**TECHNICAL DIALOGUE ANNOUNCEMENT**

**on:**

**acquiring information, which can be used by ZMPG S.A. to specify lease terms and conditions of the built-up real-estate, held in perpetual lease by ZMPG S.A., located by the quays Helskie I, Helskie II and Oksywskie, the area of the streets Kontenerowa, Logistyczna and Kwiatkowskiego linked with the real estate in the hinterland of Port Gdynia in the ‘Logistic Valley’ located in Gmina Kosakowo, designated for cargo handling operation in seaport turnover.**

**§ 1. Name and address**

**Zarząd Morskiego Portu Gdynia Spółka Akcyjna** (further referred to in the Announcement as ZMPG S.A.)

ul. Rotterdamska 9, 81-337 Gdynia

Tax Identity No (NIP): 958-13-23-524, REGON 191920577

www.port.gdynia.pl

**Contact persons:** Mr Janusz Mróz, Ms Jowita Błaszczyk

The Technical Dialogue is conducted following a regulation for conducting technical dialogues in Zarząd Morskiego Portu Gdynia S.A. in terms of specifying terms and conditions of lease for built-up real-estates (further: ‘Regulation for Conducting Dialogues’).

**§ 2. Specifying the subject (objective) of the Technical Dialogue**

**The Technical Dialogue** is initiated to acquire information about Participants – potential leaseholders of the real-estate referred to above, basic data about their legal, economic, financial and organisational situation, collecting information on intended/projected business activity to be there conducted by potential leaseholders, including information on investments, planned ship side cargo handling, obtaining opinions about real-estates, which may be useful for seaport turnover in the region, and also the hinterland real-estates of Gdynia Port in the area of ‘Logistic Valley’ located in gmina Kosakowo. The information may be used by ZMPG S.A. to specify terms and conditions of tender proceedings for lease of the built-up real-estate. The present lease contract of the terminal real-estate expires on the 31.05.2023.

**§ 3. Terms and conditions of participating in the Technical Dialogue**

1. A prerequisite for participation in the Dialogue is the Participant’s business activity in:
* operating in port terminals, including cargo handling in seaports, warehousing and storage of goods in seaports, or / and
* logistic operations related to seaport turnover.

2. The following documents demonstrate compliance with the prerequisites of participating in the Dialogue:

* the company name and seat of the Participant (or name and surname with residence address);
* a valid excerpt from the Domestic Court Register or valid printout from the Central Electronic Register and Information on Economic Activity of the Republic of Poland issued /printed not earlier than 3 months before the deadline for applying to participate in the Dialogue;
* a statement by the Participant confirming acknowledgement of the Dialogue Announcement terms and conditions and their acceptance with no reservations;
* the Participant’s information on the kind of activity and cargo volumes, which the Participant projects to handle on the real-estate;
* information about investment projects of the Participant relating to the real-estate;
* a statement by the Participant expressing consent to process personal data for the needs of the conducted Dialogue, pursuant to the Act dated 10 May, 2018 on personal data protection (Journal of Laws of 2018, item 1000) and Article 13 and 16 of the Regulation (EU) 2016/679 of The European Parliament and of the Council of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data and repealing Directive 95/46/EC (General Data Protection Regulation).

3. The documents should be submitted in written form, original documents or authenticated (signed) by an empowered representative/representatives of the Participant ‘for compliance with the original’.

4. Should the Participant fail to have a seat or resides on the territory of the Republic of Poland, in place of documents referred to in § 3 clause 2, the following shall be submitted:

1) Information from the relevant register, or in the case of no such register, another equivalent document issued by a competent judicial or administrative authority in the country, in which the Participant has a seat or place of residence.

2) Document or documents issued in the country, where the Participant has a seat or domicile, confirming respectively that:

a) the Participant is not under liquidation or in bankruptcy;

b) does not demonstrate tax, fees, social and healthcare security contribution arrears or has concluded an agreement with the relevant authorities on payment of dues with possible interest or fines, and in particular has obtained an exemption provided for by law, deferral or payment thereof in instalments or decision of the competent authority to refrain from enforcement thereof.

5. Documents referred to in § 3 clause 4 items 1) and 2b ) should be issued not earlier than 6 months before the submittal deadline. The document referred to in § 3 clause 4 item 2a) should be issued not earlier than 3 months prior to this deadline.

**§ 4. Number of Participants applying to participate in the Technical Dialogue**

1. ZMPG S.A. does not specify the number of Participants to be invited, following review of the applications, to take part in the Dialogue.

2. ZMPG S.A. shall invite to the Dialogue Participants, who submit correctly drawn up applications in the Polish language for participation in the Dialogue (according to Appendix no 2 to this Announcement) and documents, which ZMPG S.A. requests in the Announcement in § 3 and § 5, within the deadline, mode and form specified in the Announcement, confirming compliance with the terms and conditions of participation in the Dialogue.

3. Participants shall specify an email address for contact.

4. Participants invited to take part in the Dialogue shall be notified of the fact by ZMPG S.A. as stated in the Announcement and in the Regulation for Conducting Technical Dialogues.

