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de Hidrocarburos

Round 1 | Onshore Fields – Third Invitation to Bid
Bidding Guidelines CNH-R01-L03/2015
May 12th, 2015

NATIONAL HYDROCARBONS COMMISSION

BIDDING GUIDELINES FOR THE AWARD OF LICENSE CONTRACTS FOR THE EXTRACTION OF HYDROCARBONS IN ONSHORE CONTRACT AREAS – THIRD INVITATION TO BID

Bidding Process CNH-R01-L03/2015

Invitation To Bid CNH-R01-C03/2015

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The National Hydrocarbons Commission, on the basis of Articles 25, fourth, sixth and eighth paragraphs, 27, seventh paragraph, 28, fourth paragraph, and 134, first paragraph, of the Political Constitution of the United Mexican States; Transitory Articles Fifth, Seventh and Eighth of the “Decree amending, and adding various provisions to, the Political Constitution of the United Mexican States related to the Energy Sector”, published in the Official Gazette on December 20, 2013; Articles 11, 15, 18, 19, 23, 24, 26, 29, 30, 31 and 46 of the Hydrocarbons Law; Articles 35, 36, 37, 38 and 43 of the Regulation of the Hydrocarbons Law; Articles 3, 4, 22, Sections I, III and IV, 38, Section II, and 39 of the Law of the Coordinated Regulatory Entities of the Energy Sector; Articles 1, 3, 5, 7, 8, 12, 15 and other related terms of the Administrative Provisions for Bidding Processes for Contracts for the Exploration and Extraction of Hydrocarbons, published in the Official Gazette on November 28, 2014; Articles 10 (Section I), 11 and 13 (Section I, subparagraph d) of the Internal Regulations of the National Hydrocarbons Commission, as well as the technical guidelines and economic conditions related to tax matters issued by the Ministry and the Ministry of Finance, has adopted a resolution approving the issuance of these Bidding Guidelines for the award of License Contracts for the Extraction of Hydrocarbons in twenty six (26) Onshore Contract Areas (Bidding Process CNH-R01-L03/2015).

SECTION I. BACKGROUND

1. Energy Sector Reform. On December 20, 2013, the Federal Executive published in the Official Gazette the “Decree amending, and adding various provisions to, the Political Constitution of the United Mexican States related to the Energy Sector.”

In accordance with the constitutional text, regarding hydrocarbons in solid, liquid or gaseous form in the subsoil, the Nation’s property rights are inalienable and imprescriptible and, in order to

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generate revenues for the State that contribute to the long-term development of the Nation, it will carry out the exploration and extraction of crude oil and other hydrocarbons through assignments to State productive enterprises or agreements with such enterprises or with private parties.

Moreover, subparagraph b) of the tenth transitory provision of the Decree of Constitutional Reform in the Energy Sector establishes that CNH will have powers, among other things, to conduct public bidding processes, designate winners and enter into contracts for the exploration and extraction of hydrocarbons; manage the technical aspects of the assignments and contracts; supervise extraction programs to maximize the productivity of fields over time; and regulate the exploration and extraction of hydrocarbons.

On August 11, 2014, the Federal Executive published in the Official Gazette nine (9) new laws and amendments to twelve existing laws, which make up the legal framework of the above-mentioned constitutional amendments. The most relevant laws in this framework are the Hydrocarbons Law, Hydrocarbon Revenues Law, and the Law of the Coordinated Regulatory Entities of the Energy Sector. Also, on August 11, the Federal Executive announced the first step in Round One, which was made public on August 13 by the Minister of Energy, together with the Deputy Minister of Hydrocarbons and the Chairman of the National Hydrocarbons Commission.

On October 31, 2014, the Federal Executive published twenty four (24) regulations, a decree and an order pursuant to which adequate conditions are established to promote investment, ensuring the Nation's ownership of hydrocarbons in the subsoil and reaffirming the State's authority to regulate the exploration, extraction, refining, transportation and storage of hydrocarbons, petrochemicals and the activities of the electricity sector.

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On November 28, 2014, CNH published in the Official Gazette the Administrative Provisions for Bidding Processes for Contracts for the Exploration and Extraction of Hydrocarbons, which regulate the processes and stages for the bidding processes and the awarding of the Contracts for Exploration and Extraction under the authority of CNH.

2. Approval of the Bidding Process and Invitation to Bid. In response to official notice number 500.228/15 issued by the Ministry, the Governing Body of CNH approved carrying out the Bidding Process for awarding License Contracts for the Extraction of Hydrocarbons in twenty six (26) Onshore Contract Areas. Accordingly, it issued the Invitation to Bid **CNH-R01-C03/2015**, by Order CNH.E.14.001/2015, dated May 11, 2015, and the Bidding Guidelines **CNH-R01-L03/2015**, by Order CNH.E.14.002/2015, dated May 11, 2015.

3. Publication of the Invitation to Bid. CNH published the Invitation to Bid CNH-R01-C03/2015 in the Official Gazette and on the Web Page www.ronda1.gob.mx on May 12, 2015.

SECTION II. GENERAL PROVISIONS OF THE BIDDING PROCESS

This document constitutes the Bidding Guidelines for Bidding Process CNH-R01-L03/2015, which are made public and will be available for review beginning on May 12, 2015 on the Web Page: www.ronda1.gob.mx, where, independently of the Bidding Process and particularly as to the clarification stages, Interested Parties and the general public will be able to comment on their content, including their annexes.

This Bidding Process will be conducted with the parties present, and accordingly, the Interested Parties and Bidders must submit their Prequalification Documents and Bids in person, and by no other means. Notwithstanding the foregoing, Interested Parties and Bidders may submit their

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requests for clarifications using electronic means during the clarification stages, as indicated in the relevant paragraph of these Bidding Guidelines.

Except as otherwise provided, the Interested Parties and Bidders will refrain from contacting any public official of CNH or any other institution, agency or entity involved in the Bidding Process in an effort to obtain further information or clarifications regarding any matter related to the Bidding Process or to influence the Bidding Process. It is hereby established that neither the principles contained in these Bidding Guidelines nor the content of any Bids shall be subject to any form of negotiation.

1. Stages of the Bidding Process

These Bidding Guidelines govern the process whereby the Bidding Process CNH-R01-L03/2015 will be conducted according to the following stages:

- Publication of the Invitation to Bid and Bidding Guidelines;
- Access to the Data Room information;
- Visits to the Contract Areas;
- Registration in the Bidding Process;
- Clarifications;
- Prequalification;
- Submission and opening of Bids;
- Awarding and Award Decision of the Bidding Process, and
- Execution of the Contract.

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2. Bid Committee

The Bidding Process will be coordinated and executed by a Bid Committee in accordance with the terms of these Bidding Guidelines. The Bid Committee will also coordinate communication among all departments of CNH that must be involved in the Bidding Process and will foster the necessary communication at the inter-institutional level with the Ministry, the Ministry of Finance and any other Governmental agency or entity.

The Bid Committee will consist of a Committee Coordinator and a Committee Secretary, designated by the Governing Body of CNH at the recommendation of its Commissioner Chairperson, as well as the public officials appointed to the committee by the Commissioner Chairperson of CNH, considering the unique characteristics of the Bidding Process.

All proceedings and stages of the Bidding Process will be presided over by the Committee Coordinator and conducted in Spanish. The Committee Secretary will also coordinate the logistics of all of the proceedings that must be carried out during the Bidding Process in accordance with these Bidding Guidelines.

Minutes, or the document indicated in each case, will be prepared for each proceeding or stage of the Bidding Process. Such minutes or documents will contain the essential elements for their execution and will be signed by the Committee Coordinator and the Committee Secretary accordingly, and the Interested Parties and Bidders involved, as applicable. The absence of the signatures of the Interested Parties or the Bidders on the foregoing minutes or documents will not affect their validity.

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3. Name and Address of Convening Authority

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Av. Insurgentes Sur 1228, Piso 11
Colonia Tlacoquemécatl del Valle
Delegación Benito Juárez. C.P. 03200 México, D.F.
Telephone Number: (55) 36 26 60 86

A natural person who attends the submission of Prequalification documents, the bid submission and opening session or any other proceeding or stage of the Bidding Process in representation of a Company, must identify himself/herself with an official identification document (for Mexicans, only a voter identification card with photograph, a passport, or a professional certificate will be accepted, and for foreigners, only a passport will be accepted). To access the building where the proceedings or stages of the Bidding Process will take place, it is suggested that attendees arrive at least an hour in advance in order to complete the registration process to enter the facilities on a timely basis.

4. Defined Terms

The defined terms used in these Bidding Guidelines may be used in both their singular and plural form as the context requires. When the context so requires, any pronouns used herein shall include the corresponding masculine, feminine or neuter forms.

Capitalized terms not defined in these Bidding Guidelines will have the meanings given to such terms in the Contract, or, as applicable, the Hydrocarbons Law or its Regulation. In the case of any discrepancy or confusion as to the meaning of a term used herein, the meaning established in the

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Contract or the meaning determined by the Convening Authority during the Bidding Process will prevail for purposes of any interpretation.

AD Code: Identification code provided by the Convening Authority to each of the Interested Parties to allow them, as applicable, to pay the fee to have access to the Data Room information and which the Interested Parties will also use to register and participate in the clarification and Prequalification stages.

Applicable Laws: All laws, regulations, general administrative provisions, decrees, administrative orders, court rulings and other rules or decisions of any kind enacted or issued by any competent Governmental Authority which are in effect at the relevant time.

Type 1 Area: Contract Area with a remaining volume of less than 100 million barrels of liquid Hydrocarbons.

Type 2 Area: Contract Area with a remaining volume of 100 million barrels or more of liquid Hydrocarbons.

Asociación en Participación: Two or more Companies that participate jointly in the Bidding Process, whether they have entered into, or have agreed to enter into, an agreement for an *asociación en participación* under Mexican law in the event their Bid is selected as the winning Bid. In any case, whichever party is the managing partner (*asociante*), in accordance with the Applicable Laws, shall be the Operator under the Contract.

Award Decision: Proceeding pursuant to which, based on the evaluation of the Bids and in accordance with the criteria for awarding set forth in the Bidding Guidelines, CNH will award the Contract to the Winning Bidders.

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Bid: The offer submitted by the Bidder for each Contract Area, in accordance with the Bidding Guidelines, consisting of the Bid Guarantee and the Economic Bid.

Bid Committee: Group of CNH public officials responsible for coordinating and conducting the Bidding Process in accordance with these Bidding Guidelines.

Bid Guarantee: The letter of credit granted by the Bidder in favor of CNH to guarantee its Bid and, if it is the Winning Bidder, to guarantee the execution of the Contract awarded to it, on the terms set forth in the Bidding Guidelines.

Bidder: An Individual Bidder or a Joint Bidder, as applicable.

Bidding Calendar: Group of activities in the Bidding Process and the scheduling thereof, pursuant to the terms set forth in the Bidding Guidelines.

Bidding Guidelines: The set of provisions, documents and annexes issued by the CNH, in accordance with the Applicable Laws, which govern the Bidding Process CNH-R01-L03/2015.

Bidding Process: Collectively, the proceedings, stages, Bidding Guidelines, information and procedures for the award of License Contracts for the Extraction of Hydrocarbons in the Twenty six (26) Onshore Contract Areas (Bidding Process CNH-R01-L03/2015).

CNH or Convening Authority: National Hydrocarbons Commission.

Committee Secretary: Secretary of the Bid Committee.

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Company: Any State productive enterprise, partnership, corporation, trust, joint stock company, non-incorporated association, joint venture or any other similar commercial entity formed pursuant to the laws of its nation of origin.

Consortium: Two or more Companies that participate jointly in the Bidding Process without being required to form a new legal entity in accordance with the Applicable Laws.

Contract: The License Contract draft for the Extraction of Hydrocarbons, including its annexes, to be awarded and executed by the Winning Bidder as applicable, for each Contract Area. References to “Contract” will be deemed to include the Contracts corresponding to each Contract Area, as set forth in Section VI of the Bidding Guidelines, regarding an Individual Bidder or a Joint Bidder.

Coordinator: Coordinator of the Bid Committee.

Data Room: Repository of information used to store and distribute information related to the twenty six (26) Contract Areas in connection with the Bidding Process.

Economic Bid: The offer submitted by the Bidders consisting of the value of the State’s royalty and the additional percentage over the minimum investment commitment established for each Contract Area.

Governing Body: The Governing Body of CNH.

Individual Bidder: An Interested Party which, after individually prequalifying for participation in the Bidding Process, submits a Bid in accordance with the requirements set forth in the Bidding Guidelines.

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Interested Party: A Company, Consortium or *Asociación en Participación* interested in participating in the Bidding Process in accordance with the Bidding Guidelines.

Invitation to Bid: The Invitation to Bid CNH-R01-C03/2015 published by the CNH on May 12, 2015 in the Official Gazette.

Joint Bidder: A Consortium or an *Asociación en Participación* which, after prequalifying as a Consortium or an *Asociación en Participación* for participation in the Bidding Process, submits a Bid in accordance with the requirements set forth in the Bidding Guidelines.

Joint Bidding Agreement: The agreement entered into in accordance with subsection 12.2, Section III of the Bidding Guidelines, pursuant to which two or more Companies express their interest in forming a Consortium or an *Asociación en Participación* for the purpose of submitting a joint Bid.

Large-Scale Oil Company: Any oil company that individually or in combination with any of its affiliates or companies which it Controls or over which it has significant influence has had an average production of crude oil, natural gas or condensates equal to or greater than 1,600,000 barrels of crude oil equivalent per day during 2014.

Law: Hydrocarbons Law.

Ministry: Ministry of Energy (Secretaria de Energia).

Ministry of Finance: Ministry of Finance and Public Credit (Secretaria de Hacienda y Credito Publico).

Official Gazette: Official Gazette of the Federation.

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Operator: The Company responsible for directing, representing, leading and carrying out the development plan for the extraction of hydrocarbons in a Contract Area, and for the interaction with CNH or any Governmental Authority under the Contract that is the subject of this Bidding Process.

Prequalification: The stage of the Bidding Process in which the technical, execution, financial and legal capabilities and experience of each Interested Party are analyzed and evaluated in accordance with the procedure established in the Bidding Guidelines, for the purpose of issuing the corresponding certification.

Registration: Process whereby an Interested Party pays the fee to participate in the Bidding Process as set forth in the Bidding Guidelines.

Regulation: Regulation of the Hydrocarbons Law.

UIF: Financial Intelligence Unit of the Ministry of Finance.

Web Page: The Web Page www.rondal.gob.mx, published and administered by the Convening Authority, which contains the documents and information of the Bidding Process.

Winning Bidder: The Bidder that is declared the winner of the Bidding Process for one or more Contract Area as applicable, in accordance with the Bidding Guidelines and the Applicable Laws, and therefore assumes the rights and obligations provided in the Contract.

Unless otherwise provided, all references herein to articles, conditions, paragraphs, clauses, sections, subsections, forms or annexes shall be deemed to refer to the articles, conditions, paragraphs, clauses, sub-clauses, sections, subsections, forms or annexes of these Bidding Guidelines.

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SECTION III. RULES OF BIDDING PROCESS

1. Purpose and Principles of the Bidding Process

- 1.1. The purpose of the Bidding Process is the award of License Contracts to carry out extraction of hydrocarbons in Contract Areas in Shallow Waters – Second Invitation to Bid, according to the terms of the Contract, which forms part of these Bidding Guidelines.
- 1.2. The rules regarding the scope and scheduling of the Petroleum Activities, Consideration, subcontracting and other operational matters, as well as the parties' rights and obligations, are contained in the Contract.
- 1.3. A Contract will be entered into for each Contract Area and, accordingly, the Bidders must submit Bids for each Contract Area in which they are interested, pursuant to what is established in the Bidding Guidelines.
- 1.4. The information on the Contract Areas listed below corresponding to each Contract is detailed in Section IV of the Bidding Guidelines:

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Contract Area	Field	Surface (Km ²)	Area Type
1	Anáhuac	29.5	Type 1
2	Barcodón	11.0	Type 2
3	Benavides	135.5	Type 1
4	Calibrador	16.1	Type 1
5	Calicanto	10.6	Type 1
6	Carretas	89.4	Type 1
7	Catedral	58.0	Type 1
8	Cuichapa Pte.	41.5	Type 2
9	Duna	36.7	Type 1
10	Fortuna Nacional	22.0	Type 1
11	La Laja	10.2	Type 1
12	Malva	21.2	Type 1
13	Mareógrafo	29.8	Type 1
14	Mayacaste	21.9	Type 1
15	Moloacán	46.3	Type 2
16	Mundo Nuevo	27.7	Type 1
17	Paraíso	17.0	Type 1
18	Paso de Oro	23.1	Type 1
19	Peña Blanca	26.0	Type 1
20	Pontón	11.8	Type 1
21	Ricos	23.7	Type 1
22	San Bernardo	28.3	Type 1
23	Secadero	9.8	Type 1
24	Tajón	27.5	Type 2
25	Tecolutla	7.2	Type 1
26	Topén	25.3	Type 1

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- 1.5. In order to be entitled to register in the Bidding Process, *i.e.*, to be entitled to submit the documentation necessary to be Prequalified, the Interested Party must pay the following fees:
 - a) To access the information regarding the twenty six (26) Contract Areas contained in the Data Room, the amount of **\$2,500,000.00** (Two Million Five Hundred Thousand and 00/100 Pesos), and
 - b) For Registration in the Bidding Process, the amount of **\$280,000.00** (Two Hundred Eighty Thousand and 00/100 Pesos).
- 1.6. If on the Prequalification date any of the members of a Consortium or *Asociación en Participación* has not paid the above-mentioned fees, it will suffice for one of the members to have made the relevant payments in order for all members to have access to the Data Room information and be entitled to participate in the Bidding Process.
- 1.7. Under no circumstances will the Convening Authority reimburse any of the above-mentioned fees.
- 1.8. The Bidding Process will be conducted in Spanish. All documents in connection with its proceedings or stages will be submitted in Spanish, unless provided otherwise.
- 1.9. The Interested Parties may act individually or collectively through any number of representatives, provided that the powers of each one of the representatives are accredited by the Convening Authority, as determined by the Bid Committee, through legal instruments that are sufficient for that purpose.

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2. Modifications of the Invitation to Bid and Bidding Guidelines

- 2.1. The Convening Authority may modify this Invitation to Bid as it deems necessary, and such modifications will be published in the Official Gazette and on the Web Page.
- 2.2. The Convening Authority will also have the authority to make any additions, deletions, modifications, adjustments, clarifications, detailing, substitutions, or any other types of modifications of the Bidding Guidelines, their annexes and forms, as well as the Contract, after their publication date, endeavoring to ensure that such modifications contribute to strengthening the legal principles that regulate the Bidding Process. It will be sufficient for any modification to be published on the Web Page in order for it to be considered an integral part of these Bidding Guidelines, and the Interested Parties and Bidders, as applicable, must take such modifications into account in the preparation of their Prequalification documentation and Bid. Notwithstanding the foregoing, the Bidding Guidelines may not be modified after publication of their final version on the date set forth in the Bidding Calendar.
- 2.3. The Convening Authority will not modify the Prequalification requirements, and thus there will only be clarifications or interpretations on this topic.
- 2.4. Any clarification or modification of the Bidding Guidelines, including those resulting from the clarification stages, will form an integral part thereof and must be considered by the Interested Parties and the Bidders in the preparation of their Prequalification documents and Bid. In case there is any inconsistency or discrepancy between the Bidding Guidelines and the published clarifications, the Bidding Guidelines will control and prevail. Therefore, the Interested Parties must review all the revised Bidding Guidelines published on the Web Page.

