

Ożarów Mazowiecki, December 16, 2019 roku

**Offer request SDM-WS/1/2019 from 16 December 2019**

**1. General information**

1. Order: This request for quotation relates to the delivery of goods needed for comprehensive implementation by VIGO System Spółka Akcyjna with headquarters in Ożarów Mazowiecki, the project "Production technology of innovative epitaxial structures and VCSEL laser instruments for photonics development" as part of the Path for Mazovia / 2019 competition, application number: MAZOWSZE / 0032/19.
2. Employer: VIGO System Spółka Akcyjna with its registered office in Ożarów Mazowiecki, ul. Poznańska 129/133, 05-850 Ożarów Mazowiecki, entered into the Register of Entrepreneurs of the National Court Register kept by the District Court for the Capital City of Warsaw Warsaw in Warsaw, 14th Commercial Division of the National Court Register, under KRS number 0000113394, with tax identification number NIP: 5270207340, REGON: 010265179, with share capital of PLN 729,000.00 (fully paid up).

**2. Description of the object of the contract**

1. The subject of the Order is the supply of goods needed for the implementation by the Employer of the project called "Production technology of innovative epitaxial structures for photonics and VCSEL laser devices" as part of the Path for Mazovia / 2019 competition, application number: MAZOWSZE / 0032 / 19.
2. The subject of the order is the supply of organometallic compounds in specialized containers (bubbler), listed below by name and quantity needed:
  1. Trimethylaluminium (TMAI OEG) 380g bubblers with a cross flush valve 2 pieces
  2. Trimethylgallium (TMGa OEG) 1000g 2 pieces
  3. Trimethylindium (TMIn OEG) 2 connected in series bubblers each weighing 200g 2 pieces - according to the technical specification contained in the detailed description of the subject of the contract). A detailed description of the subject of the contract is provided in Annex 1 to this contract.
3. If the description of the subject of the order indicates any trademark, patent, type or specific origin, it should be assumed that the indicated trademarks, patents, types or origin specify technical, operational and functional parameters, which means that the Ordering Party allows submitting an offer in this part the subject of the contract with equivalent or better technical,

operational and functional parameters. Any indication of a particular type should be considered as exemplary and ancillary.

4. The Awarding Entity allows the submission of partial bids. The offer is divided into 3 parts. The bidder wishing to submit an offer submits it for each of the parts specified in the description of the subject of the order, indicating it accordingly on the offer form (Annex 2). The criteria for choosing each lot are the same for all offers.

**3. Submission deadline** -8 weeks from the day of submit an order.

**4. Code according to the Common Procurement Vocabulary (CPV)**

24327000-2 Various organic chemicals

**5. Conditions for participating in the procedure and a description of how to assess compliance with them.**

1. The contractor applying for the award of the contract in question should submit a signed **bid form**, prepared according to the specimen template in **Annex 2** to the Inquiry.
2. Notwithstanding the conditions indicated above, the contractor:
  - a. should have the authority to perform specific activities or activities, if the law imposes an obligation to have them;
  - b. should have the necessary knowledge, experience and technical and human potential to perform the Order;
  - c. should be in an economic and financial situation ensuring the performance of the Order;
  - d. should not be in arrears with taxes, fees and social security contributions.
3. Assessment of meeting the conditions for participation in the procedure will be based on the statements submitted by the contractor contained in **Annex 2** to the Inquiry.
4. Contractors may jointly apply for the contract. In this case:

these entities are required to appoint a proxy in the contract award procedure or to represent in the procedure and conclude the contract agreement and joint and several liability for its implementation on the basis of art. 366 of the Civil Code; these entities, if their offer is chosen as the most advantageous, are obliged to submit to the Ordering Party, before signing the contract, a certified copy of the agreement regulating the cooperation of these entities certified to be the original; none of the entities jointly applying for the award of the contract may be excluded from the procedure; when assessing the offer submitted by Contractors jointly applying for the award of the contract, the Employer will take into account jointly the Contractors' rights to perform activities / activities falling

within the scope of the contract, their total technical or professional potential to perform the contract, as well as their total economic situation or financial.

