

PRE-QUALIFICATION FORM "A"

THE PRE-QUALIFICATION SUBMISSION LETTER

(To be completed by the Participant (in the event that the Participant is not incorporated at the time of the Prequalification Submission Date, the form shall be signed by the authorized signatories of the Participant pursuant to the agreement between the Members thereof) and all Members of the Participant and labeled sequentially (e.g. A1, A2) for each Member, if applicable)

To:

Mr. Avi Dor
Chairman of the Tender Committee
c/o Mr. Efraim Bibi
Coordinator of the Tender Committee
Division of Public Private Partnership Projects
Inbal Insurance Company Ltd.
Inbal House, Arava St.
Airport City

Dear Sir,

Re: BOT PROJECT – LNG RECEIVING TERMINAL

In response to the Prequalification Documents issued on _____, to submit a Prequalification Submission;

1. We, the undersigned, _____ (*name of Participant to be completed*), and all the Members thereof, _____; _____; _____; (*name of Members to be completed*) have thoroughly and carefully read the Prequalification Documents, and are pleased to submit our Prequalification Submission.
2. We agree to all of the provisions in the Prequalification Documents and we submit our Prequalification Submission in accordance with the terms and provisions contained therein.
3. We warrant that the Prequalification Submission is accurate, complete and up-to-date at time of the Prequalification Submission Date, in accordance with the requirements of the Prequalification Documents.
4. We understand that the submission of our Prequalification 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 Prequalification Requirements; that the Tender Committee has the right to reject, at its sole discretion, the Prequalification Submission submitted by the Participant; and that the Tender Committee has the right, at its sole discretion, to cancel the Tender Process and to reject all Prequalification Submissions at any time, all, in accordance with the provisions of the Prequalification Documents.
5. Incorporated hereto, and made an integral part of the Prequalification Submission, are all Prequalification Forms, attachments and annexes thereto, and other annexes attached to the Prequalification Submission as described herein:

- **Prequalification Form “A”** - **The Pre-Qualification Submission Letter**
- **Prequalification Form “B”** - **The Participant**
- **Prequalification Form “C”** - **The Members of the Participant**
- **Prequalification Form “D”** - **The Participant and its Subcontractors**
- **Prequalification Form “E”** - **The Subcontractor’s of the Participant**
- **Prequalification Form “F”** - **Qualification & Experience**
- **Prequalification Form “G”** - **Letter of Confirmation**
- **Prequalification Form “H”** - **Member's Financial Robustness**
- **Prequalification Form “I”** - **Letter of Guarantee**

6. Attached herein is a copy original *[check applicable]* of the receipt of purchase of the Prequalification Submission Documents.

7. Detailed herein is information which the Participant considers to be of a commercially sensitive or secret nature concerning the Prequalification Submission *[to be completed in accordance with the provisions of Section 8.6 of the Prequalification Document]*:

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

Addenda No. _____	Date Received: _____
Addenda No. _____	Date Received: _____
Addenda No. _____	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 Prequalification Form, for all purposes and intents.*

PREQUALIFICATION FORM “B”

THE PARTICIPANT

(To be completed and signed by the Participant (in the event that the Participant is not incorporated at the time of the Prequalification Submission Date, the form shall be signed by the authorized signatories of the Participant pursuant to the agreement between the Members thereof) and all Members of the Participant and labeled sequentially (e.g. B1, B2) for each Member, if applicable)

1. Name:

Business Address: _____
Phone: _____
Facsimile: _____
E-mail: _____

2. Authorized Representative: _____

3. Directors or Executives of the Participant:	<u>Name</u>	<u>Profession</u>	<u>Title</u>
<i>(In the event that the Participant is not incorporated at the time of the Prequalification Submission Date, the form shall include the names of the persons designated for such position, if applicable)</i>	_____	_____	_____
	_____	_____	_____

4. Members’ Anticipated Holdings in the Participant:

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

5. Holding Chart of the Participant including each Member.

6. The Participant hereby represents and warrants as follows and acknowledges that the Tender Committee is relying thereon¹:

- The Prequalification Submission is not made in the interest of, or on behalf of, any undisclosed person, corporation, company, voluntary association, partnership, trust, or unincorporated association;

¹ In the event the Participant is not incorporated at the time of the Pre-Qualification Submission Date, the said declaration shall be executed by each Member.

