

THE STATE OF ISRAEL

INVITATION FOR PRE-QUALIFICATION

8/2026

**BUILD, OPERATE AND
TRANSFER (BOT) PROJECT -**

**"EMEK HEFER" SWRO DESALINATION
FACILITY - 400 MILLION M³/YEAR**

PRE-QUALIFICATION FORMS

26 August 2026

PRE-QUALIFICATION FORM "A"

THE PRE-QUALIFICATION SUBMISSION LETTER

(To be completed by the Participant and all Members of the Participant, on a separate Pre-Qualification Form, if necessary)

To:
Mr. Gal Lando, Chairman of the Tender Committee
Accountant General Division
Ministry of Finance
Jerusalem

Dear Sir,

**Re: Invitation for Pre-Qualification to a Tender for a 400 Million m³/year Seawater
Desalination Facility at the Emek Hefer Industrial Zone
Build, Operate and Transfer (BOT) Project
(the "Invitation")**

In response to the Invitation issued on _____, extending an invitation to submit a Pre-Qualification Submission;

1. We, the undersigned, _____ (*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 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 2.14 (Reservation of Rights) 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 "A" - The Pre-Qualification Submission Letter
- Pre-Qualification Form "B" - The Participant
- Pre-Qualification Form "C" - The Members of the Participants
- Pre-Qualification Form "D" - The EPC Contractor and O&M Contractor
- Pre-Qualification Form "E" - The Major Subcontractors of the Participant
- Pre-Qualification Form "F" - The Major Subcontractor's Qualifications & General Experience
- Pre-Qualification Form "G" - The Desalination Expert
- Pre-Qualification Form "H" - The EPC Expert
- Pre-Qualification Form "I" - The O&M Expert
- Pre-Qualification Form "J" - Financial Robustness - Other than Financial Entities
- Pre-Qualification Forms "J₁" - Financial Robustness - Private Investment Fund
- Pre-Qualification Forms "J₂" - Financial Robustness - Institutional Investor
- Pre-Qualification Forms "J₃" - Financial Robustness - Investment Entity
- Pre-Qualification Form "K" - Letter of Guarantee
- Pre-Qualification Form "L" - Criminal Information Affidavit
- Pre-Qualification Form "M" - No Going Concern
- Pre-Qualification Form "N" - Public Entities Transactions Law Affidavit

6. Attached herein is a ☐ copy ☐ original *[check applicable]* of the receipt of payment for participating in the Pre-Qualification Process.

7. 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 4.4 (Identification of Sensitive Information) of the Invitation for Pre-Qualification]*:

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

Addenda No. _____	Date Received: _____
Addenda No. _____	Date Received: _____
Addenda No. _____	Date Received: _____

Addenda No. _____
Addenda No. _____
Addenda No. _____

Date Received: _____
Date Received: _____
Date Received: _____

...

[to be completed]

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights</u> ^(*)	<u>Date</u>
The Participant	_____	_____	_____	_____
Member	_____	_____	_____	_____
Member	_____	_____	_____	_____
Member	_____	_____	_____	_____

() In his 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 the Participant or the Member (as the case may be) and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.*

PRE-QUALIFICATION FORM "B"

THE PARTICIPANT

(To be completed by the Participant and all Members of the Participant, on a separate Pre-Qualification Form, if necessary)

1. Name:

Business Address:

Phone:

Facsimile:

E-mail:

2. Authorized Representative:

3. Members' Anticipated Holdings in the Participant:

<u>Member</u>	<u>Anticipated Holdings in the Participant</u>
	%
	%
	%

4. Each Member hereby warrants and declares as follows:

- The Pre-Qualification Submission is not made in the interest of, or on behalf of, any undisclosed person, corporation, company, voluntary association, partnership, trust, or unincorporated association;
- The Pre-Qualification Submission is genuine and not collusive or sham;
- The Participant has not, directly or indirectly, induced or solicited any other Participant or Member(s) of a Participant 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 Participant or Member(s) of a Participant to secure any advantage against any other Participant, or to secure any advantage against the Tender Committee or the State of anyone interested in the Project; and
- Should the Participant be announced as Eligible Participant in accordance with the provisions of the Invitation, and will be invited by the Tender Committee to submit a bid pursuant to the provisions of the Tender Documents, it is the intention of all Members to enter into a detailed agreement between them (to the extent applicable) and to form a new company, incorporated under the Laws of the State of Israel, all, as required pursuant to the provisions of the Invitation and in accordance thereof, and as shall be further required pursuant to the provisions of the Tender Documents. The sole purposes of the new company shall be the participation in the tender process and the execution of the Project (if eventually selected to do so), all, in accordance with the provisions of the Tender Documents. The

Anticipated Holdings by each and all Members in the sole purpose company shall be as listed above.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights</u> ^(*)	<u>Date</u>
The Participant				
Member				
Member				
Member				

() In his 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 the Participant or the Member (as the case may be) and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.*

PRE-QUALIFICATION FORM "C"

THE MEMBERS OF THE PARTICIPANT

(To be completed by each Member of the Participant)

1. Name:

Business Address:

Phone:

Facsimile:

E-mail:

**2. Directors or Executives
of the Member (as
applicable):**

Name

Profession

Title

Name

Title

**Address, Tel &
E-mail**

3. Representative:

Israeli Representative*:

**for non-Israeli companies only*

4. Legal Status:

(check applicable)

Private limited liability company

☐

Public limited liability company

☐

Registered partnership

☐

Other *(explain)*

☐

5. Registration Number:

Place of Registration:

Date of Registration:

6. Authorized Share

Capital:

Issued and Fully Paid Up Capital:

7. Interested Parties in the Member:

8. Does the Member have an Israeli subsidiary or affiliate company? Yes ☐ No ☐

If yes - identify and provide details:

9. The Pre-Qualification Requirement the Member will be demonstrating compliance with:

(if applicable, detail the applicable Pre-Qualification Requirement the Member is demonstrating compliance with, other than the Financial Pre-Qualification Requirements)

The Member accepts the role which has been assigned to it by the Participant as described in this Pre-Qualification Form "C" (as applicable), and should the Participant be announced as an Eligible Participant, and will be invited by the Tender Committee to submit a Bid pursuant to the provisions of the Tender Documents, it is the intention of the Member to enter into a detailed agreement for purposes of performing the role assigned to it by the Participant.