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2.5. The Convening Authority will publish on the Web Page updated versions as well as the final version of the Bidding Guidelines on the dates set forth in the Bidding Calendar.

3. National Content Goal

3.1. The Interested Parties and the Bidders must consider the terms of Section 18.3 of the Contract regarding the required minimum percentage of national content.

4. Companies precluded from participating in the Bidding Process

4.1. In accordance with Article 26 of the Law, the Convening Authority will refrain from considering Bids or entering into Contracts with Companies that:

- a) Have been disqualified or prohibited from contracting with federal authorities by a competent authority in accordance with the Applicable Laws;
- b) Submit false or incomplete information. With respect to the latter, the Bid Committee will provide the Interested Parties with one opportunity to remedy any omission of information within a cure period established by the Bid Committee;
- c) Are subject to bankruptcy or a similar proceeding;
- d) Submit more than one Bid for the same Contract Area, whether (i) on an individual basis; (ii) through direct or indirect participation in more than one Consortium or *Asociación en Participación*, or (iii) on an individual basis through Companies which it directly or indirectly Controls or which belong in one way or another to the same economic interest group as another Bidder;
- e) Consortiums or *Asociaciones en Participación* composed of more than one Large-Scale Oil Company;

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- f) When a relationship exists between Bidders, such as when Bidders share key officers or have common shareholders, subsidiaries or partners which directly or indirectly exercise Control or corporate influence over such Bidders;
- g) Have obtained privileged information related to the Bidding Process and are unable to demonstrate that they obtained access to such information by legal means;
- h) Breach the Confidentiality Contract entered into regarding the Data Room information;
- i) Use third parties to evade the provisions of this section, or
- j) In the opinion of the Convening Authority, violate any provision of the Applicable Laws or any regulation applicable abroad.

5. Bidding Calendar

INVITATION TO BID AND BIDDING GUIDELINES		
EVENTS	DATE	PLACE AND/OR LOCATION
Publication of Invitation to Bid and Bidding Guidelines	May/12/15	Official Gazette and Web Page: http://www.dof.gob.mx http://www.ronda1.gob.mx
Publication of updated Bidding Guidelines (including Contract)	Aug/28/15	http://www.ronda1.gob.mx
Publication of final Bidding Guidelines (including final Contract)	Nov/02/15	http://www.ronda1.gob.mx

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DATA ROOM		
EVENTS	DATE	PLACE AND/OR LOCATION
Period for requesting access to Data Room information and making the corresponding payment	May/12/15 to Aug/14/15	http://www.ronda1.gob.mx
Access to the Data Room	Jun/01/15 to Dec/14/15	Insurgentes Sur 1228, Piso 3, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F.

VISITS TO CONTRACT AREAS		
EVENTS	DATE	PLACE AND/OR LOCATION
Period to carry out visits to the Contract Areas	Jun/15/15 to Sep/11/15	All applicable dates and information will be published in the Web Page. http://www.ronda1.gob.mx

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CLARIFICATIONS OF BIDDING GUIDELINES AND CONTRACT			
EVENTS	DATE		PLACE AND/OR LOCATION
First Clarification Stage (Access to the Data Room information)	May/12/15 to Aug/11/15	Acceptance of Questions May/12/15 to Aug/07/15	http://www.ronda1.gob.mx
		Publication of Responses during the period May/12/15 to Aug/11/15	http://www.ronda1.gob.mx
Second Clarification Stage (Prequalification)	May/12/15 to Aug/27/15	Acceptance of Questions May/12/15 to Aug/24/15	http://www.ronda1.gob.mx
		Publication of Responses during the period May/12/15 to Aug/27/15	http://www.ronda1.gob.mx
Third Clarification Stage (submission and opening of Bids, Adjudication, Award Decision and Contract)	May/12/15 to Oct/30/15	Acceptance of Questions May/12/15 to Oct/23/15	http://www.ronda1.gob.mx
		Publication of Responses during the period May/12/15 to Oct/30/15	http://www.ronda1.gob.mx

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CLARIFICATIONS OF BIDDING GUIDELINES AND CONTRACT		
EVENTS	DATE	PLACE AND/OR LOCATION
PREQUALIFICATION		
EVENTS	DATE	PLACE AND/OR LOCATION
Period to pay Registration	May/12/15 to Aug/28/15	http://www.rondal.gob.mx
Period to request Prequalification appointment	Aug/31/15 to Sep/11/15	http://www.rondal.gob.mx
Acceptance of Prequalification documents	Sep/14/15 to Oct/02/15	Insurgentes Sur 1228, Piso 10, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F.
Prequalification (review of documents by the Bid Committee)	Sep/14/15 to Oct/23/15	Insurgentes Sur 1228, Piso 10, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F.
Publication of the list of Interested Parties prequalified to participate in the Bidding Process	Oct/30/15	http://www.rondal.gob.mx

CHANGES IN BIDDERS		
EVENTS	DATE	PLACE AND/OR LOCATION
Deadline to request authorization from the Convening Authority for the addition of potential non-prequalified financial partners to structure of Bidders.	Nov/13/15	http://www.rondal.gob.mx

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Deadline to request authorization from the Convening Authority to modify structure of Bidders.	Nov/27/15	http://www.rondal.gob.mx
Deadline for the decision on authorization regarding the incorporation of non-prequalified financial partners and for modification of structure of Bidders.	Dec/04/15	Notice will be sent to the e-mail address provided by the Bidder for such purpose in its application.

BID SUBMISSION AND OPENING SESSION		
EVENTS	DATE	PLACE AND/OR LOCATION
Bid submission and opening session and announcement of Winning Bidders	Dec/15/15	The date, time and venue will be published on the Web Page. http://www.rondal.gob.mx
Resolution of the Governing Body for the awarding, Award Decision and request for publication of the Award Decision in the Official Gazette	Dec/17/15	Insurgentes Sur 1228, Piso 11, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F.

EXECUTION OF CONTRACTS		
EVENTS	DATES	PLACE AND/OR LOCATION
Deadline for executing the Contracts	Feb/08/15	Insurgentes Sur 1228, Piso 11, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F.

Independently of the stages and proceedings of the Bidding Process, Interested Parties and the general public will be able to comment on the content of the Bidding Guidelines, including the

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Contract, from May 12, 2015 until five business days before the Bid submission and opening session. These comments may be made through the link that is available for such purpose on the Web Page, in the section entitled “*Suggestions.*”

6. Access to the Data Room information

6.1. Access to the Data Room information will be granted to Companies that participate in the exploration and/or extraction of hydrocarbons or to those that express their intention to participate as financial partners in such activities, in accordance with the following process:

- 1) The Interested Party must send to the Convening Authority an original copy of its request to access the Data Room information, using CNH Form-1 Application for Access to Data Room Information. This form must be duly completed and sent by certified courier to the Convening Authority’s address, together with the documents constituting the annexes referenced below, within the period established in the Bidding Calendar:
 - a) Attach as annex one, an original or certified copy of the public instrument that evidences the Mexican Company’s up-to-date articles of incorporation. In the case of foreign Companies, any equivalent document that evidences their legal existence, which must be submitted in Spanish or English and, if it is in a language other than Spanish or English, accompanied by a Spanish translation prepared by a certified expert translator authorized in Mexico. In the case of foreigners, when the Interested Party is dedicated to hydrocarbon exploration and/or extraction activities and the document that evidences its legal existence makes no reference to its participation in such activities, the Interested Party must also submit documentation sufficient to evidence its participation in such

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activities. In the case of Interested Parties who participate as financial partners, it will be sufficient to indicate such participation in CNH Form-1 Application for Access to Data Room Information.

- b) Attach as annex two, certified copy of the legal representative's official identification. In the case of Mexicans, only a voter identification card with photograph, or a current passport or professional certificate will be accepted, and in the case of foreigners, only passports will be accepted. The certified copy of the official identification of the Interested Party's legal representative may be presented by means of: i) certification by a foreign notary public with official powers to carry out such certification; ii) a copy certified by a Mexican notary public; or iii) a certified copy properly *apostilled* or legalized according to the applicable authority in the country of origin. The Interested Party must also attach in the same annex a notarized public deed or certified copy thereof evidencing a general power of attorney to perform administrative acts or a special power of attorney to participate in the Bidding Process. These documents must be granted before a notary public, indicating the name, number and district of the notary that granted them and, as applicable, protocolized them. The document verifying the authority of the representatives of foreign Companies must be properly certified or *apostilled*, in addition to the protocolization required in accordance with the Applicable Laws. Documents that are in a language other than Spanish must be accompanied by a Spanish translation prepared by a certified expert translator authorized in Mexico.
- c) Attach as annex three an original of CNH Form-2 Confidentiality Agreement duly executed by its legal representative.

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The Interested Parties may not modify the forms contained in the Bidding Guidelines. The only parts that may be changed or adapted are those that are necessary for the identification of the Company or the legal representative. Likewise, all the forms submitted by the Interested Parties shall be originals signed by hand by the legal representative.

The Interested Parties that have received the corresponding authorization in the bidding process number CNH-R01-L01/2014 (relating to the Award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation to Bid) and/or the bidding process number CNH-R01-L02/2014 (relating to the Award of Production Sharing Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation to Bid) have met the requirements listed in subsection 6.1. Based on the foregoing, in obtaining the authorization referenced in subsection 6.1, the Interested Parties will only need to submit CNH Form-1 Application for Access to Data Room Information and CNH Form-2 Confidentiality Agreement, as well as CNH Form-10 Declaration under Oath, which states that there have been no changes to the documents submitted for the bidding process CNH-R01-L01/2014 and/or CNH-R01-L02/2014, as applicable. These three (3) documents must be submitted as originals signed by hand by the legal representative who verified his powers during the bidding process CNH-R01-L01/2014 and/or CNH-R01-L02/2014, as applicable.

- 2) Once the request for access to the Data Room information along with the above-mentioned documents has been sent, the Bid Committee will verify this documentation. Thereafter, the Interested Party will receive an authorization code (*AD Code*) or, if applicable, a denial of access, at the e-mail address provided by it.

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The time taken to verify this documentation will depend on the particular characteristics of the submitted documents, as well as whether these documents satisfy the requirements set forth in the Bidding Guidelines and whether the Convening Authority requires clarification of these documents.

- 3) Once the Interested Party has an authorization code, it may make the corresponding payment at the authorized banks based on the form found on the Web Page, “*Electronic Payment e5five*”, under the item “*Access and technical support to view and download information related to onshore contract areas for extraction in conventional fields*”.
 - 4) Once payment has been made, a copy of the receipt must be sent to the e-mail address provided by the Convening Authority upon granting the AD Code, in order to be granted an appointment to pick up the hard drive at the Convening Authority’s address; the original payment receipt must be submitted at such appointment. The subject line of the e-mail must state “*Data Room Payment -(and the AD Code provided).*” The Convening Authority will send the date and time of the appointment to the e-mail address provided by the Interested Party. On the day the Company’s authorized representative picks up the hard drive, upon official verification of his/her identity, the representative will be provided with a password for the hard drive via e-mail.
- 6.2. Payment for access to the Data Room information includes:
- a) A hard drive containing all Data Room information;
 - b) Scheduled visits to the physical Data Room. The physical Data Room will be located at Avenida Insurgentes Sur 1228, Piso 3, Colonia Tlacoquemécatl del Valle, Delegación Benito Juárez. C.P. 03200 México, D.F., and

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- c) Virtual access through the Web Page to view the information contained on the hard drive referenced in paragraph (a) above.

6.3. In the event that Interested Parties that paid to access the information wish to make one or more visits to the physical Data Room, they must request appointments within the time period established in the Bidding Calendar for that purpose. For the foregoing, they must send an e-mail to the e-mail address provided by the Convening Authority with the subject line “*Appointment for the Data Room- (and the AD Code provided).*” The e-mail must indicate:

- 1) The names and responsibilities of the individuals authorized to enter the physical Data Room. A maximum of 6 (six) individuals per visit may be authorized; and
- 2) The proposed date for visiting the physical Data Room.

The Convening Authority will send the date and time of the respective appointment to the e-mail address provided by the Interested Party, considering the Interested Party’s proposed date but subject to availability for accessing the physical Data Room. If permitted by the agenda and the physical space, the Convening Authority may authorize visits by a greater number of persons divided into separate Data Rooms.

6.4. If the Company that pays to access the Data Room information is an Interested Party who intends to participate as a Consortium or *Asociación en Participación*, then all of its members will have access to such information to the extent the Company that paid for access to the Data Room information remains in the Consortium or *Asociación en Participación*, directly or through its affiliates.

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- 6.5. The information contained on the hard drive and safeguarded in the physical Data Room will include the technical information for all of the Contract Areas in Onshore Fields – Third Invitation to Bid in this Bidding Process. Virtual information will consist only of the ability to view the information contained on the hard drive and in the physical Data Room. In other words, the information will be the same with the exception that the information on the hard drive may be uploaded using software tools for analysis, while access to the virtual Data Room will consist only of the ability to view the information.
- 6.6. The Interested Parties and Bidders are responsible for reviewing in detail the documents and information contained in the Data Room as to all Contract Areas. The Convening Authority and other agencies, entities or authorities of the Mexican Government do not take on any responsibility for the accuracy of the information and documentation contained in the Data Room. Due to the foregoing, CNH does not make any representation or warranty of any kind regarding such information or documentation; accordingly, the Interested Parties and Bidders are responsible for any decision or action they take on the basis of such information and documentation in submitting a Bid for any Contract Area, as applicable.

Likewise, the information in the Data Room that relates to infrastructure and installations surrounding the Contract Areas is for reference purposes only.

Visits to Contract Areas

- 6.7. The Convening Authority will schedule and carry out site visits to the Contract Areas during the timeframe established in the Bidding Guidelines' Calendar, so the Interested Parties may, at their own expense, examine the Contract Areas.

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- 6.8. The site visit dates, the safety rules that all Interested Parties must comply with, as well as the logistics and all applicable visit details will be published in the Web Page.
- 6.9. Attendance to the site visits is optional. Only Interested Parties that have paid the Registration fee will be allowed to attend the scheduled site visits. Failure to attend any given site visit cannot be raised or used as grounds to claim ignorance or lack of information on the Contract Areas during this Bidding Process.
- 6.10. All Interested Parties (or their representatives) in attendance shall sign-in during every site visit. This visit logs will be published in the Web Page.

7. Registration for the Bidding Process

- 7.1. Only Interested Parties that have paid to access the Data Room information may register for the Bidding Process and thus be entitled to participate in the second and third clarification stages and, if applicable, in the Prequalification stage, once they have registered and made the related payment.
- 7.2. Interested Parties must register on the date established for such purpose in the Bidding Calendar by making the related payment at one of the authorized banks using the form to be found on the Web Page under the name “*Electronic Payment e5five*”, under the item entitled “*Registration, evaluation of capabilities, acceptance of bids and resolution in a bidding process for hydrocarbon exploration and extraction contracts*”.
- 7.3. Once the payment is made, an e-mail must be sent to the e-mail address provided by the Convening Authority upon granting the AD Code, with the subject line “*Registration- (and the AD Key provided)*” expressing interest in participating in the Bidding Process and attaching a copy of the evidence of payment referenced above.

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8. Clarification Stage

8.1. The Bid Committee will conduct three clarification stages: (i) the first will only be for receiving and answering questions about the process for making payment to access the Data Room information, (ii) the second will only be for receiving and answering questions or clarifications about the Prequalification process for Interested Parties, and (iii) the third will only be for receiving and responding to Bidders' questions or clarifications regarding the submission and opening of Bids, Adjudication, Award Decision and Contract.

8.2. General Considerations.

- The Interested Parties or Bidders, as the case may be, will raise questions and make requests for clarification they consider pertinent during the time period established for such purpose in the Bidding Calendar.
- The requests for clarification must be made using the link to the Section entitled “*Clarifications*,” subsection “*Questions*” located on the Web Page.
- The Interested Parties and Bidders must submit requests for clarification in Spanish.
- The Convening Authority may require that questions be clarified and, if applicable, resubmitted.
- Questions and requests for clarification may only be made by Interested Parties and Bidders on the terms set forth in subsection 8, Section III.
- The Convening Authority will respond to questions and requests for clarification within the period set forth in the Bidding Calendar. Answers will be grouped by topic and published on an ongoing basis during the period set forth in the Bidding Calendar on the Web Page, in the “*Clarifications*” Section, subsection “*Answers*.”

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- In case there is any inconsistency or discrepancy between the Bidding Guidelines and the published clarifications, the Bidding Guidelines last published on the Web Page will control and prevail.
- Participation by the Interested Parties and Bidders in this process is optional.
- Upon the conclusion of the period for questions and clarifications set forth in the Bidding Calendar, the Convening Authority will abstain from providing any answers, and this will not entail any liability whatsoever on its part.
- In the event the Bidding Guidelines or the terms and conditions of the Contracts are modified as a result of the clarification stages or at the Convening Authority's own initiative, the modifications will be incorporated into the final version of the Bidding Guidelines and will form a part thereof. Accordingly, these modifications must be taken into account by the Interested Parties or Bidders, as the case may be, due to the fact that the review and analysis of the Prequalification documents and Bids will take these modifications into account.

8.3. Clarification Stage – Access to the Data Room information.

- During this clarification stage, any Company interested in making the payment to access the Data Room information may raise questions about the payment procedure and the requirements for accessing the information. The Convening Authority will not be required to respond to questions on other matters, and not responding will not entail any liability whatsoever on its part.

8.4. Clarification Stage - Prequalification.

- During this second clarification stage, only Interested Parties that are registered in the Bidding Process may submit questions or requests for clarification regarding

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the Prequalification requirements. The Convening Authority will not be required to respond to questions on other matters, and not responding will not entail any liability whatsoever on its part.

8.5. Clarification Stage – Submission and Opening of Bids.

- During the third clarification stage, only the Interested Parties that are registered in the Bidding Process and the Bidders may submit questions or requests for clarification regarding matters related to the submission and opening of Bids, Adjudication, Award Decision and Contract. The Convening Authority will not be required to respond to questions on other matters, and not responding will not entail any liability whatsoever on its part.

8.6. All information generated as a result of the responses provided by the competent authorities during the clarification stages of the Bidding Process will become part of the Bidding Guidelines, making it the responsibility of the Interested Parties and Bidders to review, have knowledge of, analyze and take into account such information during all stages of the Bidding Process.

