

# UNLIMITED TENDER INVITATION

## (No. 13-ZP-2020)

**EXALO Drilling S.A. invites your Company to submit an offer in a Limited Tender for the supply of "Mud Pump Liners and Spare Parts".**

- a) Part I – Mud Pump Liners**
- b) Part II – Mud Pump Spare Parts**

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NIP: 527 268 12 58; Kapitał zakładowy (opłacony w całości) 981 500 000 złotych.

Numer REGON: 000001005

Zielona Góra; 29.05.2020

13-ZP-2020

*Dear Sir/Madam,*

*On behalf of Exalo Drilling S.A. I would like to invite your company to submit an offer for the supply of "Mud Pump Liners and Spare Parts"*

*On further pages, you will find a short instruction, how to prepare and submit the bid.  
In case of any questions please do not hesitate to contact our office.*

*Regards*

Kierownik Zespołu Przetargów  
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### ENCLOSED DOCUMENTS

Appendix No. 1 – Technical specification  
Appendix No. 2.1 – Technical Offer for Liners  
Appendix No. 2.2 – Technical Offer for Spare Parts  
Appendix No. 3.1 – Commercial Offer for Liners  
Appendix No. 3.2 – Commercial Offer for Spare Parts  
Appendix No. 4 – Draft of the Sales Agreement  
Appendix No. 5 – Company Register Document  
Appendix No. 6 – List of references

## 1. SUBJECT OF THE TENDER

- 1.1 The tender concerns the selection of the Seller who will successively supply Exalo Drilling S.A. with liners and spare parts for mud pumps (hereinafter also as Consumables).
- 1.2 Our Company intends to sign a contract for an indefinite period. The intention of Exalo Drilling S.A is to conclude a contract with one or two Sellers (one Seller for one Part or both Parts of tender) and direct the entire stream of Company's orders within liners and spare parts for mud pumps to them.
- 1.3 Description of the subject of the tender is presented in Appendix No. 1 – Technical Specification. Please note that quantities of Liners and Spare Parts indicated in Appendix No. 1 are only estimates based on Buyer's previous years usage. These quantities are non-binding and can be changed. The Buyer reserves the right not to purchase whole volume after signing the Agreement.
- 1.4 The Bidder undertakes to successively deliver Liners or Spare Parts indicated in Appendix No. 1 within the time limit of:
- a) Short notice – up to 21 days from the date of the order,
  - b) Long notice – up to 45 days from the date of the order.
- 1.5 Deliveries will be made to places located on the territory of the Republic of Poland, to Exalo Drilling S.A warehouses in Zielona Góra, Piła, Krosno and Libusza near Krosno. The detailed address of each and every delivery will be always indicated in placed orders within aforementioned scope of destinations.
- 1.6 The Buyer set Minimum order value for each part of the Tender:
- Part 1) Mud Pump Liners – minimum order value 10 000\$,
  - Part 2) Mud Pump Spare Parts – minimum order value 1 000\$,
- The minimum order value for offers submitted in another currency will be proportional and converted at exchange rates.
- 1.7 Each Bidder may submit only one Bid including, at his choice, one or both Parts indicated in the Technical Specification, i.e.
- Part 1) Mud Pump Liners,
  - Part 2) Mud Pump Spare Parts.
- 1.8 Variant offers are not allowed.

## 2. PREPARATION OF VALID BID – GENERAL RULES

- 2.1 The valid Bid should contain 2 or 4 separate files, a Technical Offer and a Commercial Offer for each Part of Tender.
- 2.2 Each Bidder can present offer for Part one (Mud Pump Liners), Part two (Mud Pump Spare Parts) or both Parts (Mud Pump Liners and Spare Parts).
- 2.3 Absolutely each page of Commercial Offer and Technical Offer must be numbered, signed and stamped by Bidder's authorized person, then scanned and converted to .pdf file.
- 2.4 Please note that we reserve the right to split orders for Liners and Spare Parts between various Bidders.

## 3. CONTENTS OF BID'S PARTS

Below you can find particular description what kind of documentation is required to prepare the valid bid. Please make sure that you have included all documents requested in sections of "Technical Offer" and "Commercial Offer (Price)". If any documents from mandatory sections will be missing we reserve the right to reject the Offer.

### 3.1 TECHNICAL OFFER

Technical Offer has to contain the following sections with such documentation as:

**NOTE: IN THIS FILE GIVING ANY PRICES IS STRICTLY PROHIBITED.**

Section 1.	Detailed Technical Offer (Appendix No. 2.1 <u>and/or</u> Appendix No. 2.2) of the proposed Consumables that will cover all requirements specified in Appendix No. 1 – Technical Specification, point 1 <u>and/or</u> 2.
Section 2.	Required documentation according to Appendix No. 1 – Technical Specification, point 3: <ul style="list-style-type: none"> <li>a) technical description of offered Liners and/or Spare Parts that will comply with Exalo Drilling S.A. requirements,</li> <li>b) manufacturer's quality documentation package,</li> <li>c) API licenses related to Liners and/or Spare Parts manufacturing,</li> <li>d) example of inspection and material certificates for similar previous supplies performed by the bidder.</li> </ul>
Section 3.	Terms of warranty according to Appendix No. 1 – Technical Specification, point 4.