10. Authorizations and Certifications

[Israeli Members of the Participant should attach, within this Section, certificates from their auditors, certified public accountants or the Internal Revenue Services, confirming proper bookkeeping and proper reporting to the VAT Authorities, valid to the Pre-Qualification Submission Date. Non-Israeli Members should attach certified copies of equivalent certificates within their countries' jurisdictions.]

11. The Member hereby warrants and represents the following:

- 11.1. The Member is duly incorporated, organized and validly existing under the laws of the jurisdiction in which it was organized;
- 11.2. Neither the Member nor any Interested Party therein (provided that with respect to the directors or the CEO thereof - only if they are involve in the Pre-Qualification Process and/or the Tender Process) are residents of or domiciled (citizens) in a state which does not have diplomatic relations with the State of Israel;
- 11.3. The Member (including the office holders thereof which are involved in the Pre-Qualification Process and/or the Tender Process) is not a Declared Entity and it is not a Related Entity of a Declared Entity.
- 11.4. The Member has all requisite corporate power and authority for the ownership and operation of its properties and for the carrying on of its business as currently conducted (including the participation in this Pre-Qualification Process);
- 11.5. Other than as elaborated in the Member's Financial statements attached to the Pre-Qualification Submission, there are no actions or proceedings pending nor, to the best knowledge of the Member and after due investigation, actions or proceedings which might result in any material or adverse change in the Member's business, operations, affairs, condition, assets, prospects, cash flow or any of its properties or assets;

- 11.6. The Member has not, directly or indirectly, induced or solicited any other Participant or Member(s) of a Participant 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 Participant or Member(s) of a Participant to secure any advantage against any other Participant, or to secure any advantage against the Tender Committee or the State of anyone interested in the Project;
- 11.7. The Member did not create and does not maintain, and shall refrain, during the Pre-Qualification Process, the tender process and the Project, from creating or maintaining, a conflict of interests, including a conflict of interest which may arise as a result of engaging employees, advisors or sub-contractors of the Tender Committee;
- 11.8. The Member does not employ or engage any of the advisors to the Tender Committee detailed in Appendix "C" of the Invitation, for the purposes of the Pre-Qualification Process or the Project;
- 11.9. The Member employs or engages the following advisors to the Tender Committee detailed in Appendix "C" of the Invitation, for the purposes detailed below:
- _____
- _____
- _____
- 11.10. The Member participates in the Pre-Qualification Process only within this Pre-Qualification Submission;
- 11.11. Any person or Entity which exercises Control over it, any person or Entity under the common Control thereof, and any person or Entity Controlled thereby, does not participate in the Pre-Qualification Process except within this Pre-Qualification Submission; and
- 11.12. In the event the Tender Committee determines that the Pre-Qualification Submission submitted by the Company complied with the requirements of the Invitation, and that Participant, its Members and Major Subcontractors demonstrated compliance with the Pre-Qualification Requirements, and that the Participant will be invited to submit a bid in accordance with the provisions of the Invitation, and should the Participant decides to submit a bid, the Member hereby undertakes to issue the Tender Committee, within the bid to be submitted by the Participant, with the Member's undertaking that shall be detailed in the Tender Documents.

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, 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

PRE-QUALIFICATION FORM "D"
THE EPC CONTRACTOR AND O&M CONTRACTOR

(to be completed by the Participant)

1. The EPC Contractor

(a) Holdings / Anticipated holdings in the EPC Contractor:

	_____ %
	_____ %
	_____ %

2. The O&M Contractor

(a) Holdings / Anticipated holdings in the O&M Contractor:

	_____ %
	_____ %
	_____ %

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, hereby do attest and confirm that _____ is authorized to sign on behalf of the Participant, and to commit it, for purposes of the above stated Pre-Qualification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "E"

THE MAJOR SUBCONTRACTORS OF THE PARTICIPANT

(To be completed by each of the Major Subcontractors: the Desalination Expert, the EPC Expert and any other member of the EPC Contractor (if nominated prior to the Pre-Qualification Submission Date), the O&M Expert and any other member of the O&M contractor (if nominated prior to the Pre-Qualification Submission Date); on a separate Pre-Qualification Form)

1. **Name of Company:** _____
Business Address: _____
Phone: _____
Facsimile: _____
E-mail: _____

2. **The Pre-Qualification Requirement the Major Subcontractor will be demonstrating compliance with:** _____

- | | <u>Name</u> | <u>Profession</u> | <u>Title</u> |
|---|--------------------|--------------------------|---------------------|
| 3. Directors or Executives of the Major Subcontractor:
<i>(as applicable)</i> | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

- | | <u>Name</u> | <u>Title</u> | <u>Address, Tel & E-mail</u> |
|---|--------------------|---------------------|---|
| 4. Representative:
Israeli Representative*: | _____ | _____ | _____ |
| | _____ | _____ | _____ |
- *for non-Israeli companies only*

5. **Legal Status of Company:**
(check applicable)
- | | |
|-----------------------------------|--------------------------|
| Private limited liability company | ☐ |
| Public limited liability company | ☐ |
| Partnership | ☐ |
| Joint Venture | ☐ |
| Other <i>(explain)</i> | ☐ |
- _____

6. **Registration Number:** _____
Place of Registration: _____
Date of Registration: _____

