



**STRATEGIC MARKET REPORT AND
ACTIVITY PLAN FOR THE SPANISH
SCIENCE INDUSTRY IN THE U.S.A.**

**BRIEFING/CONTRACTUAL CONDITIONS
CALL FOR BIDS
FROM CONSULTING AGENCIES
NOVEMBER 2023**

**ICEX ESPAÑA EXPORTACIÓN E INVERSIONES, E. P. E.
ECONOMIC AND COMMERCIAL OFFICE OF SPAIN IN CHICAGO**

ICEX SPAIN TRADE AND INVESTMENT, E.P.E. (“ICEX”), in collaboration with the Economic and Commercial Office of Spain in Chicago (“OFECOMES Chicago”), invites specialized consultancy agencies to submit their proposals for a market report and an activity plan to inform ICEX’s Science Industry sector strategy in the USA.

ICEX aims to hire a consulting agency (hereinafter, the Agency) to carry out this market research report, in accordance with the terms and conditions set out below. ICEX is seeking an agency with a proven track record in high technology coverage, strategic planning and in-depth knowledge of advanced research and development organisations.

1.-	Contracting Authority:	ICEX España Exportación e Inversiones, E.P.E. (ICEX Spain Trade and Investment) VAT No. Q2891001F
2.-	Case number:	X020-08-2023
3.-	Scope of the contract:	Selection of a specialised consultant to prepare a strategic market report and an action plan based on the findings for the internationalisation of the Spanish science industry in the USA, focused on fusion technologies and particle accelerators.
4.-	Submission of tenders:	The tender documents must be sent via email EXCLUSIVELY to tenders@icex.es by 23:59pm CET on 22.12.2023.

1. TERMS OF REFERENCE

ICEX, the Spanish agency for the promotion of trade and investment

ICEX (www.icex.es) is a Spanish public body established in 1982 whose main purpose is to promote the internationalisation of the Spanish economy. ICEX is attached to the Ministry of Industry, Trade and Tourism (MINCOTUR) (www.mincotur.gob.es) and is responsible for developing and implementing the Ministry’s international economic policy. However, ICEX is not part of the state administration, and has a degree of operational and budgetary autonomy.

Since its foundation, ICEX has played an important role in the modernisation of the Spanish economy. ICEX’s original mandate was **to promote the export of Spanish products to international markets**, and it has much success, gaining a great deal of experience in the pursuit of this objective. The current catalogue of promotional activities includes: the organization of trade missions, events promoting Spanish produce, aiding the participation of Spanish companies at international trade fairs, and market research and reports, amongst other services.

Furthermore, ICEX has gradually developed other products and services, aimed not only at supporting exporters but also at others involved in the international distribution chain in Spanish products, such as importers, distributors and members of the press.

Thanks to ICEX's success and Spain's increasing integration into the international economy, ICEX's mandate has been extended and updated to also include boosting the competitiveness of Spanish companies, especially SMEs, and attracting direct foreign investment to Spain. Regarding the first of these objectives, ICEX has developed various informative, educational and promotional programmes to improve the tools available for enhancing the competitiveness of SMEs in foreign markets.

It has also been key in the expansion of Spain's direct foreign investment in international markets, coordinating the different policies and types of support provided by public entities in Spain to offer companies a broad range of assistance. With regards to the second objective, ICEX has played an important role in improving the business environment in Spain, analysing and adopting best practices in international trade, and therefore encouraging foreign investors to develop and expand their projects in Spain.

To achieve this mission, ICEX has an extensive network of professionals who specialise in this field. These professionals work at ICEX's headquarters in Madrid, at the 31 Territorial and Provincial Trade Offices based in different Spanish cities and at the 100 Economic and Commercial Offices established in Spain's Embassies and Consulates worldwide.

Industry specific information

The Science Industry sector comprises a range of companies working for organisations involved in the conception, design, construction, use and maintenance of scientific equipment and instruments in all fields, in order to contribute to the advancement of science and technology and the strengthening of technological innovation.

The report, which is the subject of this call for proposals, focuses on two main areas with high potential for Spanish companies and relevant facilities and research traditions in the USA: fusion technologies and particle accelerators.

