

PROCUREMENT DOCUMENTATION

**pursuant to the “Economic Operator Selection Rules and Procedure Pursuant to the
Rules or Act No. 134/2016 Coll. on public procurement”
(hereinafter the “EOSR”)**

Contract Title:

**„Equipment for innovative processing of waste from the recycling of paper
from used beverage cartons for further use“**

Contracting Authority:

Plastigram Industries a.s.

Hvězdova 1716/2b, Nusle, 140 00 Prague 4

1. CONTRACTING AUTHORITY

1.1 Contracting Authority identification

Commercial name:	Plastigram Industries a.s.
Corporate form:	Joint-stock company
Registered office:	Hvězdova 1716/2b, Nusle, 140 00 Prague 4, Czech Republic
Type of Contracting Authority:	Contracting Authority pursuant to Article 4 (2) of Act No. 134/2016 Coll., on public procurement, as amended
Identification No.:	03219658
Profile address:	https://www.e-zakazky.cz/Profil-Zadavatele/cea002b8-d7a3-4bef-96eb-a024e7a2adce

1.2 Persons of Contracting Authority

Persons authorised to act on behalf of the Contracting Authority:	<p>Ing. Tomáš Sysel, chairman of the Board of Directors Aleš Pelikán – vice-chairman of the Board of Directors Libor Slováček – member of the Board of Directors</p> <p>Chairman of the Board of Directors is authorised to act on behalf of the Contracting Authority individually.</p> <p>Vice-chairman and member of the Board of Directors are authorised to act on behalf of the Contracting Authority jointly.</p>
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Contracting Authority contact in Contract matters:	
Commercial name:	Weinhold Legal, v.o.s. advokátní kancelář
Contact person:	Jan Turek, attorney-at-law
Address:	Prague 1, Nové Město, Na Florenci 2116/15, Postal Code 110 00, Czech Republic
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2. PURPOSE AND SUBJECT-MATTER OF CONTRACT

2.1 Subject-matter of Contract

Subject-matter of the contract is a delivery of equipment as a part of the construction of a line for processing waste resulting from the recycling of paper from used beverage cartons (e.g. Tetra Pak) (hereinafter the “Contract”).

2.2 Type of Contract

This Contract is a supply contract having as its object the acquisition of a thing.

2.3 Technical requirements

Technical requirements of the subject-matter of the Contract are specified in Annex No. 1 hereto.

2.4 Classification of subject-matter of Contract

CPV code description	CPV
Recycling equipment	29241400-4

2.5 Estimated value of Contract

Estimated value of the Contract (in EUR without VAT):	3,500,000	<i>In words: three million and five hundred thousand euros</i>
Estimated value of the Contract (in CZK without VAT) ¹ :	89,617,500	<i>In words: eighty nine million and six hundred seventeen thousand five hundred Czech crowns</i>

2.6 Term and place of performance of Contract

Estimated date of beginning of performance of the Contract:	02/2019
Estimated date of finishing of performance of the Contract:	02/2020
Place of performance of Contract:	Tovární 2093, 356 01 Sokolov

2.7 Method of awarding of Contract

The contract shall be awarded in accordance with the EOSR issued by the Ministry of Industry and Trade of the Czech Republic.

The Contracting Authority intends to enter into the Contract with a single Economic Operator.

2.8 Variants of tender

The Contracting Authority does not allow variants of the tender.

¹ Conversion from EUR according to the official exchange rate published by the CNB on 11 January 2019.

3. REQUIREMENTS FOR PROCESSING OF TENDER PRICE

The Economic Operator is obliged to process the tender price using the draft contract, which forms Annex No. 3 hereto.

Prices listed in the itemized budgets must include all costs associated with the performance of the Contract.

The Contracting Authority is entitled to exclude the Economic Operator from procurement procedure for ineligibility in accordance with Section 23 of the EOSR in connection with Article 48 (2) let. a) of Act No. 134/2016 Coll., on public procurement, as amended (hereinafter the “**AOPP**”), in case that the tender price in the tender submitted by the Economic Operator exceeds the estimated value of the Contract.

For reasons of legal certainty, the Contracting Authority explicitly states that, besides this procurement documentation, an integral part of the procurement documentation are also documents annexed to this procurement documentation. The Economic Operator is required to get familiar itself with these documents before submitting the tender, submit a tender which will be in conformity with the annexes to this procurement documentation and shall proceed in accordance with these annexes during the performance of the contract.

4. QUALIFICATION OF ECONOMIC OPERATORS, QUALIFICATION PROVISION

4.1 Requirements of Contracting Authority for competence and qualification of Economic Operator

Qualified for the performance of this Contract is an Economic Operator who:

- proves the basic qualification in accordance with Article 4.1.1 hereof,
- proves the professional qualification in accordance with Article 4.1.2 hereof,
- proves the economic qualification in accordance with Article 4.1.3 hereof,
- proves the technical qualification in accordance with Article 4.1.4 hereof.