9. Prequalification

9.1. As indicated in the Bidding Calendar, the Prequalification stage in which the technical, execution, financial and legal experience and capabilities of each Interested Party will be reviewed and evaluated, will be conducted before the Bid submission and opening session.

9.2. Prequalification documents may only be submitted by Interested Parties registered in the Bidding Process.

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9.3. To participate in the Prequalification, Interested Parties must request an appointment within the relevant period established in the Bidding Calendar. These Interested Parties must send an e-mail to the e-mail address provided by the Convening Authority upon granting the AD Code with the subject line “*Appointment for the presentation of Prequalification documents - (and the AD Code provided)*,” indicating the following:

- 1) Name and responsibilities of the person authorized to submit the Prequalification documents, and
- 2) Proposed date for submitting the Prequalification documents.

At the time an appointment is requested, it is not a requirement to specify the manner in which the Interested Party may be prequalified, whether as an individual Interested Party or as part of a Consortium or *Asociación en Participación*.

The Convening Authority will send the date and time of the respective appointment to the e-mail address provided by the Interested Party, considering the Interested Party’s proposed date but subject to availability in the Bid Committee’s schedule.

9.4. Once the Prequalification documents have been received, the Bid Committee will conduct a quantitative review of the documents requested for Prequalification, verifying that the information submitted by the Interested Party includes the documents required by these Bidding Guidelines.

- a) If any Interested Party omits required documents, or any requirement is missing from the documents submitted, none of the documents submitted by the Interested Party in order to be prequalified will be accepted, and this will be stated in CNH FORM-3 Acknowledgment of documents submitted for Prequalification, which

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will be issued for such purpose to each Interested Party. The Interested Party may request an additional appointment to submit all the relevant documentation, as long as this is possible within the Prequalification period established in the Bidding Calendar.

- b) If the Interested Party submits the documents required by the Bidding Guidelines, receipt of the documents will be acknowledged in CNH FORM-3 Acknowledgment of documents submitted for Prequalification, but delivery of the documents will not in itself imply that the requirements established in the Bidding Guidelines have been satisfied.

9.5. Once the period for acceptance of Prequalification documents has expired, the Bid Committee will evaluate the documentation and information submitted and will send the results to the Governing Body for its resolution and in order for it to issue a Prequalification certificate to each Interested Party which will be sent electronically to the email address provided. The certificate will expressly state whether or not the Interested Party satisfies the requirements for experience and for technical, execution, financial and legal capabilities established in the Bidding Guidelines, as well as the number of Contract Areas in which the Interested Party will be allowed to bid. The Convening Authority will publish on the Web Page a list of the Interested Parties that have been prequalified and thus obtained the status of Bidders on the date indicated in the Bidding Calendar.

9.6. For Interested Parties to prequalify, the Bid Committee will evaluate compliance with the requirements established in subsection 10, Section III, of these Bidding Guidelines. In order to properly evaluate the participation of the Interested Parties in the Bidding Process, the Bid Committee must make requests of any Interested Party in writing for clarification of the information or documentation submitted. Interested Parties must submit their

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responses in writing within the period indicated for such purpose by the Bid Committee. The Interested Parties may submit additional documentation and information only when the Convening Authority requests a clarification so long as this takes place within the Prequalification.

- 9.7. When Interested Parties do not comply with the Prequalification requirements, a certificate of non-Prequalification will be delivered, expressly stating that the Interested Party did not comply with the stipulated requirements, in the case of any of the following:
- a) The Interested Parties do not comply with any of the requirements established in the Bidding Guidelines;
 - b) The Bid Committee for any reason is unable to verify to its complete satisfaction the veracity of the Prequalification information and documentation submitted by the Interested Party;
 - c) The Interested Party, directly or through third parties, acts or attempts to obstruct or influence the Prequalification results;
 - d) The Interested Parties breach the confidentiality agreement signed with respect to the Data Room information;
 - e) The Interested Party submits false or incomplete information; or
 - f) There is a violation of any of the Applicable Laws.
- 9.8. Only prequalified Interested Parties will be considered Bidders and thus be entitled to continue participating in the Bidding Process and submit Bids.

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10. Prequalification Requirements

Requirements with respect to financing resources.

- 10.1. Each Interested Party must demonstrate that the financial resources available to it have been obtained legally by submitting the information indicated below in a binder separate from the binder containing the documents relating to technical, execution, financial and legal Prequalification, and such information must be submitted preferably in Spanish or English, and documents that are originally in a language other than these two languages must be accompanied by a simple translation into Spanish:
- a) Articles of incorporation;
 - b) Federal Taxpayer Registry number or tax identification number;
 - c) Corporate governance structure;
 - d) State whether it is part of a business or commercial group, indicating for such purposes the name, domicile, nationality and corporate purpose of the companies comprising the group;
 - e) Organizational chart including the first and last names, Federal Taxpayer Registry number, the Unique Population Registration Code and the date of birth of its top management down to the second highest level of its organizational hierarchy;
 - f) Identification information for its legal representatives, including Federal Taxpayer Registry number, tax identification number and date of birth;
 - g) Full name of and percentage of equity owned by each partner or shareholder, as well as its Federal Taxpayer Registry number, Unique Population Registration Code or date of birth. In the case of foreigners, the date of birth or tax identification number or its equivalent must be submitted except for entities that are listed on a stock exchange;

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- h) Information on the Companies that exercise Control or have significant influence;
- i) Affidavit to the effect that its partners, shareholders and top management have not been convicted of any crime against public resources (*delito patrimonial doloso*);
- j) Information on any source of financing (bank, government, stock market or others) that has been or will be available to it to meet its obligations under the Contract, in the event it is awarded the Contract;
- k) Tax returns and audited financial statements for the past 2 years; and
- l) In the case of special purpose vehicles, provide details of its legal, corporate and business structure, indicating the parties that have Control or a significant influence over it, and submit tax returns and audited financial statements for the past 2 years for the entities that formed the special purpose vehicles.

For foreign Companies, the above requirements may be satisfied by submitting equivalent legal documents established by the law or practice under the applicable jurisdiction.

- 10.2. The Convening Authority will send the information listed in the previous subsection to the UIF for the purpose of preventing the use of illegally obtained funds in the projects, based on inter-institutional coordination at the national and international level as may be appropriate pursuant to the Applicable Laws.
 - 10.3. The UIF will provide the Convening Authority with the information it obtains and its conclusions. Such information and conclusions may only be used in the exercise of the functions and powers of the Convening Authority in accordance with the Applicable Laws and may not be disclosed or published by any means.
 - 10.4. The Convening Authority will consider the information provided by the UIF to determine whether a particular Interested Party may continue to participate in the relevant bidding
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process. All Interested Parties must comply with each and every requirement listed in subsection 10.1 to be eligible to Prequalify.

- 10.5. In the case of a Consortium or *Asociación en Participación*, each of its members must individually comply with the requirements stipulated in subsection 10.1, Section III, of the Bidding Guidelines.
- 10.6 The Interested Parties that have been favorably prequalified in the bidding process number CNH-R01-L01/2014 (relating to the Award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation to Bid) and/or the bidding process number CNH-R01-L02/2014 (relating to the Award of Production Sharing Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation to Bid) are understood to have met the requirements listed in subsection 10.1, unless the UIF indicates otherwise based on the new review of the requirements originally submitted. It is understood that, for purposes of the provisions in this paragraph, the members of the bidder favorably prequalified in the previous bidding processes must remain the same. For purposes of the foregoing, CNH Form-10 Declaration under Oath, which establishes that there have been no changes to the documents submitted for previous bidding processes, must be submitted.

Legal Documentation Requirements.

- 10.7. The legal documentation described herein must be submitted on an individual basis by each Interested Party and by each member of a Consortium or *Asociación en Participación*. This documentation must be submitted in Spanish, and documents originally in a different language must be submitted by the Interested Party together with a Spanish translation by

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a certified expert translator authorized in Mexico. The documentation the Interested Parties must submit is:

- a) Notarized public instrument or certified copy thereof evidencing the articles of incorporation or attested copy of the bylaws, including the name, number and district of the notary public who granted and, if applicable, protocolized, such document, and information on its registration in the Public Registry of Commerce. For foreign Companies, documents equivalent to the above must be submitted, legalized or *apostilled* in accordance with the terms of The Hague Convention of October 5, 1961 or by consular legalization, as the case may be;
- b) Simple copy of an official identification document of the Interested Party's legal representative. For Mexicans, only a voter identification card with photograph or a passport or professional certificate will be accepted, and for foreigners, only a passport will be accepted;
- c) A notarized public deed or certified copy thereof evidencing a general power of attorney of the Interested Party's legal representative to perform administrative acts or its special power of attorney to participate in the Bidding Process on behalf of and to bind the Bidder, granted before a notary public, indicating the name, number and district of the notary that granted and, if applicable, protocolized, such document, and information on its registration in the Public Registry of Property and Commerce.
For foreign Companies, documents equivalent to those mentioned above must be submitted, legalized and *apostilled* and with the protocolization required in accordance with the Applicable Laws;
- d) CNH FORM-5 Declaration of Non-Disqualification.

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- e) CNH FORM-6 Declaration of knowledge and acceptance of the Applicable Laws, the requirements and conditions established in the Bidding Guidelines and the documents that comprise the Bidding Guidelines.
 - f) CNH FORM-7 Confidential Documentation, and
 - g) In the case of a Consortium or *Asociación en Participación*, CNH FORM-4 JOINT BIDDING AGREEMENT.
- 10.8. The Interested Parties that have been favorably prequalified in the bidding process number CNH-R01-L01/2014 (relating to the Award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation to Bid) and/or the bidding process number CNH-R01-L02/2014 (relating to the Award of Production Sharing Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation to Bid) have met the requirements listed in subparagraphs a), b), c) and g) of subsection 10.7, and therefore, for purposes of the provisions in this paragraph the members of the bidder favorably prequalified in previous bidding processes must remain the same. For purposes of the foregoing, the Bidder must submit CNH Form-10 Declaration under Oath, which establishes that there have been no changes to the documents submitted for previous bidding processes.
- 10.9. The requirements and elements to demonstrate technical, execution and financial experience and capabilities applicable to all Contract Areas are described in the following charts.

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CRITERIA FOR EVALUATION OF EXPERIENCE AND TECHNICAL AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO DEMONSTRATE TECHNICAL AND EXECUTION EXPERIENCE AND CAPABILITIES
To be verified	Documents that must be submitted
<p>1) Must demonstrate that the proposed personnel have the required capabilities. Must demonstrate that the proposed personnel for key management positions (who will be in charge of the operations) has no less than ten (10) years of management and operational experience in managing onshore or offshore exploration and extraction projects; and</p>	<p><i>Curriculum vitae</i> of the personnel showing that they have a ten (10) year minimum experience in management positions, as well as <i>Curriculum vitae</i> of the personnel showing that they have a ten (10) year minimum experience in operational positions, in both cases, in offshore or onshore exploration and extraction projects, and that collectively have carried out the following activities, among others: management of onshore exploration and extraction activities; design and execution of exploration and extraction plans; and approval of budgets related to investments and expenditures in hydrocarbon exploration and extraction projects.</p> <p>Each <i>curriculum vitae</i> must specify the name of the companies where the individual has worked, as well as the position filled, the related responsibilities, years of service, name of immediate supervisor and contact information for a reference who can be contacted to verify or consult about such information.</p>

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2) **Must demonstrate that (a) the Company or (b) the proposed personnel have experience in the implementation and operation of industrial safety and environmental protection systems in the last five (5) years.** Must demonstrate that the Company or the proposed personnel have verifiable experience within the last five (5) years in the implementation and operation of systems for the management of industrial safety, operational safety and environmental protection in onshore exploration and extraction facilities or projects such as the following, among others: OHSAS 18001 (for safety generally and which includes external certification); ISO 14001 (for the environment generally and which includes external certification); API RP 75 (for offshore safety; does not include a certification requirement); ISM Code (international safety management code which applies to movable and self-elevating platforms).

a) The Company: The Company's management system for industrial safety and environmental protection, together with an opinion issued by a specialized international firm, indicating that the bidder follows international practices in the operation of onshore exploration and extraction projects. To comply with this requirement, the participant must indicate the type of system it has and would use in the event it is a winning bidder, as well as any technical certifications, inspections, opinions, or reports it may have which provide evidence of the required information.

b) The Proposed Personnel: *Curriculum vitae* of the personnel showing that they have five (5) years of experience in the implementation and operation of systems for the management of industrial safety, operational safety and environmental protection in onshore or offshore exploration and extraction projects and facilities, including, but not limited to, the following: OHSAS 18001 (for safety generally and which includes external certification); ISO 14001 (for the environment generally and which includes external certification).

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CRITERIA FOR EVALUATION OF EXPERIENCE AND TECHNICAL AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO DEMONSTRATE TECHNICAL AND EXECUTION EXPERIENCE AND CAPABILITIES
To be verified	Documents that must be submitted
	Each <i>curriculum vitae</i> must specify the name of the companies where the proposed personnel has worked, as well as the specific industrial safety, operational safety and environmental protection systems for onshore or offshore exploration and extraction projects and facilities. To fully comply with this requirement, the participant must indicate the type of system it would use if it was awarded the Contract Area.

The foregoing requirements must be satisfied individually by each Interested Party or, if applicable, by the party designated as the Operator in a Consortium or *Asociación en Participación*, since these requirements may not be satisfied jointly by the members of a Consortium or *Asociación en Participación*.

An Interested Party participating individually or as the Operator through a Consortium or *Asociación en Participación* may demonstrate compliance with the required capabilities itself or through an Affiliate or its ultimate parent company.

The Interested Parties that have been favorably prequalified in the bidding process number CNH-R01-L01/2014 (relating to the Award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation to Bid) and/or the bidding process number CNH-R01-L02/2014 (relating to the Award of Production Sharing Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation to Bid) have met the requirements indicated in point 2, subparagraph (a) of these requirements. For purposes of this paragraph, the members of the bidder favorably prequalified in previous bidding processes must remain the same. For purposes of the foregoing, the bidder must submit CNH FORM-10 Declaration under Oath, which establishes that there have been no changes to the documents submitted in a previous bidding process.

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CRITERIA FOR FINANCIAL EVALUATION	DOCUMENTS TO DEMONSTRATE FINANCIAL CAPABILITY
To be verified	Documents that must be submitted
<p>1) Must demonstrate that it has a minimum net worth of:</p> <ul style="list-style-type: none"> (a) Five million Dollars (\$5,000,000) for every Type 1 Area it wants to bid for, and if applicable (b) Two hundred million Dollars (\$200,000,000) for every Type 2 Area it wants to bid for. 	<ul style="list-style-type: none"> (a) If the Company is listed in a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions, providing evidence of the required net worth; or (b) Submit financial statements, certified by an independent accounting and auditing firm, certified or registered to carry out such activities under the laws of its country of origin or an independent accounting and auditing firm with certifications recognized worldwide. The financial statements must substantiate the required net worth will be provided.

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CRITERIA FOR FINANCIAL EVALUATION	DOCUMENTS TO DEMONSTRATE FINANCIAL CAPABILITY
To be verified	Documents that must be submitted
Additional Criteria for a Consortium or <i>Asociación en Participación</i>	
<p>2) If the Operator does not satisfy the financial criteria described above, the members of the Consortium or <i>Asociación en Participación</i> must demonstrate an aggregate net worth of at least:</p> <p>(a) Three million Dollars (US\$3,000,000) for every Type 1 Area it wants to bid for, and if applicable</p> <p>(b) One hundred twenty million Dollars (US\$120,000,000) for every Type 2 Area it wants to bid for; provided that two (2) members of the Consortium or <i>Asociación en Participación</i> demonstrate a minimum aggregate net worth of eighty million Dollars (US\$80,000,000) for every Type 2 Area they want to bid for.</p>	<p>(a) If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions, providing evidence of the required net worth; or</p> <p>(b) Submit financial statements, certified by an independent internationally recognized accounting and auditing firm which will provide evidence to substantiate the required net worth.</p>
<p>3) In the case of a Consortium or <i>Asociación en Participación</i>, the Operator must own at</p>	<p>CNH FORM-4 Joint Bidding Agreement.</p>

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CRITERIA FOR FINANCIAL EVALUATION	DOCUMENTS TO DEMONSTRATE FINANCIAL CAPABILITY
To be verified	Documents that must be submitted
least one third of the economic interests in the Consortium or <i>Asociación en Participación</i> .	

The foregoing requirements must be satisfied individually by each Interested Party or, if applicable, by the party designated as the Operator in a Consortium or *Asociación en Participación* since these requirements may not be satisfied jointly by the members of the Consortium or *Asociación en Participación*.

An Interested Party participating individually or as the Operator of a Consortium or *Asociación en Participación* may demonstrate compliance with the capability requirements itself or through an Affiliate or an ultimate parent company.

The Interested Parties that have been favorably prequalified in the bidding process number CNH-R01-L01/2014 (relating to the Award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation to Bid) and/or the bidding process number CNH-R01-L02/2014 (relating to the Award of Production Sharing Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation to Bid) have met the requirements indicated in the table above. For purposes of this paragraph, the members of the bidder favorably prequalified in previous bidding processes must remain the same. For purposes of the foregoing, the bidder must submit CNH FORM-10 Declaration under Oath, which establishes that there have been no changes to the documents submitted in a previous bidding process.

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11. Preparation and Submission of Prequalification Documents

11.1. The Prequalification documentation must be submitted in the following manner:

- a) The documents must be signed at the bottom of the last page and initialed in the bottom of each page by the Interested Party's legal representative. The documentation must be contained in two (2) or more binders (as applicable) identified on the front as follows:

PREQUALIFICATION DOCUMENTATION
FINANCING SOURCES
ONSHORE FIELDS – THIRD INVITATION TO BID
(NAME OR COMPANY NAME OF THE
INTERESTED PARTY)
BIDDING PROCESS
CNH-R01-L03/2015

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PREQUALIFICATION DOCUMENTATION
LEGAL, TECHNICAL, EXECUTION AND
FINANCIAL DOCUMENTATION
ONSHORE FIELDS – THIRD INVITATION TO BID
(NAME OR COMPANY NAME OF THE
INTERESTED PARTY)
BIDDING PROCESS
CNH-R01-L03/2015

- b) All pages in each binder must be paginated or numbered consecutively in the lower right corner of each page (do not number back-side of the pages, cover pages or indices);
- c) Each binder must contain an index of the dividers it includes, such that each document required by the Convening Authority will have its own divider.
- d) It must reference the required documents in objective and quantifiable terms that are customary in the petroleum industry;
- e) The Interested Parties and Bidders may not modify the forms contained in the Bidding Guidelines. The only parts that may be changed or adjusted are those that are required for the identification of the Company or the legal representative.
- f) The forms must be submitted as originals signed by hand by the legal representative.
- g) The information provided will preferably be public information not considered restricted or confidential under the Applicable Laws;

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- h) The documents must comply with the legal formalities required for their validity under applicable laws in the country of origin;
 - i) It must contain official contact information for the persons or institutions providing or issuing the documents in order to facilitate their verification, and the Interested Party must refrain from entering into any agreements, including confidentiality agreements, with such persons or institutions, which may prevent the Bid Committee from verifying the accuracy of the documents to its full satisfaction based on customary practices in the international petroleum industry; and
 - j) All the documents required in subsections 10.7 and 10.9 must be submitted in Spanish. If a document was originally prepared in a different language, the Interested Party must submit together with the original document a Spanish translation by a certified expert translator authorized in Mexico.
- 11.2. The Interested Party must also submit CNH FORM-3 Acknowledgment of documents submitted for Prequalification together with the required Prequalification documents, and such form will provide a record of the documentation submitted to the Convening Authority. It is noted that, although failure to submit the documents in binders or folders, or, if applicable, failure to submit them in the order indicated or to paginate them will not be cause for disqualification, it is advisable to follow these instructions to promote order and optimize the Bidding Process.

