



## Regulations

### of the competition for the naming rights sponsor of the sports and entertainment arena in Cracow currently known as TAURON Arena Kraków

#### 1. Organizer of the competition

The Organizer of the competition is Arena Kraków S.A. with its registered office in Cracow, at ul. Lema 7, 31-571 Cracow, registered in the register of entrepreneurs kept by the District Court for Kraków - Śródmieście in Kraków, 11th economic division of the National court Register under No. KRS 0000146404, REGON [National business registry number] 351143147, NIP [Tax identification number] 6761703853, with share capital of PLN 196 387 000 paid up in full (hereinafter referred to as the Organizer).

Website address: <http://www.arenakrakow.pl>

E-mail address: [konkurs@arenakrakow.pl](mailto:konkurs@arenakrakow.pl)

#### 2. The subject matter of the competition

The competition has the purpose of obtaining the naming rights sponsorship for the sports and entertainment arena in Cracow currently known as TAURON Arena Kraków (hereinafter referred to as the "Facility") for period of at least three years. The participant of the competition, with which a contract shall be signed, in return for remuneration for the Organizer shall obtain the right to give the official name of the facility and other rights related to it, in accordance with the terms and results of this competition.

#### 3. General provisions

- 3.1. The competition is conducted in the Polish language. The organizer allows the conducting of correspondence and conversations also in the English language. The contract resulting from the competition shall be drawn up in the Polish language or in two language versions, whereby binding shall be the Polish-language version of the contract.
- 3.2. The Organizer has the right to change the terms of the competition (including the terms of the regulations) at every stage before the signature of the contract, without giving any reasons in order, to obtain the optimal effect from the point of view of its interests. Change of the terms of the competition requires publishing of an appropriate change of these regulations or other document in such a way, that all participants taking part at a given stage of the competition and which may take part in subsequent stages can have access to information.
- 3.3. The Organizer has the right to annul the competition at every stage without giving any reasons. Annulment of the competition may occur, in particular, in the absence of proposals, failure of the negotiations or where no proposals not subject to rejection fulfills the financial expectation of the Organizer. The Organizer may also, in such case, reverse the competition proceedings to any stage chosen by it.
- 3.4. Each participant in the competition and the party interested in taking part has the right to ask the Organizer a question.
- 3.5. A participant in the competition shall bear the cost of participating in the competition and is not entitled to claim from the Organizer the reimbursement of these costs.

- 3.6. A participant in the competition is not entitled to means of legal protection in connection with participation in the competition.
- 3.7. The Organizer of the competition stipulates that information and documents, the content of conversations and negotiations and of the Contract provided by participants constitute a trade secret. However, the Organizer is entitled to use solutions proposed by participants in the course of the proceedings, including in a Contract with other participant.

#### 4. Course of the competition

The Competition has two stages. The first stage includes the submission of proposals, negotiations with participant of the Competition and the selection of the most advantageous proposal. The second stage included negotiations with the selected participant in order to determine the final terms of the Contract.

#### 5. First stage of the competition

- 5.1. The Organizer shall commence competition by publishing an announcement of the competition on the BIP website and on its own website. The announcement shall not constitute an offer within the meaning of Article 66 § 1 of the Civil Code. The Organizer may also communicate to possible participants information of the commencement of the competition at any time after publishing of the announcement and inform of the competition in other way (e.g. in media).
- 5.2. The announcement of the competition shall include at least the indication of the deadline for submission of proposals, elements that the Organizer will take into account when evaluating proposals and the essential provisions of the sponsorship contract.
- 5.3. Before submission of proposals, conversations may take place between the Organizer and participants, which express such a wish. Conversations shall take place in the TAURON Arena Kraków and may be combined – upon request of a participant – with a site inspection. At the request of a participant, with the consent of the Organizer, conversations may be organized in other place or form. Conversations may be conducted in multiple stages and may be supplemented by correspondence. The purpose of the conversations is inter alia to acquaint a participant with the expectations of the Organizer and the specific nature of the activities of the facility and to acquaint the Organizer with the expectations of the participants in the competition as to the nature and extent of mutual services as part of the sponsorship contract.
- 5.4. Proposals shall be submitted in writing or electronically.
- 5.5. A participant may submit more than one proposal (variant proposals).
- 5.6. The Organizer does not envisage a public opening of proposals.
- 5.7. The Organizer may call upon participants to explain or complete proposals within the time-limit set by it. The Organizer may also call upon participants to submit additional information or documents. In particular for the purpose of demonstrating a participant's; financial situation.
- 5.8. The Organizer shall reject proposals:
  - inconsistent with the requirements of these regulations or the call for proposals subject to point 5.5 above,
  - constituting an act of unfair competition,
  - from participants, which potential does not indicate a real possibility of concluding and executing a sponsorship contract with that entity,
  - where potential name of the facility or a Participant's business profile:
    - violates universally applicable social standards,

- involves political, religious or philosophical content,
- violates the law,
- is offensive in nature
- bears all the hallmarks of unfair competition,
- violates the rights of other entities,
- involves goods and services, the advertisement of which is illegal.

5.9. The Organizer may, prior to selection of the most advantageous proposal negotiate with participants chosen by it and ask them to submit detailed or updated final proposals.

## 6. Second stage of the competition

6.1. The Organizer shall invite the participant, who has submitted the most advantageous proposal to negotiations in order to determine the final content of the contract, where the basis for the Contract shall be the Essential Provisions of the Contract constituting an annex to the call for proposals and the Participant's proposal. The Contract shall not significantly change these provisions and the proposal and their possible change, in particular, shall be of equivalent nature or advantageous to the Organizer.

6.2. Where no agreement is reached as to all provisions of the Contract, the Organizer may invite to negotiations another participant (or participants) which have submitted proposals.

## 7. Final provisions

In matters not covered by these regulations shall apply the provisions of Polish law.