


Israel Gas Transmission Project

1	18.12.2017	Issued for Tendering	YMZ	SY	TC			
Rev. No.	Date	Description	Prepared	Checked	Approved		Approved	
 <p style="text-align: center;"> נתיבי הגז הטבעי לישראל ISRAEL NATURAL GAS LINES </p>			Document Title Agreement for PRMS					
			Company Representative : Ms. Shosh Yaacoby			Area Code: GEN		
Project no. :			Document-No. 372436					Rev. 1
Purchase Order No. :								
Contractor Representative :								
Document Originator : Ms. Shosh Yaacoby								



AGREEMENT

THIS AGREEMENT (the "**AGREEMENT**") is made as of _____, 2017 by and among: **Israel Natural Gas Lines Company Ltd.** (the "**COMPANY**") an Israeli governmental owned private company having its registered office at Migdal Atidim no. 8, Kiryat Atidim, Tel-Aviv 6158101, Israel, of the one part; and _____ (the "**CONTRACTOR**") an _____ company/joint venture having its registered office at _____, and [_____] and [_____] (collectively referred to as the "**CONSTITUTING ENTITIES**") (in case of a JV Contractor) of the other part .

PREAMBLE

WHEREAS, the Government of the State of Israel has decided to construct the natural gas transmission system in Israel by means of the **COMPANY**; and

WHEREAS, the **COMPANY** conducted a tender process for the selection of a contractor for the supply of PRMS (Tender No. INGL/TENDER/2017/30) (the "**Tender**"), which was followed by a Request for Quotations by and among the **APPROVED BIDDERS** regarding Project _____ (RFQ No. _____) (the "**RFQ**"); and

WHEREAS, in the framework of the Tender process the **CONTRACTOR** and the **CONSTITUTING ENTITIES** (if applicable) submitted an offer to the **COMPANY**; and

WHEREAS, the **COMPANY** accepted the bid of the **CONTRACTOR** and the **CONSTITUTING ENTITIES** (if applicable) and as a result the parties hereto wish to enter into this **AGREEMENT** and all its ancillary documentation.

NOW, THEREFORE, the parties hereby agree as follows:

1. The foregoing preamble and the following documents attached hereto shall constitute an integral part of this **AGREEMENT** and the parties shall observe and abide by them.
 - (a) **ANNEX A** – The General Conditions of the Design, Manufacture, Supply and Supervision of Installation of the Pressure Regulating and Metering Stations (the "**General Conditions**") and the following exhibits attached thereto:
 - (i) **EXHIBIT A** – Purchase Order Form for PRMS.
 - (ii) **EXHIBIT B** – Completion Certificate.
 - (iii) **EXHIBIT C** – Frame Schedule.



- (iv) EXHIBIT D – Insurance Certificate.
- (v) EXHIBIT E – Performance Guarantee.
- (vi) EXHIBIT F – Release Form.
- (vii) EXHIBIT G – Take-Over Certificate.
- (viii) EXHIBIT H – Advance Payment Guarantee.
- (ix) EXHIBIT I – Health, Safety and Environment Requirements.
- (x) EXHIBIT J – Security
- (xi) EXHIBIT K – INGTS Map
- (xii) EXHIBIT L – Installation order form for PRMS installation Works
- (xiii) EXHIBIT M – Installation Advance Payment Guarantee
- (xiv) EXHIBIT N – Foreign Supplier's Industrial Cooperation Undertaking
- (xv) EXHIBITS O-1 - O-3 – CONTRACTOR'S Agreements with Main Israeli Subcontractors (Clause 3.2A of the GTC)
- (xvi) EXHIBIT P – Terms Of Payments

(b) ANNEX B – The Bill of Quantities

(c) ANNEX C – The TECHNICAL VOLUMES, the Table of Contents of which is set forth therein.

(d) ANNEX D – The Instructions to Bidders and all other documentation submitted to the COMPANY by the CONTRACTOR in the framework of the Tender process, including, without limitation, the Bid submission.

2. The several documents forming the CONTRACT are to be taken as mutually explanatory, but in case of ambiguities, the priority of the documents forming the CONTRACT shall be as follows:

- (i) NEN 3650 and other specifications related to this standard and all applicable law;
- (ii) Written instructions of the COMPANY or ENGINEER or the ENGINEER REPRESENTATIVE;
- (iii) Annex C;

- (iv) Annex A;
- (v) Annex B; and
- (vi) any other document forming part of the CONTRACT.

3. Capitalized terms not defined herein shall have the same meaning set forth in the General Conditions.

IN WITNESS WHEREOF, the parties hereto have executed this AGREEMENT as of the day and year first above written.



<p>Israel Natural Gas Lines Company Ltd.</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Company's Seal: _____</p>	
The Contractor	
<p>_____</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Company's Seal: _____</p>	<p>_____</p> <p>Constituting Entity (if applicable)</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Company's Seal: _____</p> <p>_____</p> <p>Constituting Entity (if applicable)</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Name: _____ Title: _____ Signature: _____</p> <p>Company's Seal: _____</p>



1 **Revision Record**

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