12. Method of Participation

- 12.1. Companies may participate as Individual Bidders or Joint Bidders. In the latter case, the agreement for an *asociación en participación* must be entered into in accordance with Applicable Laws.

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- 12.2. Two or more Companies may jointly submit a Bid in this Bidding Process without the requirement of forming a separate legal entity, as follows:
- a) To participate in the Prequalification as a Joint Bidder, it will be sufficient for one of the Companies forming part of the Joint Bidder to have made the payment needed to access the Data Room information and to be registered in the Bidding Process;
 - b) Joint Bids may only be submitted by Joint Bidders that have obtained a Prequalification certificate and therefore have the status of Bidders. No new Company or Bidder that was not part of the Joint Bidder in the Prequalification stage may be added unless such new Company or Bidder complies with all Prequalification requirements on an individual basis and obtains prior written authorization from the Convening Authority. Such authorization may be granted regarding the addition of a financial partner or the departure of a member of the prequalified Joint Bidder or, if applicable, a modification of the interests of the members of a Joint Bidder. Individual Bidders will be able to modify their structure and become Joint Bidders if they want to include one or more financial partners, as long as they have been duly authorized by the Convening Authority to do so and they comply with all the applicable Prequalification requirements individually. Under no circumstances will mergers of Bidders be authorized;
 - c) No Company may be a member of more than one Joint Bidder in the Bidding Process;
 - d) The members of a Joint Bidder must enter into a Joint Bidding Agreement pursuant to the terms of CNH FORM-4 Joint Bidding Agreement. The agreement must be executed by the authorized legal representatives of each of the Companies that are

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members of the Joint Bidder and it will form a part of the Contracts awarded, as applicable; or

- e) No Large-Scale Oil Company may associate with another Large-Scale Oil Company in order to participate as a Joint Bidder.

12.3. The foregoing will not preclude the Joint Bidder from forming a new company to comply with the obligations under the Joint Bidding Agreement, provided that the responsibilities of the Joint Bidding Agreement are maintained in the new company.

12.4. If a Bidder wants to modify its structure to add a financial partner or, for Joint Bidders, the departure of a Company or there is a change in the percentage of the interest of its members, the Bidder must submit an application for authorization to the Convening Authority within the period established for such purpose in the Bidding Calendar. Such application must be sent by e-mail to the e-mail address provided to the Joint Bidder by the Convening Authority upon granting the AD Code to the Joint Bidder with the subject line “*Request for authorization to modify the structure of the Bidders - (with the AD Code provided)*”. The request must clearly and precisely indicate the reasons for the modification and its implications. Based on the information provided, the Convening Authority will notify the Bidder, to the email address that has been provided, any additional information it will need to complete its evaluation. Once the Convening Authority makes a final determination, it will send its authorization or denial, as the case may be, to the email address that has been provided.

If a Joint Bidder wants to change its structure to include an Individual Bidder as a financial partner, the Individual Bidder will have to relinquish its status as Individual Bidder and the

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Joint Bidder will have to send such relinquishment to the Convening Authority together with the application for authorization mentioned in the previous paragraph.

- 12.5. Any unauthorized attempt to form an association with other Bidders or unauthorized change in the composition of any Bidder will constitute grounds for disqualification from the Bidding Process for each of the Bidders or Companies involved. The Convening Authority will grant the required authorization as long as each and all of the following conditions are satisfied: (i) the Bidder requests the modification within the period provided in the Bidding Calendar and in the manner indicated in these Bidding Guidelines, (ii) the proposed changes do not involve a change of the Operator, and (iii) the new participation of the Operator in the Consortium or *Asociación en Participación* is the same or greater than before or, if it is lower, it is not lower than the minimum one-third economic participation in the Consortium which is required for the Operator. Unless all of the foregoing conditions are satisfied, the Convening Authority will not grant any authorization.

13. Preparation of the Bid

- 13.1. Each Bid must be submitted in two sealed letter-sized yellow envelopes with adhesive flaps, weighing 90 grams and measuring 23 x 30.5 cm. Each envelope must be identified with white labels, measuring 5.1 x 10.1, as follows:

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ENVELOPE No. 1

BIDDING PROCESS

CNH-R01-L03/2015

ECONOMIC BID

**ONSHORE FIELDS – THIRD INVITATION TO BID
(NAME OR COMPANY NAME OF THE BIDDER)**

ENVELOPE No. 2

BIDDING PROCESS

CNH-R01-L03/2015

BID GUARANTEE

**ONSHORE FIELDS – THIRD INVITATION TO BID
(NAME OR COMPANY NAME OF THE BIDDER)**

- 13.2. Bids must be paginated and signed by hand by the Individual Bidder’s legal representative. Joint Bids must be paginated and signed by hand by a common representative of the Joint Bidder authorized to sign the Bid or, if no representative is so authorized, by each member of the Joint Bidder.
- 13.3. Bidders must consider the provisions of the Bidding Guidelines and the Contract to determine the values for the Economic Bid. Such values must be submitted using two decimal points. For example, if the Bidder wishes to offer an investment increase of 25.5%, its bid must indicate the number 25.50.
- 13.4. At the session for submission and opening of Bids, the Bidder must deliver a CNH FORM-9 Economic Bid for each Contract Area, indicating its Bid or, if applicable leave it blank, stating that it will not submit a Bid. The Bid must include all of the following documents:
- a) A sealed envelope, “Envelope 1”, Economic Bid, containing CNH FORM-9 Economic Bid, which must be signed by hand by the Bidder’s legal representative. This form shall contain a statement under oath indicating that the Economic Bid has been prepared and presented independently and without any coordination with any other Bidder.

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If a Bid is not submitted for a specific Contract Area, the Bidder must state this in the appropriate form for the Economic Bid or leave the Form blank.

- b) A sealed envelope (“Envelope 2”, Bid Guarantee) that must include the Bid Guarantee, as provided in the following paragraph, to ensure the seriousness of the Bid and, in the event the Bidder is named the Winning Bidder, to ensure execution of the relevant Contract.

For each Contract Area, the Bidder will submit (i) a stand-by letter of credit in favor of CNH, using CNH FORM-8 Bid Guarantee, Stand-by Letter of Credit, issued or confirmed by a credit institution legally authorized to operate in Mexico, in the amount of sixty five thousand United States dollars 00/100 (USD\$65,000.00) for Type 1 Areas and two hundred thousand United States dollars 00/100 (USD\$200,000.00) for Type 2 Areas, which in either case must be valid sixty (60) calendar days from the date of submission of Bids.

Where CNH FORM-9 Economic Bid indicates that no Bid will be submitted, the Bidder must submit “Envelope 2” empty and sealed.

14. Effective Period of Bids

- 14.1. The Bids of the Winning Bidder and the second-place Bidder must remain in effect for sixty calendar days from the date on which they were submitted. In exceptional circumstances, the Convening Authority may request an extension of the effective period. The Convening Authority’s request and the response thereto must be in writing. In such a case, the effective period of the Bid Guarantee will be extended for an additional period up to the original effective period of the Bid.

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- 14.2. At the bid submission and opening session, the Bid Guarantee will be returned to the Bidders whose Bids are declared non-winning or are rejected. The Bid Guarantees of the Winning Bidder and of the second-place Bidder will be returned once the corresponding Contract has been executed.
- 14.3. The Bid Guarantee may be drawn upon in the following circumstances:
- a) If the Winning Bidder or second-place Bidder withdraws its Bid before entering into the awarded Contract;
 - b) If the Winning Bidder does not execute the Contract on the date indicated in the minutes of the Award Decision or on a subsequent agreed-upon date;
 - c) If the Winning Bidder does not submit the Performance Guarantee or the Corporate Guarantee concurrently with the execution of the Contract in accordance with its provisions and on the dates established by the Convening Authority;
 - d) If the second-place Bidder does not execute the Contract on the date indicated by the Convening Authority, if applicable;
 - e) If the Bidder submits false information to the Convening Authority during any stage of the Bidding Process; or
 - f) If any of the members of a Joint Bidder refuses to sign the Contract or purports to modify the terms of its participation indicated in the Joint Bidding Agreement submitted to the Convening Authority.

In the event the Bid Guarantee is drawn on, the guaranteed funds will be deposited in an account designated for such purpose by CNH for the benefit of the Mexican Petroleum Fund for Stabilization and Development.

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15. Submission and Opening of Bids

- 15.1. The submission of Bids will take place at the relevant session, on the date and at the time indicated in the Bidding Calendar. This session will be held in the presence of a notary public and will be transmitted live on the Internet through the Web Page.
- 15.2. Each Bidder will be responsible for and must take into account and pay all costs related to the preparation and submission of its Bid.
- 15.3. Only one Bid may be submitted by each Bidder for each Contract Area. CNH Form-9 Economic Bid must be submitted for the Contract Areas for which a bid is not submitted indicating that an Economic Bid will not be submitted.
- 15.4. Bidders participating in the Bid submission and opening session must consider the following requirements:
 - a) The Bid must be submitted personally by the Bidder's legal representative, in accordance with the guidelines established herein;
 - b) In order to submit their Bids, the Bidders must register at the entrance, where they will submit the envelopes containing their Bids to the Committee Secretary in order for the Committee Secretary to seal and sign them;
 - c) At the time of registration, Bidders must present the original and a copy of the legal representative's official identification document, which, for Mexicans, may be a voter identification card with photograph, a passport or a professional certificate, and for foreigners, must be a passport;
 - d) Once the Bidder's legal representative is registered at the Bid submission and opening session, the legal representative is obligated to submit the corresponding envelopes;

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- e) The legal representative of each Bidder may be accompanied by only one other person, subject to registration, and
- f) No Bidder may submit any Bid which is not contained in a sealed envelope stamped and signed by the Committee Secretary.

15.5. The Bids will be announced at the submission and opening session, in accordance with the following:

- a) The following will be undertaken for each Contract Area:
 - Bid submission stage. Bids will be submitted in the same order as the order in which the Bidders' legal representatives registered at the entrance of the event for the submission of Bids.

Once all Bids have been received, in the same order as the above, the Bid Committee will:

- Announce the minimum values for the biddable variables for each Contract Area, as applicable, and in accordance with the provisions of subsection 16.1, Section III of these Bidding Guidelines;
- Open the Bids received;
- Verify that the proposed values for the biddable variables are equal to or greater than the minimum values established by the Ministry of Finance, and lower than the limits established in these Bidding Guidelines; and
- For each Contract Area, announce the result of the opening of Bids and those that are not solvent in accordance with the point above.
- Bid evaluation stage. The Bid Committee will evaluate the Bids, verifying that they satisfy the requirements set forth in the Bidding Guidelines.

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15.6. Based on the evaluation, the Bid Committee will issue minutes indicating the name of the Winning Bidder. The committee will also indicate the second-place Bidder and, if applicable, the Bids that have been rejected. The execution and completion of each of the stages indicated above for each Contract Area will also be recorded in the minutes. The minutes will be published on the Web Page.

15.7. The Governing Body will be in charge of formalizing the Award Decision and the award of the Contracts within the periods established in the Bidding Calendar.

16. Biddable variables and method for determining the Winning Bidder

16.1. The Ministry of Finance will determine the minimum acceptable values for each of the two biddable variables that constitute the Economic Bid no later than the date on which the Convening Authority publishes the final version of the Bidding Guidelines. The Ministry of Finance will also determine on that date the timing and conditions for the disclosure of such minimum amounts during the Bidding Process based on Article 9 and Transitory Article Fourth of the Regulation of the Hydrocarbon Revenues Law.

16.2. The Economic Bids received during the Bidding Process will be analyzed in accordance with the following:

- 1) The weighted score of the Bid will be the sum of: a) 0.90, multiplied by the Additional Royalty Factor determined as a percentage of the Contract Value; *plus* b) 0.10, multiplied by the additional investment factor for the relevant Contract Area. The following formula will be used to calculate the weighted score of the Economic Bid:

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$$V = 0.90 \times \text{Additional Royalty Factor} + 0.10 \times \text{Investment Factor}$$

where:

- VPO is the weighted score of the Economic Bid;
- Additional Royalty Factor is the adjusted value of the Additional Royalty Value determined as a percentage of the Contract Value of the Hydrocarbons, expressed in two digits and to two decimal points. The Additional Royalty Factor is calculated as follows:

$$\text{Additional Royalty Factor} = 3.5 (\text{Additional Royalty Value}), \text{ where:}$$

- The Additional Royalty Value is the value corresponding to the percentage increase offered to the State in the Hydrocarbons Value, expressed in two digits and to two decimal points. The Additional Investment Factor is calculated as follows:

$$\text{Additional Investment Factor} = (2500(\text{Investment Increase}))^{1/2}, \text{ where:}$$

- Investment Increase is the value of the percentage increase in the minimum investment commitment for the relevant Contract Area, expressed as a proportion of the unit considering two decimal points.

2) The weighted score of the Economic Bid will be calculated to the third decimal point.

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- 3) Two cases are presented as examples of the calculation of the weighted score of the Economic Bid:

Example 1

- *If the Additional Royalty Bid, determined as a percentage of the Contract Value of the Hydrocarbons, is 6.54%, then:*

$$\text{Additional Royalty Factor} = 3.5 (6.54) = 22.89$$

- *If the increase in investment submitted is 100%, then the number 1.00 would be inserted in the formula to determine the Investment Factor in the following manner:*

$$\text{Additional Investment Factor} = (2500(1.00))^{1/2} = 50.00$$

- *Finally, the weighted score of the offer would be obtained as follows:*

$$VPO = 0.90 \times 22.89 + 0.10 \times 50.00 = 25.601$$

$$VPO = 20.601 + 5.00 = 25.601$$

Example 2

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- *If the Additional Royalty Bid, determined as a percentage of the Contract Value of the Hydrocarbons, is 29.99%, then:*

$$\text{Additional Royalty Factor} = 3.5 (29.99) = 104.97$$

- *If the increase in investment submitted is 55%, then the number 0.55 would be inserted in the formula to determine the Investment Factor in the following manner:*

$$\text{Additional Investment Factor} = (2500(0.55))^{1/2} = 37.08$$

- *Finally, the weighted score of the offer would be obtained as follows:*

$$VPO = 0.90 \times 104.97 + 0.10 \times 37.08 = 98.176$$

$$VPO = 94.469 + 3.708 = 98.177$$

- 16.3. The Bidder whose Economic Bid has the highest weighted score will be the Winning Bidder.
- 16.4. If the weighted score of the Economic Bid of two or more Bidders is the same, the first factor used to determine the Winning Bidder will be which Bidder is offering the highest payment in cash. For such purpose, each Bidder will submit a sealed envelope containing a handwritten note signed by hand by the Bidder's legal representative or by the common representative of a Joint Bidder containing its offer of cash payment in United States dollars, including cents. The sealed envelope will be submitted within twenty minutes after the announcement that there has been a tie. The cash payment by the Winning Bidder will be made by check or transfer to the Mexican Petroleum Fund for Stabilization and Development payable on the Effective Date.

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16.5. If the tie persists, a random selection process will be used to determine the Winning Bidder, without prejudice to the obligation to pay the amount resulting pursuant to the terms of the previous paragraph. For such purpose, each Bidder will be assigned a different number, and the numbers will be placed in a transparent container from which the Committee Secretary will draw one number.

17. Reasons for Rejection of Bids

17.1. The following will be reasons for rejecting Bids:

- a) The submission of incomplete, illegible or unclear documents or information or the omission of any document or information required in subsection 13, Section III of these Bidding Guidelines;
- b) Bids that are conditioned or contain corrections, erasures or additions or have not been manually prepared or, if applicable, signed;
- c) Submission by the Bidder of more than one Bid for the same Contract Area;
- d) The Convening Authority becomes aware that the Bidder falls under any of the circumstances described in subsection 4, Section III of these Bidding Guidelines;
- e) If the Bidder submits more Bids than the maximum indicated in CNH FORM-3 Acknowledgment of documents submitted for Prequalification, issued by the Convening Authority;
- f) The Convening Authority becomes aware that the Bidder submitted false or misleading information;
- g) The Convening Authority declares a Bidder to have breached any obligation under the Confidentiality Agreement;
- h) Failure by the Bidder to guarantee its bid by providing a Bid Guarantee;

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- i) Involvement of any Bidder in actions tending to unduly influence the outcome of the Bidding Process;
- j) Any substantial change in the information or documents provided by the Bidder relating to Prequalification;
- k) Any unauthorized association or unauthorized change in the composition of any Bidder;
- l) Any of the values constituting the Economic Bid is lower than the minimum values established by the Ministry of Finance;
- m) The value offered in the Economic Bid regarding the following:
 - i. the State's Additional Royalty is equal to or greater than 100% (one hundred percent),
 - ii. the percentage increase in the Minimum Work Program for the relevant Contract Area is greater than 100% (one hundred percent), and
- n) Other reasons provided in these Bidding Guidelines and the Applicable Laws.

18. Declaration of Winning Bidder and Award

18.1. The Bid Committee will submit the minutes it prepared with respect to the Bid submission and opening session to the Governing Body in order for it to issue the Award Decision and to award each Contract. The Governing Body will also order the publication of the relevant Award Decision in the Official Gazette.

19. Bidding Process Declared Deserted

19.1. The Convening Authority may declare the Bidding Process to be a totally or partially deserted when:

- a) No Bids are received;

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- b) The Interested Parties do not meet the requirements established in the Prequalification, or
 - c) All Bids are rejected.
- 19.2. In such case, the Award Decision will explain the reason or reasons why the Bidding Process was declared as deserted and will not impose any obligation on the Convening Authority to reimburse any of the Bidders for the expenses they incurred as a result of participating in the Bidding Process.

20. Cancellation of the Bidding Process

- 20.1. The Convening Authority may cancel the Bidding Process for all or any Contract Areas at any time and for any reason. The foregoing will not impose any obligation on the Convening Authority to reimburse any of the Bidders for the expenses they incurred as a result of participating in the Bidding Process.

21. Method of Appeal

- 21.1. On the basis of Article 25 of the Hydrocarbons Law, the only available action against the resolutions whereby the Winning Bidder is determined or the bidding process is declared deserted is an indirect appeal (*amparo indirecto*). The actions relating to the Bidding Process and award of the Contracts are considered matters of public policy and social interest.