Today, more than 50% of greenhouse gas (GHG) emissions are related to energy, mainly because fossil fuels meet 80% of current primary energy needs. World energy consumption is expected to increase by more than 40% between 2020 and 2050, so it is necessary to achieve an energy transition that will allow us to alleviate this problem, while minimising the high energy dependence on third countries that has become apparent following the Russian invasion of Ukraine.

Fusion energy is the most promising alternative for a clean, safe, independent and unlimited source of energy. Today, billions are being invested worldwide in the development of fusion technologies.

Particle accelerators were born in the academic field at the beginning of the 20th century, and for many years they enabled the progress of science and the discovery of particles, sub-particles and the laws that govern the universe, and remained in this academic field for many years. However, in the last 50 years, with the development and reduction in cost of associated technologies, these have multiplied almost exponentially and are being applied in many fields, with medicine and industry being two major areas of application and now representing a multi-billion euro market each year.

Technical specifications

ICEX wishes to commission a market report focusing on two industries - fusion technology and the particle accelerator industry - that will assist ICEX in: a) understanding markets, opportunities and trends, b) identifying and assessing stakeholders, and c) making actionable proposals that can be incorporated into its short and medium term strategy with the Spanish Science Industry Strategy.

The report must include the following:

1. A market report on the fusion technology and particle accelerator market in the USA, including
 - Relevant public programmes (national and international), including investment plans and an analytical study of the programme.
 - A review of USA institutions, commercial entities and their facilities, including relevant information on topics such as (budget, key personnel, key activities, structure, planned investments and contributions to international big science facilities, international collaborations - especially with Spanish entities-, etc...) with enough information to assess the potential interest of the facility.
 - Analysis of the main competitors of Spanish companies in the USA, including key company information, list of major projects with facilities in the USA, degree of overlap with Spanish companies...
2. A proposal for an action plan to promote the Spanish science industry, including at least
 - A detailed analysis of the main opportunities arising from planned investments and active programmes.
 - Detailed analysis of the most promising USA institutions identified.
 - Mapping of the capabilities of Spanish stakeholder companies against USA requirements.
 - Facilitation of introductions to prioritised USA players and ecosystem members to initiate engagement to discuss USA-based opportunities.
 - Timeframe and cost of activities where applicable.

Deliverables

The successful agency will be expected to provide ICEX with the following at the end of the contract

- Market Report & Action Plan in PDF format
- Five copies of the report, comb bound.
- Presentation consisting of a maximum of 20 slides in PPT format, containing the main conclusions for each section of the report.

2. PURPOSE OF THE CONTRACT

To engage the services of a specialised consultancy firm to carry out the above market report, focusing on two industries: Fusion Technology and Particle Accelerator Industry.

3. CONTRACT, APPLICABLE LEGISLATION AND JURISDICTION

a. Campaign Contract. Once the successful company has been selected, a contract will be signed between ICEX and the agency (hereinafter referred to as the Contract) which will include copyright and intellectual property clauses, activities to be carried out, payment terms and other details.

b. Applicable legislation. The content of this tender is subject to Spanish legislation. All works shall be governed by the terms of the agreement between the winning agencies and the tender specifications, which shall be incorporated into the same, and in the absence of the above, Spanish legislation shall apply.

In order to resolve any disputes, disagreements, questions or claims that may arise from the execution of the agreement concluded with the winner of this tender, the matter will be submitted to the ordinary courts and tribunals of Madrid (Spain), expressly waiving any other jurisdiction. The language to be used in any dispute will be Spanish.

4. CONTRACT TERM

The contract will be effective from the date of signature until 30th June 2024. A preliminary submission of the report will be required by 15th April 2024. Once the contract expires, it cannot be renewed.

5. CONTRACT BUDGET

The maximum available budget for the preparation of the market report is set at one hundred twenty thousand USD (120,000USD), including the consultancy's fees and any third party costs. The economic proposal will be evaluated on the basis of the price quoted, excluding taxes, which must be clearly and separately identified in the economic proposal.

Under no circumstances may bids exceed the contract budget.

Any offer where the fees (excluding taxes) exceed the base tender budget will be immediately eliminated from this tender.

Bids must include a breakdown of the fees quoted and the applicable taxes.

The estimated total contract value is 120.000 USD.

