



Comisión Nacional
de Hidrocarburos

ROUND 3 | ONSHORE
THIRD INVITATION TO BID
CNH-R03-L03/2018 BIDDING GUIDELINES
APRIL 27, 2018

NATIONAL HYDROCARBONS COMMISSION

(UNOFFICIAL ENGLISH TRANSLATION)

BIDDING GUIDELINES FOR THE AWARD OF LICENSE CONTRACTS FOR CONVENTIONAL AND NON- CONVENTIONAL ONSHORE HYDROCARBON EXPLORATION AND EXTRACTION – THIRD INVITATION TO BID

BIDDING PROCESS CNH-R03-L03/2018

**INVITATION TO BID
CNH-R03-C03/2018**

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The National Hydrocarbons Commission, on the basis of Articles 25, fifth, seventh and ninth paragraph, 27, seventh paragraph, 28, fourth paragraph, and 134, first paragraph, of the Political Constitution of the United Mexican States, published before the Federal 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, IV, VIII, XXIV and XXVII, 38, Section II, and 39 of the Coordinated Regulatory Energy Agencies Law; 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 before the Federal Official Gazette on November 28, 2014; Articles 10 section I, 11 and 13, section I, paragraph 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 of Energy and the Ministry of Finance, has adopted a resolution approving the issuance of these Bidding Guidelines for the award of License Contracts for the Exploration and Extraction of Hydrocarbons in 9 Onshore Conventional and Non-Conventional Contract Areas (Bidding Process CNH-R03-L03/2018).

SECTION I. BACKGROUND

1. Energy Sector Reform. On December 20, 2013, the Federal Executive published before the Federal 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 generate revenues for the State that contribute to the long-term development of the

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Nation, it will carry out the exploration and extraction of crude oil and other hydrocarbons through assignments in favor of the State productive enterprises or through 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 before the Federal Official Gazette nine 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 Coordinated Regulatory Energy Agencies. 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 President Commissioner of the National Hydrocarbons Commission.

On October 31, 2014, the Federal Executive published twenty-four regulations, a decree and an order pursuant to which adequate conditions are established to promote investment, thus 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.

On November 28, 2014, CNH published before the Federal 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

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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 500.098/18 issued by the Ministry of Energy, the Governing Body of CNH approved to carry out the Bidding Process to award License Contracts for the Exploration and Extraction of Hydrocarbons in 9 Onshore Conventional and No-Conventional Contract Areas. Accordingly, it issued the Invitation to Bid **CNH-R03-C03/2018**, through the Agreement CNH.E.10.001/18, dated March 1, 2018, and the Bidding Guidelines **CNH-R03-L03/2018**, through the Agreement CNH.E.10.002/18, dated March 1, 2018.

3. Publication of the Invitation to Bid. CNH published the Invitation to Bid CNH-R03-C03/2018 before the Federal Official Gazette and on the Web Page www.rondasmexico.gob.mx on March 2, 2018.

SECTION II. GENERAL PROVISIONS OF THE BIDDING PROCESS

This document constitutes the Bidding Guidelines for Bidding Process CNH-R03-L03/2018, which are made public and will be available for review beginning on March 2, 2018 on the Web Page: www.rondasmexico.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 shall submit their Prequalification Documents and Bids in person, and by no other means. Notwithstanding the foregoing, Interested Parties and Bidders

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shall submit their 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 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 this Bidding Guidelines nor the content of any Bids shall be subject to any form of negotiation.

1. Stages of the Bidding Process

This Bidding Guidelines govern the process whereby the Bidding Process CNH-R03-L03/2018 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 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.

2. Bid Committee

The Bidding Process will be coordinated and carried out by a Bid Committee in accordance with the terms of this Bidding Guidelines. The Bid Committee will also coordinate

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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 be comprised by a Coordinator and a Secretary, both designated by the Governing Body of CNH at the recommendation of its President Commissioner, as well as the public officials appointed to the committee by the President Commissioner 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 coordinate the logistics of all proceedings that must be carried out during the Bidding Process in accordance with this 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 and, as applicable, the Interested Parties and Bidders involved. The absence of the signatures of the Interested Parties or the Bidders on the foregoing minutes or documents will not affect their validity.

3. Name and Address of Convening Authority

Comisión Nacional de Hidrocarburos

Avenida Patriotismo 580, PB,

Colonia Nonoalco

Delegación Benito Juárez. C.P. 03700 México, D.F.

Telephone Number: (55) 47 74 65 10

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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 a valid official identification document (for Mexicans, a voter identification card with photograph, a passport, or a professional certificate will be accepted, and for foreigners, only a passport or a document providing proof of his/her legal stay in Mexico issued by the National Migration Institute 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 to complete the registration process to enter the facilities on a timely basis.

4. Defined Terms

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

Capitalized terms not defined in this Bidding Guidelines will have the meaning 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 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.



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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.

Appointed Operator: The Company that has prequalified as Operator in the Bidding Process, and has been appointed as such by a Consortium or an Association in Participation in the Joint Bidding Agreement.

Association in Participation: Two or more prequalified Companies that have entered into, or have agreed to enter into, an agreement for an Association in Participation under Mexican law and that can incorporate as a Joint Bidder to jointly participate in the Bidding Process, under the Bidding Guidelines.

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.

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, in case resulting the Winning Bidder, shall guarantee the execution of the Contract awarded, 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.

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Bidding Guidelines: The set of provisions, documents and annexes issued by CNH, in accordance with the Applicable Laws, which govern Bidding Process CNH-R03-L03/2018.

Bidding Process: Collectively, the proceedings, stages, Bidding Guidelines, information and procedures for the award of License Contracts for the Exploration and Extraction of Hydrocarbons in 9 Onshore Conventional and Non-Conventional Contract Areas (Bidding Process CNH-R03-L03/2018).

CNH or Convening Authority: National Hydrocarbons Commission.

Committee Secretary: Secretary of the Bid Committee.

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

Consortium: Two or more prequalified Companies that may incorporate in a Joint Bidder to jointly participate the Bidding Process under these Bidding Guidelines, without being required to form a new legal entity in accordance with the Applicable Laws.

Contract: The draft License Contract for the Exploration and 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 IV of the Bidding Guidelines.

Coordinator: Coordinator of the Bid Committee.

Credit Institution: According to the Credit Institutions Act, commercial and development banking institutions, which must be registered at the National Banking and Securities Commission, and which can be looked up at <http://www.cmbv.gob.mx/Entidades->

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[Autoridades/Paginas/BancaMultiple.aspx](#) or <https://www.gob.mx/cnbv/acciones-y-programas/banca-de-desarrollo-bd>.

Data Room: Repository of information used to store and distribute information related to the 9 Contract Areas in connection with the Bidding Process.

Economic Bid: The offer submitted by the Bidder, pursuant to the established in this Bidding Guidelines.

Governing Body: The Governing Body of CNH.

Individual Bidder: The Operator that prequalified individually to participate in the Bidding Process and is later authorized by the Convening Authority to become a Bidder and submit a Bid in accordance with the requirements set forth in the Bidding Guidelines.

Interested Party: A Company interested in participating in the Bidding Process in accordance with the Bidding Guidelines.

Invitation to Bid: The Invitation to Bid CNH-R03-C03/2018 published by CNH on March 2, 2018 before the Federal Official Gazette.

Joint Bidder: A Consortium or an Association in Participation authorized by the Convening Authority to become a Bidder, once its members have been individually prequalified, and that can submit a Bid in accordance with the Bidding Guidelines, on the understanding that said Consortium or Association in Participation shall have an Operator among its members. Joint Bidders will name the Appointed Operator.

Joint Bidding Agreement: The agreement entered into in accordance with subsection 12.2, Section III of the Bidding Guidelines, pursuant to which Consortium or an Association in Participation express their interest in forming a Joint Bidder for submitting a joint Bid.

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Law: Hydrocarbons Law.

Ministry: Ministry of Energy.

Ministry of Finance: Ministry of Finance and *Public Credit*.

Non-Operator: The Company that prequalifies by providing proof of the compliance of legal requirements and the source of the financial resources, as well as the, financial criteria to associate with an Operator to execute the Exploration and/ or Development Plans for hydrocarbon extraction in a Contract Area under the Contract that is the purpose of this Bidding Process.

Official Gazette: Federal Official Gazette.

Operator: The Company that prequalifies by complying the legal requirements and proving the source of the financial resources, as well as the technical, financial and experience criteria with which it credits that it has the necessities capabilities to direct, represent, lead and implement the Exploration and/or Development Plans for hydrocarbon extraction in a Contract Area, and to conduct interactions 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 experience and technical, execution, financial and legal capabilities are analyzed and evaluated as applicable of each Interested Party in accordance with the procedure established in the Bidding Guidelines, in order to be able to issue 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.

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UIF: Financial Intelligence Unit of the Ministry of Finance.

User: Any person holding a user Production Sharing, including assignees, contractors, academic or educational institutions, or research centers, in terms of the “Guidelines for the use of information contained in the National Hydrocarbon Information Center”, as published before the Official Gazette on September 22, 2015.

Web Page: The Web Page www.rondasmexico.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 Areas 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, paragraphs, subparagraphs, forms or annexes shall be deemed to refer to the articles, conditions, paragraphs, subparagraphs, sections, subsections, forms or annexes of this Bidding Guidelines.

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SECTION III. RULES OF THE 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 Exploration and Extraction of Hydrocarbons in 9 Onshore Conventional and Non-Conventional Contract Areas in – Third Invitation to Bid, according to the terms of the Contract, which forms part of this Bidding Guidelines.
- 1.2. The rules regarding the scope and scheduling of Petroleum Activities, Consideration, subcontracting and other operational matters, as well as rights and obligations, are contained in the Contract.
- 1.3. A Contract will be entered into for each Contract Area. Therefore, Bidders shall submit Bids for each Contract Area, pursuant to the Bidding Guidelines.
- 1.4. The information on the correspondent Contract Areas to each Contract is detailed in Section IV of the Bidding Guidelines, which are listed below:

Número	Área Contractual	Sector	Superficie (km ²)
1	TN-SB-45	Sabinas-Burgos	301.673
2	TN-SB-48	Sabinas-Burgos	297.407
3	TN-SB-49	Sabinas-Burgos	262.852
4	TN-SB-50	Sabinas-Burgos	414.920
5	TN-SB-51	Sabinas-Burgos	255.428
6	TN-SB-52	Sabinas-Burgos	274.697
7	TN-SB-53	Sabinas-Burgos	281.627

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Número	Área Contractual	Sector	Superficie (km ²)
8	TN-SB-54	Sabinas-Burgos	300.096
9	TN-SB-55	Sabinas-Burgos	315.492

- 1.5. In order to be entitled to register in the Bidding Process, the Interested Parties, either on their own or by means of a Subsidiary or, ultimately, a Controlling Company (such relationship shall be accredited on the Prequalification stage in accordance with sub clause 10.10 of the Bidding Guidelines), shall cover the fee related to *“Evaluation of capabilities during the Bidding Process; registration; bid reception and resolution in a Hydrocarbon Exploration and/or Exploration Contract Bid”*. Said payment will be mandatory for all Interested Parties.
- 1.6. Interested Parties expecting to prequalify as Non-Operators, and wishing to access Data Room information may do so either by means of the Operators they wish to join as set forth in the Schedule foreseen in the Bidding Guidelines, or by making the corresponding payment.
- 1.7. Under no circumstance the Convening Authority shall reimburse any 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 otherwise provided.
- 1.9. The Interested Parties may act by means of any number of representatives, either individually or jointly, provided they do not represent more than one Interested Party or Bidder, and the powers of each one are accredited before the Convening Authority, as determined by the Bid Committee through the legal documents that are sufficient for

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such purpose. Said restriction does not apply to the appointment of a Common Representative during the Makeup of Bidders, while considering that one or more Companies shall not submit a Bid for the same Contract Area.

2. Modifications to the Invitation to Bid and Bidding Guidelines

- 2.1. The Convening Authority may modify the Invitation to Bid as it deems necessary, and such modifications shall be published before the Official Gazette and on the Web Page.
- 2.2. Once the process of registration for the Bidding Process has concluded, no substantial alterations to the Bidding Guidelines, the annexes and formats thereto and to the Contract may be performed.
- 2.3. Likewise, the Convening Authority will also have the power to make any additions, deletions, modifications, adjustments, clarifications, detailing, substitutions, or any other type of non-substantial modifications to the Bidding Guidelines, the annexes and forms thereto, as well as to the Contract, after their publication date, endeavoring to ensure that such modifications contribute to strengthen the legal principles regulating 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 hereto.
- 2.4. Any clarification or modification to the documents noted in sections 2.1 and 2.3 published before the Web Page, including those resulting from the clarification stages, will form part of such documents noted in sections 2.1 and 2.3, and shall be considered by the Interested Parties and the Bidders in the preparation of their Prequalification documents and Bid.

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In case of inconsistencies or conflict between the Bidding Guidelines and the answers to the clarifications published in the Web Page, the Bidding Guidelines will prevail; consequently, the Interested Parties will be obliged to observe the updates in the Bidding Guidelines published before the Web Page.

2.5 The Convening Authority shall publish on the Web Page the updated versions of the Bidding Guidelines, as well as the final version thereof, during the period set forth in the Bidding Calendar.