### 3.2 COMMERCIAL OFFER (PRICES)

Commercial (Price) Offer has to contain the following sections with such documentation as:

Section 1.	<p>Commercial Offer (Appendix No. 3.1 <u>and/or</u> Appendix No. 3.2), which provide such information as:</p> <p><b>Point 1</b></p> <ul style="list-style-type: none"> <li>a) Manufacturer part number,</li> <li>b) Manufacturer's name,</li> <li>c) Net prices (per unit, total net price)– expressed in PLN, EUR or USD</li> </ul> <p><u>Attention:</u> All prices in Commercial offer apply to short notice deliveries, up to 21 days</p> <p><b>NET PRICE</b> should include delivery term (Incoterms 2020) based on DDP (VAT excluded). <b>Other Delivery Terms are not accepted.</b> Net Price also should include all other costs that are resulting from the provisions of the draft sales agreement,</p> <ul style="list-style-type: none"> <li>d) Total net value year - expressed in PLN, EUR or USD,</li> <li>e) Total net value three years - expressed in PLN, EUR or USD,</li> <li>f) Discount from net prices indicated in the Commercial Offer for long notice deliveries up to 45 days – expressed in %</li> </ul> <p><b>Point 2</b></p> <ul style="list-style-type: none"> <li>a) Declaration of Draft Sales Agreement acceptance,</li> <li>b) Country of manufacturing,</li> <li>c) HS code,</li> <li>d) Delivery terms: based on Incoterms 2020, DDP Poland<sup>1</sup> (VAT excl.),</li> <li>e) Acceptance of MOV,</li> <li>f) Successive Deliveries (delivery time): Short notice - <u>up to 21 days</u>,</li> <li>g) Successive Deliveries (delivery time): Long notice - <u>up to 45 days</u>,</li> <li>h) validity of offer: minimum 90 days,</li> <li>i) Payment Scheme: after each delivery, based on properly issued invoice, paid within 30 days from delivery of the invoice to the Buyer,</li> <li>j) Bidder contact information. Bidder Contact Person will be authorized to negotiate the terms and conditions of the Offer.</li> </ul>
Section 2.	<p>Appendix No. 5 Company Register Documents and (if needed) a power of attorney confirming the authorization to represent the Bidder.</p>
Section 3.	<p>Appendix No. 6 List of references from other Clients for the similar scope of supply. List should include contact details for your Customers representatives: e-mail, direct telephone number. We reserve the right to contact your Customers to ask for opinion.</p>

<sup>1</sup> The detailed address of each and every delivery will be always indicated in placed orders.

## 4. SUBMITTING THE BID

4.1 The required documents have to be submitted in electronic versions.

4.2 In order to properly submit the bid, please follow the steps as described below:

- 1) Scan the documents signed by authorized person to two or four (2 or 4) separate pdf files and name them as:
  - a) 13-ZP-2020\_Technical Offer\_Liners\_[Company name]  
and/or 13-ZP-2020\_Technical Offer\_Spare Parts\_[Company name]
  - b) 13-ZP-2020\_Commercial Offer\_Liners\_[Company name]  
and/or 13-ZP-2020\_Commercial Offer\_Spare Parts\_[Company name]

**NOTE:** the appropriate option should be selected, depending on the submission of the offer for one or both parts of the tender,

- 2) **Protect all pdf files against unauthorized opening by setting a PASSWORD,**
- 3) Send in one e-mail two or four (2 or 4) pdf files (technical offer and commercial offer), protected by unauthorized opening, to e-mail address: [przetargi@exalo.pl](mailto:przetargi@exalo.pl).

**The deadline for bid submission is:**

**15 June 2020 (CET)**

**ATTENTION:**

**DO NOT SEND THE PASSWORD TO OPENING FILES IN THE E-MAIL WITH BID.**

**SENDING THE PASSWORD WITH BID FILES WILL CAUSE AUTOMATIC REJECTION OF OFFER !!!**

- 4) Send **THE PASSWORD** for opening the bid files to e-mail address: [przetargi@exalo.pl](mailto:przetargi@exalo.pl).

**Password has to be sent next day after deadline for bid submission, it is:**

**16 June 2020 (CET)**

## 5. MODIFICATION OR WITHDRAWAL OF THE OFFER.

5.1 The Bidder may modify or withdraw the Offer until the date indicated as a date for bids submission.

- 5.2 The statement of modification or withdrawal, has to be sent in electronic form. Files name and message title has to be marked as: "MODIFICATION OF THE OFFER" or "WITHDRAWAL OF THE OFFER".
- 5.3 The statement of modification or withdrawal, has to be submit by email in accordance with point 4.1 and 4.2.