7. **Authorized Share Capital:** _____
Issued and Fully Paid Up Capital: _____

8. **Interested Parties in the Major Subcontractor:** _____

9. **Does company have an Israeli subsidiary or affiliate company?** Yes ☐ No ☐

If yes – identify and provide details:

10. **The Major Subcontractor hereby warrants and represents the following:**

- 10.1 The Major Subcontractor is duly incorporated, organized and validly existing under the laws of the jurisdiction in which such a Major Subcontractor was organized;
- 10.2 Neither the Major Subcontractor nor any Interested Party therein (provided that with respect to the directors or the CEO thereof - only if they are involve in the Pre-Qualification Process and/or the Tender Process) are residents of or domiciled (citizens) in a state which does not have diplomatic relations with the State of Israel;
- 10.3 The Major Subcontractor (including the office holders thereof which are involved in the Pre-Qualification Process and/or the Tender Process) is not a Declared Entity and it is not a Related Entity of a Declared Entity.
- 10.4 Major Subcontractor has all requisite corporate power and authority for the ownership and operation of its properties and for the carrying on of its business as currently conducted or proposed to be conducted for the purposes of the Project;
- 10.5 There are no actions or proceedings pending nor, to the best of the Major Subcontractor's knowledge and after due investigation, actions or proceedings which might result in any material or adverse change in the business, operations, affairs, condition, assets, prospects, cash flow or any of its properties or assets;
- 10.6 The Major Subcontractor has not, directly or indirectly, induced or solicited any other Participant or Member(s) of a Participant 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 Participant or Member(s) of a Participant to secure any advantage against any other Participant, or to secure any advantage against the Tender Committee or the State of anyone interested in the Project;

- 10.7 To the best of the Major Subcontractor's knowledge, and with respect to those part of the Pre-Qualification Submission concerned with the Major Subcontractor:
- 11.7.1 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;
 - 11.7.2 The Pre-Qualification Submission is genuine and not collusive or sham;
 - 11.7.3 All the information contained in the Pre-Qualification Submission is true, accurate, complete and current as of the Pre-Qualification Submission Date.
- 10.8 The Major Subcontractor accepts the role which has been assigned to it by the Participant as described in this Pre-Qualification Form "E", and should the Participant be announced as an Eligible Participant in accordance with the provisions of the Invitation, and will be invited by the Tender Committee to submit a bid pursuant to the provisions of the Tender Documents, it is the intention of the Major Subcontractor to enter into a detailed agreement for purposes of performing the role assigned to it by the Participant.
- 10.9 ☐ Should the Participant be announced as an Eligible Participant in accordance with the provisions of the Invitation, and will be invited by the Tender Committee to submit a bid pursuant to the provisions of the Tender Documents, the Desalination Expert will hold at least 30% of the EPC Contractor, and will perform (at least) the following activities: *[to be checked by the Desalination Expert]*
- 10.9.1 The Design of the Facility, including all of the following main systems: desalination process, the feed water system, the pretreatment system and product post treatment system;
 - 10.9.2 The Detailed Design of all of the Facility's systems, including mechanical systems, piping, electricity and control;
 - 10.9.3 Preparation of specifications for purchase of equipment, and approval of purchase orders including specifications included in equipment orders;
 - 10.9.4 Leading and supervision over the Construction Works;
 - 10.9.5 Managing and leading the quality control over the Design and Construction of the Facility;
 - 10.9.6 Leading and Supervision over the performance of Construction Completion Tests;
 - 10.9.7 Preparation of Operation and Maintenance Manuals;
 - 10.9.8 Training of personnel for the Operation and Maintenance of the Facility;

10.9.9 Supervision over the Operation of the Facility during the first two (2) years as of the issuance of a Permit to Operate the Facility;

10.9.10 Provide the warranty for the performances of the Facility during the first two (2) years as of the issuance of a Permit to Operate the Facility

10.10 ☐ Should the Participant be announced as an Eligible Participant in accordance with the provisions of the Invitation, and will be invited by the Tender Committee to submit a bid pursuant to the provisions of the Tender Documents, the EPC Expert will hold at least 30% of the EPC Contractor. *[to be checked by the EPC Expert]*

10.11 ☐ Should the Participant be announced as an Eligible Participant in accordance with the provisions of the Invitation, and will be invited by the Tender Committee to submit a bid pursuant to the provisions of the Tender Documents, the O&M Expert will hold at least 30% of the O&M Contractor. *[to be checked by the O&M Expert]*

10.12 The Major Subcontractor did not create and does not maintain, and shall refrain, during the Pre-Qualification Process, the tender process and the Project, from creating or maintaining, a conflict of interests, including a conflict of interest which may arise as a result of engaging employees, advisors or sub-contractors of the Tender Committee.

10.13 The Major Subcontractor does not employ or engage any of the advisors to the Tender Committee detailed in **Appendix "C"** of the Invitation, for the purposes of the Pre-Qualification Process or the Project.

10.14 The Major Subcontractor employs or engages the following advisors to the Tender Committee detailed in **Appendix "C"** of the Invitation, for the purposes detailed below:

10.15 The Major Subcontractor participates in the Pre-Qualification Process only within this Pre-Qualification Submission, and any person or Entity which exercises Control over it, any person or Entity under the common Control thereof, and any person or Entity Controlled thereby does not participate in the Pre-Qualification Process except within this Pre-Qualification Submission.