3. National Content Goal

3.1 The Interested Parties and the Bidders shall consider the established in Section 19.3 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 to execute Contracts with Companies, Consortia or Association in Participation, including each of its members, that are under the following assumptions:

- a) Having been disqualified or prohibited from contracting with federal authorities by the competent authority in accordance with the Applicable Laws;
- b) Submitting 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) Being subject to bankruptcy or a similar proceeding;

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- d) When a relationship exists between Bidders, such relationship will be detected in case of cross-shareholding with common shareholders or partners who directly or indirectly exercise Control or corporate influence over such Bidders;
- e) If the Bidder has obtained privileged information related to the Bidding Process and is unable to demonstrate that they obtained access to such information by legal means;
- f) More than one Bid Guarantee has been put into effect for them or their Affiliates or Shareholders in the last five years as result of a Bidding Process to award Hydrocarbon Exploration and Extraction Contracts;
- g) Once the second place is awarded, not having entered into the Contract awarded to the first place for another Contract Area for reasons attributable to them in this Bidding Process.
- h) For breaching the user license for information they previously entered into, regarding the Data Room information;
- i) Using third parties to evade the provisions of this section, or
- j) In the opinion of the Convening Authority, breaching any provision of the Applicable Laws.

5. Bidding Calendar

INVITATION TO BID AND BIDDING GUIDELINES		
EVENTS	DATE	PLACE AND/OR LOCATION
Publication of Invitation to Bid and Bidding Guidelines	Mar/2/2018	Official Gazette and Web Page: www.dof.gob.mx www.rondasmexico.gob.mx
Publication of updated Bidding Guidelines and final draft (including Contract)	Sep/04/2018	www.rondasmexico.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 *	Mar/05/2018 to Jul/18/2018	www.rondasmexico.gob.mx
Access to the Data Room	Mar/05/2018 to Sep/26/2018	Ave. Patriotismo 580, Nonoalco, Benito Juárez, 03700, Mexico City

VISITS TO CONTRACT AREAS		
EVENTS	DATE	PLACE AND/OR LOCATION
Period for visits to Contract Areas	Jul/23/2018 to Sep/21/2018	Dates and corresponding information Will be determined in due course in the www.rondasmexico.gob.mx website.

CLARIFICATIONS TO BID TERMS AND CONTRACT			
EVENTS	DATE	PLACE AND/OR LOCATION	
First Clarification Stage (Access to the Data Room information and registration to the Bidding Process)	Mar/02/2018 to Jul/ 16/2018	Question Acceptance Period Mar/02/2018 to Jul/12/2018	www.rondasmexico.gob.mx
		Response Publication Mar/02/2018 to Jul /16/2018	www.rondasmexico.gob.mx
Second Clarification Stage	Mar/02/2018 to Sep/04/2018	Acceptance of Prequalification Questions: Mar/02/2018 to Jul /16/2018	www.rondasmexico.gob.mx

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(Prequalification and Bidder Make up)		Acceptance of Bidder Make Up Questions Mar/02/2018 to Aug/31/2018	
		Publication of Prequalification Questions: Publication of Prequalification Questions: Mar/02/2018 to Jul /19/2018 Publication of Bidder Make Up Questions: Mar/02/2018 to Sep/04/2018	www.rondasmexico.gob. mx
Third Clarification Stage (submission and opening of Bids, Awarding, Award Decision and Contract)	Mar/02/2018 to Sep/04/2018	Acceptance of Questions Mar/02/2018 to Aug/31/2018	www.rondasmexico.gob. mx
		Publication of Responses during the period Mar/02/2018 to Sep/04/2018	www.rondasmexico.gob. mx

PREQUALIFICATION		
EVENTS	DATE	PLACE AND/OR LOCATION
Period to pay for registration and request Prequalification appointment. *	Mar/02/2018 to Jul/20/2018	www.rondasmexico.gob.mx

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Acceptance of Prequalification documents	Jul/25/2018 to Jul/27/2018	Ave. Patriotismo 580, Nonoalco, Benito Juárez, 03700, Mexico City
Prequalification (review of documents by the Bid Committee)	Jul/30/2018 to Aug/31/2018	Ave. Patriotismo 580, Nonoalco, Benito Juárez, 03700, Mexico City
Publication of the list of Interested Parties prequalified to participate in the Bidding Process	Sep/04/2018	www.rondasmexico.gob.mx

BIDDER MAKEUP		
EVENTS	DATE	PLACE AND/OR LOCATION
Period to request authorization from the Convening Authority for Bidder makeup	Sep/10/2018 to Sep/11/2018	www.rondasmexico.gob.mx Ave. Patriotismo 580, Nonoalco, Benito Juárez, 03700, Mexico City
	Deadline to get a resolution Sep/21/2018	A notification will be sent to the email address provided by the Bidder in the application for such purpose.
Period for acceptance of Bidder Makeup documentation		

BID SUBMISSION AND OPENING SESSION		
EVENTS	DATE	PLACE AND/OR LOCATION
Bid submission and opening session and announcement of Winning Bidders	Sep/27/2018	www.rondasmexico.gob.mx
Resolution of the Governing Body for the awarding, Award Decision and request for publication of the Award Decision in the Official Gazette	Oct/01/2018	In the offices of the Convening Authority.

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EXECUTION OF CONTRACTS		
EVENTS	DATE	PLACE AND/OR LOCATION
Deadline for Contract Execution	Within 140 calendar days upon the publication of the Award Decision in the Official Gazette	Date, time and venue will be set by the Convening Authority. Ave. Patriotismo 580, Nonoalco, Benito Juárez, 03700, Mexico City, or in any other place defined by the Convening Authority

*In the case of Interested Parties requesting access to Data Room information or Registration to the Bidding Process in the deadline, the Convening Authority will notify via email the result of the verification of the request in accordance with the Bidding Guidelines, and where applicable, the terms under which the corresponding payment can be made.

The Bid Committee shall carry out one or more workshops to explain the topics considered pertinent and related to the Bidding Process, prior to the approval of the Governing Body. Where appropriate, the date, time and place of such workshop, will be set by the Convening Authority and notified by email to the Interested Bidders, and as the case may be, the workshop will be recorded.

Regardless 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 Contract, starting on March 2, 2018 until five business days before the Bid submission and opening session. Such comments shall be made through the link that is available for such purpose on the Web Page, in the section entitled “*Suggestions*”. Moreover, representatives of associations related to the Hydrocarbon industry may request hearings to submit its suggestions or proposals on Guideline improvement before the Convening

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Authority. Also, said hearings will be recorded and broadcasted online for transparency purposes.

6. Access to Data Room information and visits to Contract Areas

6.1. Interested Parties wishing to participate in the Bidding Process shall obtain a User License for information use, and the corresponding valid supplement, issued by the National Hydrocarbons Information Center, representing an amount equal to or greater than **\$2,500,000.00 (Two million and five hundred thousand mexican pesos 00/100)**, related to the following information:

PD3.3 Data package 3.3 (includes seismic 3D, 2D and wells) or any in individual information related to:

3D Studies. Any 3D Seismic version, either processed or migrated gathers without specific cuts for bidding purposes.

2D Studies. Any of the 22 2D processed Studies, in which its coverage matches with the Contract Areas.

- AGUILA
- AMPLIACION NOYOLA
- BONSAI
- BÓVEDA
- CANAL ENANOS
- CONQUISTADOR DETALLE
- CORRALON MEDALLON
- DETALLE AGAMI
- ESPERANZA GUAJE
- HUIZACHE-SAN FERNANDO
- LA LOBERA
- LÁZARO CÁRDENAS
- LERMA TEMAZCAL
- NOYOLA BONSAI
- PLAY FRIO SUR DE LA CUENCA DE BURGOS
- PLAYS VICKSBURG FRIO
- SOLISEÑO

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- GUADALCAZAR
- GUADALCAZAR II
- GUADIANA
- HUAPANGO
- TAPIA II
- TERNERO

Wells. The wells listed below, in any of the modalities of the User License, either as individually or as a part of a group of information:

- ALBORADA-1
- AVISPON-1
- CADIMAS-1
- CALDERETA-1
- CEFIRO-1
- CERRERO-1
- CORRAL-1
- CUARZO-1
- LIPANES-1
- MATORRAL-1
- MEDALLON-1
- MOSQUETE-1
- NUNCIO-1
- OCOTILLO-1
- OLMOS-1
- RETAMA-1
- RETAMA-2
- SAN FERNANDO-102
- TULIPAN-
- VETERANO-1

6.2. In order to obtain the user license for information, as well as the corresponding supplement from the National Hydrocarbon Information Center, the Interested parties shall perform the procedure, according to the web page: <http://portal.cnih.cnh.gob.mx/info.php>, and pay for the corresponding fees.

6.3. Once the user license is obtained, the Interested Party shall submit to the Convening Authority or send to the Bid Committee of the Convening Authority a written notice duly signed by its legal representative by certified mail to its domicile, considering the provisions of sub clause 1.9 of the Bidding Guidelines, mentioning the address, nationality of the corporate group, the email address to receive any kind of notices, and

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a phone number where the Interested Party can be located. Moreover, a copy of Annex “A”, Supplement of the information user license issued to the Interested Party by the National Hydrocarbons Information Center, corresponding to the information mentioned in sub clause 6.1 hereof, shall be attached to the written document. The abovementioned documents shall be filed electronically in PDF format by means of a USB flash drive.

- 6.4. Once the corresponding written document is filed with the attached aforementioned document, the Bid Committee will verify the filed documentation in order to accredit the stage of access to the Data Room information. Subsequently, the Interested Party will receive the authorization code (AD Code) in order to be able to register and participate in the Bid, or, as the case may be, a negative answer in the provided email address.
- 6.5. The Interested Parties and Bidders are responsible for reviewing in detail the documents and information contained in the Data Room regarding the Contract Areas. The Convening Authority and other agencies, entities or authorities of the Mexican Government do not take any responsibility for the accuracy of the information and documentation contained in the Data Room. Therefore, inaccuracies or different interpretation of the information will not be a argument to dispute the results of this Invitation, refuse to execute the Contract, or be cited as a cause for the breach thereof.. Due to the foregoing, 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.

Moreover, the information located in the National Hydrocarbons Information Center, related to the infrastructure and facilities located in or nearby the Contract Areas, is for

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reference use only, notwithstanding the information provided through the annex of the Contract related to the Asset Inventory, located in the corresponding Contract Area.

Visits to Contract Areas

- 6.6. The Convening Authority will arrange visits to the Contract Areas within the period established in the Bidding Guidelines Schedule, so that Interested Parties, by themselves and at their own expense and risk, get to know said Contract Areas. The visits to the Contract Areas may be either on-site or virtual.
- 6.7. For on-site visits, the dates thereof, the rules of security that the Interested Parties shall comply, the logistics and any other relevant details will be published on the Web Page. For virtual visits, the Convening Authority will inform the Interested Parties of the corresponding mechanism.
- 6.8. Attendance to visits will be optional and the access will only be granted to the Interested Parties that have paid the access to the Data Room information of this Bidding Process, on the understanding that attendance to the visits may not be claimed by the Interested Parties as a argument of unknowledge or lack of information under the conditions established in this Bidding Process.
- 6.9. In the case of on-site visits, an attendance list will be signed by the representative of each Interested Party taking part in the visit, and will be published before the Web Page.

7. Registration to the Bidding Process

- 7.1 All Interested Parties shall register on the date established for such purpose in the Bidding Calendar by making the related payment under subsection 1.5 of the Bidding Guidelines,

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on the understanding that the Interested Parties wishing to participate as Operators, will have to get the User License for information and the corresponding supplement from the National Hydrocarbons Information Center referred in sub clause 6.1 of the Guidelines.

7.2 Interested Parties wishing to participate as Non-Operators shall also register to the Bidding Process, without having to accredit the stage of Access to Data Room .

7.3 To have the right to participate in the second and third clarification stages, and, as the case may be, in the Prequalification stage, the Interested Parties must have an AD Code in the Bidding Process.

7.4 In order to register, the Interested Parties shall make the corresponding registration payments at the authorized banks, using the form published before the Web Page under the name "*Electronic Payment e5cinco*", under the item entitled "*Evaluation of capabilities during the bidding process; registration; bid reception, and resolution in a bidding process for hydrocarbon exploration and/or extraction contracts*".

7.5 Once the payment is made, an e-mail shall be sent to the electronic address provided by the Convening Authority upon granting the AD Code, with the subject line "*Registration- (and the AD Key provided)*", expressing in the e-mal the interest in participating in the Bidding Process, as well as attaching a copy of the evidence of payment referenced above.

7.6 Interested Parties wishing to participate in the Bidding Process as Non-Operator shall submit, either personally or by certified mail to the address of the Convening Authority, a written document to the Bid Committee, in its original form and signed by its legal representative, considering the provisions of numeral 1.9 hereof and expressing their

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wish to participate as a Non-Operator. Said document shall include the address, nationality of its corporate group, the email address designated by the Interested Party to receive all types of notifications and the telephone number where the Interested Party can be located.

The above-mentioned written document shall include the public deed or a certified copy thereof that evidences a general power of attorney of the Interested Party's legal representative to perform administrative acts or a special power of attorney to participate in the Bidding Process on behalf of and to bind the Bidder, duly granted before a notary public, indicating the name, number and district of the notary public that granted or notarized such document. For foreign Companies, documents equivalent to those mentioned above, authorizing the legal representative to act in the name and behalf of the interested Party in the Bidding Process shall be submitted in original or certified copy, with the relevant legalization or corresponding *apostille*, as well as the required notarization before a corresponding Mexican notary public, in according to the Applicable Laws. In the event that such document has been delivered in a bidding process, it will sufficient to indicate in the document the number of writing and the tender in which it was submitted.