6. PAYMENT AND INVOICING

a. Contract Amount. The parties are bound only by the content and amount of the contract. The Agency shall not incur any expenditure on behalf of ICEX prior to the date of signature of the relevant contract and without the prior approval of ICEX, represented by the Economic and Commercial Office of Spain in Chicago.

b. Invoices. Invoices shall be submitted to ICEX in USD in accordance with the following schedule:

- A first payment of 30% will be made when the Preliminary Report has been submitted and approved by ICEX.
- A second payment of the balance will be made when the final market report has been submitted and approved by ICEX.

c. Invoice details. All invoices submitted to ICEX must be issued as follows:

ICEX España Exportación e Inversiones, E.P.E.
VAT No.: Q 2891001 F
Paseo de la Castellana, 278
E-28046 Madrid

And must be sent to:

ICEX España Exportación e Inversiones, E.P.E.
Economic and Commercial Office of Spain in Chicago
500 North Michigan Avenue, Suite 1500,
Chicago, IL 60611, United States

The Agency invoice will contain the following elements:

Company letterhead / logo
Address
Date
Invoice number
VAT number
Description of the item/s
Total amount due

d. Assignment of the contract. Assignment of the contract to a third party is not permitted.

7. CONSULTING AGENCY PROFILE AND REQUIREMENTS

a. Agency Profile.

- i. The agency must have the necessary human and material resources to successfully complete the project outlined in this briefing.
- ii. Meetings. The Agency must be able to hold regular and ad hoc meetings with ICEX, represented by the Economic and Commercial Office of Spain in Chicago. These meetings may be held by videoconference if necessary.
- iii. Languages. The report that is the subject of this contract must be submitted in English and/or Spanish. Communication between ICEX and the Agency will be in English or Spanish.

b. Administrative requirements.

I. Project references.

In order to assess the technical capability to carry out the project, the Agency must provide a list of at least three reports with similar characteristics and/or scope carried out within the last five (5) years (counting from the deadline for submission of tenders), their table of contents and the entities for which they were carried out. The references submitted must include the dates and a brief description of the activities carried out.

II. Project Resources.

The agency must demonstrate that it has the necessary resources, both tangible and intangible, to successfully implement the campaign described in this briefing. In order to enable an effective assessment of the capacity to carry out the campaign, the agency must provide details of all technical resources to be deployed and the names of the core team that will be responsible for the project.

The core team must consist of at least three professionals with a university degree:

- A Project Manager: With a minimum of 8 years' experience, including 2 years in the USA within the last 6 years, and a minimum of 2 years' experience in team management. At the start of the

project, the Agency will appoint a Technical Project Manager who must have proven experience and who will be the main point of contact.

- A Senior Consultant: with 5 years' experience, including at least 3 years in a high technology sector within the last 6 years.

- A Junior Consultant: with two years' experience in the USA market and knowledge of high technology sectors.

III. Financial solvency.

All participating companies must submit a solvency report that includes the financial accounts for the **last three financial years**. Financial solvency will be deemed established when the annual turnover, based on the best year of the last three (3) financial years available, and depending also on the date on which the tenderer was incorporated or commenced trading and the date on which the tender was submitted, equals or exceeds 120,000 USD. If it is not possible to prove economic and financial solvency by means of annual turnover, the tenderer may accredit such solvency by providing an undertaking to take out professional risk liability insurance for an amount equal to or greater than 120,000 USD.

c. Non-compliance. Failure to comply with any of the requirements set out in this section will result in the disqualification of the agency concerned. However, ICEX will allow participating agencies to demonstrate compliance with the requirements set out in this briefing by subcontracting to companies that do meet these requirements, by forming joint ventures or by entering into other business cooperation arrangements that enable compliance with the specified solvency conditions to be demonstrated. In this case, agencies must clearly indicate in their tender whether or not they are using any of these options to meet the requirements set out in these specifications and provide documentation that legally demonstrates the scope and commitment of the relationship between the companies involved.

d. Conflicts of interest. The selected firm must guarantee that it will not, during the term of the contract, work in whole or in part for other clients, of whatever nationality, who have interests that may conflict with those of ICEX in this market report.

8. CONTENT OF PROPOSALS

a. Content of the proposal.

