



Ministry of Economy and Industry
Industrial Cooperation Authority, ICA

"Form H"
Industrial Cooperation Undertaking (for UICA)

Date: _____

Reference: _____

To:

ICA Israel

86 Menachem Begin Rd.
P.O. Box 36049
Tel-Aviv, 67138, ISRAEL
Fax +972-3-5634-177

Dear Sir,

Re: Umbrella Industrial Cooperation Agreement No. _____ ("UICA")

signed on _____ by and between The Government of Israel, represented by the Industrial Cooperation Authority, with offices located at 86 Menachem Begin Rd., Tel-Aviv 67138, Israel ("**ICA**") and [_____] [Name] a corporation duly incorporated and existing under the laws of [_____] [Place of incorporation], company number [_____] with address at _____ ("**Supplier**").

This Binding Undertakings Instrument ("**Undertaking**") is made as of [_____] [Date], by Supplier, in relation to a procurement process number [_____] [Tender No.] issued by [_____] [Issuer of the Tender] (the "**Buyer**") for the supply of _____ [_____] [Name of Tender] (the "**Tender**").

Under the Regulations, should Supplier be awarded with the Tender, the scope of Industrial Cooperation obligations to be assumed by Supplier in relation to the Contract (as such term is defined below) shall be at an amount of at least _____% of the Contract Value (as such term is defined below) _____ [Contract Value], i.e. a total amount of _____US\$ [the scope of Industrial Cooperation]¹, while an amount of at least _____% of the Contract Value shall be performed by means of Local Subcontracting or New Business i.e. a total amount of _____US\$ [the scope of Local Subcontracting]² ("**New Industrial Cooperation Obligation**").

¹ shall be completed by the successful tenderer after contract award

² shall be completed by the successful tenderer after contract award



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We hereby ask the ICA to include the above New Industrial Obligation in the UICA, in accordance with the following:

- Deduct an amount of US\$ _____ out of our existing credit under the UICA, which will encompass the total scope of the New Industrial Obligation.
- Deduct an amount of US\$ _____ out of our existing credit under the UICA, and include the balance of the New Industrial Obligation at an amount of US\$ _____ within the Implementation Plan of the UICA.
- Add the New Industrial Obligation to our obligations under the UICA and UICA Implementation Plan.

Attached, as Appendix "**H₁**" of this Undertaking is an updated Implementation Plan for approval by the ICA. Upon approval by ICA, such Implementation Plan shall be binding upon Supplier, shall be attached as an inseparable part of the UICA and shall replace the current existing Implementation Plan of the UICA.

Definitions:

"Contract" – shall mean the procurement contract between the Buyer and the Supplier which shall be entered into between Buyer and Supplier should the Supplier be awarded in the framework of the Tender, or otherwise, for the purpose of acquisition by Buyer from Supplier of goods, equipment, services or work.

"Contract Value" - the total considerations to be paid to Supplier in the framework of the Contract or in relation thereto, including taxes, levies, fees, insurance and transportation costs, and - in respect of imported goods - their CIF price in an Israeli port, including taxes, levies, fees, insurance and transportation costs, all - without giving effect to any deductions, set-offs or fines. Contract Value includes, without limitation – (1) any payment which, under the Contract, the Buyer is required to pay to Supplier and Supplier is required to transfer to another; (2) any payments which any third party is required to pay to Supplier, by virtue of the Contract; (3) any payments, including payments as stated in paragraphs (1) or (2) above included in any option of Buyer under the Contract; (4) any follow-on procurement in excess of USD 500,000 that is made within a period of 5 years from the date of the Contract; and (5) any acquisition of spare parts, training activities, maintenance, technical assistance, guarantees etc. procured in the framework of the Contract or in relation thereto.

"Local Subcontracting" - the execution by Supplier of Contract to purchase Israeli Made Goods or to procure Works or Services in Israel (as such term is defined under



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the Regulations or the UICA), all - for executing Supplier's undertakings under the Contract.

New Business" - any purchase of product or service placed with an Israeli entity, that the Foreign Supplier had no business activities with, in five (5) years prior to that purchase or any purchase for a new product or service placed with an Israeli entity, whether or not the Foreign Supplier has ever had business relations with. "New Business" will be defined as such for a period of three (3) years from the relevant order placement.

IN WITNESS WHEREOF, Supplier has caused its authorized representatives to execute and deliver this Undertaking as of the date first above written.

Signed By: _____
For and on behalf of the Supplier

Print Name

Title



"Form H1"

Updated Implementation Plan

Related to Tender/RFP No.

Issued by Dated

We [full company name]
....., hereby submit our detailed updated Implementation Plan, aimed at the satisfaction of our a.m. new undertaking, as follows:

1. Our fulfillment activities will be in the fields of one or more of the following Industrial Cooperation Categories: (*)

- Local Subcontracting New Business Acquisition of Israeli Products, Work or Services
- Investments R&D Orders
- Know-How transfer Other
.....

2. Anticipated / Approximate dates of the following mile stones implementation:

- a. Conducting an Israeli industry survey.....
- b. Projects and partners selection.....
- c. Starting date of IC activities implementation
- d. Full program accomplishment.....

3. Following is our prospective Fulfillment Program:



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Industrial Cooperation Category	Transaction Description	Estimated Timeframe		<u>Acquisition of Israeli Products</u>		Local Subcontractor/ New Business	Names of Israeli Entities Involved	Transaction Value (in USD/EUR)	Israeli entity's Contact Person info.
		Start Date	Due Date	Country	City				
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
						<input type="checkbox"/> LS <input type="checkbox"/> NB			
								Total Fulfillment Value	
								Total Local Subcontractor/ New Business value	

Please fill the attached EXCEL



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Signature of an authorized officer on behalf of the foreign supplier (Not the Importer):

Name (Supplier): Title:

Signature (Supplier): Date:

Name (Importer): * Title: *

Signature (Importer): * Date: *

* If the Tender proposal is submitted (and/or the Contract is signed) by an importer, this undertaking should also be signed by an authorized officer on behalf of the importer.