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22. Execution of the Contract

- 22.1. Contracts may only be entered into with productive State enterprises or Legal Entities (pursuant to Article 31 of the Hydrocarbon Revenues Law) that comply with the following requirements:
- a) They are residents of Mexico for tax purposes;
 - b) Their sole purpose is the Exploration and Extraction of Hydrocarbons,
 - c) They do not pay taxes under the optional tax regime for groups of companies referenced in Chapter VI of Title II of the Income Tax Law.
- 22.2. Announcement of the Award Decision will render enforceable the rights and obligations established in the Contract and will obligate the Winning Bidder to enter into the corresponding License Contract for the Extraction of Hydrocarbons, through the Mexican legal entity or through a State Productive Enterprise established by it for such purpose, on the date and at the time and place provided in the Award Decision and in the Bidding Calendar or as otherwise agreed.
- 22.3. If an Individual Bidder, a Joint Bidder or any of its members forms a special purpose company for the purpose of executing and performing the Contract, the Contract will be signed by such company on the terms provided in the preceding paragraph in its capacity as Contractor, and by the above-mentioned Individual Bidder or member of the Joint Bidder as a joint and several obligor. In such a case, the Individual Bidder or member of the Joint Bidder must be a part of and must Control the new special purpose company formed for such purpose. No company formed for the purpose of executing the Contract may include a person other than the members of the corporate group to which the Bidder belongs.

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- 22.4. If the Winning Bidder does not execute the Contract for reasons for which it is responsible within the period established for such purpose, the Convening Authority may award the Contract to the second-place Bidder, so long as its Bid complies with the criteria for such award set forth in these Bidding Guidelines.
- 22.5. Before executing the Contract, the Winning Bidder must present the following documents:
- a) Articles of incorporation;
 - b) Power of attorney of the legal representative;
 - c) Corporate Guarantee;
 - d) Performance Guarantee;
 - e) Certification issued by the Tax Administration System proving compliance with tax obligations;
 - f) Federal Taxpayer Registry number or its equivalent in the bidder's country of origin;
 - g) Legal and tax domicile, and
 - h) Other documents required by the Convening Authority in accordance with the Applicable Laws.
- 22.6. In the event the Winning Bidder fails to submit the stipulated documentation, it will not be allowed to execute the Contract and the Convening Authority will be free to award the relevant Contract to the Bidder whose Economic Bid was in second place.

23. Confidentiality

- 23.1. Confidential information submitted by Bidders must be identified as such in CNH FORM-7 Confidential Documentation, based on which the Convening Authority will evaluate the

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treatment such information should be given under the Federal Law of Transparency and Access to Public Government Information.

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SECTION IV. CONTRACT AREAS

Contract Area	Field	Surface (Km ²)	Area Type
1	Anáhuac	29.5	Type 1
2	Barcodón	11.0	Type 2
3	Benavides	135.5	Type 1
4	Calibrador	16.1	Type 1
5	Calicanto	10.6	Type 1
6	Carretas	89.4	Type 1
7	Catedral	58.0	Type 1
8	Cuichapa Pte.	41.5	Type 2
9	Duna	36.7	Type 1
10	Fortuna Nacional	22.0	Type 1
11	La Laja	10.2	Type 1
12	Malva	21.2	Type 1
13	Mareógrafo	29.8	Type 1
14	Mayacaste	21.9	Type 1
15	Moloacán	46.3	Type 2
16	Mundo Nuevo	27.7	Type 1
17	Paraíso	17.0	Type 1
18	Paso de Oro	23.1	Type 1
19	Peña Blanca	26.0	Type 1
20	Pontón	11.8	Type 1
21	Ricos	23.7	Type 1
22	San Bernardo	28.3	Type 1
23	Secadero	9.8	Type 1
24	Tajón	27.5	Type 2
25	Tecolutla	7.2	Type 1
26	Topén	25.3	Type 1

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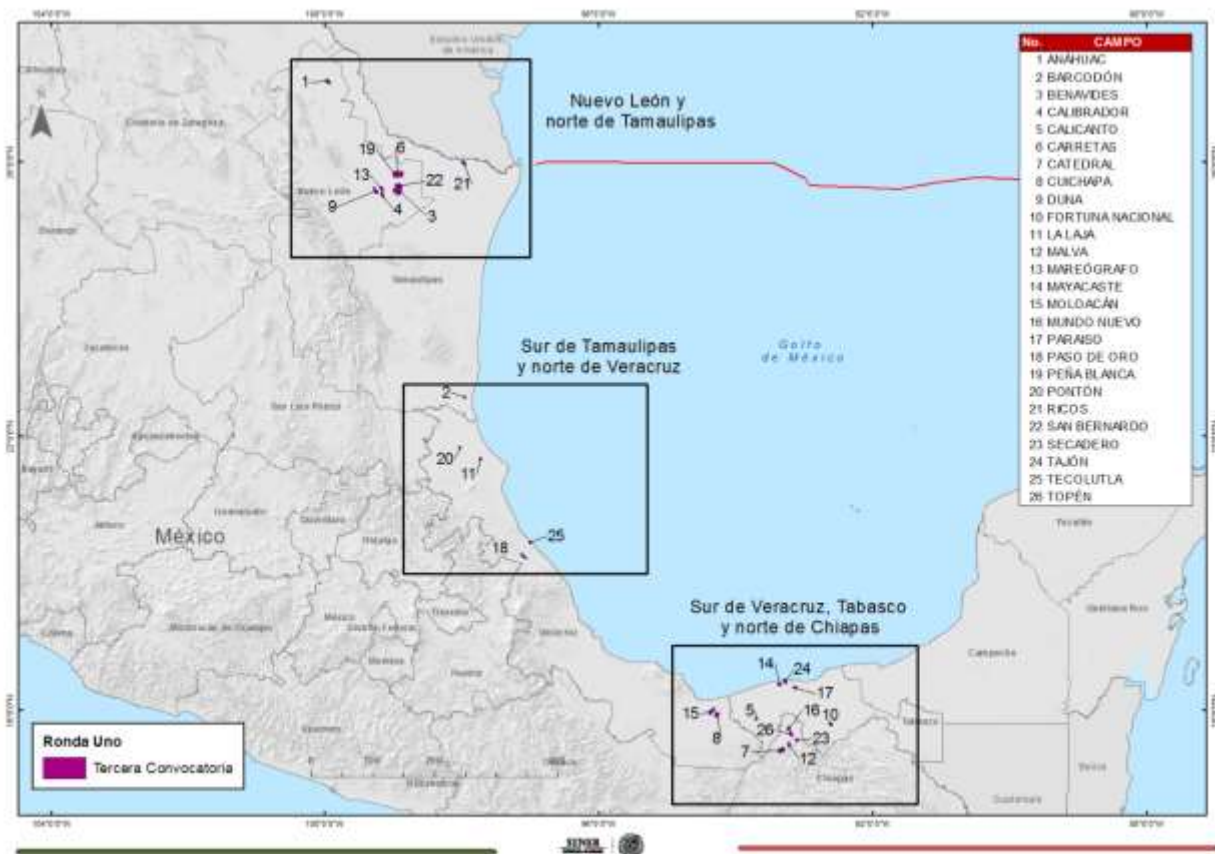


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MAP

Round 1 Third Invitation to Bid: Extraction, Onshore Fields

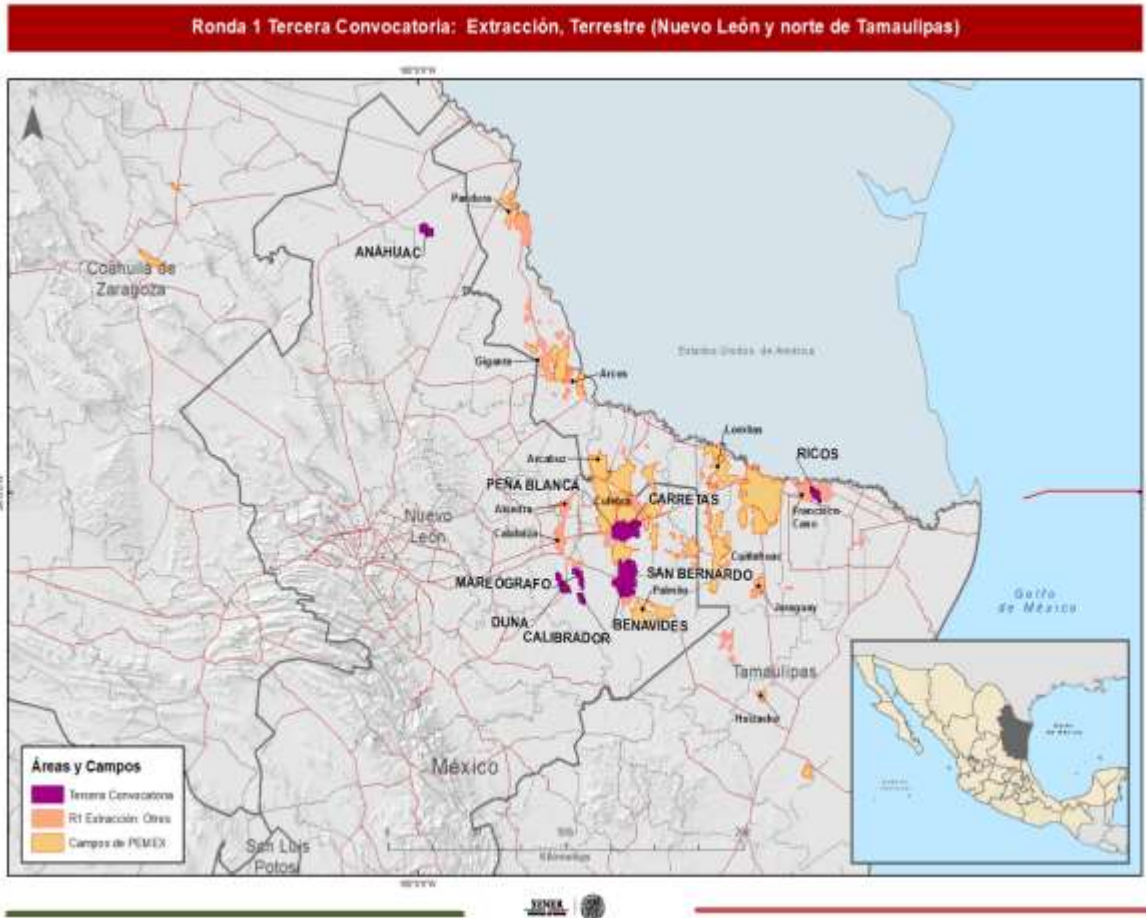


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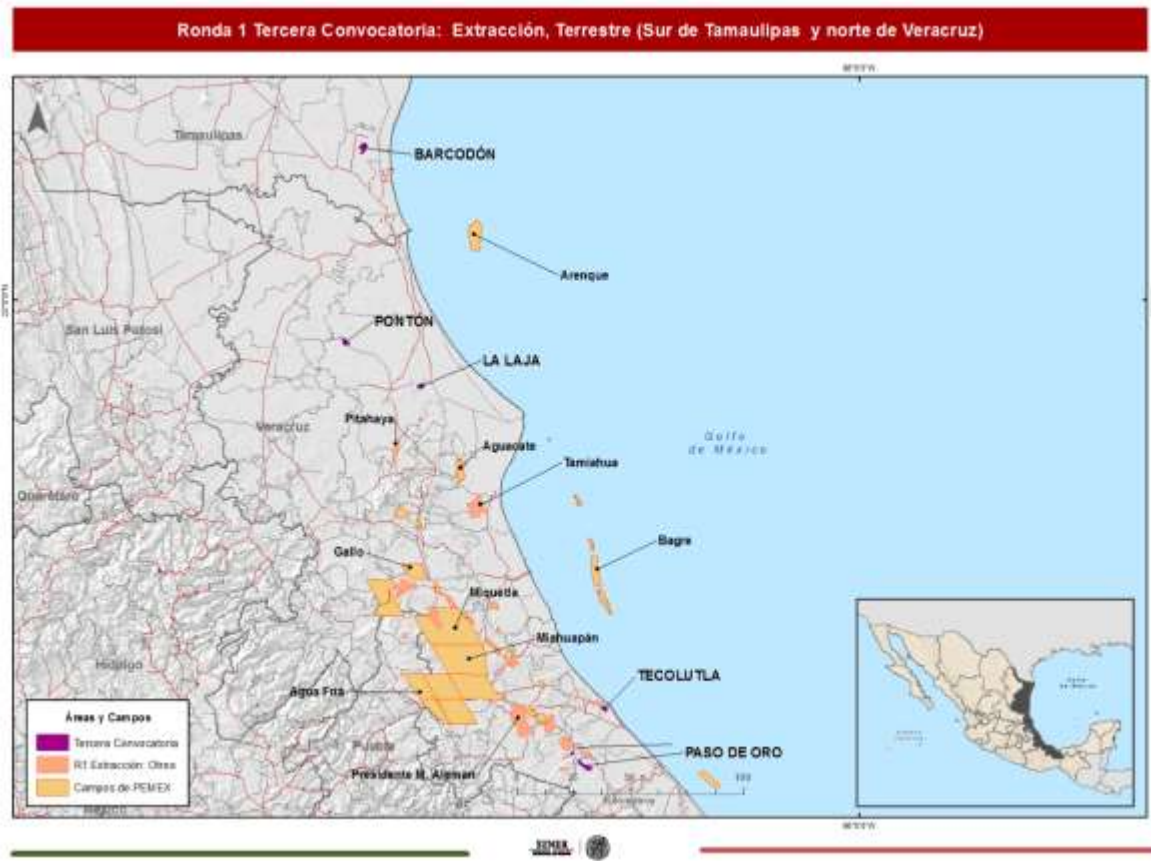


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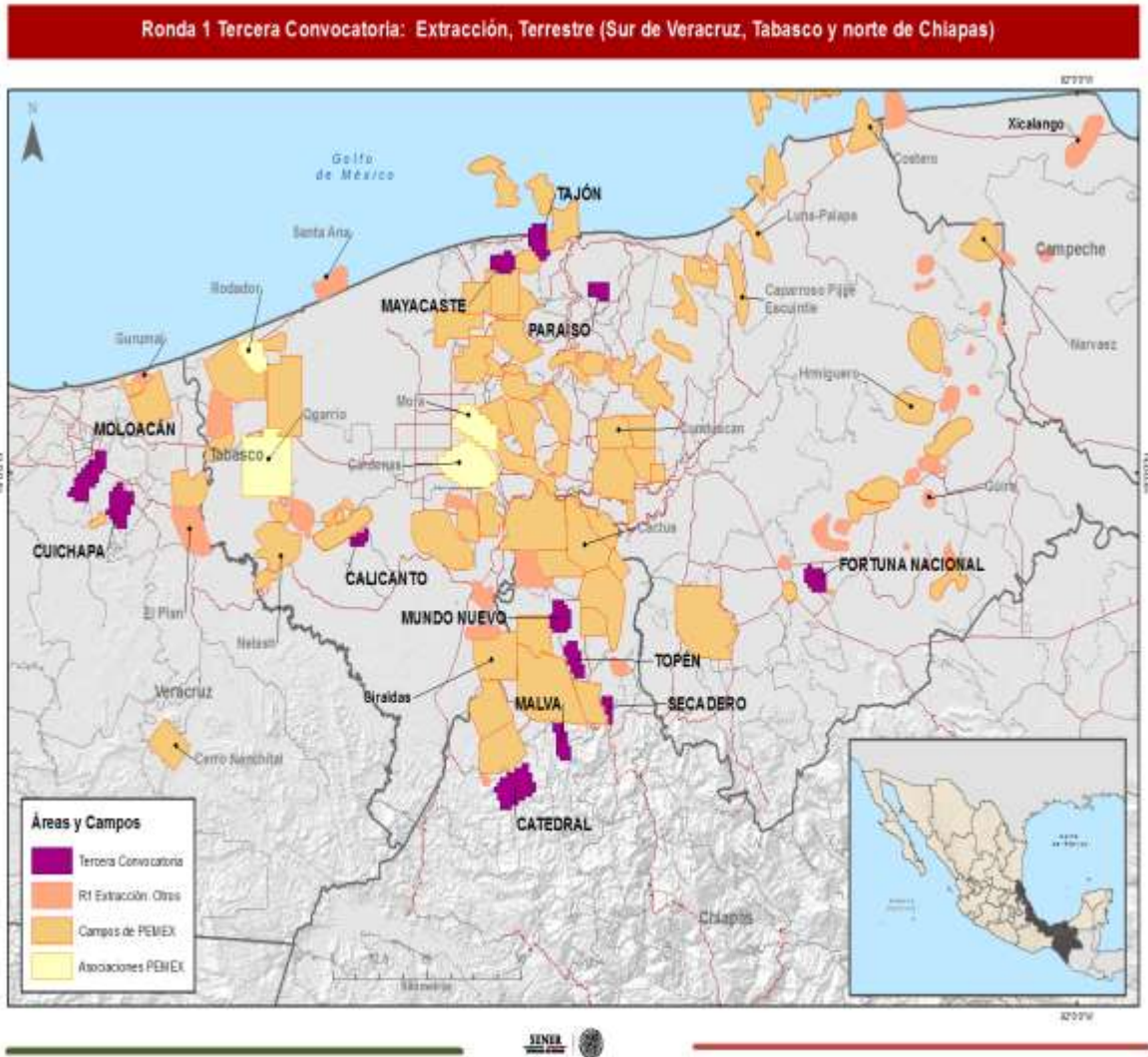


