

**A TENDER FOR THE  
FINANCE, DESIGN, CONSTRUCTION, OPERATION,  
MAINTENANCE AND TRANSFER OF A SOLAR  
PV POWER PLANT**

**AN INVITATION FOR PRE-QUALIFICATION NO.  
1/2020**

**ANNEX C**

**PRE-QUALIFICATION FORMS**

**January 2020**

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<sup>1</sup> Addendum No. 1

<sup>2</sup> Addendum No. 1

## **PRE-QUALIFICATION FORM "1"**

### **THE PRE-QUALIFICATION SUBMISSION LETTER**

*[To be completed by the Participant (if the Participant is incorporated on the Pre-Qualification Submission Date) and all Members of the Participant]*

To:  
Chairman of the Tender Committee

Dear Sir,

**Re: Invitation for Pre-Qualification to a Tender for the Finance, Design, Construction, Operation, Maintenance and Transfer of a Solar PV Power Plant**

**(the "Invitation")**

In response to the Invitation issued on January 22, 2020, extending an invitation to submit a Pre-Qualification Submission which we have read and understood, we, the undersigned, submit this Pre-Qualification Submission.

1. We, the undersigned, \_\_\_\_\_ (the "**Participant**") *[name of Participant to be completed]*, and all the Members thereof, \_\_\_\_\_; \_\_\_\_\_; \_\_\_\_\_; *[names of Members to be completed]* have thoroughly and carefully read the Invitation, and are pleased to submit our Pre-Qualification Submission.
2. We agree to all of the provisions in the Invitation and all obligations included therein, and in particular the rights reserved to the Tender Committee, and we submit our Pre-Qualification Submission in accordance with the terms and provisions contained therein.
3. We warrant that the Pre-Qualification Submission is accurate, complete and up-to-date at time of the Pre-Qualification Submission Date, in accordance with the requirements of the Invitation.
4. We acknowledge and accept the provisions of Section 8.3 (Reservation of Rights) and 8.4 (Prerogatives of the Tender Committee) of the Invitation, and without derogating from the generality of the foregoing, understand that the submission of our Pre-Qualification Submission shall not be deemed in any way to create an obligation on the part of the Tender Committee to announce our compliance with the Pre-Qualification Requirements; that the Tender Committee has the right to reject, as it deems appropriate, the Pre-Qualification Submission submitted by the Participant; and that the Tender Committee has the right, as it deems appropriate, to annul the Pre-Qualification Process and to reject all Pre-Qualification Submissions at any time, all, in accordance with the provisions of the Invitation.
5. Incorporated hereto, and made an integral part of the Pre-Qualification Submission, are all Pre-Qualification Forms, attachments and annexes thereto, and other annexes attached to the Pre-Qualification Submission as described herein:

- Pre-Qualification Form “1”            The Pre-Qualification Submission Letter
- Pre-Qualification Form “2”            The Participant
- Pre-Qualification Form “3”            The Members of the Participants and Guarantors
- Pre-Qualification Form “4”            The Letter of Guarantee
- Pre-Qualification Form “5”            Financial Robustness - Non-Financial Entities
- Pre-Qualification Form “6”            Financial Robustness - Private Investment Funds
- Pre-Qualification Form “7”            Financial Robustness - Banking Corporations / Institutional Investors
- Pre-Qualification Form “8”<sup>3</sup>        Financial Robustness – Investment Entity
- Pre-Qualification Form “9”<sup>4</sup>        Form of Affidavit

6. Attached herein is a  copy  original *[check applicable]* of the receipt payment of the Participation Fee.

7. The undersigned acknowledges receipt, understanding and full consideration of the following Addenda to the Pre-Qualification Documents, issued until the Pre-Qualification Submission Date:

Addendum No. _____	Date Received: _____
Addendum No. _____	Date Received: _____
Addendum No. _____	Date Received: _____
Addendum No. _____	Date Received: _____
Addendum No. _____	Date Received: _____

...