- The Prequalification Submission is genuine and not collusive or misleading;
- 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 misleading Prequalification 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 Government of anyone interested in participating in the Tender Process; and
- Should the Participant be announced as an Eligible Participant, and will be invited by the Tender Committee to participate in the RFP Stage, it is the intention of all Members to enter into a detailed agreement between them and to form a new company, incorporated under the Laws of the State of Israel, all, as required under the provisions of the Prequalification Documents and in accordance thereof. The sole purpose of the new company shall be the participation in the RFP Stage 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.

7. Power of Attorney for Authorized Representative

The undersigned Participant and any and all Members, hereby empower and authorize _____, Israel Identity Number _____, of _____[address in Israel] to act as Authorized Representative on behalf of the Participant and any and all the Members during the Tender Process, to sign, execute, deliver and accept on behalf of the Participant and all of the Members all documents and instruments with respect to the Participant’s participation in the Tender Process and to receive instructions and documents from the Tender Committee for and on behalf of any and all the Members of the Participant and the Participant during the Tender Process.

In addition, the Authorized Representative is hereby authorized to accept service of any and all documents and/or notices on behalf of any and all the Members of the Participant.

Faithfully yours,

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of² signatory</u>	<u>Date</u>
The Participant	_____	_____	_____	
Member	_____	_____	_____	
Member	_____	_____	_____	
Member	_____	_____	_____	
	_____	_____	_____	

²In 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.

PREQUALIFICATION FORM "C"

THE MEMBERS OF THE PARTICIPANT

(To be completed and signed by each Member of the Participant and labeled sequentially (e.g. C1, C2) for each Member)

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

2. Directors or Executives of the Member (as applicable):	<u>Name</u>	<u>Profession</u>	<u>Title</u>
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
	_____	_____	_____

3. Representative:	<u>Name</u>	<u>Title</u>	<u>Address, Tel & Fax No.'s</u>
Israeli Representative*:	_____	_____	_____
<i>*for non-Israeli companies only</i>	_____	_____	_____

4. Legal Status of Member:
(check applicable)

Private	<input type="checkbox"/>
Partnership	<input type="checkbox"/>
Limited Liability	<input type="checkbox"/>
Joint Venture	<input type="checkbox"/>
Other (<i>explain</i>)	<input type="checkbox"/>

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 Prequalification Requirement the Member will be demonstrating compliance with:

(if applicable, detail which of the Prequalification Requirements detailed in Section 6 of the Prequalification Submission Document, if any, will the Member be demonstrating compliance with, other than the Financial Pre-Qualification Requirements)

10. Role Assigned to Member by the Participant:

The Member accepts the role which has been assigned to it by the Participant as described in this Prequalification Form “C”, 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 with the Eligible Participant for purposes of performing the role assigned to it by the Eligible Participant.

11. 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 Prequalification Submission Date, and, if applicable, confirmation of registration under the Law for Registration of Construction and Engineering Works Contractors (1969). Non-Israeli Entities should attach certified copies of their equivalent registration within their countries' jurisdictions.]

