



INVITATION TO BID

*„Recovery of palladium (Pd) from spent catalyst (2 tons),
waste code 16 08 07*“*

BID SUBMISSION CONDITION / RULES

The bid must be placed before the deadline specified in the CONNECT system, in English or Polish, through CONNECT - Purchasing Platform of the ORLEN Group available at <https://connect.oralen.pl> by completing all fields in the form and attaching the information/documents requested in the RFP. If the Bidder submits documents subject to evaluation and issued in a language other than English or Polish, they could not be taken into account.

The lack of any document in a bid, or the lack of a declaration of its delivery at another date indicated and agreed with the Ordering Party, may result in the exclusion of the Bidder from further proceedings.

The bid should be signed by a representative of the Bidder, authorised according to the provisions of National Court Register or other respective commercial register of companies or according to the relevant power of attorney.

If you do not wish to submit a bid please send us a short message through CONNECT (in the "Subject of the message" field, please write "Decline the request to submit a bid", please indicate the reasons in the body of the message and click "Decline" (the order of the actions is relevant).

Any requests for additional information and explanations should only be submitted through CONNECT ("Ask the Ordering Party a question" option) in the timeframe provided for by the system. The reply will be submitted in the same way.

The Ordering Party reserves the right not to answer the questions asked if questions are asked within the three days before the required date for submission of tenders.

The Ordering Party reserves the right not to answer the questions concerning the technical information that are considered as confidential.

Technical appendices will be provided to the Bidders through the CONNECT Platform after submitted declaration of non-disclosure of information constituting company secret (signed NDA between Bidder and Ordering Party OR Protected Information Document).

PROCESS – MODE OF BID SUBMISSION

ORLEN S.A. operates a three-step bid submission process:

Formal and technical documents may not contain any trade information and/or remuneration. Bidders submit documents (scanned copies of documents) through the CONNECT system.

STEP 1:

FORMAL OFFER / formal criteria to be met.

The formal criteria are listed in the subject tender. This is pre-qualification stage for the Suppliers during which we ask you to submit several documents and answer general questions about subject tender, T&C's, your company, Beneficial Owner declaration, etc.

STEP 2:

TECHNICAL OFFER along with the required Appendices should be attached in the item entitled TECHNICAL OFFER. Please do not attach any commercial information at this stage.

Once you have passed the formal evaluation, the technical team will evaluate your technical proposal and answers you have provided to technical criteria. You must not provide any prices in the technical documents, otherwise your offer may be withdrawn from further evaluation in the subject tender. The key takeaways are to meet 0/1 criteria, enclose all mandatory documents and provide guarantees always backed up by liabilities (without unveiling prices, as percentage to Total Invoiced Value). Once this stage is completed, we will inform you whether your offer has been qualified further or not. For the latter case we will provide you with feedback in the scope we are allowed to share (not infringing the tender strategy).

STEP 3:

After evaluation by ORLEN S.A. formal and technical documents Bidders who have been qualified to participate in the further part of the procedure will be asked to submit commercial documents.

The Bidders will be informed about the deadline for submitting commercial documents through CONNECT Platform.

All submitted documents must be signed by authorised persons (acceptable is electronically signature).

At this stage we review in details economical aspects of your offers i.e. value, payment terms, guarantees and liabilities, additional discounts etc. We will also evaluate and consider the latest result of Supplier Survey that we have run yearly. During this stage we will set up negotiation round. The combination of all stages will lead us to the winning proposal and Supplier.

We may inform you that your proposal will be recommended for the internal approval, which does not mean yet that you have won this tender, this will come after the approval and mutually signed Frame Agreement/Contract. For those Suppliers whose offer did not receive top score – you will receive feedback.

All questions shall be communicated through section Q&A's on the CONNECT platform.

CONFIDENTIALITY

The Bidder undertakes to respect the confidential nature of all information resulting from this bidding process.

These bidding documents are to be used by the Bidder solely for the purpose of preparation and submission of the offer on the expressed condition that neither the bidding documents nor the information contained therein shall be disclosed to others or used for any other purpose without the expressed prior written consent of the Ordering Party.