The aforementioned documentation shall be also submitted in a digital version thereof in PDF format, in an USB flash drive.

7.7 Once the written document has been submitted along with the abovementioned documents, the Bidding Committee will verify the submitted documentation. Thereafter, the Interested Party will receive the authorization to make the correspondent Registration payment, or, as the case may be, a negative answer to the e-mail provided. In case, the Interested Parties are subject to the scenario established in numeral 7.6 hereof, they will

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receive both the authorization to make the Registration payment, and the corresponding AD Code.

8. Clarification Stages

The Bid Committee will carry out three clarification stages: (i) the first will only be for receiving and answering questions about the process for making the correspondent payment to access to the Data Room information and the Registration to the Bidding Process (ii) the second will only be for receiving and answering questions or clarifications about the Prequalification process for Interested Parties, and Bidder Makeup and (iii) the third will only be for receiving and attending questions or clarifications to the Bidders, regarding the filing and opening of Bids, including the Awarding, the Resolution and the Contract.

8.1 General Considerations.

- The participation of Interested Parties and Bidders in this process is optional.
- The Interested Parties or Bidders, as the case may be, will raise questions and request the clarification they consider pertinent during the periods established for such purpose in the Bidding Calendar.
- The requests for clarification shall be made using the link located in the Section entitled “*Clarifications*”, subsection “*Requests*” of the Web Page.
- The questions and/or requests for clarification shall be made in Spanish.
- The Convening Authority may require that questions be clarified and, if applicable, resubmitted.
- The questions and requests for clarification shall only be made by Interested Parties and Bidders on the terms set forth in Section III, subsection 8 of the Bidding Guidelines.

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- The Convening Authority will answer to the questions and requests for clarification within the period set forth in the Bidding Calendar. Such answers will be published on the Web Page, on the “Clarifications” Section, subsection “Questions and Answers”.
- In case there is a contradiction in answers to clarifications, the last version of the Bidding Guidelines published on the Web Page will prevail.
- Once concluded 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 imply any liability 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 by own decision of the Convening Authority, the modifications will be incorporated into the updated version of the Bidding Guidelines, as the case may be, and will form part thereof. Accordingly, these modifications shall be taken into account by the Interested Parties or Bidders, as the reviewing and analysis of the Prequalification documents and Bids will be made considering such modifications.

8.2 First Clarification Stage – Access to the Data Room information and Registration to the Bidding Process.

During this clarification stage, any Company interested in paying for Access to the Data Room Information and Registration may request questions regarding the payment procedure and the requirements for accessing to the information. The Convening Authority will not be obliged to respond to questions on other matters, and not responding will not imply any liability on its part.

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8.3 Second Clarification Stage – Prequalification and Bidder Makeup

During this second clarification stage, only Interested Parties with an AD Code may submit questions or clarification requests regarding the Prequalification and Bidder Makeup requirements. The Convening Authority will not be obliged to respond to questions on other matters, and not responding will not entail any liability on its part.

8.4 Third Clarification Stage – Submission and Opening of Bids, Awarding, Award Decision, and Contract.

During the third clarification stage, only Interested Parties with an AD Code and Bidders may submit questions or clarification requests regarding matters related to the filing and opening of Bids, Awarding, Award Decision and Contract. The Convening Authority will not be obliged to respond to questions on other matters, and not responding will not entail any liability on its part.

8.5 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.

8.6 No answer provided as a clarification request or interpretation provided in another Bidding Process shall be used to interpret and/or apply the provisions contained in this Bidding Guidelines. As a result of the above, only the clarifications, answers and interpretations published in the periods set forth in the Bidding Calendar will apply.

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

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Party, as applicable, will be reviewed and evaluated, will be conducted before the Bid submission and opening session, in terms of the provisions of numeral 10 of the Bidding Guidelines.

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

9.3 To participate in the Prequalification, Interested Parties shall request an appointment within the relevant period established in the Bidding Calendar. The Interested Parties shall 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 title of the person authorized to submit the Prequalification documents, which must be accredited when documents are submitted, and
- 2) Proposed date for submitting the Prequalification documents.

At the time an appointment is requested, the Interested Party is not required to specify the manner in which it wishes to be prequalified, whether as an Operator or Non-Operator.

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 of the Bid Committee’s schedule.

9.4 Each Interested Party is exclusively responsible to submit, in a timely manner, the entirety of the information required by the Convening Authority, as well as to comply with the requirements provided in the Bidding Guidelines, either for the first time, or as a requirement of the Convening Authority, deriving from the quantitative review

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referred at paragraph a) of subsection 9.5 below, such as USB flash drives containing the digitized versions in PDF format.

- 9.5 Once the Prequalification documents are received, members of the Bid Committee will proceed to perform a quantitative review thereof.
- a) If any Interested Party omits required documents, or USB flash drives fail to work properly or do not contain the entirety of the documents submitted physically, 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-1 “Acknowledgment of documents submitted for Prequalification”, which will be issued for such purpose to each Interested Party. The Interested Party may request a new appointment to submit all of 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-1 “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.
- 9.6 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 to obtain a ruling, and will later send an electronic certificate of the Interested Party’s Prequalification, or lack thereof, to the provided email address. The certificate will expressly state whether or not the Interested Party satisfies the requirements for experience and for the corresponding technical, execution, financial and legal capabilities established in the Bidding Guidelines. The Convening Authority will publish on the Web Page a list of the Interested Parties that

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have been prequalified and thus obtained the status of Operators of Non-Operators, as the case may be, on the date indicated in the Bidding Calendar.

- 9.7 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 may make requests of any Interested Party in writing for clarification of the information or documentation submitted. Interested Parties must submit their responses in writing within the period indicated for such purpose by the Bid Committee both physically and electronically by means of a USB flashdrive. 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.
- 9.8 The Bidding Committee will submit a certificate of non-Prequalification attesting to the requirement(s) not met by the Interested Party if:
- a. The Interested Parties do not comply with any of the requirements stipulated 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 user license 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, and/or disobeys international standards.

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- 9.9 Only prequalified Interested Parties will be entitled to request authorization of the Convening Authority to become an Individual or Joint Bidder, and therefore, to submit Bids in the time periods set forth in the Calendar included in these Bidding Guidelines, as well as considering the restrictions from the Bidding Guidelines.

10. Prequalification Requirements

Requirements with respect to financing resources.

- 10.1 Each Interested Party must individually demonstrate that the financial resources available to it have been obtained legally by submitting the information indicated below both in a physical folder with an index and in a USB flash drive containing the digitized version in PDF format in individual files identifying the document in question.

- a) Incorporation Title;
- 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, or tax identification number and date of birth;
- g) For each partner or shareholder, the following must be provided: (i) complete name, corporate name or trade name; (ii) subscribed and paid up capital; (iii)

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percentage of ownership; (iv) Federal Taxpayer Registry number, and (v) Unique Population Registration Code or date of birth or Articles of Constitution of each partner or shareholder. 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;

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 intentional patrimonial crime;

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.

Such information shall be submitted in Spanish or English, and in case documents are originally in a language other than these two, a simple translation thereof must be submitted. For foreign Companies, the above requirements may be satisfied by submitting equivalent legal documents established by the law or practice of the relevant country.

The USB flash drive containing backup of the information providing proof of the lawful precedence of financial resources available must be submitted independently with regards of those containing technical, experience and execution, financial and legal Prequalification documents.

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- 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 bidding process.
- 10.5 Interested Parties favorably prequalified for Bid CNH-R01-L01/2014 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R01-L02/2015 (related to the awarding of License Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation), and/or CNH-R01-L04/2015 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, Fourth Invitation), and /or CNH-A1-TRION/2016 (related to the awarding of a Production Sharing Contract in Shallow Waters), and /or CNH-R02-L01/2016 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation), and/or CNH-R02-L02/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation) and/or CNH-R02-L03/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Third Invitation) and / or CNHA2- AYIN-BATSIL/2017

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(relating to the award of a Production Sharing Contract) and / or CNH-A3-CÁRDENAS MORA/ 2017 (related to the awarding of a License Contract) and / or CNH-A4- OGARRIO/ 2017 (related to the awarding of a License Contract) and / or CNH-R02-L04/2017 (related to the awarding of License Contracts for Exploration and Extraction of Hydrocarbons in Deep Water, Fourth Invitation) and / or CNH-R03-L01 / 2017 (related to the awarding of License Contracts for Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R03-L02/2018 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation), will be considered as having accredited requirements mentioned in subsection 10.1, unless otherwise indicated by the new review to the requirements submitted to the UIF. For the purposes of the above, CNH- Form 8 “Declaration under oath”, stipulating there have been no changes by the Interested Parties in the submitted documents in the aforementioned Bids, may be submitted.

Legal Documentation Requirements.

- 10.6 The legal documentation described herein must be submitted on an individual basis by each Interested Party both physically and in an USD flash drive containing its digitized version in PDF format, (in individual files identifying the document in question) in Spanish, and documents originally in a different language must be submitted by the Interested Party together with a Spanish translation by a certified expert translator authorized in Mexico. In case there is not a translator expert authorized in Mexico who can translate from the source language into Spanish, a simple translation of the source language into English, along with the translation from English to Spanish by an expert translator authorized in Mexico. Interested Parties must submit the documentation below:

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- 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, or, as the case may be, a letter issued by the notary public evidencing its registration in said Registry is in progress.

For foreign Companies, documents equivalent to the above must be submitted, either originally or with a certified copy providing proof of its legal existence (such as registration before the competent authority), with its corresponding Consulate authentication or *apostille* in accordance with the terms of The Hague Convention of October 5, 1961, as the case may be, in accordance with the Applicable Law;

- b) Simple copy of a current 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 or document providing proof of their legal stay in Mexico issued by the National Migration Institute will be accepted;
- c) 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.

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For foreign Companies, documents equivalent to those mentioned above, authorizing the legal representative to act in the name and behalf of the interested Party in the Bidding Process must be submitted in its original or certified copy, with the relevant Consulate legalization or corresponding *apostille*, under The Hague Convention of October 5, 1961, as the case may be, as well as the required protocolization before a corresponding Mexican notary public, in according to the Applicable Laws. The powers of the legal representatives of the Interested Parties or Bidders must be current during all the stages of the Bidding Process and comply with all formalities indicated in numeral 1.9 of these Bidding Guidelines.

- d) CNH Form-3 “Declaration of Non-Disqualification”
- e) CNH Form-4 “Declaration of knowledge and acceptance of laws, rules, administrative regulations, court rulings, and other norms or any kind of decisions issued by any competent Government Authority, and that are current at the time, the requirements and conditions established in the Bidding Guidelines and the documents comprising them”, and
- f) CNH Form-5 “Confidential Documentation”, and

10.7 Interested Parties favorably prequalified for Bid CNH-R01-L01/2014 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R01-L02/2015 (related to the awarding of License Contracts for the Extraction of Hydrocarbons in Shallow Waters, Second Invitation) , and/or CNH-R01-L04/2015 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, Fourth Invitation), and /or CNH-A1-TRION/2016 (related to the awarding of a Production Sharing Contract in Shallow Waters), and /or CNH-R02-L01/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of

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Hydrocarbons in Shallow Waters, First Invitation), and/or CNH-R02-L02/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation) and/or CNH-R02-L03/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Third Invitation) and / or CNHA2- AYIN-BATSIL/2017 (related to the award of a Production Sharing Contract) and / or CNH-A3- CÁRDENAS MORA/ 2017 (related to the awarding of a License Contract) and / or CNH-A4- OGARRIO/ 2017 (related to the awarding of a License Contract)and / and/ or CNH-R03-L01 / 2017 (relating to the awarding of License Contracts for Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R03-L02/2018 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation), an, will be considered as having accredited requirements mentioned in subparagraph a) b) c) of subsection 10.6, unless otherwise indicated by the new review to the requirements established in this Bidding Guidelines. Due to the above, CNH- Form 8 “Declaration under oath” may be submitted stipulating there have been no changes in the submitted documents in the aforementioned Bids.