12. The Member hereby represents and warrants as follows and acknowledges that the Tender Committee is relying thereon:

- The Member is duly incorporated, organized and validly existing under the laws of the jurisdiction in which it was organized and shall present the Tender Committee with valid certificates providing evidence thereof and attached herein as Annex “A” to this Prequalification Form “C”;
- *[Check the applicable option]*
 - Neither the Member, any directors or managers thereof nor Interested Parties in the Participant (which are connected to the Member, based on the Anticipated Holdings in the Eligible Participant) have been convicted in an Offense, nor are there criminal proceedings with respect to an Offense being conducted against either of them.
 - The Member and/or any directors or managers thereof and/or Interested Parties in the Participant *[check applicable]* have been convicted in

the following Offenses *[to be completed by the Member]*:

- The following criminal proceedings are being conducted against the Member and/or any directors or managers thereof and/or Interested Parties in the Participant, with respect to the following Offenses *[check applicable]* *[to be completed by the Member]*:

- Neither the Member nor any Interested Party therein are residents or nationals of a Hostile State;
- 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 Tender Process);
- 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;
- 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 misleading Prequalification 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 Government of anyone interested in participating in the Tender Process;
- The Member shall not employ or engage any of the advisors to the Tender Committee [as detailed in section 3.10 of the Prequalification Document], for the purposes of the Tender Process or the Project, unless otherwise authorized by the Tender Committee;
- The Member participates in the Tender Process only within this Prequalification Submission;
- 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 Tender Process except within this Prequalification Submission; and
- In the event the Tender Committee determines that: (i) the Prequalification Submission submitted by the Participant complied with the requirements of the Prequalification Documents; (ii) the Participant, its Members and Subcontractors have met the Prequalification Requirements; and (iii) the Participant will be invited to participate in the RFP Stage in accordance with the provisions of the Tender Documents, then 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,

By

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "D"

PARTICIPANT'S SUBCONTRACTOR

(to be completed and signed by the Participant (in the event that the Participant is not incorporated at the time of the Prequalification Submission Date, the form shall be signed by the authorized signatories of the Participant pursuant to the agreement between the Members thereof) with respect to each Subcontractor or Participant (Collectively in this Prequalification Form "D" - "Entity") participating in the Prequalification Submission and labeled sequentially (e.g. D1, D2) for each Entity)

1. Name of Entity:

Business Address:

Phone:

Facsimile:

E-mail:

Member: Yes/No

2. (a) The Prequalification Requirement the Entity will be demonstrating compliance with:

2. (b) Role Assigned to Entity by the Participant:

3. The Participant hereby represents and warrants and acknowledges that the Tender Committee is relying thereon, that to the best of the Participant's knowledge and after a due enquiry, the Entity, as detailed in this Prequalification Form "D", complies with all applicable requirements of the Prequalification Documents.

Faithfully yours,

By

Date

Stamp and Signature of Bidder

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM "E"

THE SUBCONTRACTOR OF THE PARTICIPANT

(To be completed and signed by each Subcontractor and Participator (as applicable) participating in the Prequalification Submission and labeled sequentially (e.g. E1, E2) for each Entity)

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

2. (a) **The Prequalification Requirements the Entity will be demonstrating compliance with:** _____

- (b) **Role Assigned to Entity by the Participant:** _____

- | | <u>Name</u> | <u>Profession</u> | <u>Title</u> |
|---|-------------|-------------------|--------------|
| 3. Directors or Executives of the Entity:

(as applicable) | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |
| | _____ | _____ | _____ |

- | | <u>Name</u> | <u>Title</u> | <u>Address, Tel & Fax No.'s</u> |
|---------------------------|-------------|--------------|-------------------------------------|
| 4. Representative: | _____ | _____ | _____ |
| Israeli Representative*: | _____ | _____ | _____ |
- *for non-Israeli companies only*

5. **Legal Status of Company:**
(check applicable)
- | | |
|-------------------|--------------------------|
| Private | <input type="checkbox"/> |
| Partnership | <input type="checkbox"/> |
| Limited Liability | <input type="checkbox"/> |
| Joint Venture | <input type="checkbox"/> |
| Other (explain) | <input type="checkbox"/> |
- _____

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

Date of Registration: _____

7. Authorized Share Capital:

Issued and Fully Paid Up Capital : _____

8. Interested Parties :

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

If yes – identify and provide details:

10. Detailed Tree of the Subcontractor or Participator

11. Authorizations and Certificates

[Israeli Entities should attach, within this Section, certificates from their Auditors or Certified Public Accountants or the Israel Tax Authority confirming proper bookkeeping and proper reporting to the VAT Authorities, valid to the Prequalification Submission Date, and, if applicable, confirmation of registration under the Law for Registration of Construction and Engineering Works Contractors (1969). Non-Israeli Entities should attach certified copies of their equivalent registration within their countries' jurisdictions.]