The Bidder undertakes to treat all information related to this request for proposal, as well as information acquired during the purchasing procedure, as confidential. Information concerning the fact of being invited to respond to this request for proposal, of submitting a tender, of holding commercial negotiations or of signing a contract may be revealed by Bidders only subject to a written consent of ORLEN S.A. to publish or reveal such information to third parties. Should it be necessary to obtain bids from subcontractors/sub-suppliers, the Bidder may share information with such parties in the scope necessary to acquire the bids, at the same time obliging the subcontractors/sub-suppliers to keep the information in confidence.

INTRODUCTION

We hereby invite you to submit a bid in the present procurement procedure for the purchase of a waste management service and recovery of precious metal (palladium) relating to spent catalysts generated from Olefin II unit, located at the ORLEN S.A. petrochemical site in Płock.

The purpose of this procedure is to conclude an agreement covering the management and recovery of precious metal (palladium) from spent catalyst.

Under this procedure, it is assumed that approximately 2,00 tonnes of waste will be managed. Due to its characteristics, the waste has been classified as hazardous waste from the amber list under waste code 16 08 07*. Its specification is presented below in the section OPERATING PARAMETERS AND TECHNICAL DETAILS.

TIMELINES

The waste availability date has not been indicated exactly. The estimated schedule of unloading is Q3-Q4 2026 and will be confirmed on the next stage of proceeding.

The objective of the process is to ensure waste management within the deadline prescribed by law, i.e. within 3 years from the date of registration.

Accordingly, and in line with the catalyst management instruction, the spent catalyst will be managed, and the contractor shall be required to present permits authorising the management of waste under code 16 08 07* as well as written confirmation of waste management following collection.

OPERATING PARAMETERS AND TECHNICAL DETAILS

SELOP catalyst from Olefin II Plant (palladium catalyst – Pd)

- estimated weight: approximately 2 000,00 kg

- indicative composition:

- loaded catalyst weight: 1 800,00 kg
- estimated Pd content: approximately 9 179,93 g (0,5% wt)
- weight of inert material or balls – possibility of occurrence, to max. 500,00 kg expected

- estimated weight of contaminants – unknown, possibility of occurrence
 - carrier: alumina
- packaging: steel drums (ca. 200 litres) on the wooden pallets
- date of classification as waste: catalyst is working

The drums should be disposed of during the process by the contractor to whom the waste is to be sent.

Process description

The unhydrogenated C4 fraction, mixed with the recycled C4 fraction and heated to approximately 40°C, is fed to the top of the reactor, which is an integrated reactor and separator. Hydrogen is also fed to the top of the reactor.

The hydrogenation reactions of acetylenes, butadienes and butenes take place on a palladium catalyst.

The post-reaction mixture is separated in the separation part of the reactor into the off-gas stream and the hydrogenated C4 fraction, which is the main product. The hydrogenated C4 fraction is directed as input to the Pyrolysis Installation, and the off-gas to the internal fuel gas network.

Catalyst preparation before unloading

In order to remove hydrocarbons and coke from the catalyst surface, before unloading, it was regenerated with a mixture of steam and air at a temperature of 400-450°C.

The regeneration included the following steps:

- Heating the catalytic bed with regenerative methane;
- Stripping of the catalytic bed with steam;
- Pre-oxidation of the catalytic bed;
- Burning off coke and polymer on a catalytic bed with a mixture of steam and air at a temperature of 400-450°C.
- Nitrogen purge.

After cooling down, the catalyst was discharged from the reactor.

MINIMUM REQUIRED SCOPE OF BID

Formal part should contain:

1. I declare that I have familiarised myself with and accept the standards in force at ORLEN S.A. concerning the anti-corruption policy, rules for accepting gifts, reporting non-conformities and managing conflict of interest made available on the website www.orklen.pl according to the path: "About the company / Our standards / Our standards / Anticorruption standards." <https://www.orklen.pl/pl/o-firmie/o-spolce/nasze-standardy/standardy-antykorupcyjne>
2. I have read and understood and accept the rules presented in the Suppliers' Code of Conduct that is available at www.orklen.pl, in Home / For Business / Tenders and supplies / Supplies / ORLEN S.A. Supplier Code of Conduct.
3. I declare that I have read and accept the applicable ORLEN S.A. Human rights protection policy at ORLEN CG made available on the website www.orklen.pl according to the path:

"Sustainable Development / Reports and Indicators / Human Rights Protection Policy."
<https://www.orlden.pl/pl/zrownowazony-rozwoj/polityka-ochrony-praw-czlowieka>