*[to be completed]*

8. Detailed herein is information which the Participant considers to be of a commercially sensitive or secret nature concerning the Pre-Qualification Submission *[to be completed in accordance with the provisions of Section 5.4 (Identification of Sensitive or Classified Information) of the Invitation]*:

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\_\_\_\_\_

<sup>3</sup> Addendum No. 1

<sup>4</sup> Addendum No. 1

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- 9. Capitalized terms in the Pre-Qualification Forms shall have the meaning ascribed thereto under the Invitation.
- 10. All matters relating with respect to the Pre-Qualification Process shall be subject to the Laws of the State of Israel.
- 11. The applicable court in Jerusalem shall have the sole jurisdiction over all matters and all disputes arising in connection with the Pre-Qualification Process.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
The Participant				
Member				
Member				
Member				

*(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Participant or the Member (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

## PRE-QUALIFICATION FORM “2”

### THE PARTICIPANT

*[To be completed by the Participant (if the Participant is incorporated on the Pre-Qualification Submission Date) and all Members of the Participant]*

#### 1. Participant - General Information

<i>Participant Name:</i>	
<i>Business Address:</i>	
<i>Phone:</i>	
<i>Facsimile:</i>	
<i>E-mail:</i>	

#### 2. Authorized Representative

<i>Name:</i>	
<i>Phone:</i>	
<i>E-mail:</i>	

#### 3. Anticipated Holdings in the Participant

Member's Name	Anticipated Holdings
	___ %
	___ %
	___ %

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
The Participant				
Member				

Member				
Member				

*(\* In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Participant or the Member (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

## PRE-QUALIFICATION FORM “3”

### THE MEMBERS OF THE PARTICIPANT AND GUARANTORS

*[To be completed by each Member of the Participant and by each Guarantor (if applicable), on a separate form]*

#### 1. Member/Guarantor - General Information

<i>Position:</i>	<input type="checkbox"/> Member <input type="checkbox"/> Guarantor
<i>Name:</i>	
<i>Business Address:</i>	
<i>Phone:</i>	
<i>Facsimile:</i>	
<i>E-mail:</i>	

#### 2. Legal Status

<input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Registered Limited Partnership <input type="checkbox"/> Registered General Partnership <input type="checkbox"/> Other: _____ <i>[please provide further details]</i>
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\* Attached are authenticated copies of the Members/Guarantors certificate of incorporation. Except for official and authenticated certificates of Israeli corporations submitted in Hebrew, certificates of incorporation provided by an Entity in any language other than English should be accompanied by a translation to English and a notarized statement of translation pursuant to Section 6.3 of the Invitation.

#### 3. Registration Data

<i>Registration Number:</i>	
<i>Place of Registration:</i>	
<i>Date of Registration:</i>	

#### 4. Interested Parties in the Member/Guarantor\*

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\* Solely for the purpose of this Section 4 the term "**Interested Party**" shall have the following meaning: (a) any Entity or individual directly holding at least 15% of any of the Means of Control of the Member or Guarantor (as applicable) (in this definition: "Entity<sub>2</sub>"); (b) any Entity or individual Effectively holding at least 70% of any of the Means of Control of Entity<sub>2</sub>; (c) the CEO of the Member or Guarantor (as applicable); and (d) any of the directors of the Member or Guarantor (as applicable).<sup>5</sup>

Attached is an updated full chart describing the corporate structure.

**5. Warranties and Representations:**

5.1. The Member/Guarantor (hereinafter in this Section 5: "**Entity**") hereby warrants and represents that it complies and satisfies all of the requirements stipulated in Sections 3.4.1 to 3.4.5 of the Invitation;

5.2. Criminal Proceedings with respect to Offences<sup>6</sup> *[check applicable]*

5.2.1.

The Entity, and/or  any directors or managers thereof and/or  Interested Parties in the Participant (which are connected to the Entity, based on the Anticipated Holdings in the Participant) have not been convicted in an Offence *[check applicable]*.

5.2.2.

There are no criminal proceedings with respect to an Offence being conducted against either the  Entity and/or  any directors or managers thereof and/or  Interested Parties in the Participant (which are connected to the Entity, based on the Anticipated Holdings in the Participant) *[check applicable]*.

5.2.3.

