paid due to occurrence of one of the following circumstances:

- The Principal has revoked its Bid after the expiration of its submission, but before the expiration of the term during which tenders are deemed valid, and/or
- The winning Principal failed to sign the procurement contract, and/or
- The winning Principal failed to provide, within the term specified in the second paragraph of Article 17 of the Law of Ukraine “On Public Procurement”, documents confirming non-existence of the grounds specified in paragraphs 2, 3, 5, 6 and 8 of part one of Article 17 of the Law of Ukraine “On Public Procurement”, and/or
- The winning Principal failed to provide the Bid Guarantee after receipt of notice on intention to conclude the contract, if provision of such guarantee is foreseen by bidding documentation.

The term of this bank guarantee expires on **31st of May 2019** inclusive, and any claim thereto must be received by us no later than 4:00 pm, Warsaw time (5:00 pm, Kyiv time) of the specified date.

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HSBC Bank Polska S.A., z siedzibą w Warszawie, Rondo ONZ 1, 00-124 Warszawa, zarejestrowana przez Sąd Rejonowy dla m.st. Warszawy w Warszawie, XII Wydział Gospodarczy Krajowego Rejestru Sądowego, pod numerem KRS 0000030437, o kapitale zakładowym (wplaconym w całości) wynoszącym PLN 393.207.000,00, o numerze NIP 526-02-11-469.

HSBC Bank Polska S.A., with its seat in Warsaw, Rondo ONZ 1, 00-124 Warszawa, registered in the District Court for the Capital City of Warsaw in Warsaw, XII Commercial Division of the National Court Register under the number KRS 0000030437, share capital (entirely paid) in the amount of PLN 393,207,000.00, with NIP number of 526-02-11-469.



The validity term of this Guarantee shall be deemed ended upon the earliest of:

- 1) Expiry date as mentioned above, or
- 2) Cancellation, through returning this Bank Guarantee to the Guarantor Bank within five bank days after occurrence of one of the following events:
 - expiration of the Bid Guarantee validity term specified in the bidding documents, and/or
 - entering into a procurement contract with the winner, and/or
 - withdrawal of a bid before the deadline for bid submission, and/or
 - termination of the procurement procedure in the event of failure to enter into the procurement contract with any of the bidders that submitted their bids.

Your claim should be provided to us through the Beneficiary Bank: ING Bank Ukraine PJSC (“**ING Bank**”), official address: 30-A Spaska St., Kiev 04070, Ukraine; SWIFT: INGBUAUKXXX (hereinafter – **Beneficiary Bank**), to confirm by an authentic SWIFT notice MT799 to the SWIFT address of the Guarantor Bank HSBCPLPW, that the signature on the requirement belongs to the Beneficiary's authorized representative.

Maximum amount of the Guarantee shall be reduced by us for every amount paid by the Guarantor Bank under this Guarantee.

Amendments to the text of the Bank Guarantee shall be introduced upon written agreement between the Principal, the Beneficiary and the Guarantor Bank.

This Guarantee shall be irrevocable, non-transferable and may not be assigned without prior consent of the Guarantor Bank, the Principal, and the Beneficiary.

This Guarantee shall be subject to the Uniform Rules for Demand Guarantees, 2010 Revision, International Chamber of Commerce Publication No. 758.

HSBC BANK POLSKA S.A.