10.16 The Major Subcontractor's most recent audited Financial Statements do not include a "Going Concern Notice".

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, 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

PRE-QUALIFICATION FORM "F"

THE MAJOR SUBCONTRACTOR'S QUALIFICATIONS & EXPERIENCE - GENERAL

(To be completed by the Desalination Expert, EPC Expert and O&M Expert, on a separate Pre-Qualification Form)

1. Company's General Information

Name of Company: _____

Business Address: _____

Phone: _____

Facsimile: _____

E-mail: _____

Name

Title

**Address, Tel &
E-mail**

Authorized Representative: _____

Israeli Representative*: _____

**for non-Israeli companies only*

2. Company's Capabilities, Qualifications & Competence

2.1. Company Background, Qualifications and Specialization:

2.2. Company Capabilities and Competence:

2.2.1. Professional Employees

	Number	Qualifications	Education	Training	Areas of specialization
Engineers					
Technicians					
Managerial and Administrative					
Others					

2.2.2. Facilities

	Location	Types of Facilities
Fabrication, manufacture, maintenance, spare parts depots		
Engineering, design, administration		

2.2.3. Professional Registration, Accreditation, Standards & Codes

Classification of contractor and/or other registration certificates required by Israeli or foreign laws : _____

Quality Control and Assurance : _____

Accredited Fabrication and Manufacture Standards and Codes : _____

3. Company's Experience & Projects Reference Lists

Total Number of years of experience in field of offered services: _____

Total Number of projects performed in field of offered services: _____

4. Additional Relevant Information

(please specify additional relevant information and/or attach to this Pre-Qualification Form relevant documentation)

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, 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

PRE-QUALIFICATION FORM "G"

THE DESALINATION EXPERT

(To be completed by the Desalination Expert)

1. The Projects

Eligible Participants are encouraged to demonstrate as many projects as possible.

Project Details*	Projects			
	"A"	"B"	"C"	"D"
Client				
Unit Capacities [m ³ /day]				
Design				
Actual				
No. of Units in Plant				
Total production capacity - nominal [m ³ /day]				
Total production capacity - actual [m ³ /day]				
Location				
Seawater Quality				
TDS/Chlorides				
Boron				
TSS				
Turbidity				
SDI				
Contaminants				
Type of Intake				
Type of Seawater Pretreatment				
Conversion Ratio				
Type of Product Post-treatment				
Product Quality				
TDS/Chlorides				
Boron				

Project Details*	Projects			
Hardness				
Alkalinity				
Project Construction duration [months]				
Project Construction start date				
Commissioning date				
Start of Operation date				
No. of Years of Operation				
Roles & Scopes of Supply & Services <i>[in the event the project was executed by a sole purpose Entity, the Desalination Expert's share in the sole purpose Entity should also be indicated]</i>				
Senior Personnel (Names & Tasks)				
Project Value - US\$				
Site Managers and Contact Details				

* In the case of a project which is an expansion of an existing facility, the information supplied within this table shall relate to the expansion.

2. Execution as part of a Sole Purpose Entity *[to be completed in the event that any of the projects described above was executed by the undersigned as part (member) of a sole purpose Entity]*

☐ The undersigned hereby undertakes and declares as follow with respect to Project "____", "____" and "____" *[to be completed]*:

- The undersigned has performed the project detailed above as part (member) of a sole purpose Entity which was the Main Contractor of the project.
- The undersigned held (directly, or indirectly through a wholly owned sole purpose holding company) at least 30% of the rights in the sole purpose Entity.
- In case the sole purpose Entity was an unincorporated joint venture - the undersigned was responsible, jointly and severally, for the execution of such project.
- Within such sole purpose Entity, the undersigned has itself actually performed the process design of the project detailed above.

3. Execution as a Single / Sole Purpose Entity *[to be completed in the event that any of the projects described above was executed by the undersigned as a single / sole purpose Entity]*

☐ The undersigned hereby undertakes and declares as follow with respect to Project "____", "____" and "____" *[to be completed]*:

- The undersigned was the Main Contractor of the project.
- There was no other entity which actually performed the process design of the applicable project, pursuant to an agreement with the undersigned or otherwise.

Additional Relevant Information:

(please specify additional relevant information and/or attach to this Intermediate Form relevant documentation)

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, hereby do attest and confirm that _____ is authorized to sign on behalf of _____, and to commit it for purposes of the above stated Intermediate Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "H"

THE EPC EXPERT

(To be completed by the EPC Expert)

1. The Projects

Participants are encouraged to demonstrate as many projects as possible.

Project Details	Projects			
	"A"	"B"	"C"	"D"
Client				
Project Description				
Type				
Size/Capacity				
Engineering disciplines <i>[details of the engineering disciplines utilized in the project; at least: civil, mechanical, electrical and controls and instrumentation]</i>				
Location				
Role(s) in Project <i>[in the event the project was executed by a sole purpose Entity, the EPC Expert's share in the sole purpose Entity should also be indicated]</i>				
Type(s) & Scope(s) of Contracted Works				
Value of Contract – NIS*				
Start & Completion Dates				

** the NIS value shall be calculated based on the official exchange rates last published by the Federal Reserve prior to the contract execution date, and shall exclude VAT.*

2. Execution as part of a Sole Purpose Entity *[to be completed in the event that any of the projects described above was executed by the undersigned as part (member) of a sole purpose Entity]*

☐ The undersigned hereby undertakes and declares as follow with respect to Project "____", "____" and "____" *[to be completed]*:

- The undersigned has performed the project detailed above as part (member) of a sole purpose Entity, which was the Main Contractor of the project.

- The undersigned held (directly, or indirectly through a wholly owned sole purpose holding company) at least 30% of the rights in the sole purpose Entity.
- In case the sole purpose Entity was an unincorporated joint venture - the undersigned was responsible, jointly and severally, for the execution of such project.

Additional Relevant Information:

(please specify additional relevant information and/or attach to this Pre-Qualification Form relevant documentation)

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, 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

PRE-QUALIFICATION FORM "I"

THE O&M EXPERT

(To be completed by the O&M Expert)

1. The Projects

Eligible Participants are encouraged to demonstrate as many projects as possible.