The  Entity and/or  any directors or managers thereof and/or  Interested Parties in the Participant (which are connected to the Entity, based on the Anticipated Holdings in the Participant), have been convicted in the following Offences *[check applicable]*:

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

<sup>5</sup> Addendum No. 5

<sup>6</sup> In this Section 5, the term "**Interested Party**" shall not be deemed to include a large number of employees, pursuant to a voting agreement, as indicated in Section 4 of this Pre-Qualification Form "3".

5.2.4.

The following criminal proceedings are being conducted against the  Entity and/or  any directors or managers thereof and/or  Interested Parties in the Participant (which are connected to the Entity, based on the Anticipated Holdings in the Participant) *[check applicable]*:

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- 5.3.  *[check if applicable]* The Entity is not incorporated in the State of Israel or registered in Israel as a Foreign Company as defined under the Companies Law 1999 and confirms it has all the approvals and statements equivalent to the approvals and statements required in accordance with the provisions of the Public Entities Transactions Law 1976, as required by law within its domicile.<sup>7</sup>
- 5.4. The Entity is not a Declared Entity and it is not a Related Entity of a Declared Entity; and the office holders thereof involved in the Pre-Qualification Process, in the Tender Process or in the Project (including individuals) are not Declared Entities or Related Entities of the Declared Entities.<sup>8</sup>
- 5.5. The execution and delivery by the Entity of the Pre-Qualification Forms submitted by it in connection with the Pre-Qualification Submission are within its corporate powers, have been duly authorized by all necessary corporate and other actions and do not contravene: (i) the organizational documents of the Entity; (ii) any law, rule or regulation applicable to the Entity; (iii) to the best of the undersigned's knowledge, any judgment, writ, injunction, decree or ruling of any court or other governmental body applicable to the Entity; or (iv) any agreement, contract or other instrument known to the undersigned to which the Entity is a party or to which it is subject.
- 5.6. The Entity has not, directly or indirectly, induced or solicited any other Participant, Member, or Guarantor to put in a false or sham Pre-Qualification Submission, and has not by itself, or directly or indirectly, colluded, arranged or agreed with any other Participant, Member, or Guarantor to secure any advantage against any other Participant, or to secure any advantage against the Tender Committee or anyone interested in the Project;
- 5.7. The Entity participates in the Pre-Qualification Process only within this Pre-Qualification Submission;
- 5.8. Any Entity which exercises Control over it, any Entity under the common Control thereof, and any Entity Controlled thereby, does not participate in the Pre-Qualification Process except within this Pre-Qualification Submission;
- 5.9. The Entity  does not employ or engage, directly or indirectly, any of the advisors to

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<sup>7</sup> Addendum No. 4

<sup>8</sup> Addendum No. 5

the Tender Committee detailed in **Annex B** of the Invitation, for the purposes of the Pre-Qualification Process or the Tender; or  employs or engages or has employed or engaged, directly or indirectly, \_\_\_\_\_ [name of advisor] which appears as an advisor to the Tender Committee detailed in **Annex B** of the Invitation and has an engagement with respect to the following: \_\_\_\_\_.

- 5.10. The Pre-Qualification Submission submitted by the Participant is not made in the interest of, or on behalf of, any undisclosed person, corporation, company, voluntary association, partnership, trust, or unincorporated association;
- 5.11. The Entity has read the Invitation and is familiar with the provisions thereof, and in particular the provisions of Section 8.3 (Reservation of Rights) and 8.4 (Prerogatives of the Tender Committee) of the Invitation.
- 5.12. The Pre-Qualification Submission is genuine and not collusive or a sham; and
- 5.13. All the information contained in the Pre-Qualification Submission is true, accurate, complete and current as of the Pre-Qualification Submission Date.
- 5.14. All matters relating with respect to the Pre-Qualification Process shall be subject to the Laws of the State of Israel.
- 5.15. The applicable court in Jerusalem shall have the sole jurisdiction over all matters and all disputes arising in connection with the Pre-Qualification Process.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
<input type="checkbox"/> Member				
<input type="checkbox"/> Guarantor				

*(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Member or the Guarantor (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

## **PRE-QUALIFICATION FORM “4”**

### **LETTER OF GUARANTEE**

*[to be completed by each Guarantor, on a separate form<sup>9</sup>]*

The undersigned \_\_\_\_\_ *[name of the Guarantor]* (the "**Guarantor**"), hereby confirms and warrants to the Tender Committee as follows:

1. The Guarantor *[please check the applicable]*<sup>10</sup>:
  - Controls the \_\_\_\_\_ *[name of Member seeking to rely on the Guarantor]* by means of \_\_\_\_\_ *[please provide appropriate explanation, attested to by an attorney, demonstrated by applicable documentation, e.g. reports issued by the Registrar of Companies, organizational charts, articles of association, etc.]*
  - is a Member of the Participant, with anticipated holdings in the Participant;
2. The Member has informed the Guarantor of the Invitation and its participation in the Pre-Qualification Process as a Member of the Participant.
3. The Guarantor hereby requests that its own financial information, which is included in the Pre-Qualification Submission submitted by the Participant, will be taken into account in determination of the Member's and Participant's compliance with the Financial Pre-Qualification Requirements set forth in Section 4 (Pre-Qualification Requirements)<sup>11</sup> of the Invitation, instead of the Member's financial information.
4. The Guarantor shall provide the Tender Committee with any information (including any financial information), which may be required by the Tender Committee at any stage of the Pre-Qualification Process in order to carry out its evaluation of the Pre-Qualification Submission.
5. In the event the Tender Committee determines that the Pre-Qualification Submission submitted by the Participant complied with the requirements of the Invitation, and the Participant will be announced Eligible Participant and invited to submit a bid in accordance with the provisions of the Tender Documents, the Guarantor hereby undertakes to issue the Tender Committee, within the bid to be submitted (if submitted) by the Participant, with the Member's undertaking that shall be detailed under the Tender Process<sup>12</sup> Documents.

Unless otherwise defined herein, all the capitalized terms in this Pre-Qualification Form shall have the meaning ascribed thereto under the Invitation.

Faithfully yours,

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<sup>9</sup> Addendum No. 1

<sup>10</sup> Addendum No. 1

<sup>11</sup> Addendum No. 4

<sup>12</sup> Addendum No. 4

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
Guarantor				

*(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Guarantor (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

## PRE-QUALIFICATION FORM “5”

### FINANCIAL ROBUSTNESS - NON FINANCIAL ENTITIES

*[To be completed by each Member and its Guarantor (if applicable) which are not Financial Entities]*

#### 1. General

- 1.1. If the Member relies on a Guarantor, the financial information to be provided in Sections 3-5 below shall be that of the Guarantor.
- 1.2. Attached to this Pre-Qualification Form, are the Financial Statements of the Member and the Guarantor (if applicable) for the years \_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_ *[Member's and Guarantor's most recent Financial Statement. The most recent Financial Statements shall not be earlier than 2019 and if the Financial Statements for 2019 have not been issued earlier than seven (7) days prior to the Pre-Qualification Submission Date not earlier than<sup>13</sup> 2018]*.
- 1.3. There have been no significant changes with respect to the Member and the Guarantor (if applicable), following the date of our most recent Financial Statements, other than as detailed below:

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#### 2. Member/Guarantor - General Information

Member's Name:	
Does the Member rely on a Guarantor?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Guarantor's Name: <i>[if applicable]</i>	
Is the Guarantor also a Member?	<input type="checkbox"/> Yes <input type="checkbox"/> No
Member's Anticipated Holdings:	_____ %
Guarantor's Anticipated Holdings <i>[if the Guarantor is also a Member - the aggregate Anticipated Holdings in the Participant of the Member and of the Guarantor]</i>	_____ %

#### 3. Turnover

Year _____ Turnover:	
Year _____ Turnover:	

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<sup>13</sup> Addendum No. 4

Year _____ Turnover:	
Member's (or Guarantor's) Average Turnover: <i>[calculated in accordance with the provisions of section 4.1.1.2]</i>	

#### 4. Operating Cash Flow

Year _____ Operation Cash Flow:	
Year _____ Operation Cash Flow:	
Year _____ Operation Cash Flow:	
Average Operating Cash Flow: <i>[calculated in accordance with the provisions of section 4.1.2.2]</i>	

