

Declaration on Honour

for participation in the service for the organisation of demand aggregation and tendering of gas under the EU Energy Platform ("AggregateEU – Platform") according to Chapter II, Section 2 of COUNCIL REGULATION (EU) 2022/2576 of 19 December 2022

enhancing solidarity through better coordination of gas purchases, reliable price benchmarks and exchanges of gas across borders

as offered by PRISMA European Capacity Platform GmbH (PRISMA)

The undersigned

', - referred to below as **'the Agent'** -

representing the following legal Person ("Person"):

Full official name:	
Place of establishment: (country and city of registration)	
Full official address:	
Location of global headquarters/ head office (if any) (full address)	
Official legal form:	
Statutory registry and registration number:	
VAT registration number:	
EIC: (Energy Identification Code)	

- referred to below as **'the Person'** -

hereby warrants to be legally entitled¹ to sign and to make the declarations as contained in this Declaration on Honour as following:

A) Declaration regarding compliance with general AggregateEU – Platform governing rules

The Agent declares that the Person

- a) wants to register and use the AggregateEU – Platform according to the purpose of COUNCIL REGULATION (EU) 2022/2576 of 19 December 2022 enhancing solidarity through better coordination of gas purchases, reliable price benchmarks and exchanges of gas across borders,
- b) shall use the AggregateEU – Platform to the best of its knowledge and belief guided by the serious and realistic need to aggregate, tender, offer or sell and potentially procure and contract relevant quantities of gas;
- c) is aware that the AggregateEU – Platform is in any case not responsible for the actual conclusion of

¹ Legal entitlement of the Agent must be proven by official Documentation of Incorporation of the Person, such as Commercial Registry, Chamber of Commerce extract or comparable, and/ or via Power of Attorney as issued for registration of the Person with PRISMA European Capacity Platform for the Aggregate EU – Platform

gas sales and purchase agreements and that the latter are negotiated between potential buyers and sellers outside of the AggregateEU – Platform after demand aggregation, tendering and matching of potential positions took place. Gas sales and purchase agreements may be concluded through bi- or multilateral agreements by single buyers, consortia, or any other type of legal association, venture or purchasing group, on behalf of or by ordering third parties; and

- d) shall act in compliance with the respective *Platform Usage Conditions* and specific *AggregateEU - Platform conditions* as provided by PRISMA European Capacity Platform GmbH.

B) Declaration regarding compliance with COUNCIL REGULATION (EU) 2022/2576 of 19 December 2022 enhancing solidarity through better coordination of gas purchases, reliable price benchmarks and exchanges of gas across borders

1. The Agent declares that the Person is not
 - a) targeted by Union restrictive measures adopted pursuant to Article 215 TFEU, in particular Union restrictive measures adopted in view of Russia's actions destabilising the situation in Ukraine, or in respect of actions undermining or threatening the territorial integrity, sovereignty and independence of Ukraine;
 - b) directly or indirectly owned or controlled by, or acting on behalf or at the direction of natural or legal persons, entities or bodies targeted by such Union restrictive measures; or
 - c) directly or indirectly owned or controlled by, or acting on behalf or at the direction of the Russian Federation or its Government or by any Russian natural or legal Person or entity or body established in Russia.
2. The Agent declares that no funds or economic resources resulting from participation of the Person in the AggregateEU - Platform are made available, directly or indirectly, to or for the benefit of natural or legal Persons, entities or bodies, which are:
 - a) targeted by Union restrictive measures adopted pursuant to Article 215 TFEU, in particular Union restrictive measures adopted in view of Russia's actions destabilising the situation in Ukraine, or in respect of actions undermining or threatening the territorial integrity, sovereignty and independence of Ukraine;
 - b) directly or indirectly owned or controlled by, or acting on behalf or at the direction of natural or legal Persons, entities or bodies targeted by such Union restrictive measures; or
 - c) directly or indirectly owned or controlled by, or acting on behalf or at the direction of the Russian Federation or its Government or by any Russian natural or legal Person or entity or body established in Russia.

3. The Agent declares that

the Person must by all available and practicable means not offer natural gas originating in the Russian Federation through the AggregateEU – Platform . The exclusion of such natural gas supplies originating in the Russian Federation includes LNG supplies and the natural gas supplies entering the Member States or Energy Community Contracting Parties through the following entry points:

- a) Greifswald
- b) Lubmin II

- c) Imatra
- d) Narva
- e) Värskä
- f) Luhamäe
- g) Sakiai
- h) Kotlovka
- i) Kondratki
- j) Wysokoje
- k) Tietierowka
- l) Mozyr
- m) Kobryn
- n) Sudzha (RU)/Ukraine
- o) Belgorod (RU)/Ukraine
- p) Valuyki (RU)/Ukraine
- q) Serebryanka (RU)/Ukraine
- r) Pisarevka (RU)/Ukraine
- s) Sokhranovka (RU)/Ukraine
- t) Prokhorovka (RU)/Ukraine
- u) Platovo (RU)/Ukraine
- v) Strandzha 2 (BG)/Malkoclar (TR).