If the participant fails to prove fulfillment of the qualification in full, it may be excluded from the participation in the procurement procedure in accordance with Section 31 of the EOSR.

4.1.1 Basic qualification

4.1.1.1. The Economic Operator shall not be qualified if it:

- a) was convicted by final judgement in the country of its registered seat of a crime specified in Annex No. 3 to AOPP, or another similar crime pursuant to the law of the country of its registered office in the past five years preceding the commencement of the procurement procedure; expunged convictions are disregarded,
- b) has outstanding tax arrears registered in tax records in the Czech Republic or in the country of its registered office,
- c) has outstanding arrears in respect of payments and penalties of public health insurance in the Czech Republic or in the country of its registered office,
- d) has outstanding arrears in respect of payments and penalties of social security contributions and contribution to the national employment policy in the Czech Republic or in the country of its registered office,

- e) is in liquidation, has been declared insolvent, in respect of whom the receivership has been imposed under another legal regulation or it is in a similar situation pursuant to the law of the country of its registered office.

4.1.1.2. If the Economic Operator is a legal person, both this legal person and every member of its statutory body shall meet the condition specified in Article 4.1.1.1 letter a). Where a legal person is a member of the statutory body of the Economic Operator, the condition specified in Article 4.1.1.1 letter a) shall be met by:

- a) this legal person,
- b) every member of the statutory body of this legal person, and
- c) the person representing this legal person in the statutory body of the Economic Operator.

4.1.1.3. If a participant in the procurement procedure is a branch of a business of

- a) a foreign legal person, the condition specified in Article 4.1.1.1 letter a) shall be met by this legal person as well as the head of the branch,
- b) a Czech legal person, the condition in Article 4.1.1.1 letter a) shall be met by the persons referred to in Article 4.1.1.2 letter a) to c) as well as the head of the branch.

The Economic Operator may prove that it fulfills the basic qualification requirements in relation to the Czech Republic by submitting a written affirmation in respect of Article 4.1.1.1 letter a) to e).

If the Economic Operator will be invited by the Contracting Authority to furnish the originals or certified copies of the documents or clarify or supplement the submitted or missing information or materials, he will furnish all such required information or materials (in a certified translation into the Czech or English language if needed) within the time limit set by the Contracting Authority.

4.1.2 Professional qualification

The Economic Operator proves the fulfillment of professional qualification by submitting:

- a) an extract from the Commercial Register, if it is entered in it, or an extract from another similar register, if registered in it,
- b) a document on the authorisation to practice according to special legal regulations to the extent corresponding to the subject of the Contract, especially the document proving the relevant trade license; the authorisation must cover the whole subject of the Contract.

4.1.3 Economic qualification

The Contracting Authority requires proof of the following economic qualification to perform the Contract.

The Contracting Authority requests that the minimum annual turnover of the Economic Operator or the turnover achieved by the Economic Operator in relation to the subject of the Contract should reach CZK 155,000,000 (*in words: one hundred fifty five million Czech crowns*) for the 3 immediately preceding accounting periods; if the Economic Operator is established later, it shall suffice if he submits its turnover figures in the required amount for all accounting periods from the date when it was established.

The Economic Operator shall prove the turnover by the Economic Operator's profit and loss statement or a similar document under the law of the Economic Operator's country of residence.

4.1.4 Technical qualification

The Supplier shall provide evidence of the technical qualification criteria by submitting a list of at least 6 significant supplies of washing lines for plastics with the place of delivery in countries of the European

Union with a minimum value of CZK 25,000,000 (*in words: twenty five million Czech crowns*) per supply together with indication of their scope and date of fulfillment.

4.2 Forms of proof of qualification

4.2.1 Demonstration of qualification obtained abroad

In case that a qualification has been obtained abroad, documents issued in accordance with the law of the country where it was acquired to the extent required by the Contracting Authority shall be proved.

4.2.2 Qualification in case of joint participation of Economic Operators

In the case of joint participation of Economic Operators, each Economic Operator shall demonstrate the basic qualification and professional qualification under Article 4.1.1 and 4.1.2. a) individually.

4.2.3 Demonstration of qualification through other persons

The Economic Operator may prove a certain amount of economic qualification, technical qualification or professional qualification, except for the criterion in Article 4.1.2 a) required by the Contracting Authority through other persons. In such a case, the Economic Operator is obliged to submit to the Contracting Authority

- a) documents proving the fulfillment of professional qualification under Article 4.1.2 a) through another person,
- b) documents proving the fulfillment of the missing part of the qualification through another person,
- c) evidence of compliance with the basic qualification under Article 4.1.1; and
- d) a written undertaking of another person to provide services intended to perform the Contract or to provide the goods or rights which the Economic Operator is entitled to dispose of in the course of performance of the Contract, at least to the extent that another person has proven to be qualified as a Economic Operator.