#### 5. Operating Cash Flow Vs. Equity

*[This table shall be completed only if the Average Operating Cash Flow of the Member/Guarantor, as calculated in Section 4.1.2.2, is negative]*

Average Operating Cash Flow: <i>[calculated in accordance with the provisions of section 4.1.2.2]</i>	
Most recent year Operation Cash Flow:	
<b>Operating Cash Flow Numerator</b> = the absolute value of the lesser of: (i) the Average Operating Cash Flow, and (ii) the Operating Cash Flow of the most recent year	
Most recent year Equity:	
Member's Minimal Required Equity: <i>[calculated in accordance with the provisions of section 4.1.3 of the Invitation]</i>	
<b>Equity Denominator</b> = Most recent year Equity less Member's Minimal Required Equity	
Ratio of (i) Operating Cash Flow Numerator, to (ii) Equity Denominator: <i>[calculated on accordance with the provisions of section 4.1.2.3 of the Invitation]</i>	

#### 6. Equity

Minimal Required Equity: <i>[calculated in accordance with the provisions of section 4.1.3 of the Invitation]</i>	
Equity:	

Attached to this form is the confirmation of the Member's or Guarantor's (if applicable) external accountant confirming that each of the Financial Statements have been prepared in accordance <sup>14</sup>with one of the accounting principles detailed in Section 4.2.1 of the Invitation. In addition, attached to this form is the confirmation of the Member's or Guarantor's (if applicable) CFO or CEO or external accountant confirming that each of the Financial Statements have been prepared in accordance with the applicable Law in the jurisdiction of the Members or Guarantors (if applicable) incorporation.<sup>15</sup>

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
Member				
Guarantor				

*(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Member or the Guarantor (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

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<sup>14</sup> Addendum No. 3

<sup>15</sup> Addendum No. 3

## PRE-QUALIFICATION FORM “6”

### FINANCIAL ROBUSTNESS - PRIVATE INVESTMENT FUND

*[To be completed by each Member or Guarantor, as applicable, which is a Private Investment Fund]*

#### 1. General

- 1.1. Each Member which is a Private Investment Fund should complete this Pre-Qualification Form in accordance with the provisions of the Invitation.
- 1.2. There have been no significant changes with respect to the Member, following the date of our most recent Financial Statements, other than as detailed below:

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#### 2. Member - General Information

Member's Name:	
Member's Anticipated Holdings:	_____ %
Guarantor's Name: <i>[if applicable]</i> <sup>16</sup>	

#### 3. Unutilized Commitments

Unutilized Commitments under management of the Member or Guarantor (as applicable) <sup>17</sup> as of _____ <i>[the date the most recent Financial Statement were issued]</i> <sup>18</sup>	
Required Unutilized Commitments <i>[calculated in accordance with the provisions of section 4.1.5 of the Invitation]</i> :	

#### 4. Attachments

Attached to this form are:

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<sup>16</sup> Addendum No. 5

<sup>17</sup> Addendum No. 5

<sup>18</sup> Addendum No. 5

- The Financial Statements of the Member for the years \_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_ [Member's most recent Financial Statement. The most recent Financial Statements shall not be earlier than 2019 and if the Financial Statements for 2019 have not been issued earlier than seven (7) days prior to the Pre-Qualification Submission Date not earlier than<sup>19</sup> 2018)];
- ~~The confirmation of the Member's external accountant confirming that each of the Financial Statements have been prepared in accordance with the applicable Law in the jurisdiction of the Private Investment Funds incorporation and<sup>20</sup>~~ in accordance with one of the accounting principles detailed in Section 4.2.1 of the Invitation.
- The confirmation of the Member's or Guarantor's (if applicable) General Partner or Fund Manager or external accountant confirming that each of the Financial Statements have been prepared in accordance with the applicable Law in the jurisdiction of the Member's or Guarantor's (if applicable) incorporation.<sup>21</sup>
- A Statement of the Member's CFO confirming the statements made herein.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
<input type="checkbox"/> Member's General Partner; or - <input type="checkbox"/> Member's Fund Manager				
<input type="checkbox"/> Guarantor's General Partner; or - <input type="checkbox"/> Guarantor's Fund Manager				

(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Member's General Partner / Member's Fund Manager (as the case may be) are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.