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COORDINATES

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
1	Anáhuac	1	99° 57' 30"	27° 13' 00"
		2	99° 57' 30"	27° 12' 30"
		3	99° 57' 00"	27° 12' 30"
		4	99° 57' 00"	27° 11' 30"
		5	99° 55' 30"	27° 11' 30"
		6	99° 55' 30"	27° 09' 30"
		7	99° 57' 30"	27° 09' 30"
		8	99° 57' 30"	27° 10' 00"
		9	99° 58' 30"	27° 10' 00"
		10	99° 58' 30"	27° 10' 30"
		11	99° 59' 30"	27° 10' 30"
		12	99° 59' 30"	27° 12' 30"
		13	99° 59' 00"	27° 12' 30"
		14	99° 59' 00"	27° 13' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
2	Barcodón	1	97° 57' 30"	22° 36' 00"
		2	97° 57' 30"	22° 35' 30"
		3	97° 57' 00"	22° 35' 30"
		4	97° 57' 00"	22° 34' 00"
		5	97° 57' 30"	22° 34' 00"
		6	97° 57' 30"	22° 33' 00"
		7	97° 58' 00"	22° 33' 00"
		8	97° 58' 00"	22° 33' 30"
		9	97° 58' 30"	22° 33' 30"
		10	97° 58' 30"	22° 36' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
3	Benavides	1	98° 56' 00"	25° 39' 30"
		2	98° 55' 30"	25° 39' 30"
		3	98° 55' 30"	25° 38' 30"
		4	98° 55' 00"	25° 38' 30"
		5	98° 55' 00"	25° 37' 00"
		6	98° 54' 30"	25° 37' 00"
		7	98° 54' 30"	25° 36' 30"
		8	98° 53' 30"	25° 36' 30"
		9	98° 53' 30"	25° 34' 30"
		10	98° 54' 30"	25° 34' 30"
		11	98° 54' 30"	25° 34' 00"
		12	98° 54' 00"	25° 34' 00"
		13	98° 54' 00"	25° 32' 30"
		14	98° 55' 30"	25° 32' 30"
		15	98° 55' 30"	25° 32' 00"
		16	98° 58' 30"	25° 32' 00"
		17	98° 58' 30"	25° 33' 00"
		18	98° 59' 00"	25° 33' 00"
		19	98° 59' 00"	25° 34' 00"
		20	98° 59' 30"	25° 34' 00"
		21	98° 59' 30"	25° 34' 30"
		22	99° 00' 00"	25° 34' 30"
		23	99° 00' 00"	25° 35' 00"
		24	99° 01' 00"	25° 35' 00"
		25	99° 01' 00"	25° 36' 30"
		26	99° 00' 00"	25° 36' 30"
		27	99° 00' 00"	25° 37' 00"
		28	98° 59' 30"	25° 37' 00"
		29	98° 59' 30"	25° 37' 30"
		30	98° 59' 00"	25° 37' 30"
		31	98° 59' 00"	25° 41' 30"
		32	98° 58' 30"	25° 41' 30"
		33	98° 58' 30"	25° 42' 00"
		34	98° 58' 00"	25° 42' 00"
		35	98° 58' 00"	25° 41' 00"
		36	98° 57' 00"	25° 41' 00"
		37	98° 57' 00"	25° 41' 30"
		38	98° 56' 30"	25° 41' 30"
		39	98° 56' 30"	25° 42' 00"
		40	98° 56' 00"	25° 42' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
4	Calibrador	1	99° 10' 00"	25° 33' 00"
		2	99° 10' 00"	25° 32' 30"
		3	99° 09' 30"	25° 32' 30"
		4	99° 09' 30"	25° 31' 30"
		5	99° 09' 00"	25° 31' 30"
		6	99° 09' 00"	25° 30' 00"
		7	99° 10' 30"	25° 30' 00"
		8	99° 10' 30"	25° 30' 30"
		9	99° 11' 00"	25° 30' 30"
		10	99° 11' 00"	25° 32' 00"
		11	99° 11' 30"	25° 32' 00"
		12	99° 11' 30"	25° 33' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
5	Calicanto	1	93° 44' 00"	17° 52' 00"
		2	93° 44' 00"	17° 53' 00"
		3	93° 43' 00"	17° 53' 00"
		4	93° 43' 00"	17° 53' 30"
		5	93° 42' 00"	17° 53' 30"
		6	93° 42' 00"	17° 54' 00"
		7	93° 41' 30"	17° 54' 00"
		8	93° 41' 30"	17° 52' 30"
		9	93° 42' 00"	17° 52' 30"
		10	93° 42' 00"	17° 52' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
6	Carretas	1	98° 52' 30"	25° 52' 30"
		2	98° 52' 30"	25° 52' 00"
		3	98° 52' 00"	25° 52' 00"
		4	98° 52' 00"	25° 51' 00"
		5	98° 52' 30"	25° 51' 00"
		6	98° 52' 30"	25° 50' 30"
		7	98° 53' 00"	25° 50' 30"
		8	98° 53' 00"	25° 50' 00"
		9	98° 52' 30"	25° 50' 00"
		10	98° 52' 30"	25° 48' 00"
		11	98° 54' 00"	25° 48' 00"
		12	98° 54' 00"	25° 48' 30"
		13	98° 55' 00"	25° 48' 30"
		14	98° 55' 00"	25° 48' 00"
		15	98° 56' 00"	25° 48' 00"
		16	98° 56' 00"	25° 47' 30"
		17	98° 56' 30"	25° 47' 30"
		18	98° 56' 30"	25° 47' 00"
		19	98° 57' 00"	25° 47' 00"
		20	98° 57' 00"	25° 47' 30"
		21	98° 57' 30"	25° 47' 30"
		22	98° 57' 30"	25° 47' 00"
		23	98° 58' 30"	25° 47' 00"
		24	98° 58' 30"	25° 50' 00"
		25	98° 59' 00"	25° 50' 00"
		26	98° 59' 00"	25° 51' 00"
		27	98° 59' 30"	25° 51' 00"
		28	98° 59' 30"	25° 52' 30"
		29	98° 59' 00"	25° 52' 30"
		30	98° 59' 00"	25° 52' 00"
		31	98° 58' 00"	25° 52' 00"
		32	98° 58' 00"	25° 52' 30"
		33	98° 57' 00"	25° 52' 30"
		34	98° 57' 00"	25° 52' 00"
		35	98° 55' 00"	25° 52' 00"
		36	98° 55' 00"	25° 52' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
7	Catedral	1	93° 18' 30"	17° 27' 00"
		2	93° 18' 00"	17° 27' 00"
		3	93° 18' 00"	17° 26' 00"
		4	93° 17' 30"	17° 26' 00"
		5	93° 17' 30"	17° 25' 00"
		6	93° 18' 00"	17° 25' 00"
		7	93° 18' 00"	17° 24' 30"
		8	93° 19' 00"	17° 24' 30"
		9	93° 19' 00"	17° 24' 00"
		10	93° 20' 00"	17° 24' 00"
		11	93° 20' 00"	17° 23' 30"
		12	93° 21' 00"	17° 23' 30"
		13	93° 21' 00"	17° 23' 00"
		14	93° 22' 30"	17° 23' 00"
		15	93° 22' 30"	17° 24' 00"
		16	93° 23' 00"	17° 24' 00"
		17	93° 23' 00"	17° 25' 00"
		18	93° 23' 30"	17° 25' 00"
		19	93° 23' 30"	17° 25' 30"
		20	93° 23' 00"	17° 25' 30"
		21	93° 23' 00"	17° 26' 00"
		22	93° 22' 30"	17° 26' 00"
		23	93° 22' 30"	17° 26' 30"
		24	93° 21' 30"	17° 26' 30"
		25	93° 21' 30"	17° 27' 00"
		26	93° 20' 30"	17° 27' 00"
		27	93° 20' 30"	17° 27' 30"
		28	93° 19' 30"	17° 27' 30"
		29	93° 19' 30"	17° 28' 00"
		30	93° 18' 30"	17° 28' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
8	Cuichapa-Poniente	1	94° 16' 30"	17° 58' 00"
		2	94° 15' 00"	17° 58' 00"
		3	94° 15' 00"	17° 56' 30"
		4	94° 15' 30"	17° 56' 30"
		5	94° 15' 30"	17° 55' 30"
		6	94° 16' 00"	17° 55' 30"
		7	94° 16' 00"	17° 54' 00"
		8	94° 17' 30"	17° 54' 00"
		9	94° 17' 30"	17° 54' 30"
		10	94° 18' 00"	17° 54' 30"
		11	94° 18' 00"	17° 55' 00"
		12	94° 18' 30"	17° 55' 00"
		13	94° 18' 30"	17° 55' 30"
		14	94° 19' 00"	17° 55' 30"
		15	94° 19' 00"	17° 56' 00"
		16	94° 18' 30"	17° 56' 00"
		17	94° 18' 30"	17° 58' 00"
		18	94° 18' 00"	17° 58' 00"
		19	94° 18' 00"	17° 58' 30"
		20	94° 17' 30"	17° 58' 30"
		21	94° 17' 30"	17° 59' 00"
		22	94° 16' 30"	17° 59' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
9	Duna	1	99° 17' 00"	25° 38' 30"
		2	99° 17' 00"	25° 38' 00"
		3	99° 16' 30"	25° 38' 00"
		4	99° 16' 30"	25° 37' 00"
		5	99° 16' 00"	25° 37' 00"
		6	99° 16' 00"	25° 36' 00"
		7	99° 15' 00"	25° 36' 00"
		8	99° 15' 00"	25° 35' 00"
		9	99° 14' 00"	25° 35' 00"
		10	99° 14' 00"	25° 34' 00"
		11	99° 13' 30"	25° 34' 00"
		12	99° 13' 30"	25° 33' 00"
		13	99° 16' 30"	25° 33' 00"
		14	99° 16' 30"	25° 34' 00"
		15	99° 17' 00"	25° 34' 00"
		16	99° 17' 00"	25° 35' 30"
		17	99° 17' 30"	25° 35' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
		18	99° 17' 30"	25° 36' 30"
		19	99° 18' 00"	25° 36' 30"
		20	99° 18' 00"	25° 38' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
10	Fortuna Nacional	1	92° 38' 00"	17° 50' 00"
		2	92° 38' 00"	17° 49' 30"
		3	92° 36' 30"	17° 49' 30"
		4	92° 36' 30"	17° 49' 00"
		5	92° 36' 00"	17° 49' 00"
		6	92° 36' 00"	17° 47' 00"
		7	92° 38' 00"	17° 47' 00"
		8	92° 38' 00"	17° 47' 30"
		9	92° 38' 30"	17° 47' 30"
		10	92° 38' 30"	17° 48' 00"
		11	92° 39' 00"	17° 48' 00"
		12	92° 39' 00"	17° 49' 30"
		13	92° 38' 30"	17° 49' 30"
		14	92° 38' 30"	17° 50' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
11	La Laja	1	97° 43' 30"	21° 41' 30"
		2	97° 43' 30"	21° 41' 00"
		3	97° 43' 00"	21° 41' 00"
		4	97° 43' 00"	21° 40' 30"
		5	97° 43' 30"	21° 40' 30"
		6	97° 43' 30"	21° 40' 00"
		7	97° 44' 00"	21° 40' 00"
		8	97° 44' 00"	21° 39' 30"
		9	97° 45' 00"	21° 39' 30"
		10	97° 45' 00"	21° 40' 00"
		11	97° 45' 30"	21° 40' 00"
		12	97° 45' 30"	21° 41' 00"
		13	97° 44' 30"	21° 41' 00"
		14	97° 44' 30"	21° 41' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
12	Malva	1	93° 13' 30"	17° 31' 30"
		2	93° 13' 00"	17° 31' 30"
		3	93° 13' 00"	17° 30' 00"
		4	93° 12' 30"	17° 30' 00"
		5	93° 12' 30"	17° 28' 30"
		6	93° 14' 00"	17° 28' 30"
		7	93° 14' 00"	17° 29' 00"
		8	93° 14' 30"	17° 29' 00"
		9	93° 14' 30"	17° 31' 30"
		10	93° 15' 00"	17° 31' 30"
		11	93° 15' 00"	17° 32' 30"
		12	93° 13' 30"	17° 32' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
13	Mareógrafo	1	99° 11' 00"	25° 39' 30"
		2	99° 11' 00"	25° 39' 00"
		3	99° 10' 00"	25° 39' 00"
		4	99° 10' 00"	25° 37' 00"
		5	99° 09' 30"	25° 37' 00"
		6	99° 09' 30"	25° 34' 00"
		7	99° 10' 30"	25° 34' 00"
		8	99° 10' 30"	25° 35' 00"
		9	99° 11' 00"	25° 35' 00"
		10	99° 11' 00"	25° 37' 00"
		11	99° 11' 30"	25° 37' 00"
		12	99° 11' 30"	25° 37' 30"
		13	99° 12' 00"	25° 37' 30"
		14	99° 12' 00"	25° 38' 00"
		15	99° 13' 00"	25° 38' 00"
		16	99° 13' 00"	25° 39' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
14	Mayacaste	1	93° 21' 00"	18° 24' 30"
		2	93° 21' 00"	18° 24' 00"
		3	93° 20' 30"	18° 24' 00"
		4	93° 20' 30"	18° 22' 30"
		5	93° 21' 00"	18° 22' 30"
		6	93° 21' 00"	18° 22' 00"
		7	93° 23' 00"	18° 22' 00"
		8	93° 23' 00"	18° 22' 30"
		9	93° 24' 00"	18° 22' 30"
		10	93° 24' 00"	18° 24' 00"
		11	93° 22' 00"	18° 24' 00"
		12	93° 22' 00"	18° 24' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
15	Moloacán	1	94° 21' 30"	17° 57' 00"
		2	94° 23' 30"	17° 57' 00"
		3	94° 23' 30"	17° 57' 30"
		4	94° 24' 30"	17° 57' 30"
		5	94° 24' 30"	17° 58' 00"
		6	94° 24' 00"	17° 58' 00"
		7	94° 24' 00"	17° 58' 30"
		8	94° 23' 30"	17° 58' 30"
		9	94° 23' 30"	17° 59' 30"
		10	94° 23' 00"	17° 59' 30"
		11	94° 23' 00"	18° 00' 00"
		12	94° 22' 30"	18° 00' 00"
		13	94° 22' 30"	18° 00' 30"
		14	94° 22' 00"	18° 00' 30"
		15	94° 22' 00"	18° 01' 00"
		16	94° 21' 30"	18° 01' 00"
		17	94° 21' 30"	18° 01' 30"
		18	94° 20' 30"	18° 01' 30"
		19	94° 20' 30"	18° 02' 30"
		20	94° 19' 00"	18° 02' 30"
		21	94° 19' 00"	18° 00' 30"
		22	94° 19' 30"	18° 00' 30"
		23	94° 19' 30"	18° 00' 00"
		24	94° 20' 00"	18° 00' 00"

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	25	94° 20' 00"	17° 59' 00"
	26	94° 20' 30"	17° 59' 00"
	27	94° 20' 30"	17° 58' 30"
	28	94° 21' 30"	17° 58' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
16	Mundo Nuevo	1	93° 13' 30"	17° 46' 00"
		2	93° 13' 30"	17° 45' 30"
		3	93° 13' 00"	17° 45' 30"
		4	93° 13' 00"	17° 45' 00"
		5	93° 12' 30"	17° 45' 00"
		6	93° 12' 30"	17° 43' 00"
		7	93° 13' 00"	17° 43' 00"
		8	93° 13' 00"	17° 42' 30"
		9	93° 15' 00"	17° 42' 30"
		10	93° 15' 00"	17° 43' 00"
		11	93° 15' 30"	17° 43' 00"
		12	93° 15' 30"	17° 44' 30"
		13	93° 15' 00"	17° 44' 30"
		14	93° 15' 00"	17° 46' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
17	Paraíso	1	93° 07' 00"	18° 19' 00"
		2	93° 08' 30"	18° 19' 00"
		3	93° 08' 30"	18° 19' 30"
		4	93° 10' 00"	18° 19' 30"
		5	93° 10' 00"	18° 21' 00"
		6	93° 07' 00"	18° 21' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
18	Paso de Oro 1	1	97° 06' 00"	20° 15' 00"
		2	97° 05' 00"	20° 15' 00"
		3	97° 05' 00"	20° 14' 30"
		4	97° 03' 30"	20° 14' 30"
		5	97° 03' 30"	20° 13' 00"
		6	97° 05' 00"	20° 13' 00"
		7	97° 05' 00"	20° 13' 30"
		8	97° 06' 00"	20° 13' 30"
		9	97° 06' 00"	20° 14' 00"
		10	97° 06' 30"	20° 14' 00"
		11	97° 06' 30"	20° 14' 30"
		12	97° 07' 00"	20° 14' 30"
		13	97° 07' 00"	20° 15' 00"
		14	97° 07' 30"	20° 15' 00"
		15	97° 07' 30"	20° 16' 00"
		16	97° 06' 00"	20° 16' 00"
	Paso de Oro 2	1	97° 09' 00"	20° 16' 30"
		2	97° 09' 00"	20° 17' 30"
		3	97° 07' 30"	20° 17' 30"
		4	97° 07' 30"	20° 17' 00"
		5	97° 08' 00"	20° 17' 00"
		6	97° 08' 00"	20° 16' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
19	Peña Blanca	1	98° 59' 30"	25° 51' 00"
		2	98° 59' 00"	25° 51' 00"
		3	98° 59' 00"	25° 50' 00"
		4	98° 58' 30"	25° 50' 00"
		5	98° 58' 30"	25° 47' 30"
		6	99° 00' 30"	25° 47' 30"
		7	99° 00' 30"	25° 48' 00"
		8	99° 01' 00"	25° 48' 00"
		9	99° 01' 00"	25° 51' 00"
		10	99° 00' 00"	25° 51' 00"
		11	99° 00' 00"	25° 52' 00"
		12	98° 59' 30"	25° 52' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
20	Pontón	1	98° 02' 00"	21° 51' 30"
		2	98° 02' 00"	21° 51' 00"
		3	98° 01' 30"	21° 51' 00"
		4	98° 01' 30"	21° 50' 30"
		5	98° 01' 00"	21° 50' 30"
		6	98° 01' 00"	21° 49' 30"
		7	98° 03' 00"	21° 49' 30"
		8	98° 03' 00"	21° 50' 30"
		9	98° 03' 30"	21° 50' 30"
		10	98° 03' 30"	21° 51' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
21	Ricos	1	97° 59' 30"	26° 01' 30"
		2	97° 59' 30"	26° 01' 00"
		3	97° 58' 00"	26° 01' 00"
		4	97° 58' 00"	26° 00' 00"
		5	97° 57' 30"	26° 00' 00"
		6	97° 57' 30"	25° 58' 30"
		7	97° 57' 00"	25° 58' 30"
		8	97° 57' 00"	25° 57' 30"
		9	97° 58' 00"	25° 57' 30"
		10	97° 58' 00"	25° 58' 00"
		11	97° 58' 30"	25° 58' 00"
		12	97° 58' 30"	25° 58' 30"
		13	97° 59' 30"	25° 58' 30"
		14	97° 59' 30"	25° 59' 00"
		15	98° 00' 00"	25° 59' 00"
		16	98° 00' 00"	26° 00' 00"
		17	98° 00' 30"	26° 00' 00"
		18	98° 00' 30"	26° 01' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
22	San Bernardo	1	98° 55' 00"	25° 42' 00"
		2	98° 55' 00"	25° 41' 30"
		3	98° 54' 00"	25° 41' 30"
		4	98° 54' 00"	25° 40' 30"
		5	98° 53' 30"	25° 40' 30"
		6	98° 53' 30"	25° 39' 00"
		7	98° 53' 00"	25° 39' 00"
		8	98° 53' 00"	25° 38' 30"
		9	98° 53' 30"	25° 38' 30"
		10	98° 53' 30"	25° 37' 30"
		11	98° 54' 00"	25° 37' 30"
		12	98° 54' 00"	25° 37' 00"
		13	98° 55' 00"	25° 37' 00"
		14	98° 55' 00"	25° 38' 30"
		15	98° 55' 30"	25° 38' 30"
		16	98° 55' 30"	25° 39' 30"
		17	98° 56' 00"	25° 39' 30"
		18	98° 56' 00"	25° 42' 00"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
23	Secadero	1	93° 06' 30"	17° 32' 30"
		2	93° 07' 00"	17° 32' 30"
		3	93° 07' 00"	17° 33' 30"
		4	93° 07' 30"	17° 33' 30"
		5	93° 07' 30"	17° 34' 30"
		6	93° 08' 00"	17° 34' 30"
		7	93° 08' 00"	17° 35' 30"
		8	93° 06' 30"	17° 35' 30"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
24	Tajón	1	93° 16' 00"	18° 24' 30"
		2	93° 15' 30"	18° 24' 30"
		3	93° 15' 30"	18° 24' 00"
		4	93° 16' 00"	18° 24' 00"
		5	93° 16' 00"	18° 23' 30"
		6	93° 17' 00"	18° 23' 30"
		7	93° 17' 00"	18° 24' 00"
		8	93° 17' 30"	18° 24' 00"
		9	93° 17' 30"	18° 24' 30"
		10	93° 18' 00"	18° 24' 30"
		11	93° 18' 00"	18° 25' 00"
		12	93° 18' 30"	18° 25' 00"
		13	93° 18' 30"	18° 27' 00"
		14	93° 18' 00"	18° 27' 00"
		15	93° 18' 00"	18° 27' 30"
		16	93° 16' 00"	18° 27' 30"

Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
25	Tecolutla	1	97° 00' 00"	20° 26' 30"
		2	97° 01' 00"	20° 26' 30"
		3	97° 01' 00"	20° 27' 00"
		4	97° 01' 30"	20° 27' 00"
		5	97° 01' 30"	20° 27' 30"
		6	97° 02' 00"	20° 27' 30"
		7	97° 02' 00"	20° 28' 00"
		8	97° 00' 00"	20° 28' 00"

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Contract Area	Field/Polygon	Vertex	West (Longitude)	North (Latitude)
26	Topén	1	93° 11' 30"	17° 40' 30"
		2	93° 11' 00"	17° 40' 30"
		3	93° 11' 00"	17° 39' 00"
		4	93° 10' 30"	17° 39' 00"
		5	93° 10' 30"	17° 37' 30"
		6	93° 12' 00"	17° 37' 30"
		7	93° 12' 00"	17° 38' 00"
		8	93° 12' 30"	17° 38' 00"
		9	93° 12' 30"	17° 39' 00"
		10	93° 13' 00"	17° 39' 00"
		11	93° 13' 00"	17° 40' 00"
		12	93° 13' 30"	17° 40' 00"
		13	93° 13' 30"	17° 41' 00"
		14	93° 13' 00"	17° 41' 00"
		15	93° 13' 00"	17° 41' 30"
		16	93° 11' 30"	17° 41' 30"

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SECTION V. MINIMUM WORK PROGRAM

In accordance with Annex 6 of the Contract the Work Units are indicated in the following table:

Minimum Work Program per Contract Area

Contract Area	Field	Work Units
1	Anáhuac	8,700
2	Barcodón	4,700
3	Benavides	4,600
4	Calibrador	4,600
5	Calicanto	4,600
6	Carretas	4,600
7	Catedral	4,600
8	Cuichapa-Poniente	4,800
9	Duna	4,600
10	Fortuna Nacional	4,600
11	La Laja	4,600
12	Malva	4,700
13	Mareógrafo	4,600
14	Mayacaste	8,700
15	Moloacán	5,000
16	Mundo Nuevo	4,600
17	Paraíso	8,700
18	Paso de Oro	4,600
19	Peña Blanca	4,600
20	Pontón	4,600
21	Ricos	4,600
22	San Bernardo	4,600
23	Secadero	4,600
24	Tajón	4,600
25	Tecolutla	4,600
26	Topén	4,600

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For the purpose of satisfying the Work Units for the Minimum Work Program, the following conversion table applies.

Activity	Unit	Work Units
Well	Per Well	4,000
Nuclei Study	Per Study	25
PVT Testing	Per Study	10
Analysis of Water Formation	Per Study	10
Actualized Static Model	Per Study	300
Actualized Dynamic Model	Per Study	300
Acquisition, processing and interpretation of 3D seismic data	Per km2	20

The Performance Guarantees for the Minimum Work Program and for the Increase to the Minimum Program will be determined using the reference value per Work Unit defined in the following table, taking as a basis the price of crude oil applicable at the time Contract is adjudicated.

Reference Value per Work Unit

Price of Brent Crude (Dollars per barrel)	Value of 1 (one) Work Unit (Dollars)
Less than 45	767
Between 45 and 50	796
Between 50 and 55	852
Between 55 and 60	905
Between 60 and 65	954
Between 65 and 70	1,000
Between 70 and 75	1,044
Between 75 and 80	1,086
Between 80 and 85	1,127
Between 85 and 90	1,165
Between 90 and 95	1,203

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Between 95 and 100	1,239
Between 100 and 105	1,274
Between 105 and 110	1,308
More than 110	1,341

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SECTION VI. CONTRACT

The Contract is in accordance with the Contract Area, as follows:

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SECTION VII. FORMS

CNH FORM 1 APPLICATION FOR ACCESS TO DATA ROOM INFORMATION

[Company letterhead]

_____ of _____, 20_____

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern:

I refer to the Bidding Guidelines of Bidding Process **CNH-R01-L03/2015** for the award of the **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R01-C03/2015** published by the National Hydrocarbons Commission in the Official Gazette of the Federation on May 12, 2015.

On behalf and in representation of [Company Name], I formally request authorization for access to the information contained in the Data Room for the **Onshore Fields – Third Invitation to Bid**, for which I declare under oath that:

- I.** The company I represent will make the required payment under the Bidding Guidelines for access to the information in the Data Room.
- II.** The company I represent is a Company that was legally formed under the laws of [the country of origin], its company name being [legal name of the Company]. Its corporate purpose is [the corporate purpose must clearly establish that it is a Company that engages in hydrocarbon exploration and/or extraction activities or that engages as a financial partner in such activities]. In compliance with the Bidding Guidelines, attached hereto is **Annex 1** referenced in subsection

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6.1, paragraph 1), clause a), Section III of the Bidding Guidelines, which demonstrates the company I represent is legally constituted.

- III.** I have broad and sufficient authority to bind and represent [**legal name of Company**] pursuant to the terms of this application, and with respect to its content and that of each of its annexes. In compliance with what is provided in the Bidding Guidelines, attached hereto is **Annex 2** as referenced in subsection 6.1, paragraph 1), clause b), Section III the Bidding Guidelines, which evidences my authority as legal representative. Such authority has not been modified as of the date hereof and remain in force.
- IV.** The address of the company I represent for receipt of all types of notices is: [_____]. The designated email address to receive the communications referenced in the Bidding Guidelines is [_____] and the telephone number where I can be reached is [_____].
- V.** [In the case of Companies that do not engage in hydrocarbon exploration and extraction activities, this section must be included in accordance with subsection 6.1, Section III of the Bidding Guidelines.] The company I represent declares its intention to participate in the Bidding Process as a financial partner of Companies engaged in hydrocarbon exploration and/or extraction activities.
- VI.** The company I represent is aware that the information to which it will have access is confidential information in the Data Room for **Onshore Fields – Third Invitation to Bid**, and that payment to gain access to such information will not grant such company property rights over such information; accordingly, it agrees to (i) keep confidential the information to which it will have access via the hard

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drive that contains Data Room information and, as the case may be, is provided to it by the Convening Authority; (ii) use such information only for the purposes of preparing its Bid, and (iii) if it is not awarded a particular Contract, destroy all Data Room information in its possession, or information not related to the Contract Area for which it was awarded a Contract, if any. In compliance with the Bidding Guidelines, attached hereto is **Annex 3** indicated in subsection 6.1, paragraph 1), clause c), Section III of the Bidding Guidelines, by which the company I represent agrees to the terms set forth herein.

- VII.** Acknowledges that the Convening Authority reserves the right to establish mechanisms to track the information contained in the data package on the hard drive.
- VIII.** The Convening Authority is authorized to carry out all actions which may be appropriate with regard to the documentation and information the company I represent delivers as an annex hereto, including any and all forms of verification or investigation required to verify the accuracy of the documents submitted in accordance with the requirements established in the Bidding Guidelines.
- IX.** I authorize [**name of the Company’s representative who will collect the hard drive**] to pick up the hard drive that contains the Data Room information for **Onshore Fields – Third Invitation to Bid** at the place and time established for such purpose by the Convening Authority. Such person must fully identify him or herself.

Declared under oath.

Sincerely,

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[Name]: _____

Legal Representative

[Company]: _____

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CNH FORM 2

CONFIDENTIALITY AGREEMENT

[Company letterhead]

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern:

Reference is made to the Bidding Guidelines of Bidding Process **CNH-R01-L03/2015** for the award of the **License Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R01-C03/2015** published by the National Hydrocarbons Commission in the Official Gazette of the Federation on May 12, 2015.

In compliance with the requirement established in the Bidding Guidelines, by the execution of this Confidentiality Agreement, **[name of Company]** agrees before the Convening Authority to: (i) keep the Data Room information confidential; (ii) use such information only for the purpose of preparing its Bid; and (iii) if it is not awarded a Contract, will destroy all Data Room information in its possession, or information not related to the Contract Area awarded to it, if applicable. Based on the foregoing, the following declarations are made:

- I.** The company I represent is a Company legally formed under the laws of **[country of origin]**.
- II.** The corporate purpose of the company I represent is **[the corporate purpose must clearly demonstrate that it is a Company that participates in hydrocarbon exploration and/or**

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hydrocarbon extraction activities, or that it participates as financial partner in such activities].

III. I have broad and sufficient authority to bind and represent [**legal name of Company**] on the terms of this agreement.

Based on the foregoing, [**name of Company**] declares before the Convening Authority, the following:

FIRST. The company I represent acknowledges that all the Data Room information for Onshore Fields – Third Invitation to Bid, or information related thereto, is confidential information (“Confidential Information”).

SECOND. The company I represent agrees that the Confidential Information is and will continue to be the property of the Mexican State. The authorization of access to such information shall not, at any time be understood to transfer ownership rights to such information, regardless of its format. Based on the foregoing, the Convening Authority will at all times have the right to request the return or destruction of the Confidential Information.

Payment for access to the Confidential Information does not grant the company I represent any right, license, patent, trademark, copyright or trade secret derived from the Confidential Information, nor any commercial rights over such information and, the company I represent therefore agrees not to use the Confidential Information for purposes other than those set forth in the following Article. The foregoing expressly prohibits the company I represent from commercializing the Confidential Information, whether directly or indirectly by the interpretation or processing of the same.

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THIRD. The Confidential Information shall only be used for the purpose of evaluating whether or not to submit Bids in the Bidding Process, and for the preparation of such Bids, if applicable.

FOURTH. The Confidential Information may not be, directly or indirectly, commercialized, communicated, revealed, disclosed, published, shown, disseminated, transmitted, written or broadcast, in whole or in part, by any means, under any circumstances to any third party, without the express written consent of the Convening Authority.

Notwithstanding the foregoing, the company I represent will have the right to disclose the Confidential Information to any of its officers, directors, employees, representatives and advisors who have a need to know such Confidential Information for purposes of evaluating the potential crude oil described in the Confidential Information and, ultimately submitting their Bids in the Bidding Process, provided, however, that such officers, directors, employees, representatives and advisors have agreed to comply with the restrictions on use of the Confidential Information assumed by the company I represent pursuant hereto. The company I represent assumes responsibility on its own behalf and of the parties to which it provides such information.

FIFTH. Given that the company I represent understands the magnitude and importance of the Confidential Information and acknowledges that disclosure thereof may cause severe damages, it agrees to be held accountable for criminal charges and will indemnify the Convening Authority for any civil damages resulting from a breach of this confidentiality agreement regardless of any other legal actions available to it.

SIXTH. The company I represent agrees to destroy the Confidential Information, and any copies of the same, within 30 (thirty) calendar days following the issuance of the Award Decision of the Bidding Process, the foregoing only if the company I represent has not been awarded any

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Contract. If the company I represent is awarded a Contract, it must only destroy the information related to the Contract Areas for which it was not awarded a Contract.

SEVENTH. Notwithstanding the destruction of the Confidential Information, it will remain confidential for a period of twelve (12) years commencing from the date of execution of this agreement.

EIGHTH. No obligation whatsoever will be deemed to exist regarding the Confidential Information if:

- a) The Confidential Information has been publicly obtained by means other than a violation of the terms of this agreement;
- b) The Confidential Information was in the possession of the company I represent or its representatives prior to the execution of this confidentiality agreement; or
- c) The Confidential Information has been obtained independently from a third party not legally prohibited from disclosing such information.

NINTH. If the company I represent is required to disclose or provide all or any part of the Confidential Information by law or court order, in any form or by any means, it will immediately notify the Convening Authority in writing, including a copy of the document or communication evidencing such requirement, if any, as well as a description of all documentation and background relating to the requirement of which it has knowledge in order for the Convening Authority to obtain some form of protective, precautionary or exemptive measure, including but not limited to a judicial measure. The company I represent shall collaborate with the Convening Authority in obtaining such measure. If no protective, precautionary or exemptive measure is obtained, the company I represent will only deliver the portion of the Confidential Information that is legally

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required. In such case, the company I represent shall make diligent efforts, by all lawful means, to cause the authority requiring such information to treat all disclosed Confidential Information as confidential.

TENTH. This confidentiality agreement shall be governed and construed in accordance with the laws of the United Mexican States. Any dispute or claim arising from or related to this document shall be subject to the exclusive jurisdiction of the Federal Courts of Mexico City. Furthermore, the company I represent waives any other venue or jurisdictions to which it may be entitled by virtue of domicile or otherwise.

Mexico City, D.F., on the ___ of _____, 20__.

Declared Under Oath

Sincerely,

[Name]: _____

Legal Representative

[Company]: _____

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CNH FORM 3 ACKNOWLEDGMENT OF DOCUMENTS SUBMITTED FOR PREQUALIFICATION

BIDDING PROCESS CNH-R01-L03/2015

COMPANY: _____

SOURCE OF FINANCIAL RESOURCES			
Annex	Document	Bidding Guidelines Requirement	Pages
[AD Code] – PRF / [Divider No.]		Articles of incorporation;	
[AD Code] – PRF / [Divider No.]		Federal Taxpayer Registry number or tax identification number;	
[AD Code] – PRF / [Divider No.]		Corporate governance structure;	
[AD Code] – PRF / [Divider No.]		State whether it is part of a business or commercial group, indicating for such purposes the name, domicile, nationality and corporate purpose of each of the companies comprising the group;	
[AD Code] – PRF / [Divider No.]		Organizational chart including the first and last names, Federal Taxpayer Registry number, Unique Population Registration Code and date of birth of its top management	

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		down to the second highest level of its organizational hierarchy;	
[AD Code] – PRF / [Divider No.]		Identification information for its legal representatives, including Federal Taxpayer Registry number, tax identification number and date of birth	
[AD Code] – PRF / [Divider No.]		Full name of and percentage of equity owned by each partner or shareholder, as well as its Federal Taxpayer Registry number, Unique Population Registration Code or date of birth. Date of birth, tax identification number or its equivalent must be submitted in the case of foreigners, except for entities that are listed on a stock exchange;	
[AD Code] – PRF / [Divider No.]		Information on the Companies that exercise Control or have significant influence;	
[AD Code] – PRF / [Divider No.]		Affidavit to the effect that its partners or shareholders and its principal directors and officers have not been convicted of any crime against public resources (<i>delito patrimonial doloso</i>);	
[AD Code] – PRF / [Divider No.]		Information on any source of financing (bank, government, stock market or other) that has been or will be available to it to meet its obligations under the Contract, in the event it is awarded the Contract;	
[AD Code] – PRF / [No. of tab]		Tax returns and audited financial statements for the past 2 years, and	
[AD Code] – PRF / [No. of tab]		In the case of special purpose vehicles, specify its legal, corporate and business structure, indicating the parties that	

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		have Control or significant influence over it, and submit tax returns and audited financial statements for the past 2 years for the entities that formed the special purpose vehicles.	
EXPERIENCE AND TECHNICAL AND EXECUTION CAPABILITIES			
Annex	Description	Requirement in Bidding Guidelines	Pages
[AD Code] – PECTE /[Divider No.]		<p>Must demonstrate that the proposed personnel has complies with the required experience.</p> <p>Capabilities of the Proposed Personnel. <i>Curriculum vitae</i> of the personnel showing that they have a ten (10) year minimum experience in management positions, as well as <i>Curriculum vitae</i> of the personnel showing that they have a ten (10) year minimum experience in operational positions, in both cases, in offshore or onshore exploration and extraction projects, and that collectively have carried out the following activities, among others: management of onshore exploration and extraction activities; design and execution of exploration and extraction plans; and approval of budgets related to investments and expenditures in hydrocarbon exploration and extraction projects.</p> <p>Each <i>curriculum vitae</i> must specify the name of the companies where the individual has worked, as well as the position filled, the related responsibilities, years of service, name of immediate supervisor and contact information for</p>	

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		<p>a reference who can be contacted to verify or consult about such information.</p>	
<p>[AD Code] – PECTE /[Divider No.]</p>		<p>Must demonstrate that (a) the Company or (b) the proposed personnel have experience in the implementation and operation of industrial safety and environmental protection systems in the last five (5) years.</p> <p>a) The Company: The Company’s management system for industrial safety and environmental protection, together with an opinion issued by a specialized international firm, indicating that the bidder follows international practices in the operation of onshore exploration and extraction projects. To comply with this requirement, the participant must indicate the type of system it has and would use in the event it is a winning bidder, as well as any technical certifications, inspections, opinions, or reports it may have which provide evidence of the required information.</p> <p>b) The Proposed Personnel: <i>Curriculum vitae</i> of the personnel showing that they have five (5) years of experience in the implementation and operation of systems for the management of industrial safety, operational safety and environmental protection in onshore or offshore exploration and extraction projects and facilities, including,</p>	

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		<p>but not limited to, the following: OHSAS 18001 (for safety generally and which includes external certification); ISO 14001 (for the environment generally and which includes external certification).</p> <p>Each <i>curriculum vitae</i> must specify the name of the companies where the proposed personnel has worked, as well as the specific industrial safety, operational safety and environmental protection systems for onshore or offshore exploration and extraction projects and facilities. To fully comply with this requirement, the participant must indicate the type of system it would use if it was awarded the Contract Area.</p>	
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FINANCIAL CAPABILITY			
Annex	Description	Bidding Guidelines requirement	Pages
[AD Code] – PCF /[Divider No.]		<p>Must demonstrate that it has a minimum net worth of:</p> <ul style="list-style-type: none"> a) Five million Dollars (\$5,000,000) for every Type 1 Area it wants to bid for, and if applicable b) Two hundred million Dollars (\$200,000,000) for every Type 2 Area it wants to bid for. 	
		<p>a) The Company: The Company’s management system for industrial safety and environmental protection, together with an opinion issued by a specialized international firm, indicating that the bidder follows international practices in the operation of onshore exploration and extraction projects. To comply with this requirement, the participant must indicate the type of system it has and would use in the event it is a winning bidder, as well as any technical certifications, inspections, opinions, or reports it may have which provide evidence of the required information.</p>	
		<p>b) Submit financial statements, certified by an independent accounting and auditing firm, certified or registered to carry out such activities under the laws of its country of origin or an independent accounting and auditing firm with certifications recognized worldwide. The financial statements must substantiate the required net worth will be provided.</p>	