- 10.8 The requirements and elements to demonstrate technical, execution and financial experience and capabilities will be contained in the following tables and shall be complied by each Interested Party, as the case may be, individually by submitting both physical and digitized PDF version *in separate files identifying the document in question*, collecting them in the same USB flash drive containing the digitized version of the “*Legal document requirements*” of subsection 10.6

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REQUIREMENTS TO PROVE EXPERIENCE AND TECHNICAL AND EXECUTION CAPABILITIES

10.8.1 Operator in Onshore Conventional and Non-Conventional Contract Areas

TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO PROVE TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES
To be verified	Documents that shall be submitted
<p>1) To prove :</p> <p>(a) Experience as Operator in one (1) Onshore Exploration and/or Extraction project within the last five (5) years without detriment to the project having started before or ended within this period; or</p> <p>(b) That the personnel designated for management positions and who will be in charge of operation have at least ten (10) years or management and operational experience in managing Onshore Exploration and/or Extraction projects; or</p> <p>(c) Equity investments in Exploration and/or Extraction projects adding up to at least one hundred (100) million dollars in the last five (5) years; and</p>	<p>(a) For the Company: Concession title, Contract for Hydrocarbon Exploration and/or Extraction or any document issued by a certifying firm or the entity or administrating authority of said contract or title, attesting to the required experience. The document must be submitted in its original or a certified copy: (i) by a Mexican notary public or (ii) before a foreign notary public with powers to perform such certification, which must be dully apostilled or legalized according to the country of origin.</p> <p>In case the Company intends to have technical capability accredited by means of a service contract, it must provide proof of having performed: (i) oil activities, (ii) funding for such activities, and (iii) operative risk taking, as a result of executing the project. For such aim, a declaration under oath by the legal representative indicating that the company complies with the requested experience must be submitted. Said oath must be performed before: (i) a Mexican notary public or (ii) foreign notary public with powers to perform such certification, which must be dully apostilled or legalized according to the country of origin.</p> <p>In case the document are not public, institutional or official contact information and email addresses of the entity or authority before which the submitted document was executed or issued must be provided, with aims at validating its existence</p> <p>(b) For the designated personnel: Resume of the personnel providing proof of minimum experience of ten (10) years in management and/or operation positions, and jointly having performed among other tasks: (i) management in exploration and/or extraction activities; (ii) design and execution of exploration and/or extraction plan, and (iii) approval of budgets related to investments and expenses in hydrocarbon exploration and/or extraction projects.</p> <p>At least three (3) resumes must be submitted, in accordance with the form established by CNH, attached with a simple copy of the valid official identification of each designated person. The following must be specified: (i) the name of the companies where the personnel has worked; (ii) name of the position; (iii) the responsibilities; (iv) years of service, and (v) name of immediate superior.</p> <p>A declaration under oath whereby the designated personnel states the information contained in the resume is truthful must be attached to each resume. Such declaration must be made by (i) a Mexican notary public or (ii) foreign notary public with powers</p>

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TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO PROVE TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES
	<p>to perform such certification, which must be dully apostilled or legalized according to the country of origin. The documents must be submitted in their original form.</p> <p>Ratifications of signatures and content will be inadmissible.</p> <p>(c) Simple copy of the 10-K or 20-F form registered before the “<i>Securities and Exchange Commission</i>”, or the equivalent form registered before its counterpart institutions, attesting to the required equity investments ; original or certified copy of financial statements audited by a independent and specialized auditing firm, dully certified or registered to perform such activities according to the laws of the country of origin, supporting investments in hydrocarbon exploration and/or extraction . The certified copy must be issued by: (i) a Mexican notary public or (ii) before a foreign notary public with powers to perform said certification, which must be dully apostilled or legalized under the laws of the country of origin</p> <p>The aforementioned documents may have been issued in the last five (5) years or any year within the last five (5) year period, and may be submitted in English. In the event that audited financial statements are presented, the contact data and institutional email from the auditor that can confirm the presented documentation must be provided.</p> <p>In event that of the audited financial statements (including those contained in Forms 10-K or 20-F) it is not possible to clearly determine the amounts of the investments made in exploration and / or extraction hydrocarbon projects, an explanatory note must be attached specifying the investments made and the folio in which they can be verified.</p>
<p>2) It must be proved that (a) the Company and (b) the designated personnel have experience implementing and operating safety management and environmental protection systems in hydrocarbon exploration and/or extraction facilities or projects during the last five (5) years</p>	<p>(a) For the Company: Submit a document explaining and describing the industrial security management, operational security and environmental system in facilities or hydrocarbon exploration and/or extraction projects implemented during the last five (5) years.</p> <p>Additionally, it must be accompanied by (i) technical certificates, audits, inspections or rulings, such as those mentioned below, including, but not limited to: OHSAS 18001 (for security in general, considering external certification, ISO 14001 (for the environment in general, considering external certification, as the case may be, (ii) an opinion issued in 2016, 2017 or a previous year, requesting a certificate by a specialized international company and indicating the industrial security management and environmental protection system adjusts to international practice for operation in hydrocarbon exploration and/or extraction projects, o (iii) a certification issued for such purposes by the National Agency for Industrial Security and Environment Protection in the Hydrocarbons Sector.</p> <p>In any of the previous cases, the submitted documentation must prove that the system has been operated at least during the last five (5) years. The documentation referred to herein may be submitted in its original form and a certified copy by: (i) a Mexican notary public or (ii) by a foreign notary public with powers to issue such certification, which must be dully apostilled or legalized according to the applicable laws in the country of origin.</p>

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TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO PROVE TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES
	<p>(b) For the designated personnel:</p> <p>Resumes of the personnel providing proof of minimum experience of ten (10) years in implementation and operation safety management and environmental protection systems in hydrocarbon exploration and/or extraction facilities or projects must be submitted.</p> <p>At least one resume in accordance with Form CNH -11 Designated personnel -Experience in implementing and operating industrial safety and environmental protection management systems must be submitted, attached with a simple copy of the valid official identification of the designated personnel, whereby the companies in which the personnel worked, as well as the industrial and operational safety, as well as environmental protection in successfully implemented exploration and/or extraction facilities or projects.</p> <p>A declaration under oath whereby the designated personnel states the information contained in the resumé is truthful must be attached to each resumé. Said declaration must be made by (i) a Mexican notary public or (ii) foreign notary public with powers to perform such certification, which must be dully apostilled or legalized according to the country of origin. The documents must be submitted in their original form.</p> <p>Ratifications of signatures and content will be inadmissible.</p>

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REQUIREMENTS TO PROVE FINANCIAL CAPABILITIES

10.8.2 Operator of Onshore Conventional and Non-Conventional Contract Areas

FINANCIAL CAPABILITY OPERATORS	DOCUMENTS TO PROVE FINANCIAL CAPABILITY
To be verified	Documents that must be submitted
<p>1) To prove:</p> <p>(a) Total Equity of at least one hundred (100) million dollars; or</p> <p>(b) Total Assets for five hundred (500) million dollars and an investment grade credit rating.</p> <p>The aforementioned rating must be issued by Fitch Ratings, Moody's, Investors Service, Standard & Poors Rating Services or HR Ratings.</p>	<p>If the companies are quoted on the stock exchange, they must submit a simple copy of the 10-K or 20-K form registered before the Securities and Exchange Commission, or of the equivalent form registered before its counterpart institutions providing proof of the total equity or assets; or present original or certified copy of financial statements audited by an independent firm of specialized auditors that is certified or registered to perform said activities in accordance with the laws of the country of origin. The financial statements must support the stockholders' equity or the total assets indicated. Also, it they must present the contact information and the institutional email of the auditor who can confirm the documentation presented.</p> <p>The indicated documents must be presented corresponding to each of the last five (5) fiscal years, through which an average of five (5) fiscal years is credited a stockholders' equity or total assets for the amount required; or present only the corresponding documents to the last fiscal year audited according to the country of origin, as long as these, comply with the stockholders' equity or with the total assets required. The aforementioned documentation could be presented in English language. In case of presenting a certified copy, it must be issued by: (i) a Mexican notary public, or (ii) a notary public abroad with powers to carry said certification, which must be duly apostilled or legalized according to the country of origin.</p> <p>In case the Company wishing to credit financial capability is incorporated in the same fiscal year when it intends to be certified, partial financial statements audited under the legislation of the country of origin may be submitted, so long as total equity and total assets are complied with.</p> <p>The investment grade credit rating document must be of the last audited fiscal year, and issued by any of the following credit rating companies: Fitch Ratings, Moody's, Investors Service, Standard & Poors Rating Services or HR Ratings. Only credit rating documents issued by the offices of the aforementioned credit rating companies located in the following cities will be accepted: New York, London, Paris, Toronto or any city in Mexico. Said documents must confirm an investment-grade rating, and this document must be submitted in its original form or certified copy by (i) a Mexican notary public, or (ii) a foreign notary public with powers to perform such certification, which must be dully apostilled or legalized under the laws of the country of origin.</p>

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10.8.3 Non-Operator of Onshore Conventional and Non-Conventional Contract Areas

FINANCIAL CAPABILITY NON-OPERATORS	DOCUMENTS TO PROVE FINANCIAL CAPABILITY
To be verified	Documents that must be submitted
<p>1) Total equity of at least fifty (50) million dollars must be proved</p>	<p>If the companies are quoted on the stock exchange, they must submit a simple copy of the 10-K or 20-K form registered before the “<i>Securities and Exchange Commission</i>”, or of the equivalent form registered before its counterpart institutions providing proof of the total equity or assets, or certified copy, audited by an independent auditing firm certified or registered to perform such activities under the laws of the country of origin, must be submitted. Financial statements must support mentioned total equity and total assets. Financial statements must support mentioned total equity and total assets. In case audited financial statements are submitted, contact information and institutional email address of the auditor able to confirm the submitted documentation must be provided. The certified copy must be issued by: (i) a Mexican notary public, or (ii) a foreign notary public with powers to perform such certification, which must be dully apostilled or legalized under the laws of the country of origin.</p> <p>Aforementioned documents, related to each one of the last five (5) fiscal years, providing proof of an average of five (5) fiscal years of the total equity for the required amount must be submitted. Otherwise, documents related to the last audited fiscal year according to the country of origin may be submitted, so long as they comply with the required total equity.</p> <p>In case the Company wishing to credit financial capability is incorporated in the same fiscal year when it intends to be certified, partial financial statements audited under the legislation of the country of origin may be submitted, so long as total equity is complied with.</p> <p>The above-mentioned documentation may be submitted in English.</p>

10.9 Interested Parties complying with the requirements in subsections 10.8.1 number 1 subparagraph a) or c) and number 2 subparagraph a), 10.8.2 or 10.8.3 of the Bidding Guidelines, as the case may be, by means of documents submitted at Bid CNH-R01-L01/2014 (related to the awarding of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R01-L02/2015 (related to the awarding of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, Second Invitation), and/or CNH-R01-L04/2015 (related to the awarding of License Contracts for the Exploration and Extraction of Hydrocarbons in Deep Waters, Fourth Invitation), and /or CNH-A1-TRION/2016 (related to the awarding of a License Contract in Deep Waters), and /or CNH-R02-L01/2016

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(related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation), and/or CNH-R02-L02/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation), and/or CNH-R02-L03/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Third Invitation), and/or CNH-A2- AYIN-BATSIL/2017 (related to the awarding of Production Sharing Contract) and /or CNH-A3- Cárdenas Mora/2017 (related to the awarding of a License Contract), and /or CNH-A4- OGARRIO/2017 (related to the awarding of a License Contract), and/ or CNH-R03-L01/2017 (related to the award of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation), and/or CNH-R03-L02/2018 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation) instead of the submitted documents mentioned in those subsections, may submit CNH- Form 8 “Declaration under oath” stipulating there have been no changes in the submitted documents in the aforementioned Bids, unless otherwise stated by a new review the originally requested documents.

10.10 With regards to criteria cited in subsection 10.8.1 and 10.8.2 or 10.8.3, as the case may be, the Operator or Non-Operator may provide proof of compliance with the required capabilities, either on its own or by means of one or more Affiliates or their ultimate Parent Company. In case proof of the required capabilities is provided by means of one or more Affiliates or ultimate Parent Company, the Interested Party must provide proof of the relationship with said Affiliates or ultimate Parent Company by means of: (i) the recent shareholder registry accompanied by a certificate issued by the official with powers to perform such duties, according to the norms and policies of the Interested Party (such as: Sole Administrator, Chairman or Secretary to the Board of Directors). It must be accompanied by the public deed providing evidence of the appointment of such officials. Moreover, the organizational chart(s) describing the relationship between the Companies. The documents must be submitted in their original form or certified copy. In the case a certified copy is submitted, it should be certified by a Mexican notary public or a foreign notary public and it must be duly legalized before the consulate or *apostilled* under The Hague Convention of October 5, 1961, according to the country of origin; or (ii) by means of public deeds, such as 10-K or 20-F Forms listing the Affiliated of the corporate group where the Interested Party is mentioned, as well as the Companies that wish to have the registry accredited. In both cases, the organization chart describing the relationship among Companies must be attached.

In case of foreign Companies, the relationship between the Interested Party and its Affiliates may be proved by means of documents equivalent to those previously described, according to the Applicable Laws of the country of origin and the internal policy regulating said Companies.

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11. Preparation and Submission of Prequalification Documents

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

- a. Documents that, under the Guidelines, must be signed by the Interested Party's legal representative, in order to be given legal force, must be submitted with such signature below. The documentation must be contained in 2 or more binders, as the case maybe, identified on the front as follows:

<p style="text-align: center;">PREQUALIFICATION DOCUMENTATION <u>FINANCING SOURCES</u> ONSHORE CONVENTIONAL AND NON-CONVENTIONAL CONTRACT AREAS THIRD INVITATION TO BID <u>(NAME OR COMPANY NAME OF THE INTERESTED</u> <u>PARTY)</u> BIDDING PROCESS Mode: [Operator or Non-Operator] CNH-R03-L03/2018</p>
<p style="text-align: center;">PREQUALIFICATION DOCUMENTATION <u>LEGAL, TECHNICAL, EXECUTION AND FINANCIAL</u> <u>DOCUMENTATION</u> ONSHORE CONVENTIONAL AND NON-CONVENTIONAL CONTRACT AREAS THIRD INVITATION TO BID <u>(NAME OR COMPANY NAME OF THE INTERESTED</u> <u>PARTY)</u> BIDDING PROCESS Mode: [Operator or Non-Operator] CNH-R03-L03/2018</p>

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The information contained in each binder must be accompanied by the corresponding electronic backup in PDF (and submitted in an USB flash drive, in individual files identifying the document in question).