4. I declare that I have read and attached a filled Beneficial Owner Declaration document (attached to the RFP), or that the Beneficial Owner Declaration document attached in the Documents on the Supplier's Profile is current, i.e. it represents the state as of the date of the offer and I have attached the printout from the Central National Register of Beneficial Owners.
5. Please confirm that you're authorized to execute legal transactions in accordance with the applicable legal requirements and You're not subject to any economic sanctions in force in Poland or in the European Union, and that you have no arrears in terms of public imposts (taxes and fees) related to Your business.
6. Confirmation of being an authorized recipient of waste under code specified in the title of the tender, according to the EU regulations.
7. Statement that you are not in liquidation or during bargaining proceedings together with authorised person/s signatures Financial Results of the company for the past two calendar years to be enclosed herein.
8. Please confirm the acceptance of the conditions of this tender.
9. Please confirm the offer is signed by the person authorised to represent the company and through account of the company with which Frame Agreement would be signed/Party of the Frame Agreement. Otherwise please enclose explanations.
10. Please enclose the company registration documents. Please enclose the document of the company that places the bid. IMPORTANT: the documents need to be valid for the affiliate that places the proposal and finally raises the invoice.

Technical and commercial part should contain:

1. Price.
2. Value.
3. Total price for recovery or waste management service (please enclose example calculation).
4. Treatment charge per 1 tone of waste
5. Total estimated profit after all costs, i.e. the difference between the value of the metal recovered or the total amount offered for the spent catalyst and the sum of all costs (e.g. estimated service cost, transport cost, tax and customs costs, metal transfer costs, warranty costs).
6. Declaration that in the event of cooperation, by May 21st, 2027, the company will undergo the audit referred to in Article 46 of Regulation 2024/1157 on waste shipments and provide confirmation of a successful audit to ORLEN S.A..
7. Other costs (if any). Please attach description of the cost.
8. Transport cost per truck (if available).
9. Confirmation of readiness to issue a certificate that the recovery or disposal has been completed in accordance with Article 16 of Regulation No. 1157/2024.
10. Confirmation of readiness to comply with all formalities related to obtaining appropriate permits from the relevant authorities of receiving and transit countries in accordance with Regulation (EC) 1157/2024 of the European Parliament and of the Council of 14 June 2006 on shipments of waste - if applicable
11. Confirmation that the recovery (waste management) permit and other attached documents are up to date and meet all requirements for acceptance of waste for recovery within the specified country.

12. Confirmation that weighting and sampling process can be witnessed on Client's demand by his representative and that a certified weight is available.
13. Please provide information what recovery process (R1-R13, D1-D15) the waste will be subjected to.
14. Please enclose technical offer in accordance with requirements. Please remove any commercial conditions from the technical offer. Please, include a description of the metal recovery process, metal content determination procedure, results exchange procedure, splitting limits, umpire procedure, the sampling moment determination, the procedure for the representative sample preparation, confirmation whether the samples to be sent for analysis are a mixture of all beds, or catalyst will be pre-sieved, submission of the analytical method used to calculate the metal content (if applicable to the bid). The certified scale is required.
15. Please enclose commercial proposal here in pdf file.
16. Please attach permits to manage (recover) waste under code specified in the title of the tender in accordance with applicable regulations and other required documents permitting recovery or disposal in the indicated facility.
17. Payment term for service in days.
18. Exact address of the waste management facility (Country, city, street name and number, area code).
19. Payment term for metal/catalyst in days.
20. Impurities limits for waste material (if any). Options of additional treatment (in case impurities limits are exceeded).
21. Cost of bank guarantee in % (percent of the value of the guaranteed amount per year).
22. Pre-treatment charge per 1 tone of waste if necessary (please attach description for what impurities levels pre-treatment is necessary)
23. Level of precious metal recovery [%], i.e. what percent of precious metal will be recovered
24. Lead time of metal availability (from the date of receipt of spent catalyst), please provide number of weeks
25. Please confirm minimum guaranteed palladium purity: 99,95%.
26. Refining charge [per 1 kg of precious metal]
27. Cost of lot charge (if any) – please provide cost in total, i.e. for a lots estimated on the basis of quantity or value.

GENERAL STATEMENTS

Your offer will be evaluated in the aforesaid technical and commercial conditions.

