

Annexure W

OFFERORS CONSENT TO TERMS AND CONDITIONS

Purchasing process No.:104006360

Subject: Framework Agreement (two year) for supply of hydraulic oil.

Specification No.: N/A, Purchase by MPN (Manufacturer's Part No.)

- (a) We, _____ hereby agree that the submission of this proposal to IEC is subject to the terms and conditions, set forth in the RFP documents including the specification, and our signature below hereby implies our consent to all such terms and conditions including the commercial, contractual, technical and legal terms, without exception.
- (b) We hereby confirm that the Goods/Services offered and to be supplied by us, fully comply with the requirements of the Tender/RFP, the Specifications and the relevant annexures.

In any case of non-compliance of any kind, the details of such non-compliance must be clearly specified and justified below. Failure to specify and justify such details shall be deemed a declaration and representation by the Offeror that the Goods/Services fully comply as stated above.

It is hereby also clarified that IEC shall neither accept nor consider any details of non-compliance that are mentioned solely within the body of the proposal, without being detailed and justified within this annexure. No claims by the Offeror in this regard shall be heard by IEC.

- (c) **Right of Review**
In addition to and without derogating from the instructions set forth under "Right of Unsuccessful Offerors to View the Tender Documents" stated in the Invitation to Submit Proposals, it is hereby clarified as follows:
- In light of the Offerors' right to view the Tender documents, an Offeror who objects to its proposal being disclosed **fully or partially** due to a trade secret or a professional secret which it considers to be part of its proposal, is required to mark the confidential parts of its proposal and to elaborate on them at the end of this article, and state the reasoning why

PLEASE NOTE: This information may include "Inside Information" in accordance with Israel's Securities Law, 1968, and making use of this information may constitute a criminal offence pursuant to that Law .Therefore please treat this information as CONFIDENTIAL.

they are confidential.

- In a Tender with two stages or a preliminary stage, an Offeror who is of the opinion that the price proposal **submitted by it includes confidential parts, shall explain and elaborate which parts are confidential , all in accordance with the instructions above and below.**
- **Parts of a proposal that will not be marked by the Offeror as confidential and/or the reasons as to why they are confidential will not be stated, will be considered as permitted by the Offeror to be disclosed. IEC shall be under no obligation to contact and as a rule, will not contact an Offeror to inquire whether any parts of its proposal are confidential and/or the reasons for the confidentiality, where such were not specified in the Offer.**

In this regard please see that stated please see that stated in the article "the obligation of information accuracy and duty of notification" appearing in the invitation to submit proposals.

- **It is hereby clarified that IEC shall be under no obligation to address the request for confidentiality where the Offeror marks the confidential parts in the body of the proposal only and/or provides a general comment regarding confidentiality in the body of the proposal only, without providing details and explanations in this Annexure.**
- **It is hereby further clarified that in each case, the decision as to the confidentiality or the disclosure of parts of the Offeror's proposal, shall be at the sole discretion of IEC's tender committee, which is entitled to disclose portions of the proposal that an Offeror has marked as confidential. In any event and despite that stated in a proposal, IEC shall be entitled to disclose the winning proposal's prices to any Offeror who shall request so.**
- **An Offeror shall be prevented to claim that he is entitled to review another Offeror's proposal, in the parallel parts that were marked as confidential in its proposal and will be barred and silenced from making claims in this regard.**

Further to that stated above, if the Offeror is of the opinion that parts of its proposal are confidential, the Offeror shall elaborate below the confidential parts of its proposal,

PLEASE NOTE: This information may include "Inside Information" in accordance with Israel's Securities Law, 1968, and making use of this information may constitute a criminal offence pursuant to that Law .Therefore please treat this information as CONFIDENTIAL.