**§ 5. Date and place of submitting applications for participation in the Technical Dialogue**

1. Entities interested in participating in the Dialogue place applications to participate in the Dialogue in accordance with the Form:

**‘*Zgłoszenie do udziału w* Dialoguw sprawie nieruchomości położonej w przy nabrzeżach Helskim I, Helskim II oraz nabrzeżu Oksywskim,**  a także nieruchomości na zapleczu Portu Gdynia w obszarze „Doliny Logistycznej” położonej na terenie Gminy Kosakowo**’ [‘Application to participate in the Dialogue regarding a real-estate locatedby the quays Helskie I, Helskie II and Oksywskie** and the real-estate in the hinterland of Port Gdynia in the ‘Logistic Valley’ located in Gmina Kosakowo’], appended as Appendix no 2 to the Announcement.

The Form is accessible on the website www.port.gdynia.pl.

The Application to participate in the Dialogue should be completed, printed, signed, scanned and sent by email to the following addresses: j.mroz@port.gdynia.pl and j.blaszczyk@port.gdynia.pl by **06.09.2019 at 12:00** at the latest. The deadline given above refers to the day and hour of Application receipt by ZMPG S.A.

ZMPG S.A. shall confirm the receipt of the Application for participation in the Dialogue by sending the confirmation of receiving the application for participation in the Dialogue to the email address indicated in the Application.

2. The application should be accompanied by:

2.1 Documents confirming compliance with conditions of participating in the Dialogue specified in § 3 of this Announcement,

2.2 Documents confirming empowerment of the persons (persons) signing the application to represent the interested entity (in particular excerpt from the relevant register, power of proxy).

3. ZMPG S.A. requires the Application for participation in the Dialogue to be written in Polish. ZMPG S.A. accepts the option of the remaining documents and statements from Participants to be submitted in English. Documents in a foreign language other than English should be submitted together with their translation to Polish.

4. ZMPG S.A. requires the Participant to sign a confidentiality statement, the matrix of which is given in Appendix no 3 to the Announcement, prior to accessing the Dialogue.

**§ 6. Principles of conducting the Dialogue**

1. The Dialogue is conducted in Polish and is of public nature.

2. The Dialogue assumes the form of individual meetings or exchange of correspondence on paper or in electronic format, subject to clause 3.

3. ZMPG S.A. is not obliged to run the Dialogue in a uniform manner and scope with all Participants and may conduct the Dialogue in various forms and scope with particular Participants, depending on the merit of the information presented by the Participant with reference to the Dialogue.

4. ZMPG S.A. communicates with the Participants sending correspondence to the post address or electronic mailing address given by the Participant. Each of the Parties shall, at the request of the other Party, immediately confirm receipt of correspondence sent to the Participant’s electronic mail.

5. Confirmation of correspondence delivery sent:

5.1 In writing (by traditional post operator) is confirmation of correspondence delivery to the addressee;

5.2 Electronic – electronic confirmation of correspondence receipt and in the case of no such confirmation the delivery is deemed successful after three days of placing the correspondence in the Participant’s computer system.

6. ZMPG S.A. may withdraw from the Dialogue with a given Participant at any time if the information sent thereby are deemed not useful in reaching the Dialogue objective.

1. The real-estate may be visited following notification to the ZMPG S.A Manager of Dział Zarządzania Nieruchomościami [Real-Estate Management Department] calling (58) 627-45-69 or (58) 627-46-28 not later than by 31.07.2019.
2. Costs related to participation in the Dialogue are borne by the Participants.
3. ZMPG S.A. shall not reveal in course of the Dialogue, nor on its completion, any confidential information about the Participant as defined in Article 11 clause 2 of the Act dated 16 April 1993 on combating unfair competition (i.e. Journal of Laws No 47, item 211 with later amendments), provided the Participant, places a reservation, not later than on passing information to ZMPG S.A., regarding company confidential data.

In the remaining scope, not specified in this Announcement, the principles of conducting the Dialogue are subject to the Regulation for Conducting Dialogues.

**§ 7. Duration of the Dialogue**

1. The Dialogue will take place on the premises of ZMPG S.A. at Rotterdamska 9 in Gdynia.

1. The date of conducting the Dialogue with invited Participants shall be specified within 14 days of ZMPG S.A. forwarding the invitation pursuant to principles of the Regulation for Conducting Dialogues.
2. ZMPG S.A. projects that **the termination of the Dialogue will take place on 18.10.2019.**

**§ 8. Reservations of ZMPG S.A.**

1. ZMPG S.A. reserves the right to withdraw from the Dialogue, at any stage, without justification or any legal or financial consequences thereof. ZMPG S.A. also reserves the right to change the Announcement and Dialogue terms and conditions.
2. The decisions of ZMPG S.A. in course of the Dialogue are not subject to any form of appeal by the Participant or other entities.

**§ 9. Information regarding the** Regulation for Conducting Dialogues

1. Specific rules governing the organisation and course of the Dialogue are specified in the Regulation for Conducting Dialogues, which is Appendix no 1 to this Announcement. The Regulation is accessible on the ZMPG S.A. website [www.port.gdynia.pl](http://www.port.gdynia.pl).
2. By placing the Application to participate in the Dialogue, the Participant accepts the provisions of the Regulation for Conducting Dialogues.

3. The following documents are appended to this Announcement:

1) Regulation for Conducting Dialogues on acquiring information;

2) Application to participate in the Dialogue to acquire information;

3) Confidentiality Agreement;

4) Information Document on the real-estate.