5. The Employer does not allow the Contractor to rely on the technical or professional ability or financial or economic situation of other entities - subcontractors to confirm compliance with the conditions for participation in the procedure..

## **6. Information on the scope of exclusion - related entities**

1. The contract cannot be awarded to entities related to the Employer. An entity is considered to be a related contractor:
  - a. associated or being a subsidiary, jointly controlled entity or parent in relation to the consortium leader or consortium member within the meaning of the Accounting Act of 29 September 1994;
  - b. being an entity remaining with a Leader of a consortium or consortium member or members of their bodies in such an actual or legal relationship that may raise reasonable doubts as to impartiality in the selection of the supplier of a good or service, in particular married, relationship or affinity up to the second degree, adoption, guardianship or guardianship, including through membership in the organs of a supplier of a good or service;
  - c. being a related entity or partner entity in relation to the consortium leader or consortium member within the meaning of Regulation No. 651/2014;
  - d. being an entity related personally to the consortium leader or consortium member within the meaning of art. 32 section 2 of the Act of 11 March 2004 on tax on goods and services.
2. Each of the contractors jointly applying for the award of the contract shall submit the abovementioned statement.

## **7. Requirements for documents submitted by Contractors:**

1. The contracting authority requires that the contractor applying for the award of the contract together with the offer and statements (prepared in accordance with Annex No. 2 - model bid form) submit a document indicating the persons authorized to represent the Contractor;
2. the offer and all other documents must be signed. The signature is considered to be a hand-made legible signature consisting of at least the name of the person (persons) authorized (entitled) to represent the entity in accordance with the form of representation specified in the registration document or other document appropriate for the Contractor or signature with the person's (person's) personal stamp or another signature allowing signature identification;
3. the signed offer form and other required documents must be submitted in the form of the original, and in the case of submission of documents by electronic means - in the form of

scans in PDF format. **The offer in the form of a scan can be sent to the e-mail address provided in the ordinary form or provided with a secure electronic signature confirmed by a qualified certificate; other required documents may be submitted in the form of the original or a copy certified as true to the original by the Contractor of the original, and in the case of submission of documents by electronic means in the form of scans in PDF format; in the case of signing documents or certifying compliance with the original of copies of documents by persons not mentioned in the Contractor's registration document, an appropriate power of attorney should be attached to the offer. The power of attorney should be presented in the form of the original or a copy certified to be a true copy of the original by a notary public or by the issuer of the power of attorney, and in the case of submitting documents electronically in the form of scans in PDF format; the offer should be submitted in Polish or English;**

4. The Employer requires that together with the offer of the Contractor jointly applying for the order submit a document (e.g. power of attorney) specifying at least its scope, parties appearing together and indicating the representative of the Contractors jointly applying for the award of the contract (the power of attorney should be presented in the original form, or a copy certified by a notary public or by its issuer, and in the case of submitting documents electronically in the form of scans in PDF format); in the case of contractors jointly applying for the award of the contract, copies of documents relating to each contractor respectively are certified as true copies by each of them separately or through a proxy authorized to act on behalf of the contractor; Contractors jointly applying for the contract are jointly and severally liable for the performance of the contract;
5. Contractors having their registered office or place of residence outside the territory of the Republic of Poland shall submit a relevant document or documents issued in the country in which they have their seat or place of residence. If the relevant documents do not appear in the country of residence or residence, they are replaced by a declaration made before a notary;

## **8. Criteria for the evaluation of bids, information on point or percentage weights and a description of how the points are awarded for meeting a given bid evaluation criterion**

1. Offers will be evaluated according to the following criteria:  
offer price - 100 points (100%);  
The method of calculating the criterion value in the range of the offer price:  
Points for the examined offer = (lowest net price for the subject of the Order / net price of the examined offer) x 100.

1% = 1 point.