<sup>19</sup> Addendum No. 4

<sup>20</sup> Addendum No. 7

<sup>21</sup> Addendum No. 7

## PRE-QUALIFICATION FORM “7”

### FINANCIAL ROBUSTNESS - BANKING CORPORATION / INSTITUTIONAL INVESTORS

*[To be completed by each Member and Guarantor, as applicable, which is a Banking Corporation or an Institutional Investor]*

#### 1. General

- 1.1. Each Member and Guarantor, as applicable,<sup>22</sup> which is a Banking Corporation or Institutional Investor should complete this Pre-Qualification Form in accordance with the provisions of the Invitation.
- 1.2. There have been no significant changes with respect to the Member, following the date of our most recent Financial Statements, other than as detailed below:

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#### 2. Member - General Information

Member's Name:	
Member's Anticipated Holdings:	____%
Guarantor's Name: <i>[if applicable]</i> <sup>23</sup>	

#### 3. Equity / Assets under Management

Chosen Method for demonstration compliance with Section 4.1.6 of the Invitation	<input type="checkbox"/> Equity <input type="checkbox"/> Assets under Management
Required <input type="checkbox"/> Equity or <input type="checkbox"/> Assets under Management	
Actual <input type="checkbox"/> Equity (excluding minimal equity required by law) or <input type="checkbox"/> Assets under Management	

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<sup>22</sup> [Addendum No. 7](#)

<sup>23</sup> Addendum No. 5

**4. Attachments**

Attached to this form are:

- The Financial Statements of the Member for the years \_\_\_\_\_, \_\_\_\_\_ and \_\_\_\_\_ [Member's most recent Financial Statement. The most recent Financial Statements shall not be earlier than 2019 and if the Financial Statements for 2019 have not been issued earlier than seven (7) days prior to the Pre-Qualification Submission Date not earlier than<sup>24</sup> 2018)];
- The confirmation of the Member's external accountant confirming that each of the Financial Statements have been prepared in accordance with the applicable Law in the jurisdiction of the ~~Private Investment Funds~~Members<sup>25</sup> incorporation and in accordance with one of the accounting principles detailed in Section 4.2.1 of the Invitation.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
Member				
Guarantor				

(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Member are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.

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<sup>24</sup> Addendum No. 4

<sup>25</sup> Addendum No. 7

**PRE-QUALIFICATION FORM “8”<sup>26</sup>**

**FINANCIAL ROBUSTNESS - INVESTMENT ENTITY**

*[To be completed by each Member and Guarantor, as applicable, which is an Investment Entity on a separate Pre-Qualification Form]  
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, \_\_\_\_\_, the undersigned, am making this affidavit on behalf of \_\_\_\_\_ (name of Member or Guarantor, as applicable<sup>27</sup>):

Year of Financial Statements*	Equity**

(\*) The most recent annual Financial Statements - not earlier than for the year 2019 and if the Financial Statements for 2019 have not been issued earlier than seven (7) days prior to the Pre-Qualification Submission Date not earlier than the year<sup>28</sup> 2018.

(\*\*) All data in this Pre-Qualification Form is to be presented in NIS, in accordance with the provisions of Section 4.2.8 (Exchange of Currency) of the Invitation.

Attached to this Pre-Qualification Form “8” are the Financial Statements of \_\_\_\_\_ for the year \_\_\_\_\_.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation by Attorney<sup>(*)</sup></u>	<u>Date</u>
Member				
Guarantor				

*(\*) In his/her signature the attorney attests and confirms that the signatory(ies) on behalf of the Member are authorized to sign on behalf of such Entity and to commit such Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney also confirms that the signatory(ies) on behalf of such Entity appeared before him/her and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

<sup>26</sup> Addendum No. 1

<sup>27</sup> Addendum No. 5

<sup>28</sup> Addendum No. 4

## PRE-QUALIFICATION FORM "9"<sup>29</sup>

### FORM OF AFFIDAVIT

*(To be completed, to the extent required under Law, by each Entity incorporated in the State of Israel, or registered in Israel as a Foreign Company as defined under the Companies Law 1999)  
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