Project Details*	Projects			
	“A”	“B”	“C”	“D”
Client				
Unit Capacities [m³/day]				
Design				
Actual				
No. of Units in Plant				
Total Production Capacity - nominal [m³/day]				
Total Production Capacity - actual [m³/day]				
Process				
Location				
Raw (Feed) Water/Sea Water Quality				
TDS/Chlorides				
TSS				
Boron				
Turbidity				
SDI				
Contaminants				
Other relevant parameters				
Type of Intake				
Type of Raw (Feed) Water Pretreatment				
Conversion Ratio				
Type of Product Post- treatment				
Product Quality				
TDS/Chlorides				
Boron				
Hardness				

Project Details*	Projects			
Alkalinity				
Other relevant parameters				
Project Construction duration [months]				
Project Construction start date				
Commissioning date				
Start of Operation date				
No. of Years of Operation				
Roles & Scopes of Supply & Services				
Senior Personnel (Names & Tasks) <i>[in the event the project was executed by a sole purpose Entity, the O&M Expert's share in the sole purpose Entity should also be indicated]</i>				
Project Value – US\$				
Site Managers Contact Details				

* In the case of a project which is an expansion of an existing facility, the information supplied within this table shall relate to the expansion.

2. Execution as part of a Sole Purpose Entity *[to be completed in the event that any of the projects described above was operated and maintained by the undersigned as part (member) of a sole purpose Entity]*

☐ The undersigned hereby undertakes and declares as follow with respect to Project "____", "____" and "____" *[to be completed]*:

- The undersigned has operated and maintained the project detailed above as part (member) of a sole purpose Entity, which was the O&M Contractor of the project.
- The undersigned held (directly, or indirectly through a wholly owned sole purpose holding company) at least 30% of the rights in the sole purpose Entity.
- In case the sole purpose Entity was an unincorporated joint venture - the undersigned was responsible, jointly and severally, for the operation and maintenance of such project.

Additional Relevant Information:

(please specify additional relevant information and/or attach to this Intermediate Form relevant documentation)

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, hereby do attest and confirm that
_____ is authorized to sign on behalf of _____, and to
commit it for purposes of the above stated Intermediate Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "J"

FINANCIAL ROBUSTNESS - OTHER THAN FINANCIAL ENTITIES

(To be completed by each Member and its Guarantor (if applicable) on a separate Pre-Qualification Form, and signed by their CEO or CFO)

Name of Member: _____
Member's Anticipated Holdings in the Participant: _____
Name of Guarantor *(if applicable)*: _____
Guaranteed Portion by the Guarantor (if applicable)(*): _____

() in the event the Guarantor is a Member, this Pre Qualification Form should be completed with respect to the aggregate Anticipated Holdings in the Participant of the Member seeking to rely on such Guarantor (or the relevant portion thereof under Section 5.4.8(b)), and the Anticipated Holdings in the Participant of the Guarantor (as a Member in the Participant)*

1. Financial Data:

Alternative (Alternative A or Alternative B): _____

1.1. Operating Cash Flow

1.1.1. Average Operating Cash Flow:

Year	t - 2	t - 1	t
Operating Cash Flow (CF) - original currency <i>[state the currency]</i>			
Currency exchange rate			
Operating Cash Flow (CF) - NIS			
Average Operating Cash Flow (NIS) during the last three (3) years(**)			

(**) The Average Annual Operating Cash Flow shall be calculated in accordance with the formula set forth in Section 5.4.1 of the Invitation.

1.1.2. Financial Ratio:

The Financial Ratio, calculated in accordance with section 5.4.1(c) of the Invitation is _____% (in words: _____ percent)

1.2. Equity

The Equity(***) of the Member / Guarantor (as applicable) at the last day of year (t) is:

	Year (t)
Equity - original currency [<i>state the currency</i>]	
Currency exchange rate	
Equity - NIS	

(***) Equity excluding minority interests.

t = the most recent calendar year of the Financial Statements (for removal of doubt, which is not earlier than 2025).

(****) All data in this Pre-Qualification Form is to be presented in NIS, in accordance with the provisions of Section 5.4.10 (Exchange of Currencies) of the Invitation.

2. The Member's (and Guarantor's, if applicable) most recent audited Financial Statements do not include a "Going Concern Notice".
3. The Member (and Guarantor, as the case may be), should complete this Pre-Qualification Form in accordance with the provisions of Section 5.4.9 (Content and Submission Form) of the Invitation, including submission of Financial Statements.

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights (*)</u>	<u>Date</u>
The Member	_____	_____	_____	_____
The Guarantor	_____	_____	_____	_____
 The Member's CEO/CFO	 _____	 _____		
The Guarantor's CEO/CFO	_____	_____		

(*) In his 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 the Member or the Guarantor (as the case may be) and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.

PRE-QUALIFICATION FORM "J₁"

FINANCIAL ROBUSTNESS - PRIVATE INVESTMENT FUND

(SECTION 5.4.4 OF THE INVITATION)

(To be completed by each Member which is a Private Investment Fund, or by each Member and its Guarantor which is a Private Investment Fund, on a separate Pre-Qualification Form, and signed by its CEO or CFO)

Name of Member: _____

Member's Anticipated Holdings in the Participant: _____

I, _____, the undersigned, am making this affidavit on behalf of [_____] [*name of the Private Investment Fund*]:

a. The Member is required to complete one of Sections (i) or (ii)(*):

(i) As of [_____] [the last day of year (t)], the amount of Unutilized Commitments under its management is:

	Year (t)
Unutilized Commitments - original currency [<i>state the currency</i>]	
Currency exchange rate	
Unutilized Commitments - NIS	

(ii) Based on its Financial Statements for year (t), it holds (directly or indirectly) assets with a net worth of:

	Year (t)
Assets - original currency [<i>state the currency</i>]	
Currency exchange rate	
Assets - NIS	

t = year of most recent published audited Financial Statements (and no earlier than year 2025).

** All data in this Pre-Qualification Form is to be presented in NIS, in accordance with the provisions of Section 5.4.10 (Exchange of Currencies) of the Invitation.*

b. I hereby confirm that the Member (and the Guarantor, if applicable) is not under any voluntary or involuntary bankruptcy process (liquidation or reorganization), or receivership or commencement of a similar insolvency proceeding, and that the Member's (and

Guarantor's, if applicable) most recent available Financial Statements do not include a "Going Concern Notice".