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Additional Criteria for a Joint Bidder.		
[AD Code] – PCF-C / [No. of tab]		<p>If the Operator does not satisfy the financial criteria described above, the members of the Consortium or <i>Asociación en Participación</i> must demonstrate an aggregate net worth of at least:</p> <p>(a) Three million Dollars (US\$3,000,000) for every Type 1 Area it wants to bid for, and if applicable</p> <p>(b) One hundred twenty million Dollars (US\$120,000,000) for every Type 2 Area it wants to bid for; provided that two (2) members of the Consortium or <i>Asociación en Participación</i> demonstrate a minimum aggregate net worth of eighty million Dollars (US\$80,000,000) for every Type 2 Area they want to bid for.</p>
		<p>If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions, providing evidence of the required net worth; or</p>
		<p>Submit financial statements, certified by an independent internationally recognized accounting and auditing firm which will provide evidence to substantiate the required net worth.</p>

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[AD Code] – PCF-C /[Divider No.]		CNH FORM-4 Joint Bidding Agreement.	
LEGAL DOCUMENTATION REQUIREMENTS			
Annex	Description	Requirement in Bidding Guidelines	Pages
[AD Code] – PRDL /[Divider No.]		Notarized public instrument or certified copy thereof evidencing the articles of incorporation of the company or attested copy of the bylaws, including the name, number and district of the notary public who granted and, if applicable, protocolized, such document, and information on its registration in the Public Registry of Commerce. For foreign Companies, documents equivalent to the above must be submitted, legalized or <i>apostilled</i> in accordance with the terms of The Hague Convention of October 5, 1961 or by consular legalization, as the case may be.	
[AD Code] – PRDL /[Divider No.]		Simple copy of an official identification document of the Interested Party’s legal representative. For Mexicans, only a voter identification card with photograph or a passport or professional certificate will be accepted, and for foreigners, only a passport will be accepted.	
[AD Code] – PRDL /[Divider No.]		Submit a notarized public deed or certified copy thereof evidencing the general power of attorney of the Bidder’s legal representative to perform administrative acts or its special power of attorney to participate in the Bidding Process on behalf of and to bind the Bidder, granted before a notary public, indicating the name, number and district of	

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		the notary that granted and, if applicable, protocolized, such document, and information on its registration in the Public Registry of Property and Commerce. For foreign Companies, documents equivalent to those mentioned above must be submitted, legalized or <i>apostilled</i> and with the required protocolization in accordance with the Applicable Laws.	
[AD Code] – PRDL /[Divider No.]		CNH FORM-5 Declaration of Non-Disqualification	
[AD Code] – PRDL /[Divider No.]		CNH FORM-6 Declaration of knowledge and acceptance of the Applicable Laws, the requirements and conditions established in the Bidding Guidelines and the documents that comprise the latter.	
[AD Code] – PRDL /[Divider No.]		CNH FORM-7 Confidential Documentation	
[AD Code] – PRDL /[Divider No.]		CNH FORM-4 Joint Bidding Agreement	
[AD Code] – PRDL /[Divider No.]		CNH FORM-10 Declaration Under Oath	
[AD Code] – PRDL /[Divider No.]		Cross-reference all the information that validates any relationship with subsidiary or parent company	
Comments of the Bid Committee			

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PREQUALIFICATION DOCUMENTS SUBMITTED BY
Name of the Interested Party
Name and signature of the legal representative

DOCUMENTATION REVIEWED BY
FOR THE BID COMMITTEE

Personal information received in this bidding process will be protected in accordance with the Federal Law of Transparency and Access to Public Government Information, its Regulation and the Guidelines for the Protection of Personal Information published in the Official Gazette of the Federation on September 30, 2005, and its use will be for the stated purpose set forth in the Bidding Guidelines and Applicable Laws.

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Comisión Nacional
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CNH FORM 4 JOINT BIDDING AGREEMENT

This JOINT BIDDING AGREEMENT, is entered into by _____, represented by _____; _____ represented by _____ and _____ represented by _____ (*list all Companies and their legal representatives*) (the “Members”), respectively, to submit a joint bid in Bidding Process **CNH-R01-L03/2015**, for the award of **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid number **CNH-R01-C03/2015**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on May 12, 2015, in accordance with the following declarations and Articles:

DECLARATIONS

I. Company _____ declares that:

I.1. It is a company organized and existing under the laws of _____, and its legal existence is evidenced by _____, granted before _____, registered in _____.

I.2. Its domicile is located at _____.

I.3. Mr. _____, evidences his personality and authority by _____, stating under oath that, as of the date of execution of this agreement, his authority has not been revoked, limited or modified in any way.

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II. Company _____ declares that:

II.1. It is a company organized and existing under the laws of _____, and its legal existence is evidenced by _____, granted before _____, registered in _____.

II.2. Its domicile is located at _____.

II.3. Mr. _____, evidences his personality and authority by _____, stating under oath that, as of the date of execution of this agreement, his authority has not been revoked, limited or modified in any way.

III. Company _____ declares that:

III.1. It is a company organized and existing under the laws of _____, and its legal existence is evidenced by _____, granted before _____, registered in _____.

III.2. Its domicile is located at _____.

III.3. Mr. _____, evidences his personality and authority by _____, stating under oath that, as of the date of execution of this agreement, his authority has not been revoked, limited or modified in any way.

IV. The Members declare that:

IV.1. They agree to execute this agreement for the purpose of participating jointly in the Bidding Process in accordance with the Bidding Guidelines;

IV.2. They designate their joint domicile as _____, and that their joint e-mail address to receive notices is _____, and

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IV.3. Intending to be legally bound, they agree as follows:

ARTICLES

FIRST: Object. The Members agree to form a group in order to submit a joint Bid to participate in the Bidding Process in the form of a Joint Bidder.

SECOND: Activities and responsibilities that each Company agrees to perform and assume. If a Joint Bidder is named a Winning Bidder, the Members agree to be bound as follows:

I. _____ agrees to perform: *(description of the obligations and activities that it shall perform).*

II. _____ agrees to perform: *(description of the obligations and acts that it shall perform)*

III. _____ agrees to perform: *(description of the obligations and activities that it shall perform).*

THIRD: Appointment of the common representative for submission of the Bid. The Members agree that Company _____ will be the common representative for submission of the Bid. As such, the legal representative of _____, Mr. _____, will have the necessary and sufficient authority to act in the name and on behalf of the Members vis-à-vis the Convening Authority, in each and every act and stage of the Bidding Process and in those derived therefrom, as well as to sign all kinds of documents and receive all kinds of notices including personal notices, in accordance with the power of attorney registered before a notary public or other public instrument granted for such purpose, a copy of which is attached to this agreement as its ANNEX.

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FOURTH: Operator. The Members hereby appoint Company _____, subject to the execution of the Contract, as Operator for all legal purposes that may be required.

FIFTH: Participation Percentage. The Members agree that their participation percentage in the Contract will be as follows:

- I. _____% (*Name of the Company*).
- II. _____%: (*Name of the Company*).
- III. _____%: (*Name of the Company*)

[The participation of the Operator and the other members must comply with the Bidding Guidelines].

SIXTH: Joint and Several Liability. The Members agree on a joint and several basis among themselves and before the Convening Authority to perform all the obligations arising from the Bidding Process or from the execution of the corresponding Contract.

SEVENTH: Confidentiality of the Information. The Members shall not disclose any Confidential Information obtained from the Data Room – Onshore Fields – Third Invitation to Bid, without the express authorization of the Convening Authority

EIGHTH: Corporate Several Liability. The Members agree that the entities that Control, or are under common Control with them shall be jointly and severally liable with the Members when such Members have insufficient financial capability to ensure compliance with the relevant Contract.

NINTH: Resolution of Disputes among Members. The Members agree that this agreement shall be governed and construed by the Federal Courts of Mexico in accordance with the laws of

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Mexico. The Members hereby submit to the jurisdiction of the competent Federal Courts of Mexico in Mexico City, D.F., and waive the right to submit their dispute to any other jurisdiction that may be applicable as a result of their present or future domicile or otherwise.

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IN WITNESS WHEREOF, the Members have executed this Joint Bidding Agreement in original in the City of _____ on _____ 20__.

Company: _____	_____ Legal representative
Company: _____	_____ Legal representative

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CNH FORM 5 DECLARATION OF NON-DISQUALIFICATION

[Company letterhead]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom it May Concern:

I hereby refer to the Bidding Guidelines of the Bidding Process **CNH-R01-L03/2015** for the award of the **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with Invitation to Bid **CNH-R01-C02/2015** published by the National Hydrocarbons Commission on May 12, 2015.

I declare under oath that neither the company I represent [**or, as the case may be, the members of a Consortium**] nor its shareholders or Affiliates fall under the circumstances established in Article 26, Subsection I, of the Hydrocarbons Law or those in subsection 4, Section III of the Bidding Guidelines.

Moreover, if there is any change in the terms of this declaration between the execution hereof and the date contemplated by the Bidding Guidelines for the Bid submission and opening session, I agree to inform the Convening Authority of such situation at the Bid submission and opening session. If I fail to act accordingly, I shall reaffirm at such time the declaration made herein.

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A false declaration shall be sanctioned in accordance with Applicable Laws.

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company]: _____

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**CNH FORM 6 DECLARATION OF KNOWLEDGE OF, AND AGREEMENT
WITH APPLICABLE LAWS, REQUIREMENTS AND CONDITIONS ESTABLISHED
IN THE BIDDING GUIDELINES AND THE DOCUMENTS THAT COMPRISE THE
BIDDING GUIDELINES.**

[Company letterhead]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern.

In compliance with the provisions of the Bidding Guidelines No. **CNH-R01-L03/2015** for the award of **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R01-C03/2015**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on May 12, 2015, I declare under oath that:

I am familiar with and fully accept the requirements established by Applicable Laws, as well as the requirements and conditions established in the Bidding Guidelines.

Moreover, I hereby authorize the Convening Authority to carry out all pertinent actions regarding the documentation and information submitted by the company(ies) I represent during the Bidding Process, including any verification or investigation that may be required to confirm the accuracy of the documents submitted pursuant to requirements set forth in the Bidding Guidelines. The foregoing, as stipulated in article 43 of the Regulation of the Hydrocarbons Law.

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Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company Name]: _____

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CNH FORM 7 CONFIDENTIAL DOCUMENTATION

[Company letterhead]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern.

In connection with the Bidding Process No. **CNH-R01-L03/2015** for the award of **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid number **CNH-R01-C03/2015**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on May 12, 2015, I declare that, in accordance with Articles 18, section I, and 19 of the Federal Law of Transparency and Access to Governmental Public Information, the information and documents hereinafter listed are submitted in confidence

- 1.
- 2.

A false declaration shall be sanctioned in accordance with Applicable Laws.

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company Name]: _____

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CNH FORM 8 BID GUARANTEE, STAND-BY LETTER OF CREDIT

[ISSUING BANK LETTERHEAD]

Issuing Date

Issuing Bank
Name and complete address

Confirming Bank
Name and complete address

Expiration Date:
(Day, Month, and Year)

Comisión Nacional de Hidrocarburos
Av. Insurgentes Sur 1228, Piso 11
Colonia Tlacoquemécatl del Valle
Delegación Benito Juárez. C.P. 03200 México,
D.F.

Stand-by Letter of Credit No. XXXXXX

Dear Sirs:

At the request of, and pursuant to instructions from our client(s) [**insert the name of Bidders**] (the “Bidder”), the undersigned issuing bank (the “Issuing Bank”) hereby provides an irrevocable standby letter of credit (the “Letter of Credit”) in the amount of [Sixty Five Thousand Dollars of the United States of America (US\$65,000) for Type 1 Areas or Two Hundred Thousand Dollars of the United States of America (US\$200,000) for Type 2 Areas] (the “Guaranteed Amount”) in favor of the National Hydrocarbons Commission (the “CNH”), in guarantee of the Bidder’s obligations under (i) the Bidding Guidelines issued pursuant to the Invitation to Bid No. **CNH-**

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R01-C03/2015, published in the Official Gazette of the Federation on May 12, 2015 (the “Bidding Guidelines”), for the award of a Contract for Extraction under License modality for the Contract Area _____ (the “Contract”).

Subject to the other provisions in this Letter of Credit, CNH may require the Issuing Bank to make full payment hereof by submitting a written payment request executed by an authorized representative, specifying the payment amount required and indicating that the Bidder has failed to comply with the obligations set forth in the Bidding Guidelines (the “Payment Request”).

The Issuing Bank hereby agrees to honor a Payment Request by CNH pursuant to this Letter of Credit, and agrees to pay the Guaranteed Amount on first demand upon receipt of a Payment Request, provided that (i) the form of such Payment Request and its submission are in accordance with the prior paragraph, and (ii) the Payment Request is submitted prior to the Expiration Date (as such term is defined below).

The Payment Request shall be submitted on business days and during working hours when the Issuing Bank is open to the public in Mexico City. If CNH submits a Payment Request prior to 11 a.m. (Mexico City time), the Issuing Bank agrees to make the related funds available to CNH not later than 4 p.m. (Mexico City time) on the next business day following the date of receipt of the Payment Request. If CNH submits the Payment Request after 11 a.m. (Mexico City time), the Issuing Bank agrees to make the related funds available to CNH not later than 2 p.m. (Mexico City time) on the second business day following the date of receipt of the Payment Request. The Issuing Bank shall make all payments under this Letter of Credit with its own funds. If the Payment Request does not comply with the requirements of this Letter of Credit, the Issuing Bank shall give written notice thereof to CNH in accordance with the times established and mentioned above. The notice shall indicate the reason the Issuing Bank considers the Payment Request to be non-

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compliant. CNH may resubmit one or multiple new Payment Requests adjusted in order to comply with this Letter of Credit. All payments made by the Issuing Bank to CNH under this Letter of Credit shall be made by electronic funds transfer to the bank account in Mexico City specified by CNH in the Payment Request.

This Letter of Credit shall expire on the earliest of the following dates (the “Expiration Date”): (i) the date on which CNH notifies the Issuing Bank in writing of the execution of the relevant contract; (ii) the date of full payment of the Guaranteed Amount; or (iii) [insert the date that is sixty (60) days after the submission of the Bids]. After the Letter of Credit has expired, CNH may not submit any Payment Request to the Issuing Bank and the Issuing Bank shall have no obligation to make any payment under this Letter of Credit.

The rights granted to CNH under this Letter of Credit are non-transferable except for a transfer of the same to the Federal Government of the United Mexican States.

All charges by the Issuing Bank relating to the issuance of or compliance with this Letter of Credit (including, without limitation, negotiation, extension of its expiration or transfer) shall be borne by the Bidder, and shall not in any event be charged by the Issuing Bank to CNH.

This Standby-by Letter of Credit is subject to ISP98 International Practices for Letters of Credit, ICC Publication No. 590, and insofar as there is no inconsistency with ISP98, this Letter of Credit shall be governed by and construed in accordance with the federal laws of the United Mexican States. Any dispute arising from this Letter of Credit shall be resolved exclusively in the competent federal courts of the United Mexican States in Mexico City.

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Very truly yours,
Issuing Bank

By: _____
Authorized Representative of the Issuing Bank

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Comisión Nacional
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Payment Request

Date: (Date of presentment)

Issuing Bank

(Name and address)

Re: Stand-by Letter of Credit No.-----

National Hydrocarbons Commission, beneficiary under the stand-by letter of credit hereby referenced, hereby declares that:

(Name, Company Name) has breached the provisions of subsection [____], Section [____] of the Bidding Guidelines which results in CNH being entitled to draw upon this Stand-by Letter of Credit.

Based on the foregoing, please transfer the payment in the amount of [Sixty Five Thousand Dollars of the United States of America (US\$65,000) for Type 1 Areas or Two Hundred Thousand Dollars of the United States of America (US\$200,000) for Type 2 Areas] to the bank account number (bank account) of (bank account) in the name of _____.

This stand-by letter of credit should be referenced in each payment made pursuant hereto.

Complete name, title and signature of the authorized officer

Email Address

Telephone Number

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CNH FORM 9 ECONOMIC BID

[Company Letterhead]

Bid Process: CNH-R01-L03/2015	Date:	Submission of the Bid: NO <input type="checkbox"/> YES <input type="checkbox"/>
---	--------------	--

A. Name of Bidder

This Bid is presented:

On an individual basis ()

On a joint basis ()

Name of Bidder:

Name of members of Joint Bidder:

The _____ (*Name of Bidder or Names of the members of the Joint Bidder*) submits the Economic Bid for the Contract Area [_____] in connection with the Bidding Process.

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Economic Bid:

1. Value of the State's Additional Royalty _____
2. Percentage increase in the Minimum Work Program for the Contract Area established for the Contract Area _____.

Weighted Score of the Economic Bid _____¹

C. Declaration Under Oath

I declare under oath that:

- The company(ies) I represent agree(s) with and all terms of the final version of the Contract published on the Web Page on the date set forth in the Bidding Calendar.
- There has not been consultation, communication, agreement, arrangement, combination or contract with other Bidder in regards to:
 - o Methods, factors or formulas used to calculate the percentages, costs, prices and other variables considered in its(their) Bid(s);
 - o The intent or decision to present one or more Bids; or
 - o The presentation of one or more Bids that do not comply with the requirements established in this Bidding Process.
- The terms of the Bids attached herein have not been disclosed by the company(ies) I represent, nor by its shareholders or Subsidiaries, to other Bidders, directly or indirectly, to alter, manipulate, fix or concentrate Bids.
- In the same manner, I declare that the Economic Bid has been developed and submitted independently and without any involvement of any other Bidder.

¹ The weighted score of the Economic Bid shall be calculated to the thousandth decimal place.

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Any false statements regarding the issues discussed herein will be penalized in accordance with the Applicable Laws, as this sworn statement has been given to a non-judicial authority.

Name and signature of legal representative

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CNH FORM 10 DECLARATION UNDER OATH

[Company Letterhead]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern.

I refer to Bidding Process No. **CNH-R01-L03/2015** for the award of **License Contracts for the Extraction of Hydrocarbons in Onshore Fields – Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R01-C03/2015**, published by the National Hydrocarbons Commission on May 12, 2015. I declare the following under oath:

That each and every one of the requirements indicated in subsection ____ as of the date hereof remain on the same terms and without any changes whatsoever, as submitted by the company I represent in the bidding process [**CNH-R01-L01/2014 and/or CNH-R01-L02/2014**] relating to the award of **Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters – [First and Second] Invitation to Bid.**

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A false declaration shall be sanctioned in accordance with Applicable Laws.

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company]: _____

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