12. The Entity hereby represents and warrants as follows and acknowledges that the Tender Committee is relying thereon:

- The Entity is duly incorporated, organized and validly existing under the laws of the jurisdiction in which such a Entity was organized and shall present the Tender Committee with valid certificates providing evidence thereof and attached herein as Annex “A” to this Prequalification Form “E”;
- Neither the Entity nor any Interested Party therein or directors or managers thereof has been involved in a criminal activity;
- *[check the applicable option]*
 - Neither the Entity nor any Interested Party therein or any directors or managers thereof have been convicted in an Offense, and there are no criminal proceedings with respect to an Offense being conducted against either of them.
 - The Entity an Interested Party therein and/or any directors or managers thereof *[check applicable]* have been convicted in the following Offenses *[to be completed by the Entity]* :

- The following criminal proceedings are being conducted against the Entity

an Interested Party therein and/or any directors or managers thereof, with respect to the following Offenses [*check applicable*] [*to be completed by the Entity*] :

- The Entity and nor any Interested Party therein are residents or nationals of a Hostile State;
- The Entity 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 Tender Process;
- There are no actions or proceedings pending nor, to the best of the Entity’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;
- The Entity has not, directly or indirectly, induced or solicited any other Participant or Member(s) of a Participant to put in a false or misleading Prequalification 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 Government of anyone interested in participating in the Tender Process;
- To the best of the Entity’s knowledge, and with respect to those part of the Prequalification Submission concerned with the Entity:
 - The Prequalification 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;
 - The Prequalification Submission is genuine and not collusive or misleading;
 - All the information contained in the Prequalification Submission is true, accurate, complete and current as of the Prequalification Submission Date.
- The Entity confirms that it has read the Prequalification Documents and agrees to its terms as they apply to it. The Entity accepts the role which has been assigned to it by the Participant as described in this Prequalification Form “E”, and should the Participant be announced as an Eligible Participant, it is the intention of the Entity to enter into a detailed agreement with the Eligible Participant for purposes of performing the role assigned to it by the Eligible Participant.
- The Entity participates in the Tender Process only within this Prequalification 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 Tender Process except within this Prequalification Submission.

Faithfully yours,

By

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM “E”
ANNEX “A”

CERTIFICATE OF INCORPORATION

PRE-QUALIFICATION FORM “F”

QUALIFICATIONS & EXPERIENCE

(To be completed and signed by each of the applicable Member or Subcontractor or Participant (Collectively in this Prequalification Form “F” - “Company”) demonstrating compliance with the Prequalification Requirements specified in Sections 6.1 of the Prequalification Document and labeled sequentially (e.g. F1, F2) for each Company)

1. Company’s General Information

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

	<u>Name</u>	<u>Title</u>	<u>Address, Tel & Fax No.’s</u>
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

Areas	Types of Equipment
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: _____

** Where applicable, Israeli contractors should attach within this Section, certified copies of their registration under the Law for Registration of Construction and Engineering Works Contractors (1969). Foreign contractors should attach certified copies of their equivalent registration within their countries' jurisdictions.*

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: _____

Description of projects executed by the Company in field of offered services: _____

4. Description of the LNG Project:

(Please provide a preliminary description of the Participant's proposed offshore LNG Receiving Terminal to be constructed and operated as part of the LNG Project - all as required under Sections 7 of the Prequalification Document)