The Member (or Guarantor, if applicable) should complete this Pre-Qualification Form in accordance with the provisions of Section 5.4.4 (*Private Investment Fund*) and Section 5.4.9 (Content and Submission Form) of the Invitation, including submission of Financial Statements.

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights ^(*)</u>	<u>Date</u>
The Member	_____	_____	_____	_____
The Member's CEO/CFO	_____	_____	_____	_____
The Guarantor	_____	_____	_____	_____
The Guarantor's CEO/CFO	_____	_____	_____	_____

() In his 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 the Member or the Guarantor (as the case may be) and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.*

PRE-QUALIFICATION FORM "J₂"

FINANCIAL ROBUSTNESS - INSTITUTIONAL INVESTOR

(SECTION 5.4.5 OF THE INVITATION)

(To be completed by each Member which is an Institutional Investor, on a separate Pre-Qualification Form, and signed by its chief executive officer or chief financial officer)

Name of Member: _____
Member's Anticipated Holdings in the Participant: _____

The Member is required to complete one of the following (1) or (2)^(*)

- (1) The Equity(**) of the Member as of the last day of year (t) (after deducting the minimal equity required under the applicable law):

	Year (t)
Equity - original currency [<i>state the currency</i>]	
Currency exchange rate	
Equity - NIS	

(**) Equity excluding minority interests.

- (2) Assets under management of the Member as of the last day of year (t):

	Year (t)
Assets - original currency [<i>state the currency</i>]	
Currency exchange rate	
Assets - NIS	

t = year of most recent published audited Financial Statements (and no earlier than year 2025).

() All data in this Pre-Qualification Form is to be presented in NIS, in accordance with the provisions of Section 5.4.10 (Exchange of Currencies) of the Invitation.*

The Member should complete this Pre-Qualification Form in accordance with the provisions of Section 5.4.5 (Institutional Investor) and Section 5.4.9 (Content and Submission Form) of the Invitation, including submission of Financial Statements.

I hereby confirm that the Member is not under any voluntary or involuntary bankruptcy process (liquidation or reorganization), or receivership or commencement of a similar insolvency proceeding, and that the Member's most recent available Financial Statement does not include a "Going Concern Notice".

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights</u> (*)	<u>Date</u>
The Member	_____	_____	_____	_____
The Member's CEO/CFO	_____	_____		

() In his signature the attorney attests and confirms that the signatory(ies) on behalf of the Member are authorized to sign on behalf of the Member and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.*

PRE-QUALIFICATION FORM "J₃"

FINANCIAL ROBUSTNESS - INVESTMENT ENTITY

(SECTION 5.4.6 OF THE INVITATION)

(To be completed by each Member which is an Investment Entity, on a separate Pre-Qualification Form, and signed by its chief executive officer or chief financial officer)

Name of Member: _____
Member's Anticipated Holdings in the Participant: _____

I, _____, the undersigned, am making this affidavit on behalf of [_____] [*name of the Investment Entity*]:

The Equity(*) of the Member as of the last day of year (t) after deducting the minimal equity required under the applicable law): (*)

	Year (t)
Equity - original currency [<i>state the currency</i>]	
Currency exchange rate	
Equity - NIS	

(*) Equity excluding minority interests.

t = year of most recent published audited Financial Statements (and no earlier than year 2025).

*(**) All data in this Pre-Qualification Form is to be presented in NIS, in accordance with the provisions of Section 5.4.10 (Exchange of Currencies) of the Invitation.*

I hereby confirm that the Member is not under any voluntary or involuntary bankruptcy process (liquidation or reorganization), or receivership or commencement of a similar insolvency proceeding, and that the Member's most recent available Financial Statement does not include a "Going Concern Notice".

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights (*)</u>	<u>Date</u>
The Member	_____	_____	_____	_____
The Member's CEO/CFO	_____	_____		

() In his signature the attorney attests and confirms that the signatory(ies) on behalf of the Member are authorized to sign on behalf of the Member and to commit such Entity for purposes of the above stated Pre-Qualification Form, for all purposes and intents.*

PRE-QUALIFICATION FORM "K"

LETTER OF GUARANTEE

(to be completed by each Guarantor, to the extent applicable, in accordance with the provisions of Section 5.4 (Financial Pre-Qualification Requirements) of the Invitation, on a separate form)

Date: _____

To:
Mr. Gal Lando, Chairman of the Tender Committee
Accountant General Division
Ministry of Finance
Jerusalem

Dear sir,

Re: Invitation for Pre-Qualification to a Tender for a 400 Million m³/year Seawater Desalination Facility at the Emek Hefer Industrial Zone
Build, Operate and Transfer (BOT) Project
(the "Invitation")

f

The undersigned _____ *[name of the Guarantor to be completed]* (the "**Guarantor**"), hereby confirms and warrants to the State as follows, with respect to _____ *[name of Member seeking to rely on the financial results of the Guarantor, to be completed]* (the "**Company**"), in its capacity as a Member of _____ *[name of Participant to be completed]* (the "**Participant**"), submitting a Pre-Qualification Submission in response to the Invitation:

1. The Guarantor *[please check the applicable]*:

☐ Controls the Company 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 also a Member of the Participant, holding _____ *[Guarantor's Anticipated Holdings in the Participant, to be completed]* in the Participant;

2. The Company 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 Participant's compliance with the Financial Pre-Qualification Requirements set forth in the Invitation, instead of the Company's financial information.

4. The Guarantor confirms that all information which is included by it or on its behalf in the Pre-Qualification Submission is true, accurate, complete and correct as of the Pre-Qualification Submission Date.