The maximum number of points to be obtained in this criterion is 100

2. The highest total number of points obtained (max. 100 points = 100%) will decide on the selection of the best offer. Calculations will be made to two decimal places (rounded from "5" up). Other offers receive further deposits.
3. If it is not possible to select the most advantageous offer due to the fact that two or more offers present the same balance of price and other criteria for the evaluation of offers, the Purchaser will choose the offer with the lowest price from among those offers, and if they have been submitted with the same price, The Employer will call Contractors who submitted these offers to submit, within the time limit specified by the Employer, documents indicating environmental and climate parameters, in order to select an offer more favorable in terms of environmental impact  
(in particular, lower energy consumption, water consumption, use of recycled materials). Each part of the contract specified in the description of the subject of the contract is subject to separate the same evaluation procedure.

#### **9. Deadline for submission of bids**

1. The offer should be submitted by: **December 19, 2019.**
2. The contractor should be bound by the submitted offer for a period of at least 60 days. The offer validity period begins with the submission deadline.

#### **10. Price calculation and offer preparation**

1. Price calculation method:  
The Contractor in the offer should offer a complete price, including the total, total cost of the subject of the contract for a given part of the contract, including all price-forming elements resulting from the implementation of the subject of the contract.
2. The Awarding Entity requires that the Contractor having its registered office or place of residence in the territory of the Republic of Poland, express the offer price in PLN or in EUR. The Purchaser allows the price of the bid to be expressed in the currency of the Contractor's country or another currency only by the Contractor who has no registered office or place of residence in the territory of the Republic of Poland.
3. In the case of Contractors who express the price of the offer in a currency other than PLN, for the purposes of selecting the offer, the Employer will recalculate the given amounts of a given currency at the average exchange rate announced by the National Bank of Poland on the day of opening the offers. In the absence of publication of the exchange rate by the National Bank of Poland on the day referred to above, the Employer shall apply the last

exchange rate announced by the National Bank of Poland before that day. The exchange rate risk is borne by the Purchaser.

4. The offer price for Contractors having their registered office or place of residence on the territory of the Republic of Poland is the gross price, including all costs related to the performance of the contract, fees, taxes (including value added tax - VAT) and all other costs of any nature, which may arise in connection with the implementation of the subject of the contract. The amount of VAT (in the amount applicable on the day of submission of bids) and the net price should be clearly identified.
5. The offer price for Contractors who have no registered office or place of residence in the territory of the Republic of Poland is the net price, expressed in PLN or in the currency of the country of the seat of the Contractor or the other currency (not including the tax on goods and services in force in Poland), covering all costs related to the performance of the contract, all fees, taxes (excluding value added tax) and all other costs of any nature that may arise in connection with the implementation of the subject of the contract. The price must be expressed to two decimal places, according to the Polish payment system, rounded to the nearest groszy.
6. A specimen offer form is attached as Annex 2 to this request for quotation. The Awarding Entity requires the submission of an offer for the implementation of the Order using the template model form. The offer should contain the following attachments:
  - excerpt from the Contractor's KRS / Extract from the Contractor's CEIDG / other registration document appropriate for the Contractor indicating persons authorized to represent the Contractor and contract obligations;
  - power of attorney if the offer is submitted by a proxy;
  - a document indicating the persons authorized to represent the Contractor and incurring liabilities in the amount corresponding to the value of the offer.
7. The offer should be submitted: 1) in writing at the seat of the Employer: VIGO System Spółka Akcyjna, ul. Poznańska 129/133, 05-850 Ożarów Mazowiecki, however, if the offer is sent by post, the date of delivery of the offer is decided by the date of delivery of the offer to the Ordering Party, or 2) by e-mail to the following address: [vigo2020tenders@vigo.com.pl](mailto:vigo2020tenders@vigo.com.pl) with the maximum of one 25 MB messages. or 3) by e-mail to the following e-mail address: [vigo2020tenders@vigo.com.pl](mailto:vigo2020tenders@vigo.com.pl) with a secure electronic signature confirmed by a qualified certificate, with the proviso that the maximum size of one e-mail may not exceed 25 MB - in the case of sending an offer electronically referred to in point 2) and 3) in order to comply with the deadline for submitting bids, the decisive date is the date of registration of e-mails on the Employer's servers, taking into account the Employer's time zone.