## 6. QUESTIONS AND CLARIFICATIONS

- 6.1 Questions or requests for clarifications or modifications Tender Invitation or Draft of Sales Agreement shall be send only via e-mail for: [przetargi@exalo.pl](mailto:przetargi@exalo.pl)
- 6.2 Message title should be named with unique tender reference number (13-ZP-2020).
- 6.3 Our Answers and Clarifications will be distributed to all invited bidders within maximum 5 business days.
- 6.4 Six business days before bid submission date it is not allowed to ask questions.
- 6.5 Buyer (Exalo Drilling S.A) may extend the deadline for tenders submission, taking into account the time that Bidders will need to implement changes to the offers resulting from the Answers/Modifications/Amendments to Limited Tender Invitation. The Buyer, upon own or Bidder's initiative may also modify terms of the tender as well as sales agreement draft until the deadline for bid submission.
- 6.6 Regardless of the preceding point, the Buyer on his own initiative or at the Bidder's request or in other cases specified in this Limited Tender Invitation, may extend the deadline for submitting Offers.

**NOTE: Requests for modifications of Draft of the Sales Agreement can be done only at this stage. Bidder by submitting the offer accepts the final Sales Agreement Draft determined during the tender procedure. The Buyer and the Seller cannot enter into agreement with different contents to the one established at the moment of deadline for bid submissions. In case the bidder whose offer was chosen by Exalo refuses to sign the agreement or proposes changes to the agreement, the offer may be rejected or the Tender may be cancelled and such bidder positioned on group C of Exalo Drilling suppliers' list as an unreliable supplier. restricted from participation in a new tender for the same or similar scope.**

**NOTE ALSO: Our Company, taking into account the current market situation caused by the COVID-19 pandemic generating difficulties in trade in goods that may affect the Agreement realization process, indicates and explains that the contractual penalties reserved in Art. 7.1 letter b of Draft of the Sales Agreement are provided only in the event of culpable delay, i.e. delays caused by the fault**



of the Seller in delivery of the Consumables or in removing failures under the warranty. In the event of an unforeseen (and therefore not culpable) delay caused by Force Majeure, including related to the circumstances described in the preceding sentence (in accordance also with Art. 8.1 of Draft of the Sales Agreement, which refers to epidemics), the Seller should (in accordance with Art. 8.2), notify the Buyer in writing of this fact within 2 days from the date of such event, specifying the event, its causes and consequences for the realization of the Agreement. In such a case, the Seller will be properly released from his obligations or from meeting the Agreement terms as long as the event lasts. The term for the realization of such obligations will be extended according to the duration of the event referred to above. In such a situation, there will be no grounds for charging the Seller contractual penalties for culpable delay or for applying other legal sanctions against him. Please note also that Bidders can still negotiate provisions of Draft of Sales Agreement according to procedure called "QUESTIONS AND CLARIFICATIONS" mentioned above.

## 7. HOW BID WILL BE EVALUATED?

Maximum number of points to receive: 100 in (3) three criteria:

- |                       |   |
|-----------------------|---|
| 1. Price              | – max. number of points to receive: 85; |
| 2. Offer completeness | – max. number of points to receive: 5;  |
| 3. Discount           | - max. number of points to receive 10.  |

Points will be awarded as follows:

1. Points for criteria Price will be calculated according to following formula:

$$P_{C1} = \frac{W_{min}}{W_o} \cdot 85$$

where:

$P_{C1}$  – total points for offer in Price criteria

$W_{min}$  – lowest price received in Tender

$W_o$  – offer price

Maximum points in this criteria: 85 points.

2. Points for Offer Completeness:

- Offer for **two** Parts of Tender (Mud Pump Liners **and** Spare Parts) – 5 points,
- Offer for **one** Part of Tender (Mud Pump Liners **or** Spare Parts) – 0 points.

3. Points for criterion Discount offered for long notice deliveries – up to 45 days:

Points for criteria Discount will be calculated according to following formula:

$$P_D = \frac{D_o}{D_{max}} \cdot 10$$

where:

$P_U$  – total point for offer in Discount criteria

$D_{max}$  – highest discount for long notice deliveries received in Tender [%]

$D_o$  – offered discount for long notice deliveries [%]

Maximum points in this criteria: 10 points.

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## 8. OTHER

8.1 Presence of bidders is not allowed during the tender opening.

8.2 During bid evaluation we reserve the right to ask for clarifications from each Bidder separately.

8.3 We reserve the right to cancel Tender Procedure at any stage without the obligation to inform Bidder about the reasons.

8.4 The Bidder bears costs of preparation the Tender Documentation.

NOTE: In case of any discrepancies, pdf files prevail docx file