5. 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.
6. The Guarantor has read the Invitation and is familiar with the provisions thereof, and in particular the provisions of Section 2.14 thereof (Reservation of Rights).
7. In the event the Tender Committee determines that the Pre-Qualification Submission submitted by the Participant complied with the requirements of the Invitation, and that the Participant, its Members and Major Subcontractors demonstrated compliance with the Pre-Qualification Requirements, and the Participant will be announced Eligible Participant and invited to submit a bid in accordance with the provisions of the Tender Documents, and should the Participant decides to submit a bid, the Guarantor hereby undertakes to issue the Tender Committee, within the bid to be submitted by the Participant, with the Member's undertaking that shall be detailed under the Tender Documents.
8. The Guarantor is a company duly incorporated, duly organized and validly existing under the laws of _____ *[insert Guarantor's applicable jurisdiction]* and the execution, delivery and performance by the Guarantor of 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 Guarantor; (ii) any law, rule or regulation having the force of law in _____ *[insert applicable jurisdiction]*; (iii) to the best of the undersigned's knowledge, any judgment, writ, injunction, decree or ruling of any _____ *[insert applicable jurisdiction]* court or other governmental body applicable to the Guarantor; or (iv) any agreement, contract or other instrument known to the undersigned to which the Guarantor is a party or to which it is subject.
9. Neither the Guarantor nor any Interested Party therein (provided that with respect to the directors or the CEO thereof - only if they are involve in the Pre-Qualification Process and/or the Tender Process) are residents of or domiciled (citizens) in a state which does not have diplomatic relations with the State of Israel;
10. The Guarantor (including the office holders thereof which are involved in the Pre-Qualification Process and/or the Tender Process) is not a Declared Entity and it is not a Related Entity of a Declared Entity.
11. The Guarantor did not create and does not maintain, and shall refrain, during the Pre-Qualification Process, the tender process and the Project, from creating or maintaining, a conflict of interests, including a conflict of interest which may arise as a result of engaging employees, advisors or sub-contractors of the Tender Committee.
12. The Guarantor does not employ or engage any of the advisors to the Tender Committee detailed in **Appendix "C"** of the Invitation, for the purposes of the Pre-Qualification Process or the Project.
13. The Guarantor employs or engages the following advisors to the Tender Committee detailed in **Appendix "C"** of the Invitation, for the purposes detailed below:

14. Unless otherwise defined herein, all terms shall have the same meaning ascribed to them in the Invitation.

Faithfully yours,

Date

Stamp and Signature

I, _____, attorney-at-law, 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

PRE-QUALIFICATION FORM "L"

CRIMINAL INFORMATION AFFIDAVIT

(To be completed on a separate form by (i) each Member, (ii) Chairman of the Board of Directors of each Member, (iii) Chief Executive Officer of each Member, (iv) any Office Holder (or equivalent position) of a Member which is significantly involved in the Pre-Qualification Process and/or in the Tender Process; (including individuals);

and (v) the Guarantor;

and (vi) the EPC Contractor (to the extent the EPC Contractor exists at the Pre-Qualification Submission Date), (vii) the O&M Contractor (to the extent the O&M Contractor exists at the Pre-Qualification Submission Date), (viii) the Desalination Expert, (ix) the EPC Expert, and (x) the O&M Expert ;

each on a separate form]

(Capitalized terms shall have the meaning ascribed to them in the Invitation)

To:

Mr. Gal Lando, Chairman of the Tender Committee

Accountant General Division

Ministry of Finance

Jerusalem

Dear sir,

**Re: Invitation for Pre-Qualification to a Tender for a 400 Million m³/year Seawater
Desalination Facility at the Emek Hefer Industrial Zone
Build, Operate and Transfer (BOT) Project
(the "Invitation")**

I, the undersigned, _____, ID no. / Passport no. _____ after having been forewarned that I am to declare the truth and that I will be subject to the penalties prescribed by Law should I refrain from doing so, hereby declare in writing as follows:

1. In this affidavit:

"Criminal Information Law" shall mean the Criminal Information and Rehabilitation Law, 5779-2019.

"Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information)" shall mean the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information - Limiting Information on Pending Cases where no Indictment has been filed), 5782-2022.

"Offence" shall mean: (i) the criminal offences included in Sections 6-10 of Annex [4 התוספת הרביעית] to the Criminal Information Law, 5779-2019 (the **"Criminal Information Law"**), (ii) the criminal offences included in Chapters Seven (National Security, Foreign Relations and Official Secrets), Eight (Offences Against Political and Social Order), Nine (Offences relating to Public Order and Justice) or Ten (Bodily Harm) to the Penal Law, 5737-1977; (iii) similar offences under foreign laws; whether committed in Israel or abroad.

2. I serve as _____ of _____.

3. I hereby give this affidavit [check the applicable] -

☐ on behalf of myself and with respect to myself;

☐ on behalf of _____, in its capacity as: ☐ Member ☐ Guarantor
☐ EPC Contractor ☐ O&M Contractor ☐ Desalination Expert ☐ EPC Expert ☐ O&M Expert ("**Referenced Entity**").

4. This affidavit is given as part of the Pre-Qualification Process in reference and as part the Pre-Qualification Submission of _____ [the Participant], and subject to the provisions of the Criminal Information Law and its Regulations.

5. Following an inquiry and examination that I have conducted with respect to ☐ myself ☐ the Referenced Entity [check the applicable] ("**Applicable Entity**"), I hereby declare that:

☐ (i) The Applicable Entity was not convicted of an Offence, and (ii) there is no criminal information relating to an Offence regarding the Applicable Entity, in the criminal record [המרשם הפלילי], as such term is defined in Sections 1 and 14 of the Criminal Information Law [מידע מהמרשם הפלילי] (or any equivalent foreign registration); with respect to which the relevant statute of limitation period [תקופת ההתיישנות] and/or deletion period [תקופת המחיקה] pursuant to such law – has not yet expired.