C) Declaration regarding eligibility of the Person

The Agent declares that the Person is not in one of the following situations:

- a) it is bankrupt, subject to insolvency or winding-up procedures, its assets are being administered by a liquidator or by a court, it is in an arrangement with creditors, its business activities are suspended or it is in any analogous situation arising from a similar procedure provided for under Union or national law;
- b) it has been established by a final judgement or a final administrative decision that the Person is in breach of its obligations relating to the payment of taxes or social security contributions in accordance with the applicable law;
- c) it has been established by a final judgement or a final administrative decision that the Person is guilty of grave professional misconduct by having violated applicable laws or regulations or ethical standards of the profession to which the Person belongs, or by having engaged in any wrongful conduct which has an impact on its professional credibility where such conduct denotes wrongful intent or gross negligence, including, in particular, any of the following:
 - i. fraudulently or negligently misrepresenting information required for the verification of the absence of grounds for exclusion or the fulfilment of eligibility or in the performance of a contract or an agreement;
 - ii. entering into agreement with other Persons or entities with the aim of distorting competition;
- d) it has been established by a final judgement that either the Person or its legal representatives is guilty of any of the following:
 - i. fraud, within the meaning of Article 3 of Directive (EU) 2017/1371 and Article 1 of the Convention on the protection of the European Communities' financial interests, drawn up by the Council Act of 26 July 1995;

- ii. corruption, as defined in Article 4(2) of Directive (EU) 2017/1371 or active corruption within the meaning of Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union, drawn up by the Council Act of 26 May 1997, or conduct referred to in Article 2(1) of Council Framework Decision 2003/568/JHA, or corruption as defined in other applicable laws;
 - iii. conduct related to a criminal organisation, as referred to in Article 2 of Council Framework Decision 2008/841/JHA;
 - iv. money laundering or terrorist financing, within the meaning of Article 1(3), (4) and (5) of Directive (EU) 2015/849 of the European Parliament and of the Council;
 - v. terrorist offences or offences related to terrorist activities as well as of inciting, aiding, abetting or attempting to commit such offences as defined in Articles 3, 14 and Title III of Directive (EU) 2017/541 of the European Parliament and of the Council of 15 March 2017 on combating terrorism;
 - vi. child labour or other offences concerning trafficking in human beings as referred to in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council;
- e) it has shown significant deficiencies in complying with the main obligations in the performance of a contract or an agreement financed by the Union's budget, which has been discovered following checks, audits or investigations by a contracting authority, the European Anti-Fraud Office (OLAF) or the Court of Auditors;
- f) it has been established by a final judgment or final administrative decision that the Person has committed an irregularity within the meaning of Article 1(2) of Council Regulation (EC, Euratom) No 2988/95;
- g) it has been established by a final judgment or final administrative decision that the Person has created an entity in a different jurisdiction with the intent to circumvent fiscal, social or any other legal obligations in the jurisdiction of its registered office, central administration or principal place of business.
- h) (only for legal Persons) it has been established by a final judgment or final administrative decision that the Person has been created with the intent referred to in point (g).

The ineligibility shall not exceed any of the following:

- (a) the duration, if any, set by the final judgment or the final administrative decision;
- (b) in the absence of a duration of ineligibility set by the final judgment or final administrative decision:
 - (i) five years for the cases referred to in point d);
 - (ii) three years for the cases referred to in points c) and f) to h);
- (c) three years for the cases referred to in point e).

A person shall be illegible as long as it is in one of the exclusion situations referred to in points a) and b).

D) Declaration regarding ownership structure

The Agent declares the following:

Listed, subsidiary or controlled		
	YES	NO
Is the Person listed on a stock exchange?		
Is the Person a subsidiary of a listed company?		
Is the Person controlled by a listed company?		
If the reply is YES to any of these three questions, please provide:		
Which stock exchange?		

Legal name of the listed company:	
Share of the float in the total outstanding shares: <i>'Floating stock' is the result of subtracting closely-held shares from the total number of issued shares. It represents the portion available for unrestricted trade on a regulated stock market.</i>	

Ownership structure and specific rights

In the table below, detail any owners that:

- detain, directly or indirectly, at least 5% in the capital or at least 5% of the voting rights, including through any content, understanding, relationship^[1] or/and intermediary
- have one or more of the following specific rights in relation to their ownership:
 - right to veto a transfer of shares
 - pre-emption rights
 - right to purchase additional shares or investment subject to conditions
 - right to sell shares (only for owners that are not established in eligible countries (i.e. legal entity) or do not have the nationality of one of the eligible countries (i.e. individual) and holding more than 5% of the voting rights).