- b. Each binder must be paginated consecutively on the front bottom right corner of the page, without considering backs of pages, indexes or covers. Electronic documentation submitted by means of an USB flash drives must have the same page numbers as the documents submitted physically;
- 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. Interested Parties and Bidders may not alter forms contained in the Bidding Guidelines. Only the parts required for identifying the Company or its legal representative may be altered or adapted;
- f. Forms must be submitted in their original form with the signature of the legal representative;
- g. The information provided will preferably be public information not considered restricted or confidential under the Applicable Laws;
- 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;

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- j. The exchange rate or conversion factor to be considered by the Convening Authority in relation to the amount corresponding to capital investments in exploration and/or hydrocarbon extraction projects, as well as stockholders' equity that is in a currency other than the US Dollar, shall be that of the last day of the close of the fiscal year of the submitting documents, in relation to the corresponding year; and
- k. Unless otherwise provided, all documents required in subsections 10.6, 10.8, 10.9 and 10.10 of the Bidding Guidelines 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. In case there is no certified expert translator authorized in Mexico to translate from the source language to Spanish, a simple translation from the source language to English, along with a translation from English to Spanish by certified expert translator in Mexico.

The Interested Party must also submit CNH Form-1 “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, 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 The prequalified Operator may participate as (i) Individual Bidder and/or (ii) as part of one or more Joint Bidders, along with other Operator(s) or with other Non-Operator(s) according to the Bidding Guidelines. In the case of a prequalified Non-Operator, it may only participate as part of one or more Joint Bidders as long as it has at least one Operator inside it, under the Bidding Guidelines. All Joint Bidders must

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contain at least an Operator with at least 30% of ownership interest in the Consortium or Association in Participation, the Association in Participation Agreement must be executed under the Applicable Laws.

- 12.2 The request to the Convening Authority for authorization of Bidder Makeup must be submitted in the address of the Convening Authority by clearly and precisely indicating the makeup or how it wishes to participate, in the following terms: (i) Interested Parties wishing to prequalify as Individual Bidders must submit a freely written document in its original form, signed by its legal representative, laying out the request, and (ii) Consortia wishing to make up a Joint Bidder must submit a written application in its original form, laying out the request, signed by their legal representative, accompanied by the Form CNH-2 “Joint Bid Private Agreement” with its corresponding SINGLE ATTACHMENT, which must be signed by the authorized legal representatives of each Company integrating the Consortium or Association in Participation. The “Private Agreement for a Joint Bid” will be part of the contracts that, as the case may be, will be awarded.
- 12.3 In case the request submitted by the Interested Party is authorized, the Convening authority will send to the email address provided by the Interested Party a certificate authorizing it as an Individual Bidder or Joint Bidder, as the case may be, prior ruling by the Governing Body.
- 12.4 A Joint Bidder may submit a Bid in this Bidding Process without the need of forming a corporate body, under the following provision: Only the Interested Parties with authorization from the Convening Authority to form a Joint Bidder, and therefore have received a certificate authorizing them as Joint Bidders may submit Bids. This will be done in the understanding that no other Company or Bidder unauthorized by the Convening Authority, that has not previously prequalified as an Operator or Non Operator may be incorporated.

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12.5 The participation of the Designated Operator must be at least thirty percent 30% in the Joint Bidder.

When a Joint Bidder is composed of more than one Operator, the Joint Bidder can choose any of the following two options: (i) determine who will be the Designated Operator within the CNH-2 Format, or (ii) if applicable, determine the Designated Operator once a Contract for the Area has been awarded, as long as, it is determined prior to the subscription of the Contract and at the time the Convening Authority requires it. Anyone of the two assumptions must be clearly established in Clause FOURTH of the CNH-2 Format. In the event that the second assumption is chosen, each of the Operators that integrate the Joint Bidder must have a participation of at least 30% so that it can be named as Designated Operator.

In case that each and every one of the conditions indicated in the Guidelines are not met, the Convening Authority will not grant any authorization for the conformation of Bidders.

12.6 Once the Bidder is formed, there may not be any alteration whatsoever in its makeup or structure. Therefore, any association attempt or any unauthorized change will constitute grounds for dismissal or not executing the Contract.

12.7 Companies that have confirmed access to Data Room with access license and overall use of information, in case that for ulterior causes during the Bidding process, lose the character of User, or that, individually, do not credit for the payment mentioned sub clause 6.1 herein, must pay the access to the Data Room to be able to submit their Prequalification documents or, as the case may be, their Bid, as long as it is possible under the Bidding Calendar.

13. Preparation of the Bid

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- 13.1 Each Bid must be submitted in a sealed envelope, as determined by the Convening Authorities for such purpose.
- 13.2 Economic Bids must be signed by hand by the common legal representative authorized to sign the Bid. In the case of Joint Bidders, it may be signed by each member of Bidder.
- 13.3 Bidders must consider the provisions of the Bidding Guidelines and the Contract to determine the values for the Economic Bid. For further reference, see subsection 16.2 of the Bidding Guidelines
- 13.4 The two bidding variables will be added by means of the weighted value formula of the Economic Bid described in subsection 16.2 of the Bidding Guidelines. The winning Bidder will be the one offering the greater weighted value in their Economic Bid. In case of a tie, the mechanism described in subsections 16.3 and 16.4 of the Bidding Guidelines shall apply.
- 13.5 At the session for submission and opening of bids, the Bidder must submit a Bid for each Contract Area. The Economic Bid shall be filed in a sealed envelope, Economic Bid, and shall contain the following documentation:
- i. The “Economic Bid” Form CNH-7, which must be signed by hand under subsection 13.2. Said form must contained the statement under oath that the Economic Bid has been made and submitted independently and in no collaboration with any other Bidder;
 - ii. Except as provide in subsection 16.3 section 1) of the Bidding Guidelines, a closed half letter size envelope containing CNH-9 Form “Payment in cash for tie in Economic Bid”, which must be signed in accordance to subsection 13.2 above, on the understanding that such envelope may only be open and valid in case of a

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tie in the Economic Bid of two or more Bidders (only the envelopes of tied bidders will be opened), in accordance with subsection 16.4 of these Bidding Guidelines, and

- iii. The Bid Guarantee of the Bid in question, in terms of the following paragraph:

With aims at guaranteeing the reliability seriousness of each Bid, the Bidder must submit: (i) a stand-by letter of credit with CNH as a beneficiary, based on Form CNH-6 “Bid Guarantee”, Stand-by Letter of Credit, issued or confirmed by a Credit Institution with legal operations in Mexico, with a total value of USD\$ 500,000.00 (five hundred thousand American dollars 00/100), valid for 120 (one hundred twenty) additional calendar days starting the day after the Bid submittal. Said Stand-by letter of credit shall subject to International Uses related to Credits ISP98 quotas, issued by the International Chamber of Commerce, publication 590 (International Stand-by Practices - ISP98) and as long as there is no contradiction with said Practices, this Letter of Credit will be governed and interpreted by the Federal laws of the United Mexican States.

14. Effective Period of Bids

14.1 The Bids of the Winning Bidder and the second-place Bidder must remain in effect for 150 (one hundred fifty) additional calendar days from the date on which they were submitted. In exceptional circumstances, the Convening Authority may decide to extend the effective period of Bids, which will be notified in writing to the corresponding Bidder. 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 Economic Bid.

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.

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14.3 The Bid Guarantee may be executed 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;
- c. If the second-place Bidder does not execute the Contract on the date indicated by the Convening Authority, as the case may be;
- d. If the Winning Bidder, or, as the case may be, the second-place 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;
- e. If the Convening Authority requires to extend the Bid Guarantee for the Winning Bidder or the second-place Bidder and it is not submitted properly and in time as required;
- f. If the Winning Bidder, or as the case may be, the second- place Bidder, submits false information to the Convening Authority during any stage of the Bidding Process;
- g. 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 executed, 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.

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

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notary public and will be transmitted live on the Internet through the Web Page and other electronic media determined by the Convening Authority.

- 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.
- 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 or the Joint Bidder's common representative, in accordance with the Bidding Guidelines and as indicated by the Convening Authority.
 - b. In order to submit their Bids, the Bidders must register at the entrance, where they will gain access to the verification table upon order of arrival, where the envelopes containing their Bids will be submitted to Assistants to the Committee, so they proceed to verify them in accordance with the resolutions of the Bid Committee. For registration, the legal representative of each Bidder 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, may be a passport or the document confirming their legal stay in Mexico, issued by the National Migration Institute of Mexico;
 - c. 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;
 - d. The legal representative of each Bidder may be accompanied only by one person who has previously registered, and

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- e. No Bidder may submit any Bid which is not contained in a sealed envelope, sealed and signed in accordance with section b) of this subsection.

In case the Bidder does not submit a Bid for any of the Contract Areas, it must register as a guest at the Submission and Opening Session.

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

- a) For each Contract Area, the Bid Committee will undertake the following:
 - 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, according to the Convening Authority's instructions.

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

- Show the minimum and maximum values for the biddable variables for each Contract Area 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 within the ranges established by the Ministry of Finance, and
 - Announce the result of the opening of Bids and those that are not solvent in accordance with the point above, per Contract Area.
- Bid evaluation stage. The Bid Committee will evaluate the Bids, verifying that they satisfy the requirements set forth in the Bidding Guidelines.

15.6 Based on the results of the assessment, the Bid Committee will issue a minute indicating the name of the Winning Bidder of each Contract Area. The committee

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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 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 In accordance with articles 6, paragraph VII, and 9 of the Regulations of the Hydrocarbon Revenue Law, the minimum and maximum values of the Additional Royalty will be established and disclosed ten days before the Bid Submission and Opening Session at the latest, according to the Schedule of the Bidding Process. To this aim, said values will be sent by means of the written notice, so that they are disclosed in the corresponding electronic media. In no case will higher values than those established for the Additional Royalty set as percentage of the Hydrocarbon Contract Value. The Bidding variable related to the additional investment may only take the values of 0 (zero), 1 (one), or 1.5 (one point five).

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

- 1) The weighted score of the Economic Bid will be calculated considering the value of the Additional Royalty in the Hydrocarbon Contract Value and the additional investment factor for the relevant Contract Area. The following formula will be used to calculate the weighted score of the Economic Bid:

$$VPO = \left[\text{Additional Royalty} + 2.1 \times \left(\frac{\text{Investment Factor}}{10,000} \right) \right]$$

where:

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**ROUND 3 | ONSHORE
THIRD INVITATION TO BID
CNH-R03-L03/2018 BIDDING GUIDELINES
APRIL 27, 2018**

- VPO is the weighted score of the Economic Bid;
- Additional Royalty is the value of the Additional Royalty as percentage of the Hydrocarbon Contract Value, expressed in two digits and to two decimal points;
- Investment Factor is the discrete variable related to the additional investment commitment during the Exploration Period that may only have the following values:
 - 2) The Ministry of Finance shall determine the minimum and maximum values related to the Additional Royalty.
 - 3) The Investment Factor shall only consider values between zero (0) and forty-five thousand (45,000) Work Units.
 - 4) The weighted score of the Economic Bid will be calculated to the third decimal point.
 - 5) Three cases are presented as examples of the weighted score of the Economic Bid:

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Example 1

- *If the proposal for the Additional Royalty set forth as the percentage of the Hydrocarbon Contract Value 10.99%, the value to be included in the formula to determine the weighted score of the Bid would be 10.99.*
- *If the Bidder offers the performance of 10,000 additional work units to the minimum work program, the Investment Factor would enter the number 10,000*
- *Finally, the weighted score of the Bid would be obtained as follows:*

$$VPO = \left[10.99 + \left(2.1 \times \frac{10000}{10000} \right) \right] = 13.090$$

Example 2

- *If the proposal of Additional Consideration determined as a percentage of operating income is 15.98%, the value to be included in the formula to determine the weighted value of the offer would be 15.98.*
- *If the Bidder offers the performance of 35,767 additional work units to the minimum work program, the Investment Factor would introduce the number 35,767.*
- *Finally, the weighted score of the Economic Bid would be obtained as follows:*

$$VPO = \left[15.98 + \left(2.1 \times \frac{35,767}{10,000} \right) \right] = 23.491$$



Example 3

- *If the proposal for the Additional Royalty set forth as the percentage of the Hydrocarbon Contract Value is 21.02%, the value to be included in the formula to determine the weighted score of the Bid would be 21.02.*
- *If the Bidder does not offer the performance of additional work units to the minimum work program, the Investment Factor would enter the number 0.*
- *Finally, the weighted score of the Bid would be obtained as follows:*

$$VPO = \left[21.02 + \left(2.1 \times \frac{0}{10,000} \right) \right] = 21.020$$

16.3 The Economic Bid may also consider the amount in cash offered; first, by weighing the value of the Economic Bid, calculated in accordance with the previous subsection, and then, as the case may be, the amount in cash offered, under the following rules:

- 1) In case the value of the Additional Royalty in the Hydrocarbon Contract Value offered by the Bidder equals to the maximum value established by the Ministry of Finance, and an investment factor equal to 1.5 (one point five), the Economic Bid may include an offer of an amount in cash, that must be paid in accordance with subsection 16.5 of these Bidding Guidelines. In the event the Bidders do not indicate any amount, the cash payment offer will be considered to be zero Dollars. Bidders submitting the Economic Bid in accordance with the above will be exempted from submitting the half letter size closed envelope mentioned in subsection 13.5, paragraph a), subparagraph ii, Section III of the Bidding Guidelines.