☐ (i) The Applicable Entity was convicted of an Offence, and (ii) there is criminal information relating to an Offence regarding the Applicable Entity, in the criminal record [המרשם הפלילי], as such term is defined in Sections 1 and 14 of the Criminal Information Law [מידע מהמרשם הפלילי] (or any equivalent foreign registration); with respect to which the relevant statute of limitation period [תקופת ההתיישנות] and/or deletion period [תקופת המחיקה] pursuant to such law – has not yet expired; but such information should not preclude the Participant from participating in the Pre-Qualification Process, or the Tender Process or from executing the Project, for the following reasons [Please provide full details of the Offence and conviction and the reasons for not disqualifying the Participant]:

☐ (i) To the best of my knowledge, no investigation is being conducted, nor indictment has been served, against the Applicable Entity with respect to an Offence, and (ii) there is no criminal information relating to an Offence, regarding the Applicable Entity, in the police record [המרשם המשטרה], as such term is defined in Sections 1 and 30 of the Criminal Information Law [מידע מהמרשם המשטרה] (or any equivalent foreign registration); with respect to which the relevant period pursuant to the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information) (or any equivalent foreign law) – has not yet expired.

☐ (i) An investigation is being conducted, or indictment has been served, against the Applicable Entity with respect to an Offence, and (ii) there is a criminal information

relating to an Offence, regarding the Applicable Entity, in the police record המרשם [המשטרה], as such term is defined in Sections 1 and 30 of the Criminal Information Law [מידע מהמרשם המשטרה] (or any equivalent foreign registration); with respect to which the relevant period pursuant to the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information – Limiting Information on Pending Cases where no Indictment has been filed) (or any equivalent foreign law) – has not yet expired; but such information should not preclude the Participant from participating in the Pre-Qualification Process or the Tender Process or from executing the Project, for the following reasons [*Please provide full details of the Offence and investigation / indictment and the reasons for not disqualifying the Participant*]:

6. The Israeli Police is entitled to disclose to the Tender Committee information relating to the Applicable Entity, from the criminal record המרשם הפלילי and from the police record המרשם [המשטרה], in accordance with the Criminal Information Law and its Regulations, for the purpose of the Pre-Qualification Process or the Tender Process, pursuant to Sections 14 and 30 of the Criminal Information Law.
7. The above consent shall also apply to the disclosure of criminal information to the Tender Committee from time to time, for the purpose of periodic review of any changes to the criminal information relating to the Applicable Entity.
8. I acknowledge that pursuant to the Criminal Information Law, every person has the right to review information about themselves in the criminal record and the police criminal record.
9. I acknowledge that if there is any such record relating to the Applicable Entity, it shall not necessarily preclude participation in the Pre-Qualification Process or the Tender Process, and that I am entitled to provide information relating to rehabilitation or personal matters, in order for such information to be taken into account in the examination of the Pre-Qualification Submission (and the Bid), in accordance with the criteria set by Law.
10. I acknowledge and agree that in the event the Tender Committee or the State, as the case may be, disqualify the Participant or Bidder, as the case may be, or impose conditions on the Participant or the Bidder, as the case may be, or following the execution of the Agreement terminate the Agreement, based on criminal information pertaining to the Applicable Entity, the Participant, Bidder or Concessionaire/Project Company, as applicable, will be notified that such decision was due to pertaining to the Applicable Entity, without detailing the content of such information.
11. I hereby waive the right to receive notice about the disclosure of criminal information pertaining to the Applicable Entity to the Tender Committee, subject to the Criminal Information Law and its Regulations.

This is my name, this is my signature and all of the above is the truth.

Date

Name, Signature and Stamp

[in case the affidavit is given on behalf of a Referenced Entity - fill-in the below confirmation:]

I, _____, attorney-at-law, 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, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "M"

NO GOING CONCERN

[To be printed on the letterhead of the accounting firm]

[To be completed by the external auditor of each Participating Entity, in accordance with Section 5.4.7 (No Going Concern) of the Invitation]

(Capitalized terms shall have the meaning ascribed to them in the Invitation)

Date: _____

To: _____ *[Name of Participating Entity]*

Re: Auditor's Confirmation Regarding the Absence of a "Going Concern" Note in the Financial Statements

At your request, and in our capacity as the auditors of _____ (the "**Company**"), we hereby confirm as follows:

1. We have served as the auditors of the Company since _____.
2. *[The inapplicable option between Sections 2.1 and 2.2 should be deleted]*
 - 2.1. The Company's audited / reviewed financial statements as of _____ were audited / reviewed (as applicable) by our firm. The auditors' report was signed on _____.
 - 2.2. The Company's audited / reviewed financial statements as of _____ were audited / reviewed (as applicable) by other auditors. The other auditors' report was signed on _____.
3. The auditors' report issued with respect to the above audited / reviewed financial statements does not include a paragraph drawing attention to / an emphasis of matter paragraph regarding significant doubts as to the Company's ability to continue as a "going concern".(*)
4. We have received information from the Company's management regarding the results of its operations since the audited / reviewed financial statements and have also held a discussion with the Company's management on the subject of "going concern".
5. As of the date of our signing this letter, based on the examinations described in Section 4 above, no information has come to our attention indicating a material adverse change in the Company's business condition that would give rise to significant doubts as to the Company's ability to continue as a "going concern".(**)

(*) For purposes of this confirmation, "going concern" shall have the meaning ascribed to such term in Auditing Standard (Israel) 570, Going Concern, issued by the Institute of Certified Public Accountants in Israel.

(**) If fewer than three (3) months have elapsed since the date on which the auditor signed the auditor's report, then Sections 4 and 5 are not required.

Yours faithfully,

Certified Public Accountants

PRE-QUALIFICATION FORM "N"

PUBLIC ENTITIES TRANSACTIONS LAW AFFIDAVIT

(To be completed and signed, 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.

☐ **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