5. Additional Relevant Information

(Please specify additional relevant information and/or attach to this Prequalification Form relevant documentation)

Faithfully yours,

By

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM “G”

LETTER OF CONFIRMATION

(to be completed and signed by a Participant, to the extent applicable, in accordance with the provisions of Section 6.1.4 of Prequalification Document)

Date: _____

To:

Mr. Avi Dor
Chairman of the Tender Committee
c/o Mr. Efraim Bibi
Coordinator of the Tender Committee
Division of Public Private Partnership Projects
Inbal Insurance Company Ltd.
Inbal House, Arava St.
Airport City

Dear sir,

Re: LNG Receiving Terminal - Build, Operate and Transfer (BOT)

The undersigned _____ (the “**Participant**” or the “**Company**”), hereby confirms and warrants to the Government as follows:

1. The Company Controls; or is under the common Control together with such Member or Subcontractor; or is Controlled by *[check applicable];* _____ *[name of Member or Subcontractor to be completed]* (the “**Member**” or the “**Affiliate**”), 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.]*.
2. The Affiliate has informed the Company of the Tender Documents and its participation in the Tender Process.
3. The Company hereby requests that its own professional experience, which is included in the Prequalification Submission submitted by _____ *[name of Participant to be completed]* of which the Affiliate is a part (the “**Participant**”), will be taken into account in determination of the Participant’s compliance with the Prequalification Requirements set forth in Section 6.1 of the Prequalification Document.

4. The Company confirms that all information which is included by it or on its behalf in Prequalification Submission is true, accurate, complete and correct as of the Prequalification Submission Date.
5. The Company shall provide the Tender Committee with any information, which may be required by the Tender Committee at any stage of the Tender Process in order to carry out its evaluation of the Prequalification Submission.
6. The Company has read the Prequalification Documents.
7. In the event the Tender Committee determines that the Prequalification Submission submitted by the Participant complies with the requirements of the Tender Documents, and that Participant, its Members and Subcontractors are compliant with the Prequalification Requirements, and the Participant submits a Bid in accordance with the provisions of the Tender Documents, the Company will be required in the RFP Stage to jointly and severally be responsible for the obligations of the Affiliate in accordance with the requirements of the Tender Documents.
8. The Participator is a company duly incorporated, duly organized and validly existing under the laws of _____ [*insert Participator's applicable jurisdiction*] and the execution, delivery and performance by the Participator of Prequalification Forms submitted by it in connection with the Prequalification 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 Participator; (ii) any law, rule or regulation having the force of law in _____ [*insert Participator's applicable jurisdiction*]; (iii) to the best of the undersigned's knowledge, any judgment, writ, injunction, decree or ruling of any _____ [*insert Participator's applicable jurisdiction*] court or other governmental body applicable to the Participator; or (iv) any agreement, contract or other instrument known to the undersigned to which the Participator is a party or to which it is subject.
9. Unless otherwise defined herein, all terms shall have the same meaning ascribed to them in the Prequalification Documents.

Faithfully yours,

By

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law

PRE-QUALIFICATION FORM “H”

MEMBER'S FINANCIAL ROBUSTNESS

(To be completed by each Member and/or a Related Entity (as applicable) on a separate Prequalification Form, and signed by the external auditor of such Member and/or the applicable Related Entity)

Name of Member: _____

Name of Related Entity (if applicable): _____

Anticipated Holdings in Participant's equity: _____

1.

Year	2006	2007	2008
\$US ⁽¹⁾			
Turnover			
Cash flow from operating activities			
Equity			

(i) All data is to be presented in US\$.

(ii) (**) All data in this Section is to be presented in US\$, in accordance with the provisions of Section 6.3.6) of the Prequalification Document.