In case of a tie between two or more Bidders, the sortation method foreseen in subsection 16.6 of the Bidding Guidelines will apply.

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- 2) In case the Bidder offers: (i) a value of the Additional Royalty lower than the maximum established by the Ministry of Finance, or (ii) an additional value of the Additional Royalty equal to the maximum established by the Ministry of Finance and an investment factor lower than 1.5 (one point five), the Bidder must submit its Bid in accordance with subsection 13.5, paragraph a) of the Bidding Guidelines.
- 16.4 In case two or more Bidders offer the same weighted value in the Economic Bid, the first criterion to define the Winning Bidder will be the one offering the largest amount in cash payable under the following subsection:
- If applicable, the envelope containing Form CNH-9 Payment in cash in case of tie in Economic Bid included under subsection 13.5, paragraph a), subparagraph ii, Section III hereof.
- The offer of cash payment will be considered to be zero dollars when:
- a. The Economic Bid made and submitted in accordance with subsection 16.3, paragraph 1) of the Bidding Guidelines does not contain a cash amount, or
 - b. In case the envelope containing the Economic Bid made and submitted subsection 16.3, paragraph 2) of the Bidding Guidelines does not contain Form CNH-9 Cash payment for tie in Economic Bid.
- 16.5 In all cases, the Winning Bidder will pay the amount in cash corresponding Signature Bond on behalf of the State by wire transfer to the Mexican Petroleum Fund for Stabilization and Development prior to the execution of the Contract and submit the corresponding proof of deposit on the date of execution.
- 16.6 If the tie persists, a random selection process will be used to appoint the Winning Bidder, without prejudice to the obligations of payment defined in the previous paragraph. For such purpose, each tied Bidder will be assigned a different number, and all numbers will be placed in a transparent container from which the Committee

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Secretary will randomly draw one number. The Bidder to whom the first drawn number corresponds will be the Winning Bidder, and so on.

17. Reasons for Rejection of Bids

17.1 The following will be reasons for rejecting Bids:

- a) The submission of incomplete, illegible, illogical, or unclear documents or information or the omission of any document or information required in the Bidding Guidelines;
- b) Bids that are conditioned or contain corrections, erasures or additions or have not been prepared in accordance with the Bidding Guidelines, or, as the case may be, are not be signed by hand;
- c) When a Company submits more than one Bid for the same Contract Area, either (i) individually; (ii) by direct or indirect participation in more than one Joint Bidder, or (iii) individually by Companies under which it exerts control, excluding indirect participation of funding sources, such as investment funds. The foregoing is subject to Companies safeguarding due compliance of confidentiality provisions executed on the occasion of its participation;
- 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) The Convening Authority becomes aware that the Bidder submitted false or misleading information;
- f) Breach on the part of the Bidder of any obligation under the signed information user license;
- g) Failure by the Bidder to guarantee its bid by providing a Bid Guarantee;
- h) Involvement of any Bidder in actions tending to unduly influence the outcome of the Bidding Process;

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- i) Any substantial change in the information or documents provided by the Bidder relating to Prequalification;
- j) Any unauthorized association or unauthorized change in the composition of any Bidder;
- k) That the value offered in the Economic Bid is outside the established parameters by the Ministry of Finance; or
- l) The other provisions of the Bidding Guidelines and the Applicable Laws.

18. Declaration of Winning Bidder and Award

18.1 The Bid Committee will submit the minutes 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 Federal 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;
- 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 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.

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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.

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 Revenue Law) that comply with the following requirements:
- a) Be a resident of Mexico for tax purposes;
 - b) Their sole purpose is the Exploration and Extraction of Hydrocarbons, without prejudice to the productive State enterprises or Legal Entities being able to perform the activities requiring, among others, contracting, acquiring and renting material or equipment, as well as performing any other legal act, including trading acts. Said acts may comprise the alienation of Hydrocarbons obtained under a Contract. This does not entail the activities mentioned in Title III of the Law, and

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- 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 The notification of the Award Decision will make enforceable the rights and obligations established in the Contract and will obligate the Winning Bidder to enter into the corresponding License Contract for the Exploration and Extraction of Hydrocarbons, through the Mexican legal entity established by it for such purpose or the productive State enterprise, on the date and at the time and place provided in the in the Bidding Calendar or the Award Decision.
- 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 obligors. 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 different person than the members of the corporate group to which the Bidder belongs.
- 22.4 If the Winning Bidder does not execute the Contract for the corresponding Contact Area, 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.
- 22.5 Before executing the Contract, the Winning Bidder shall present, among others, the following documents:
- a) Articles of incorporation;
 - b) Power of attorney of the legal representative;

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- c) Corporate Guarantee;
 - d) Performance Guarantee;
 - e) Opinion issued by the Tax Administration Service proving compliance with tax obligations;
 - f) Federal Taxpayer Registry number or its equivalent in the bidder's country of origin;
 - g) Proof of Legal and tax domicile,
 - h) The Registry of the Conformation of the Administration System issued by the National Agency for Industrial Security and Environment Protection in the Hydrocarbons Sector, or in case the Winning Bidder does not have such Registry, shall file a copy of the acknowledgement of the request of the Registry of the Conformation of the Administration System.
 - i) Copy of the acknowledgement of request of the Authorization of the Implementation Program of the Administration System filed before the National Agency for Industrial Security and Environment Protection in the Hydrocarbons Sector.
 - j) Other documents required by the Convening Authority under the Contract and 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-5 Confidential Documentation, based on which the Convening Authority will evaluate the treatment such information should be given under the Applicable Laws.

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SECTION IV. CONTRACT AREAS

Number	Contractual Areas	Sector	Surface (km2)
1	TN-SB-45	Sabinas-Burgos	301.673
2	TN-SB-48	Sabinas-Burgos	297.407
3	TN-SB-49	Sabinas-Burgos	262.852
4	TN-SB-50	Sabinas-Burgos	414.920
5	TN-SB-51	Sabinas-Burgos	255.428
6	TN-SB-52	Sabinas-Burgos	274.697
7	TN-SB-53	Sabinas-Burgos	281.627
8	TN-SB-54	Sabinas-Burgos	300.096
9	TN-SB-55	Sabinas-Burgos	315.492

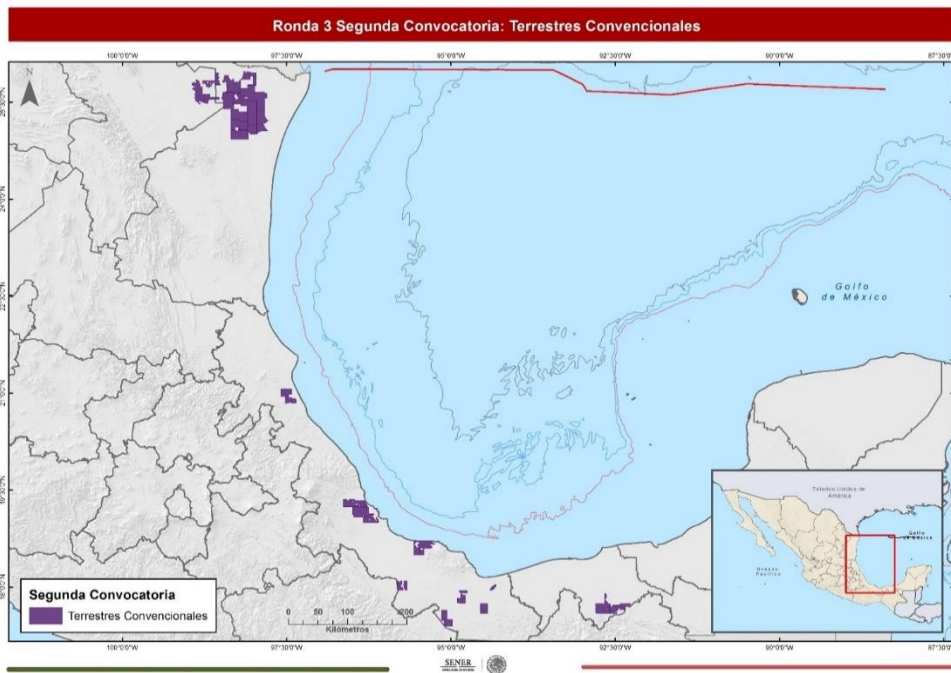
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MAP

Location of the proposed Contract Areas



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COORDINATES

A. Coordinates of the Contract Areas:

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 1 TN-SB-45 (P1)	Sabinas-Burgos	1	98° 31' 00"	25° 05' 00"
		2	98° 40' 30"	25° 05' 00"
		3	98° 40' 30"	25° 09' 30"
		4	98° 40' 00"	25° 09' 30"
		5	98° 40' 00"	25° 10' 00"
		6	98° 38' 00"	25° 10' 00"
		7	98° 38' 00"	25° 12' 00"
		8	98° 37' 00"	25° 12' 00"
		9	98° 37' 00"	25° 14' 30"
		10	98° 34' 00"	25° 14' 30"
		11	98° 34' 00"	25° 20' 30"
		12	98° 30' 30"	25° 20' 30"
		13	98° 30' 30"	25° 09' 30"
		14	98° 31' 00"	25° 09' 30"
Área 1 TN-SB-45 (P2)	Sabinas-Burgos	1	98° 36' 00"	25° 06' 30"
		2	98° 34' 30"	25° 06' 30"
		3	98° 34' 30"	25° 07' 30"
		4	98° 36' 00"	25° 07' 30"

The surface delimitation of the Contract Area TN-SB-45 is comprised by two polygons (P1 and P2). The geographic coordinates of P1 refer to the delimitation of the Contract Area and the coordinates of P2 are excluded from the total area.

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 2 TN-SB-48	Sabinas-Burgos	1	98° 40' 30"	24° 56' 00"
		2	98° 47' 30"	24° 56' 00"
		3	98° 47' 30"	24° 56' 30"
		4	98° 47' 00"	24° 56' 30"
		5	98° 47' 00"	24° 57' 30"
		6	98° 47' 30"	24° 57' 30"
		7	98° 47' 30"	24° 58' 00"
		8	98° 48' 00"	24° 58' 00"

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Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
		9	98° 48' 00"	24° 57' 30"
		10	98° 49' 00"	24° 57' 30"
		11	98° 49' 00"	24° 56' 00"
		12	98° 50' 00"	24° 56' 00"
		13	98° 50' 00"	25° 06' 30"
		14	98° 40' 30"	25° 06' 30"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 3 TN-SB-49	Sabinas-Burgos	1	98° 40' 30"	24° 56' 00"
		2	98° 40' 30"	25° 05' 00"
		3	98° 31' 00"	25° 05' 00"
		4	98° 31' 00"	24° 56' 00"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 4 TN-SB-50	Sabinas-Burgos	1	98° 31' 00"	24° 56' 00"
		2	98° 31' 00"	25° 09' 30"
		3	98° 21' 00"	25° 09' 30"
		4	98° 21' 00"	24° 56' 00"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 5 TN-SB-51	Sabinas-Burgos	1	98° 52' 30"	24° 45' 30"
		2	98° 57' 00"	24° 45' 30"
		3	98° 57' 00"	24° 50' 30"
		4	99° 03' 30"	24° 50' 30"
		5	99° 03' 30"	24° 56' 00"
		6	98° 52' 30"	24° 56' 00"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 6 TN-SB-52	Sabinas-Burgos	1	98° 52' 30"	24° 45' 30"
		2	98° 52' 30"	24° 56' 00"
		3	98° 44' 00"	24° 56' 00"
		4	98° 44' 00"	24° 45' 30"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 7 TN-SB-53	Sabinas-Burgos	1	98° 35' 30"	24° 45' 00"
		2	98° 40' 00"	24° 45' 00"
		3	98° 40' 00"	24° 45' 30"
		4	98° 44' 00"	24° 45' 30"
		5	98° 44' 00"	24° 56' 00"

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Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
		6	98° 35' 30"	24° 56' 00"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 8 TN-SB-54	Sabinas-Burgos	1	98° 26' 30"	24° 45' 00"
		2	98° 31' 30"	24° 45' 00"
		3	98° 31' 30"	24° 46' 00"
		4	98° 33' 00"	24° 46' 00"
		5	98° 33' 00"	24° 45' 00"
		6	98° 35' 30"	24° 45' 00"
		7	98° 35' 30"	24° 56' 00"
		8	98° 26' 30"	24° 56' 00"

Área Contractual	Provincia Petrolera	Vértice	Oeste (Longitud)	Norte (Latitud)
Área 9 TN-SB-55	Sabinas-Burgos	1	98° 21' 00"	24° 56' 00"
		2	98° 21' 00"	24° 55' 30"
		3	98° 17' 00"	24° 55' 30"
		4	98° 17' 00"	24° 45' 00"
		5	98° 26' 30"	24° 45' 00"
		6	98° 26' 30"	24° 56' 00"

