

# Declaration of the Participant of Tender

In accordance with Clause 5.1.3 (Binding Offer and Evaluation) of the document prepared by Slovenská správcovská a reštrukturalizačná, k.s., ID No.: 44 088 833, with its registered office at Horná 23, 974 01 Banská Bystrica, Slovak Republic, registered in the Commercial Register of the District Court in Banská Bystrica, Section: Sr, Entry No. 578/S, acting as the trustee of the bankrupt Novácke chemické závody, a.s. v konkurze, ID No.: 31 616 755, M. R. Štefánika 1, 972 71 Nováky, Slovak Republic, registered in the Commercial Register of the District Court in Trenčín, Section: Sa, Entry No.: 251/R (the “**Bankrupt**”), dated 27 June 2011 and entitled “Tender conditions for selection of tenderer for acquisition of bankrupt company Novácke chemické závody, a.s. v konkurze” (the “**Tender Conditions**”), we, **exact name of the participant in the tender**, as the participant in the public tender for the selection of tenderers to acquire the Bankrupt’s business for consideration, regulated and governed by the Tender Conditions (the “**Tender**”), in case (i) we submit a bid for the acquisition of the Bankrupt’s business in accordance with Clause 5.5.2 (ii) of the Tender Conditions, and (ii) our bid is selected as the Winning bid by the trustee of the Bankrupt in accordance with Clause 5.10 of the Tender Conditions (the “**Event of Success**”),

**hereby declare that**

- (i) we unconditionally acknowledge and have become thoroughly acquainted with each of the Commitments of the transferee pursuant to Clause 1.7 of the Tender Conditions, we acknowledge and accept irrevocably and with no reservations that, in the Event of Success, the agreement on the sale of the Bankrupt’s business which we will be bound to sign in accordance with Clause VI of the Tender Conditions, shall contain clauses establishing an obligation for us to meet any and all Commitments of the transferee pursuant to Clause 1.7 of the Tender Conditions;
- (ii) we unconditionally acknowledge and have become thoroughly acquainted with all the legal consequences of a late fulfilment of any of the Commitments of the transferee pursuant to Clause 1.7 of the Tender Conditions, including the occurrence of the obligation to pay a penalty or penalties pursuant to Clause 3.1.4 (I) of the Tender Conditions, and pursuant to Clauses 4.2.11 and 4.2.12 of the agreement on the future agreement on the sale of the Bankrupt’s business, signed by us on **DD.MM.YYYY**, and by the Bankrupt’s trustee on **DD.MM.YYYY** (the “**Penalties**”);
- (iii) we acknowledge and accept, with no reservations, that, in the Event of Success, the agreement on the sale of the Bankrupt’s business which we will be bound to sign in accordance with Clause VI of the Tender Conditions, shall also contain provisions on the Penalties.

**Date and place of execution**

**Name, surname, position and signature of the representatives of the participant in the tender**

*Note: The signatures attached hereto must be authenticated.*