2. Each Member should complete this Prequalification Form “H” in accordance with the provisions of Section 6.3 of the Prequalification Document.
3. Each Member should attach to this Prequalification Form “H” its audited financial statements prepared in accordance with the provisions of Section 6.3 of Prequalification Document, duly executed by the Member's management (or equivalent thereof) and by the independent auditors.
4. The provisions specified above shall apply to a Related Entity completing this Prequalification Form “H”, in the applicable changes.
5. The undersigned auditor should complete the following statement:

6. "I, the undersigned, _____ [*name of auditor to be inserted*] acting as the auditor of _____ [*name of Member and/or Related Entity to be inserted*] (hereinafter: "**the Company**"), hereby declare and attest that that completion of this Form "H" in the aforementioned manner truly and accurately reflects the Company's turnover, cash flow from operating activities and equity, for the purpose of demonstrating compliance with the Financial Threshold Requirements specified under section 6.3 of the Prequalification Document."

Name of the auditor: _____ Address: _____

Signature: _____ Date: _____

PRE-QUALIFICATION FORM "P"

LETTER OF GUARANTEE

(to be completed and signed by a Related Entity, for a Member, to the extent applicable, in accordance with the provisions of Section 6.3 of Prequalification Document)

Date: _____

To:

Mr. Avi Dor

Chairman of the Tender Committee

c/o Mr. Efraim Bibi

Coordinator of the Tender Committee

Division of Public Private Partnership Projects

Inbal Insurance Company Ltd.

Inbal House, Arava St.

Airport City

Dear sir,

Re: LNG Receiving Terminal - Build, Operate and Transfer (BOT)

The undersigned _____ (the "**Related Entity**" or the "**Company**") [*name of the Related Entity to be completed*], hereby confirms and warrants to the Government as follows:

1. The Company Controls the Member ; _____ [*name of Member to be completed*] (the "**Member**" or the "**Affiliate**"), 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.*].
2. The Affiliate has informed the Company of the Tender Documents and its participation in the Tender Process.
3. The Company hereby requests that its own financial information, which is included in the Prequalification Submission submitted by _____ [*name of Participant to be completed*] of which the Affiliate is a part (the "**Participant**"), will be taken into account in determination of the Participant's compliance with the Prequalification Requirements set forth in Section 6.3 of the Prequalification Document.
4. The Company confirms that all information which is included by it or on its behalf in Prequalification Submission is true, accurate, complete and correct as of the Prequalification Submission Date.
5. The Company 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 Tender Process in order to carry out its evaluation of the Prequalification Submission.

6. The Company has read the Prequalification Documents.
7. The Company confirms that it has provided the Affiliate with a guarantee in favor of the Affiliate to fully cover all of the Affiliate's financial liabilities with respect to the Tender Process.
8. In the event the Tender Committee determines that the Prequalification Submission submitted by the Participant complies with the requirements of the Tender Documents, and that Participant, its Members and Subcontractors are compliant with the Prequalification Requirements, and the Participant submits a Bid in accordance with the provisions of the Tender Documents, the Related Entity hereby undertakes to issue the Tender Committee, within the bid to be submitted by the Participant, with the Related Entity's undertaking as shall be detailed under the Tender Documents.
9. The Related Entity is a company duly incorporated, duly organized and validly existing under the laws of _____ [*insert Related Entity's applicable jurisdiction*] and the execution, delivery and performance by the Related Entity of Prequalification Forms submitted by it in connection with the Prequalification 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 Related Entity; (ii) any law, rule or regulation having the force of law in _____ [*insert Related Entity's applicable jurisdiction*]; (iii) to the best of the undersigned's knowledge, any judgment, writ, injunction, decree or ruling of any _____ [*insert Related Entity's applicable jurisdiction*] court or other governmental body applicable to the Related Entity; or (iv) any agreement, contract or other instrument known to the undersigned to which the Related Entity is a party or to which it is subject.
10. Unless otherwise defined herein, all terms shall have the same meaning ascribed to them in the Prequalification Documents.

Faithfully yours,

By

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 Prequalification Form, for all purposes and intents.

Attorney-at-Law