## 11. Examination of the offers

1. The Contractor may change or withdraw his offer before the deadline for submission of bids.  
In the course of examination and evaluation of bids, the Awarding Entity may:
  - a. require the contractor to provide explanations regarding the content of the offer within the prescribed period;
  - b. require the contractor to supplement the shortcomings of the offer within the prescribed period;
  - c. correct obvious typing or calculation errors and other errors that do not cause significant changes in the content of the offer, notifying the contractor thereof.Failure to reply by the contractor within the prescribed period, providing a response that does not dispel doubts or failure to complete missing offers within the prescribed period shall be deemed to have been canceled by the contractor.
2. The contracting authority excludes a contractor who does not meet the conditions for participation in the procurement procedure.
3. The Purchaser rejects the Contractor's bid if:
  - a. its content does not correspond to the content of the request for proposal;
  - b. contains price calculation errors that cannot be removed;
  - c. contains an abnormally low price in relation to the subject of the Order;
  - d. the contractor has submitted more than one offer.
4. Wykonawcy mogą zadawać pytania o wyjaśnienie wątpliwości dotyczących warunków postępowania o udzielenie Zamówienia.
5. Ocenie przez Zamawiającego podlegać będą tylko te oferty, które wpłyną do Zamawiającego w okresie od dnia ogłoszenia niniejszego zapytania ofertowego do dnia upływu terminu składania ofert. Oferty złożone po upływie niniejszego terminu nie będą rozpatrywane.

## 12. Contact persons

Contact persons on the part of the Employer are:

In procedural matters: Dominik Nowak, e-mail [dnowak@vigo.com.pl](mailto:dnowak@vigo.com.pl).

In technical matters: Włodzimierz Strupiński, e-mail [wstrupinski@vigo.com.pl](mailto:wstrupinski@vigo.com.pl), Iwona Pasternak, e-mail: [ipasternak@vigo.com.pl](mailto:ipasternak@vigo.com.pl).

## 13. Information on the selection of the best offer

1. The Employer reserves the right to start negotiations with Contractors whose bids have been correctly submitted during the procedure. Negotiation in order to improve the terms of the

contract, they may relate in particular to prices. Negotiations will be conducted in a way that does not deteriorate the terms of the contract specified in the request for proposal, in a transparent manner and does not affect the access of all contractors to negotiations.

2. The Purchaser may close the Proceedings for awarding the Order without selecting any offer.
3. The awarding entity will notify the contractors of the selection of the best offer, or of closing the contract award procedure without selecting any offer. The notification will take place in the manner provided for making this request for publication public.

#### **14. Relevant terms of order**

1. The Employer requires delivery of the ordered goods within the time limit provided for in the request for proposal to the seat of the Employer.
2. The goods must comply with the specification contained in Annex 1 to the request for quotation
3. Payment for the delivered goods is made on the basis of an invoice delivered to the e-mail address: [invoices@vigo.com.pl](mailto:invoices@vigo.com.pl) after the positive receipt of the goods. Payment will be made within 30 days of the invoice being delivered
4. In the event of a delay in delivery caused by the Contractor, he shall pay the Employer a contractual penalty of 0.1% of the net order value - no more than 5%.
5. The Contractor, whose offer will be chosen by the Employer as the most advantageous, is obliged to proceed with implementation within 30 days from the date of the offer selection announcement.
6. If the contractor whose offer has been selected will refrain from completing the contract within the above deadline, the Employer may choose the best offer from among the remaining offers.

#### **15. Final provisions**

1. The Purchaser reserves the right to cancel the request for quotation at any time, without giving a reason.
2. The Purchaser may at any time revoke or change the content of this request for quotation without giving a reason. If the changes affect the content of offers submitted in the course of the procedure, the Awarding Entity will extend the deadline for submitting offers.

### Attachments

The following documents are attached to this request for quotation:

Annex No. 1 - description of the subject of the contract;

Annex number 2 - template of the offer form;

### For the Employer:



Łukasz Piekarski, Member of the Board of VIGO System S.A.