^[1] This includes voting agreements between shareholders that would together have more than 5% of the voting rights or 5% of the capital.

If the lines below are not sufficient, please submit a separate sheet attached.

Owner name	Country of establishment/ or nationality	How is the ownership/control held		Specific rights attached to shares
		By share [%]	By voting right [%]	

Control

(If the lines provided below are not sufficient, please submit a separate sheet attached.)

Commercial links conferring control

List individuals or legal entities with whom you (or your owners, including intermediate layers until the ultimate owners) have a commercial relationship that confers control by (1) leading to a similar level of control on management and resources as the ownership of shares or assets and (2) having a very long duration, ordinarily without a possibility of early termination for the party granting the contractual rights (e. g. very important long-term supply agreements or credits provided by suppliers/customers, coupled with structural links conferring decisive influence).

Name	Country of establishment/ or nationality	Commercial link type	Indicative amount

Financial links conferring control

List individuals or legal entities (including controlling shareholders/owners) from whom you (or your owners) are financially dependent in a way which leads to control on a de facto basis, especially if coupled with structural links and decisive influence allowing them to obtain veto-rights in strategic business decisions.

Name	Country of establishment/ or nationality	Financial link type	Indicative amount

Other sources of control

Indicate if there is any other mean, process or link ultimately conferring control to another entity (similar level of control on management and resources as the ownership of shares or assets or of commercial or financial links conferring control).

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The Agent certifies that

- the present declaration is true and sincere;
- the information regarding ownership and control is accurate and reliable;
- to the best of their knowledge, there are no other arrangements or coordination between shareholders from ineligible countries that would together exercise control; and
- to the best of their knowledge, there are no other financial or commercial links with ineligible countries or ineligible country entities conferring control.

E) Declaration regarding acting on behalf of third parties

1. The Agent declares and warrants that the Person, in case of acting on behalf of third parties, for example but not limited to an established consortium, or any other type of cooperation, legal association, venture or purchasing group, the conditions as mentioned in A), B), and C) are met by all other third parties, entities, and legal or natural persons being part thereof. The Agent declares that the Person is undertaking appropriate measures to check and safeguard compliance by all third parties with the conditions as mentioned in A), B), and C).
2. PRISMA may at any time request further evidence to prove any statements and declarations made within this the Declaration on Honour. Additionally, and upon request by PRISMA only, any third party must provide a fully filled and signed similar Declaration on Honour or further evidence, otherwise the third party or the entire cooperation can be suspended from the AggregateEU - Platform.

F) Final declarations

1. The Agent declares that the Person is not subject to conflicting interests which may affect its behaviour on the AggregateEU - Platform, and that it accepts the terms and conditions as further provided by the AggregateEU – Platform.
2. The Agent declares that the Person is aware that while participating in the AggregateEU – Platform all applicable EU or national law or regulations must be complied with, especially related but not limited to EU (Reg.) 715/2009, Dir (EC) 73/2009, EU (Reg. 1227/2011), and respective applicable Antitrust regulation.
3. The Agent declares that the Person must immediately inform the contracting authority of any changes in the situations as declared within this Declaration on Honour.
4. The Agent declares that for the purpose of the AggregateEU – Platform data might be exchanged with the Directorate-General for Energy of the European Commission.

Confidentiality Clause

Please note that Article 339 of TFEU requires the Commission, their officials and other servants, even after their duties have ceased, not to disclose information of the kind covered by the obligation of professional secrecy, in particular information about undertakings, their business relations or their components. Furthermore, this information will be exclusively used in the context of the evaluation by DG ENER of the AggregateEU – Platform.

G) Signature

Full name:

Date:

Signature:

The declaration must be signed with qualified electronic signature:

Please note that only the qualified electronic signature (QES) within the meaning of Regulation (EU) No 910/2014 (eIDAS Regulation) will be accepted.

To make sure you use a QES compliant to eIDAS Regulation, you need to check that both the service provider and the qualified certificate generation service used are included in the EU Trusted List Browser.

Before sending back your electronically signed document, please check the signature and validity of the certificate with for instance the following DSS Demonstration validation tool available at (external link outside of responsibility of PRISMA European Capacity Platform GmbH):

<https://ec.europa.eu/cefdigital/DSS/webapp-demo/validation>

The EU Trusted List Browser can be consulted in order to check whether the electronic signature provider and the trust service it provides are part of European Union Trusted List (external link outside of responsibility of PRISMA European Capacity Platform GmbH):

<https://esignature.ec.europa.eu/efda/tl-browser/#/screen/home>