SECTION V. MINIMUM WORK PROGRAM

1. The Minimum Work Program, the Increase in the Minimum Work Program and, as the case may be, the additional commitments made during the First and Second Additional Periods expressed in the Work Units.
2. The amount of the Work Units committed as Minimum Work Program for the Contract Areas is defined in the following table:

Área Contractual Presentación de Propuestas	Área Contractual	Provincia	UT Total (número)
1	TN-SB-45	Sabinas-Burgos	3,000
2	TN-SB-48	Sabinas-Burgos	3,000
3	TN-SB-49	Sabinas-Burgos	3,000
4	TN-SB-50	Sabinas-Burgos	3,000

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5	TN-SB-51	Sabinas-Burgos	3,000
6	TN-SB-52	Sabinas-Burgos	3,000
7	TN-SB-53	Sabinas-Burgos	3,000
8	TN-SB-54	Sabinas-Burgos	3,000
9	TN-SB-55	Sabinas-Burgos	3,000

3. The amount of the Work Units committed as an Increase to the Minimum Work Program is defined in the table below. Such Work Units may be executed in accordance with clauses 4.3 of the Contract.
4. Compliance with the Minimum Work Program, the Increase to the Minimum Program, and as the case may be, the additional commitments will be assessed according to the execution of Exploration activities in the Contract Area, in accordance with its value in Work Units, independently of Costs incurred while it was carried out.
5. The Work Units to access to the Additional Exploration Periods are as following:

Reference value per Work Unit

Period	Work units to access each period
First additional exploration period	12,000
Second additional exploration period	45,000

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6. For the purpose of penalty payment for breach of the Minimum Work Program, of the Increase to the Minimum Program and, if applicable, additional commitments made for the First Additional Exploration Period, or the Second Additional Exploration Period, the reference value for each unexecuted Work Unit will be indexed to the Hydrocarbon price in accordance with the following table:

Brent Crude (dollars per barrel)	Value of 1 (one) Work Unit (Dollars)
Less than or equal to 30	669
Greater than 30, Less than or equal to 35	736
Greater than 35, Less than or equal to 40	796
Greater than 40, Less than or equal to 45	852
Greater than 45, Less than or equal to 50	905
Greater than 50 Less than or equal to 55	954
Greater than 55, Less than or equal to 60	1,000
Greater than 60, Less than or equal to 65	1,044
Greater than 65, Less than or equal to 70	1,086
Greater than 70, Less than or equal to 75	1,127
Greater than 75, Less than or equal to 80	1,165
Greater than 80, Less than or equal to 85	1,203
Greater than 85, Less than or equal to 90	1,239
Greater than 90, Less than or equal to 95	1,274
Greater than 95, Less than or equal to 100	1,308
Greater than 100	1,341

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7. The amounts of Performance Guarantee will be calculated as the result of multiplying the reference value times the Work Unit defined in Annex 5 herein, applicable to the award date of the Contract, times 75% (seventy five percent) of the amount of Work Units corresponding to the Minimum Work Program and the Increase to the Minimum Work Program, or the Increase to the Minimum Work Program, and the Contractor's additional work commitment for the First Additional Exploration Period or the Second Additional Exploration Period, respectively, in accordance with Clause 17.1 of the Contract.

8. With aims to provide proof of the compliance of the Minimum Work Program, the Increase to the Minimum Work Program and, if applicable, the additional commitments, the Contractor must include the program and description of activities related to the Minimum Work Program in the Exploration Plan, or, as the case may be, in the Assessment Plan, which will be approved by the Commission.

9. The Contractor may accumulate Work Units for each drilled meter in each well in accordance with the following:

Work Unit per Well per depth

Drilling Depth (meters)	Work Units (number)
500	2,890
1,000	3,380
1,500	3,890
2,000	4,540
2,500	5,180
3,000	5,710
3,500	6,280
4,000	7,030
4,500	7,690
5,000	8,300
5,500	9,000

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6,000	9,700
6,500	10,460
> 7,000	11,230

9.1 Only meters developed in Wells drilled by the Contractor under the Contract will be accredited.

9.2 The depth of the Wells shall be measured in meters drilled, rounded to following next meter.

9.3 If the depth of the Well does not correspond to an amount expressed in the table above, the number of Work Units will be determined by linear interpolation based on such table.

10. The Contractor shall accredited Work Units according to the table below:

	Activity	Description of activities to be accredited	Unit	Work Units (number)
Information	Information from the National Hydrocarbons Information Center (CNIH)	For the full amount of the information acquired from the CNIH, starting from the Due Date, related to onshore zones.	Per every thousand dollars (USD)	0.50
	Reprocessing of existing 2D seismic information	Reprocessing and interpretation according to superficial covering.	Km ²	0.5
	2D seismic acquisition and processing	The acquisition will count according to superficial covering.	Km ²	6.00
	Reprocessing of existing 2D seismic information	Reprocessing and interpretation will count according to superficial covering.	Km ²	1.25
	3D Seismic acquisition and processing	The acquisition will count according to superficial coverage.	Km ²	10.00
	Reprocessing 3D seismic information Multicomponent	Rework and interpretation will count according to surface coverage	Km ²	---

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	Acquisition and processing of 3D multicomponent seismic	The acquisition will count according to the surface coverage	Km ²	---
	Seismic Interpretation 3D	Interpretation considering the covering of the totality of the surface with seismic coverage of the contractual area	Per contract area	100.00
	Seismic Interpretation 2D	Interpretation considering the covering of the totality of the surface with seismic coverage of the contractual area	Per contract area	100.00
Termination	Horizontal section Termination.	Fracturing hydraulic shots divergence cleaning	By fracture stage	250.00
	Fracture-stage Monitoring	Monitoring of hydraulic fracturing (well microseismic, surface microseismic, radioactive tracers, etc.)	By fracture stage	50.00
Well Studies	Geophysical well registry	Lithologic-Correlation (SP, GR, PE)	By meter registration	0.05
		Resistivity (induction, electromagnetic wave).	By meter registration	0.05
		Porosity (density, neutron)	By meter registration	0.05
		Physical properties of Rocks (Dipolar Sonic)	By meter registration	0.05
		Special registers (mineralogical, resistive image, magnetic resonance, triaxial Sonic)	By meter registration	0.08
		Vertical Seismic profile	By Station	1.00
	Acquisition of core samples	For each meter of the core fund	By meter	10.00
		For every 3 core samples of wall	For every 3 samples	3.00
		Analysis of petrophysics Basic	By sample	2.50

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Routine analysis of cores (RCAL)	Mineralogical analyses with petrography in thin sections, X-ray diffraction analysis and MEB analysis	By sample	2.50
Special analysis of Nuclei (SCAL)	Analysis to obtain detailed measurements of specific properties (geochemical, capillary pressure, relative permeability, wettability, forming factor, triaxial, absorbed gas, nano-permeability, etc.)	By sample	3.50
Analysis of transient pressure/flow (PTA/RTA)	Analysis and interpretation of evidence of pit for obtaining parameters for the modeling of deposit	For each test	10.00
Tester of Modular Training (permeability)	For each test of interference vertical	For each measurement of permeability	10.00
PVT	By fluid sample analyzed	For each test	2.00
Production Profile (TOOL)	By profile with tool on the horizontal section	by profile	250.00
Production test	For each production test, the duration of the test will be subject to the approval of CNH.	For each test day	100.00

10.1. The seismic activities and studies through which Work Units are accredited will be subject to the filing of technical information related to CNH.

10.2. The Contractor may accredit the Work Units with the information acquired from the National Hydrocarbons Information Center of the Commission, related with onshore areas. Each transaction related to the information licenses issued by the CNIH may be filed only for once to accredit the Work Units.

10.3. Only acquisition, reprocessing and seismic interpretation work related to the Contract Area will be accepted.

10.4. Square kilometers (km²) related to acquisition and/or 3D seismic reprocessing and potential method, may not exceed 200% of the Contract Area.

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10.5. The Contactor may accredit the complying of the works of acquisition and reprocessing of information derived from Authorizations for Recognition and Superficial Exploration (ARES, by its initials in Spanish)

10.5.1 Only will be accepted ARES acquisition and reprocessing works limited to the Contract Area.

10.5.2 The ARES studies acquired by the Contractor prior to or after the Effective Dare may be considered for accreditation.

UNOFFICIAL ENGLISH TRANSLATION

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SECTION VI. CONTRACT

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SECTION VII. FORMS

CNH FORM 1 ACKNOWLEDGMENT OF DOCUMENTS SUBMITTED FOR PREQUALIFICATION

BID: CNH-R03-L03/2018
COMPANY: _____
TYPE OF INTERESTED PARTY: *(establish if the Company wishes to prequalify as an operator or Non-Operator)* _____

SOURCE OF FINANCIAL RESOURCES

Annex	Document	Bidding Guidelines Requirement	Pages
[AD Code] - PRF / [Divider No.]		Incorporation Deed;	
[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 down to the second highest level of its organizational hierarchy;	

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[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.]		Regarding each partner or shareholder, the following information must be provided: (i) complete name or corporate name or business name; (ii) subscribed and paid-in capital; (iii) percentage of ownership; (iv) Federal Taxpayer Registry number, and (v) Unique Population Registration Code or date of birth or Articles of Incorporation. 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 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;	
PRF / [No. of tab]		Tax returns and audited financial statements for the past 2 years, and	
PRF / [No. of tab]		In the case of special purpose vehicles, its legal, corporate and business structure must be provided in detail, indicating the parties that 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.	

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PRF / [No. of tab]		Submit an USB flash drive with information on the “Source of Financial Resources”.	
TECHNICAL, EXPERIENCE AND EXECUTION CAPABILITIES			
Annex	Description	Requirement in Bidding Guidelines	Pages
[AD Code] - PECTE /[Divider No.]		<p>1) To prove:</p> <p>(a) Experience as Operator in one (1) hydrocarbon exploration and extraction project in the last five (5) years, without detriment to the project having started before or ended within this period; or</p> <p>(b) That personnel designated for managerial positions to take charge of operations have at least ten (10) years of general and operational experience in onshore exploration and/or extraction project management; or</p> <p>(c) Investment capital in exploration and/or extraction projects equal to at least one hundred (100) million dollars in the last five (5) years; and</p>	

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		2) It must be proved that (a) the Company or (b) the designated personnel have experience in implementation and operation of security management, operational security, industrial security and environmental protection systems in hydrocarbon exploration and/or extraction facilities or projects during the last five (5) years.	
FINANCIAL CAPABILITY OF THE OPERATOR			
Annex	Description	Bidding Guidelines requirement	Pages
[AD Code] - PCF /[Divider No.]		1) To prove: (a) Total Equity of at least one hundred (100) million dollars; or	
		(b) Total assets for five hundred (500) million dollars and an investment-grade credit rating. The above according to the established by Fitch Ratings, Moody's Investors Service or Standard & Poors Rating Services, or HR Ratings.	

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FINANCIAL CAPABILITY OF THE NON-OPERATOR			
Annex	Description	Bidding Guidelines requirement	Pages
[AD Code] - PRDL /[Divider No.]		1) Total equity of at least fifty (50) million dollars must be proved	

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LEGAL DOCUMENTATION REQUIREMENTS

Annexo	Description	Bidding Guidelines requirement	Pages
[AD Code] - PRDL /[Divider No.]		<p>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, or, as the case may be, a letter issued by a notary public attesting that is under the process of registration.</p> <p>For foreign Companies, documents equivalent to the above must be submitted in their original form or a certified copy providing legal proof of their existence (such as registers or registration before the competent authority), which must be submitted as dully legalized or <i>apostilled</i> in accordance with the terms of The Hague Convention of October 5, 1961, according to the country of origin.</p>	
[AD Code] - PRDL /[Divider No.]		<p>Simple copy of an official and valid 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, or the document proving their legal stay in Mexico, issued by the National Migration Institute.</p>	
[AD Code] - PRDL /[Divider No.]		<p>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</p>	

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		<p>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.</p> <p>For foreign Companies, documents equivalent to those mentioned above, giving powers to the legal representative to act in name and on behalf of the Interested Party in the Bidding Process must be submitted. Such documentation must be submitted in its original form or certified copy dully legalized or apostilled in terms of The Hague Convention of October 5, 1961, according to the country of origin, apart from the required protocolization before the corresponding Mexican notary public under the Applicable Laws.</p>	
[AD Code] - PRDL /[Divider No.]		CNH Form-3 “Declaration of Non-Disqualification”;	
[AD Code] - PRDL /[Divider No.]		CNH Form-4 “Declaration of knowledge and acceptance of the laws, regulations, general administrative provisions, decrees, administrative orders, court rulings and other norms or decisions of any kind issued by any competent Government Authority that are valid at the time, requirements and conditions established in the Bidding Guidelines and the documents that comprise the latter.	
[AD Code] - PRDL /[Divider No.]		CNH Form-5 “Confidential Documentation”	

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



Comisión Nacional
de Hidrocarburos

[AD Code] - PRDL /[Divider No.]		A relation, as the case may be, of all the information accrediting the relationship between affiliates.	
[AD Code] - PRDL /[Divider No.]		Submit a USB flash drive with digitized documents regarding the financial, technical, execution and legal capabilities.	
Comments of the Bid Committee			

PREQUALIFICATION DOCUMENTS SUBMITTED BY
<p>Name of the Interested Party</p> <p>Name and signature of the legal representative</p>

DOCUMENTATION REVIEWED BY
IN NAME OF THE BID COMMITTEE

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



Comisión Nacional
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**ROUND 3 | ONSHORE
THIRD INVITATION TO BID
CNH-R03-L03/2018 BIDDING GUIDELINES
APRIL 27, 2018**

Personal information received in this bidding process will be protected in accordance with the Federal Law of Transparency and Access to Public Information, published in the Official Gazette of the Federation on May 9, 2016, and its use will be for the stated purpose set forth in the Bidding Guidelines and Applicable Laws.

