

PUBLIC TENDER ANNOUNCEMENT

1. Announcer of tender:

SPP – distribúcia , a.s.

Registered office:

Mlynské nivy 44/b, 825 11 Bratislava, Slovak republic
joint stock company registered the Commercial Register of the
District Court Bratislava I, Section: Sa, Entry no.: 3481/B

Business Registration
Number:

35 910 739

2. Contact person of Tender Announcer:

Name: JUDr. Marián Uhrík
Telephone: 02/2040 2112
E – mail: marian.uhrík@spp-distribucia.sk

3. Subject of Public tender:

Legal advisory on bond issue

Scope of provided services should include all the task customarily undertaken by the legal counsel to the issuer of a eurobond emission (Regulation S) to be admitted on Euronext Dublin („Transaction“), including but not limited to:

- drafting disclosure parts of the prospectus (other than any industry or market overview section which would be drafted by the banks, if applicable) and holding the pen on the prospectus;
- reviewing and negotiating the terms and conditions and a standard set of transaction documentation customary for this type of transaction prepared by the legal counsel to the joint lead managers;
- reviewing and commenting on an investor presentation;
- liaising with the listing agent regarding review and approval of the prospectus by the Central Bank of Ireland and admission of the notes to trading on the regulated market of Euronext Dublin;
- drafting and issuing a legal opinion as to Slovak law in a customary form;
- participating in a management due diligence call or meeting and in weekly update calls; and
- assistance with preparation and compilation of customary conditions precedent and deliverables at signing and closing.

Further information provided in Tender documentation.

4. Type of agreement to be concluded and other business terms and conditions:

Agreement to Provide Legal Services

The Bidder proposes price and other conditions under which he will provide the Services. At the same time, the Bid proposed by the Bidder shall include business and contractual terms (the obligatory content requisites of a contract), which will be stated in Tender documentation.

5. Tender participation conditions:

In order to prove the ability to fulfill the subject of the agreement, the Bidder is obliged to submit the documents specified in the Tender documentation.

Akciová spoločnosť je zapísaná v Obchodnom registri Okresného súdu Bratislava 1, oddiel SA, vložka číslo 3481/B

The Announcer reserves right to exclude from Tender such Bidder, who breached his contractual obligations in previous contractual relationship with Announcer, while such breach includes, but is not limited to, breach of any obligation of Bidder arising from any agreement concluded between Announcer and Bidder, any act of Bidder that resulted in breach of any obligation of Bidder arising from any agreement concluded between Bidder and Announcer, Bidder's unjust enrichment at the expense of Announcer or act of Bidder resulting into Bidder's unjust enrichment at the expense of Announcer or damage to reputation or other legitimate interests of announcer.

Forming association in order to demonstrate ability of Bidder to perform subject of procurement is not allowed.

6. Submission of Bids:

Bidders submit Bids in Slovak, Czech or English language.

Bid shall be prepared and submitted in electronic form using portal <http://spp-distribucia.proebiz.com> upon requirements provided in Tender documentation. Details are provided in Tender documentation.

7. Deadline for submission of Bids:

To March 9th, 2021 to 12.00 pm.

8. Deadline for announcing selected Bid:

Deadline for announcing acceptance of Bid shall be to June 30th, 2021. Announcer reserves the right to extend such deadline.

9. Date and place of Bids assessment:

Period for Bids assessment shall begin by opening envelopes with Bids and finish by announcing the accepted Bid and conclusion of Agreement. Bids assessment place is the registered office of Announcer (Mlynské nivy 44/b, 825 11 Bratislava, Slovak republic).

10. Guarantee

Announcer does not require guarantee.

11. The method for selecting the most appropriate Bid:

Announcer concludes Agreement with such Bidder, who fulfils all participation conditions including all conditions provided in Tender documentation and on the basis of Bids assessment in accordance with criteria for Bids assessment provided in Tender documentation will be the first one in the ranking list of Bids.

Announcer reserves the right to limit number of Bidders after submitting Bids and to invite this way selected Bidders to individual negotiations on conditions of Agreement.

Announcer reserves the right to negotiate with Bidders about Bids in several consequent phases with possibility to invite Bidders to submit updated Price bid after each phase of negotiation.

In accordance with § 283 of Commercial Code, Announcer reserves the right to change announced conditions of this tender or to cancel tender without any reason.

Announcer reserves the right to reject all submitted Bids or to conclude Agreement with more Bidders.

Akciová spoločnosť je zapísaná v Obchodnom registri Okresného súdu Bratislava 1, oddiel SA, vložka číslo 3481/B

12. Commitment to cover costs

Announcer does not cover Bidder's costs related to his participation in this Tender. Bidders fully bear their costs related to their participation in this Tender.

13. Further information:

Announcer will provide Tender documentation on the base of the written request for participation sent to the address: marian.uhrik@spp-distribucia.sk from the day of the announcement of Tender on Announcer's web site no later than March 2nd, 2021 to 12.00 pm. In the written request for participation must be indicated business name, registered office, business registration number and contact person (name, surname, telephone number, e-mail) communicating on behalf of the Applicant.

Tender documentation will be available to potential Bidders after their registration at the portal proebiz.com.

Bid may be submitted only by Bidder who within prescribed period asked for Tender documentation and to whom they were provided by Announcer.