#### Affidavit

Pursuant to Articles **2b1(a)** and **2b(b)** of **Public Entities Transactions Law, 5736-1976** (hereinafter: "**Public Entities Transactions Law**"):

I the undersigned \_\_\_\_\_ [*Declarant's Full Name*], bearer of \_\_\_\_\_ [*Country*] passport/Israeli I.D. no. \_\_\_\_\_, having been forewarned that I am to declare the truth and that I will be subject to the penalties imposed by law if I do not do so, hereby affirm in writing as follows:

1. I am authorized to make this affidavit on behalf of \_\_\_\_\_ (hereinafter: the [check the applicable]  "**Participant**" /  "**Member**" /  "**Guarantor**") by the authorization of the Company;
2. The terms and phrases in this affidavit are in accordance with their meaning as ascribed in the Invitation, and the Public Entities Transactions Law (Enforcement of Bookkeeping, Payment of Tax Duties and Minimum Wages and Lawful Employment of Foreign Workers), 5736 – 1976 ("**Public Transactions Law**").
3. I hereby declare that the [check the applicable]  Participant /  Member /  Guarantor is in compliance with the following [check the applicable]:
  - Neither the [check the applicable]  Participant /  Member /  Guarantor nor its affiliates\* have been convicted of more than two Offences under the Minimum Wage Law, 5747-1987 or the Employment of Foreign Workers Law, 5751-1991; (*\*affiliate for the purpose of this Affidavit, shall have the meaning ascribed thereto in the Public Entities Transactions Law*).
  - The [check the applicable]  Participant /  Member /  Guarantor or its affiliates have been convicted of more than two Offences, however at the Pre-Qualification Submission Date at least one year has elapsed since the last conviction date;
4. I hereby declare that the [check the applicable]  Participant /  Member /  Guarantor is in compliance with the following [check the applicable]:
  - Alternative A – The provisions of Article 9 of the Equal Rights for People with Disabilities Law, 5758-1998 ("Equal Rights Law") do not apply to the [check the applicable]  Participant /  Member /  Guarantor.

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<sup>29</sup> Addendum No. 1

- Alternative B – The provisions of Article 9 of the Equal Rights Law apply to the [check the applicable] □ Participant / □ Member / □ Guarantor and it is in compliance with them, and the following applies [check the applicable]:
  - The [check the applicable] □ Participant / □ Member / □ Guarantor does not employ over 100 employees;
  - The [check the applicable] □ Participant / □ Member / □ Guarantor employs over 100 employees, and [check the applicable]:
    - declares that it will apply to the general manager of the Ministry of Labor, Social Affairs and Social Services for the evaluation of its compliance with its obligation under Article 9 of the Equal Rights Law, and should it be deemed necessary – be provided with guidance for their compliance; or
    - declares that it had previously applied to the general manager of the Ministry of Labor, Social Affairs and Social Services for the scrutiny of its compliance with its obligation under Article 9 of the Equal Rights Law, and, if it was provided with guidance for compliance with them, it had acted accordingly.

If this declaration is made pursuant to Alternative B above, the [check the applicable] □ Participant / □ Member / □ Guarantor hereby commits, within thirty (30) days of the Pre-Qualification Submission Date, to provide a copy of this declaration to the general manager of the Ministry of Labor, Social Affairs and Social Services.

5. This is my name, this is my signature and the content of the Affidavit above is true.

\_\_\_\_\_  
[Declarant's Signature]

I, the undersigned, \_\_\_\_\_, □ attorney-at-law □ public notary [check applicable box], hereby confirm that on \_\_\_\_\_, Mr./Mrs. \_\_\_\_\_, I.D. No. \_\_\_\_\_ appeared before me, and after being cautioned that he/she is required to state the truth, and that if he/she fails to do so he/she shall be liable to the punishments prescribed by law, signed this statement in my presence.

In addition, I, \_\_\_\_\_, □ attorney-at-law □ public notary [check applicable box], hereby do attest and confirm that \_\_\_\_\_ is authorized to sign on behalf of \_\_\_\_\_, and to commit it for purposes of the above stated Pre-Qualification Form, for all purposes and intents.

\_\_\_\_\_  
Attorney-at-Law / public notary