In case of order, General Terms of Purchase of Commodities and the Terms of Purchase of Commodities and Rendering of Services Devised by ORLEN S.A. OWZ Rev. III/2012 06.12.2012 shall apply (available on our website www.orklen.pl).

ORKLEN S.A. reserves the right to select at its own option a winning bidder, winning bidders or other persons, and negotiate with them a part or entirety of the submitted bids and to conclude agreements with more than one bidder selected through negotiations, where the scope of a given agreement can cover the entirety or a part of works.

ORKLEN S.A. reserves the right not to issue the references without giving any reason.

Moreover ORLEN S.A. reserves the right to cancel this invitation for tenders and withdraw from negotiations without giving any reason. Bidders are not eligible for any claims against the Inviting Party

in this connection. ORLEN S.A. is not bound by the provisions of the act of 29 January 2004 on public procurement law.

In case of Purchase Order/Contract the confirmation of the agreed terms of cooperation on behalf of ORLEN S.A. can be only issued by the person with the appropriate power of attorney.

The Bidder acknowledges and accepts that all communications received during the purchasing procedure, irrespective of their form, are for information only and will not be considered a statement of intent to conclude a contract. The signing of the Contract and incurring financial obligations will take place after receiving corporate approvals. A potential contract will be concluded upon signing by both parties.

The Bidder is obliged to have a valid and paid public liability insurance policy (contract- tort) for a guarantee sum of not less than 2 000 000 USD (in words: two million USD), per each incident and in the annual aggregate; additionally the policy should be extended to full guaranteed sum by Product Liability and by Pure Finance Losses and by employers liability.

The CONTRACTING AUTHORITY may, at its sole discretion, at any time prior to awarding the contract, exclude the TENDERER from the PROCUREMENT PROCESS and/or reject its TENDER if the TENDERER or its proposed suppliers or subcontractors offer a product or service originating in a third country, which shall be understood as a country:

- other than a Member State of the European Union, or
- other than a country that is a party to the World Trade Organisation (WTO) Agreement on government procurement, or
- other than a country that is a party to an international agreement with the EU that guarantees mutual and equal access to the public procurement market.

The CONTRACTING AUTHORITY shall immediately notify the TENDERER of its exclusion and/or rejection of its TENDER, and the TENDERER shall not be entitled to any claims against the CONTRACTING AUTHORITY in this respect.

WORK SAFETY AND OHS REGULATIONS

<https://www.orlden.pl/en/about-the-company/company/ethics-and-values/Safety-in-ORLEN/External-Contractors/Safety-requirements>

PEDESTRIAN AND MATERIAL TRAFFIC RULES

In the event that the delivery of the Goods or Services makes it necessary for the Seller to have access to the Buyer's manufacturing site, the Seller shall read and comply with provisions in the extract from the currently applicable version of the Regulation on the pedestrian and material traffic rules in ORLEN S.A.(it means – 1) Excerpt from Operational Disposition no. 5_2020_GC individual traffic_for external entities_eng.pdf and 2) Excerpt from Guidelines Of The Director Of The Control And Safety Office to organisation of individual traffic in ORLEN SA.pdf and 3) guidelines of the executive director for control and security office on organization of material movement in orlen s.a._v2.2.pdf available at <https://connect.orlden.pl/app/help>). In the event that the Seller fails to observe and comply with the provisions in the provided extract from the Regulation, the Seller shall pay a contractual penalty prescribed for a given type of non-compliance as specified in an appropriate section of the Instruction on pedestrian traffic in ORLEN S.A.

ORLEN Capital Group shall be entitled to disclose information concerning the Agreement, including the content of the Agreement and information related to its performance, to entities forming part of the ORLEN Capital Group, provided that such disclosure does not violate generally applicable provisions of law and is made exclusively in connection with the need for (a) identification and verification of contractors, security, or risk management, or (b) business analytics. ORLEN Capital Group shall be liable

for the acts and omissions of the entity to which such information is disclosed, with respect to maintaining confidentiality, as for its own acts and omissions.

ATTACHEMNTS:

1. DECLARATION OF THE BIDDER
2. RODO
3. MAR
4. SANCTION CLAUSE
5. ANTI CORRUPTION CLAUSE
6. GENERAL TERMS AND CONDITIONS
7. PACKAGING INFORMATION
8. DECLARATION OF THE BIDDER LEGAL PERSON