The requirement under Article 4.2.3 d) is met if the content of a written undertaking by another person is the joint and several liability of that person for the performance of the Contract with the Economic Operator. However, if the Economic Operator proves to be a qualified person through another person and presents the documents referred to in Article 4.1.4 relating to such person, the document referred to in Article 4.2.3 d) shall contain a commitment that another person will provide supplies, to which the established qualification criterion applies.

A third person, is required to participate in the performance of the Contract to the extent that he has committed himself to the Economic Operator's contract and has proven his qualifications. The Economic Operator is entitled to replace another person according to the previous sentence, provided that this new third person, demonstrates a part of the qualification to the same extent as the Economic Operator has demonstrated a part of the qualification through the original third party.

4.3 Qualification documents

4.3.1 Document authenticity

The Economic Operator shall submit copies of the qualification documents, except for the declarations required to prove the qualification, which shall be presented in the original or in an officially certified copy.

4.3.2 Age of documents

Documents proving the fulfillment of the basic qualification under Article 4.1.1 and the professional qualification under Article 4.1.2 a) must prove that the required qualification criteria have been met at the latest 3 months prior to the beginning of the procurement procedure.

4.3.3 Changes in qualification of participant

If, following the submission of the documents or the qualification declaration, there will be change in qualification of the participant, the participant must notify the Contracting Authority within 5 working days following this change and submit new documents or declarations within 10 working days following the notification of the change.

5. BUSINESS CONDITIONS AND DRAFT CONTRACT

Business terms and conditions (including payment terms) are contained in the text of the draft contract, which is submitted by the Contracting Authority as a part of the procurement specifications and which forms Annex No. 3 hereto. This text of the draft contract is binding for the Economic Operator.

The Economic Operator will only add the requested data to the draft contract, in particular, in the places expressly indicated by the term **[TO BE FILLED IN BY CONTRACTOR]**, i.e. the data relating to the Economic Operator's identification, the data that are subject to the evaluation, the date of signature, the identification (name and function) of person who signed the draft contract and signature.

In the provisions that contain the explicit statement **[TO BE ADJUSTED BY CONTRACTOR]**, the Economic Operator (i) shall adjust the text of the contract according to which of the alternatives listed in the text of the draft contract corresponds to reality, and (ii) the above mentioned text in square brackets as well as the yellow-colored text of the variant **(e.g. VAR: BUSINESS COMPANY)** and the non-conforming variants shall be deleted.

The Economic Operator shall also attach to the draft contract all the required annexes. The draft contract signed by a person authorised to act on behalf of the Economic Operator shall be submitted by the Economic Operator as a part of its tender.

Except for the above mentioned modifications and addition of the data, the Economic Operator is not entitled to amend the draft contract. If the Economic Operator amends the binding text of the draft contract (except for the above-mentioned modifications and additions), such fact shall be deemed to have failed to meet the requirements of the Contracting Authority specified in the procurement documentation.

6. EVALUATION OF TENDERS AND ASSESSMENT OF COMPLIANCE WITH THE CONDITIONS FOR PARTICIPATION

Only offers of Economic Operators who have not been excluded from participation in the procurement procedure in the preceding stages of the procurement procedure will be evaluated.

Assessment of compliance with the conditions for participation in the procurement procedure shall be carried out by the Contracting Authority following the evaluation of the tenders.

The Contracting Authority is entitled to carry out an assessment of compliance with the conditions for participation before or after tender evaluation. For the selected Economic Operator the Contracting Authority must carry out an assessment of compliance with the conditions for participation always.

6.1 Evaluation criteria

Tenders will be ranked according to their economic advantage. The Contracting Authority will assess the economic merit of the tender on the basis of the lowest total tender price.

The Contracting Authority reserves the right to review the tender prices and to assess the unreasonably low tender price as a failure to comply with the procurement terms and conditions before the tender evaluation.

7. OTHER CONTRACT TERMS AND CONDITIONS OF CONTRACTING AUTHORITY

7.1 Economic Operator's declaration

In cases where the Contracting Authority requires the Economic Operator to provide Economic Operator's declaration in the context of proof of qualification or elsewhere in the tender, such declaration must contain the required information from the Contracting Authority and must be signed at the same time by a person/s authorised to act on behalf of the Economic Operator. The same applies when the draft contract is signed. The draft contract must be signed by a person/s authorised to act on behalf of the Economic Operator. Where a proxy acts on behalf of the Economic Operator, a power of attorney must be presented in the tender in an original or in an officially certified copy.