UNOFFICIAL ENGLISH TRANSLATION

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.

Form CNH -2. 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-R03-L03/2018**, for the award of **License Contracts for Exploration and Extraction of Hydrocarbons in Onshore Conventional or Non-Conventional Contract Areas– Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R03-C03/2018**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on March 2, 2018, 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.

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 _____.

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.

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

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

CLAUSES

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 declared Winning Bidder, the Members agree to the following: (*obligations and activities must be established for each one of the ways they wish to participate as Joint Bidder, i.e. i) Joint Bidder "A", ii) Joint Bidder "B", iii) Joint Bidder "C"...*)

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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 SOLE ANNEX.

FOURTH: Designated Operator. *[Choose option 1, or option 2 and delete the unused option]*

[Option 1] The members hereby appoint Company _____, subject to the execution of the Contract, as Operator for all legal purposes that may be required. *(the Designated Operator must be established for each one of the ways in which they wish to participate i.e. i) Designated Operator "A" ii) Designated Operator "B", iii) Designated Operator "C" ...)*

[Option 2] In the case of a Joint Bidder incorporated with more than one Operator, it is hereby established that the Designated Operator will be determines once a Contract for the corresponding Contract Area is awarded, and prior to the Execution of the Contract, in the time and manner indicated by the Convening Authority, on the understanding that each one of the Operators making up the Group Bidder have 30% shared interest within the Joint Bidder, under the following clause.

FIFTH: Participation Percentage. The Members agree that their participation percentage in the Contract will be as follows: *(the participation percentages of the Members must be established for each one of the ways in which they wish to participate i.e. i) Joint Bidder "A" ii) Joint Bidder "B", iii) Joint Bidder "C" ...)*



I. _____%(min. 30%, Name of the Company that will act as Operator or who may be the Designated Operator once awarded the Contract).

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 bases among themselves and before the Convening Authority to perform all the obligations arising from the Bidding Process, including the execution of the corresponding Contracts.

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

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

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



Form CNH-3 DECLARATION OF NON-DISQUALIFICATION

[Company letterhead, preferably]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom it May Concern:

I hereby refer to the Bidding Guidelines of the Bidding Process **CNH-R03-L03/2018** for the award of the **License Contracts for Exploration and Extraction of Hydrocarbons in Onshore Conventional and Non-Conventional Contract Areas– Third Invitation to Bid**, in accordance with Invitation to Bid **CNH-R03-C03/2018** published by the National Hydrocarbons Commission on March 2, 2018.

I declare under oath that neither the company I represent **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.



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

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company]: _____

UNOFFICIAL ENGLISH TRANSLATION

Form CNH- 4 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, preferably]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern.

In compliance with the provisions of the Bidding Guidelines No. **CNH-R03-L03/2018** for the award of **License Contracts for Exploration and Extraction of Hydrocarbons in Onshore Conventional and Non-Conventional Contract Areas– Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R03-C03/2018**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on March 2, 2018, I declare under oath that:

I am familiar with and fully accept the requirements and conditions established in the Bidding Guidelines, as well as the Applicable Laws, responsibilities and powers of each Government Authority involved in the Bid. Therefore, I accept the ruling issued by the Convening Authority in each stage of the process.

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. Likewise, I hereby authorize the Convening Authority to send any type of notification to the email(s) provided by the Entity I represent my means to the document required in subsection 6.3 or 7.6, as applicable, of the Bidding Guidelines, under article 35, paragraph II of the Federal

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Comisión Nacional
de Hidrocarburos

Law on Administrative Procedures.

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company Name]: _____

UNOFFICIAL ENGLISH TRANSLATION

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



FORM CNH-5 CONFIDENTIAL DOCUMENTATION

[Company letterhead, preferably]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To Whom It May Concern.

In Connection with the Bidding Process No. **CNH-R03-L03/2018** for the award of **License Contracts for Exploration and Extraction of Hydrocarbons in Onshore Conventional and Non-Conventional Contract Areas– Third Invitation to Bid**, in accordance with the Invitation to Bid **CNH-R03-C03/2018**, published by the National Hydrocarbons Commission in the Official Gazette of the Federation on March 2, 2018, I declare that, in accordance with Articles 113, section III, and 116 of the General Law of Transparency and Access to Public Information, and 110 and 113 of the Federal Law of Transparency and Access to Public Information and 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]: _____

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



Comisión Nacional
de Hidrocarburos

FORM CNH-6. 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
Avenida Patriotismo número 580, Ground Floor
Colonia Nonoalco, Delegación Benito Juárez,
C.P. 03700, Ciudad de México

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 Stand-by Letter of Credit (the “Letter of Credit”) in the amount of US\$ 250,000.00 (Two Hundred and Fifty Thousand Dollars, legal tender of the United States of America) (the “Guaranteed Amount”) in favor of the National Hydrocarbons Commission (“CNH”), in guarantee of the Bidder’s obligations under (i) the Bidding Guidelines issued pursuant to the Invitation to Bid No. **CNH-R03-C03/2018**, published in the Official Gazette of the Federation on March 2, 2018 (the “Bidding Guidelines”), for the award of a Contract for Exploration and Extraction under the License modality for the Contract Area _____ where the Bid is submitted (the “Contract”).

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.

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 when the Issuing Bank is open to the public in (insert address of Issuing Bank) in Mexico City, from [*] to[*] (insert time). If CNH submits a Payment Request before 11:00 a.m. (Mexico City time), the Issuing Bank agrees to make the related funds available to CNH not later than 04:00 p.m. (Mexico City time) on the next business day following the date of receipt of the Payment Request. If CNH submits a Payment Request before 11:00 a.m. (Mexico City time), the Issuing Bank agrees to make the related funds available to CNH not later than 04:00 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 immediately give written notice thereof to CNH in accordance with the hours mentioned and established above. The notice shall indicate the reason the Issuing Bank considers the Payment Request to be non-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 on behalf of the Mexican Petroleum Fund for Stabilization and Development 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 gives written notice to the Issuing Bank of the execution of the corresponding contract, (ii) the date of full payment of the Guaranteed Amount; or (iii) hundred fifty (150) calendar days after the

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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 Stand-by Letter of Credit is subject to the International Stand-by Practices related to Contingent Claims -ISP98, issued by the International Chamber of Commerce, publication 590 (The International Stand-by Practices – ISP98) and insofar as there is no inconsistency with such practices, 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.

Very truly yours,

Issuing Bank

By: _____

Authorized Representative of

the Issuing Bank



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 of Bidder) is has breached 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 US\$ 250,000.00 (Two Hundred Fifty thousand dollars, legal tender of the United States of America) to the bank account number (bank account) of (bank account) in the name of the Mexican Petroleum Fund for Stabilization and Development.

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



CNH FORM 7 ECONOMIC BID

Bid Process: CNH-R03-L03/2018	Date:
---	--------------

A. Name of the Individual or Joint Bidder:

B. Economic Bid:

- Value of the Additional Royalty: _____%
(The value must be established with two digits and two decimal points.)
- Additional Investment Factor _____ Work Units.
(The Additional Investment Factor shall only consider value between zero (0) and forty-five thousand (45,000))
- In name and on behalf of the entity I represent, I hereby offer the amount of \$ _____
[indicate the amount in letter up to cents] in dollars. The entity I represent agrees to pay this amount in accordance with subsection 16.5 of Section III of the Bidding Guidelines.

Note: The Bidder must only indicate the cash Bid in case the value of the Additional Royalty submitted by the Bidder in previous subsections is equal to the maximum value established by the Ministry of Finance and the additional investment factor for the Contract Area is equal to 1.5 (one point five).

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 been no consultation, communication, agreement, arrangement, combination with another bidder related to:
 - Methods, factors or formulas used to estimate percentages, costs, prices and other elements taken into consideration to prepare their Bid(s).
 - The intention or decision to submit one or more Bids; or
 - The submission of one or more Bids not complying with the specifications of the ongoing process.

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.

In this sense, the terms of the attached Bids have not been nor will not be revealed by the entity I represent nor by its shareholders or Affiliates to another Bidder, either directly or indirectly with the aim of manipulating, setting or gathering Bids.

3. Likewise, I declare that the Economic Bid has been developed and submitted independently and without any involvement of any other Bidder.

Fraudulent misrepresentation will be penalized under the Applicable Laws, in case of a declaration before an authority other than judicial authority

Name and signature of legal [or common] representative



CNH FORM 8. DECLARATION UNDER OATH

[Company letterhead, preferably]

_____ of _____, 20__

NATIONAL HYDROCARBONS COMMISSION

To whom it may concern,

I refer to Bid Procedure Number **CNH-R03-L03/2018** for the award of **License Contracts for Exploration and Extraction of Hydrocarbons in Onshore Conventional and Non- Conventional Contract Areas– Third Invitation to Bid**, under Invitation to Bid **CNH-R03-C03/2018**, published by the National Hydrocarbons Commission on March 2, 2018. I hereby declare under oath the following:

Each and every requirement mentioned in subsection _____ are under the same terms and has suffered no changes up to today, as submitted by the entity I represent in Bid CNH-R01-L01/2014 (related to the awarding of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, First Invitation) and/or CNH-R01-L02/2015 (related to the awarding of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, Second Invitation) , and/or CNH-R01-L04/2015 (related to the awarding of Production Sharing Contracts for the Exploration and Extraction of Hydrocarbons in Deep Waters, First Invitation), and /or CNH-A1-TRION/2016 (related to the awarding of a License Contract in Deep Waters), and /or CNH-R02-L01/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Shallow Waters, Frist Invitation), and/or CNH-R02-L02/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Second Invitation)), and/or CNH-R02-L03/2016 (related to the awarding of Licensing Contracts for the Exploration and Extraction of Hydrocarbons in Onshore Contract Areas, Third Invitation), and/or CNH-R02-L04/2017 (related to the award of License Contracts for Explorations and Extraction of Hydrocarbons in Deep Waters- Fourth Call), and/or CNH-R03-L01/2017 (related to the award of Production Sharing Contracts for Exploration and Extraction of Hydrocarbons in Shallow Waters- First Call).

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



Comisión Nacional
de Hidrocarburos

Fraudulent misrepresentation will be penalized under the Applicable Laws.

Declared under Oath.

Sincerely,

[Name]: _____

Legal Representative

[Company]: _____

UNOFFICIAL ENGLISH TRANSLATION

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



CNH FORM 9. CASH PAYMENT FOR TIE IN ECONOMIC BID

Bid: CNH.R03-L03/2018	Date:
-------------------------------------	--------------

In name and on behalf of Bidder _____ [*Individual or Joint*] I offer and unconditionally agree to pay the Mexican Petroleum Fund for Stabilization and Development prior to the Effective Date of the Contract \$ _____ [*indicate the amount in letter up to cents*], amount in Dollars, by means of wire transfer, to the Account indicated by the Convening Authority for untie cash payment, in accordance with subsection 16.4 of Section III of the Bidding Guidelines

Name and signature of the legal [or common] representative

CNH 10 FORM

PROPOSED PERSONNEL – TECHNICAL EXPERIENCE

[Company Letterhead]

[Fill out the following form for each person, in ‘Experience’, the experience of each person and the years of experience on each section crossed out with an ‘X’ shall be noted]

Name: Signature:	Experience: Select the category or categories in regard to which you wish to credit your experience	Years of Experience:
	Project management of exploration and/or extraction projects or a similar position. <input type="checkbox"/>	
	Design and execution of exploration and/or extraction plans or its similar <input type="checkbox"/>	
	Approval of budgets related to project investment and expenditures for the exploration and/or extraction of hydrocarbons <input type="checkbox"/>	
Position held and company name	Position description, activities and duties	Period in which the position was held [Starting year and

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



		Termination year]
1.		
2.		
3.		
4.		
5.		

Attach a non-certified copy of an official ID for each curricular record.

UNOFFICIAL ENGLISH TRANSLATION



CNH 11 FORM PROPOSED PERSONNEL –EXPERIENCE
ON IMPLEMENTING AND OPERATING INDUSTRIAL SAFETY AND
ENVIRONMENTAL PROTECTION MANAGEMENT SYSTEMS

[Company Letterhead]

[Fill out the following form for each person, in ‘Experience’, the experience of each person and the years of experience on each section crossed out with an ‘X’ should be noted]

Name:		Type of Experience	Years of Experience:
Signature:			
Name of the implemented management system and the name of company in which it was implemented	Position held	Position description, activities and duties	Period in which the position was held [Starting year and Termination year]
1.			
2.			

This document is provided as courtesy and under no circumstance shall it have effect or be legally binding to Bid CNH-R03-L03/2018. Therefore, for the effects of the aforementioned Bid, Interested Parties shall consider the Spanish versions of both the Contract and the Bidding Guidelines.



3.			
4.			
5.			

Attach a non-certified copy of an official ID for each curricular record.

UNOFFICIAL ENGLISH TRANSLATION