The Economic Operator is obliged to proceed with the performance of the subject of the Contract with professional care, according to its best knowledge and ability, to protect the legitimate interests of the Contracting Authority related to the subject of the Contract and in accordance with the instructions of the Contracting Authority or the instructions of authorised persons. The Economic Operator is also obliged to provide the Contracting Authority with all the necessary cooperation to fulfill the purpose of the Contract.

7.2 Beneficial Owner of Economic Operator

The Contracting Authority as a condition for the conclusion of the Contract with selected Economic Operator who is a legal person, may require from the selected Economic Operator to submit an extract from the register similar to beneficial owners register (if it was not possible to find data about the beneficial owner in accordance with AOPP) or:

- a) the identification data of all persons who are its beneficial owners, and
- b) documents showing the relationship of all persons referred to in point (a) with the Economic Operator; these documents are in particular
 1. an extract from the Commercial Register or other similar register,
 2. list of shareholders,
 3. the decision of the statutory body on payment of the share of the profit,
 4. Memorandum of Association, Founder's Deed or Articles of Association.

8. REQUIREMENTS FOR PROCESSING OF TENDER AND FURTHER REQUIREMENTS

8.1 Protocol of testing

The Supplier shall provide evidence of the suitability of offered equipment by submitting protocols from testing with input material that prove that material in all process steps has characteristics specified in the Annex No. 1 hereto.

8.2 Other requirements

The tender shall be processed in electronic form in Czech or English language.

The tender shall be submitted through the electronic tool E-zakazky.cz available at <https://e-zakazky.cz/> in accordance with the conditions and instructions given there. The submission of tenders in paper form or in any other electronic form other than the electronic tool E-zakazky.cz is not allowed.

The date and time of uploading of the tender to the electronic tool is crucial for assessing of timely submission. If the tender is not submitted within the deadline for submission of the tender or in the manner specified in the Contract terms and conditions, it is not considered to be properly submitted and will not be considered during the procurement procedure. The Economic Operator is responsible for the proper submission of the tender.

9. REQUIREMENTS FOR UNIFORM ORGANIZATION OF TENDER

The Contracting Authority requests the following ordering of the tender:

- 1) Cover sheet
 - 2) The content of the tender including the numerical designation of the sheets
 - 3) Proofs to demonstrate compliance with the basic qualification
 - 4) Proofs to demonstrate compliance with the professional qualification
 - 5) Proofs to demonstrate compliance with the economic qualification
 - 6) Proofs to demonstrate compliance with the technical qualification
 - 7) Signed draft contract including all its required attachments
 - 8) Detailed technical description of the proposed solution (including e.g., description of machines used, size of installed drives, basic dimensions, materials used and consumption of all required utilities) which forms Annex No. 2 to the draft contract (which forms Annex No. 3 hereto)
 - 9) Protocols proving the successful test of the materials processed by the delivered equipment
 - 10) Any other data and documents that form part of the tender
- Sample of the cover sheet referred to in point 1 above is given as Annex No. 2 hereto.
 - Sample of declaration to demonstrate fulfillment of the qualification above is given as Annex No. 4 hereto.

10. SUBMITTING OF TENDER

10.1 Deadline and place for submission of tender

The deadline for submission of tender ends on 15 February 2019 at 10:00 am.

11. RULES FOR CLARIFYING OF TERMS AND CONDITIONS

The participant is entitled to ask the Contracting Authority for a written clarification of the terms and conditions. The written request must be delivered to the Contracting Authority at the latest 4 working days before the deadline for submitting of tenders. The Contracting Authority may provide the participant with clarification of the terms and conditions without any prior request.

The Contracting Authority shall send the clarification of the terms and conditions, or related documents, no later than 2 working days after receipt of the request under the previous paragraph. If the Contracting Authority provides the clarification on request that is not delivered in time, the Contracting Authority may not comply with the deadline stated in the previous sentence.

If the request for clarification of the terms and conditions is delivered in due time and the Contracting Authority will not publish the clarification within the time limit according to the paragraph above, it will extend the deadline for submitting tenders by at least as many working days as the time exceeded from the receipt of the request for clarification of the terms and conditions to the publication of the clarification according to the paragraph above.

12. OTHER PARTS OF PROCUREMENT DOCUMENTATION – SEPARATE ANNEXES:

1. Technical requirements of the subject-matter of the Contract
2. Cover sheet
3. Binding text of draft contract
4. Sample declaration of fulfilment of the qualification

All of the above-mentioned annexes to this procurement documentation form an integral part of the procurement documentation and, therefore, the Contract terms and conditions.

In Prague on 14 January 2019

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Plastigram Industries a.s.

Weinhold Legal, v.o.s. advokátní kancelář, on the basis of the Power of Attorney
Jan Turek, attorney-at-law