Participating agencies must submit a proposal that includes three (3) separate documents.

b. Document 1: Administrative requirements for the agency (in PDF format). All agencies submitting tenders must submit an electronic file in PDF format containing the following documents:

- Letter of acceptance. All participating agencies must provide a letter of acceptance, signed by a legal representative of the company, expressly stating that they accept each and every one of the terms and conditions set out in this briefing, and how they guarantee that they will not incur any conflicts of interest with those of ICEX in this market report.
- Project references. The dossier must include details of projects of a similar size and scope, as specified in Agency requirements.

- **Project resources.** All participating agencies must declare that they meet the minimum technical and professional solvency requirements as specified in Agency requirements. They must not list the team members in this part of document 1. Proposals containing CVs or hyperlinks to external sites such as LinkedIn in Document 1 will not be considered and will be automatically excluded from the call.

The requirements set out in this section are mandatory and companies that do not propose a team that meets all these requirements will be excluded. Whilst the Agency may meet the requirements set out in this briefing through sub-contracting, joint ventures or other business collaborations, the proposal must provide clear details of which functions are to be sub-contracted. ICEX expects all key team members assigned to the contract by the agency to be committed to the campaign for the duration of the contract.

As any change to the key team members allocated at the outset of the project could affect the way in which the project is carried out, ICEX's express prior approval must be obtained for any such changes.

- **Financial solvency.** All participating agencies must provide financial reports for the best of the last three (3) financial years (2022, 2021 and 2020) as indicated in clause 7.D. If the bidder chooses to demonstrate financial solvency by taking out public liability insurance, a commitment to take out professional risk liability insurance for a sum equal to or greater than 120,000 USD must be provided.

Tenderers must clearly state in their tender if they are using any of these options (joint ventures, subcontracting) to meet the requirements and provide documentation that legally demonstrates the extent and seriousness of the relationship. Agencies that do not meet any of the financial solvency criteria will be excluded from the tender and their tenders will not be evaluated.

c. Document 2:

Agency technical proposal (in PDF format). All applicants must submit a detailed proposal, excluding any reference to price, and a work plan in line with the above strategy and objectives. Proposals that include economic details of project fees in this Document 2 will not be considered and will be automatically excluded from the tendering process.

d. Document 3:

- Financial proposal for the tender and other automatic criteria (MS Excel file, converted to PDF format and signed). All tenderers must submit a financial proposal, including a detailed project budget and a breakdown of all costs, in accordance with the table in Annex II (Excel file to be converted to PDF format and then signed) of this invitation to tender.

Where applicable, taxes must be indicated in a separate section of the proposal.

Proposals exceeding the basic tender budget, excluding taxes, as indicated in point 5, will not be considered.

- Professional team: They must provide the curricula vitae (CV's) of each profile in accordance with the model in Annex I (Excel file to be converted into PDF and then signed). They must also provide information on the above the minimum criteria as set out in the table in section 10 of this document in order to be scored,

Proposals that do not include all these three (3) documents will be considered incomplete and will therefore be excluded.

9. PRESENTATION OF PROPOSALS

a. Invitation to tender. ICEX, represented by the Economic and Commercial Office of Spain in Chicago, will send this briefing to various specialised agencies. It will also be published on the Economic and Commercial Office's website (<https://estadosunidos.oficinascomerciales.es>)

b. Submission of proposals. Agencies wishing to take part in the tender process must send the three documents stated in point 8 in digital format to the following e-mail address ONLY: tenders@icex.es, **by 23.59 pm CET on 22.12.2023**. Proposals not submitted by the deadline will automatically be excluded.

i. Electronic files. The bid must be submitted in three separate documents, the contents of which must be as specified in these general conditions. All files must be in digital format only (PDF) and signed. Neither the emails nor the individual files sent as attachments may exceed 4 MB in size. For larger files, participating agencies must use a pre-vetted file transfer service (e.g. WeTransfer, Dropbox or similar). They will be opened one at a time.

ii. Costs. All costs incurred by participating companies in the preparation of proposals, submissions and tenders shall be borne by the companies themselves. The submission of a tender will not give rise to the payment of any fee or the reimbursement of any expense by ICEX.

iii. Language. Proposals must be written and submitted in English or Spanish.

c. Amendments to Proposals. Once a proposal has been submitted, ICEX will not accept the submission of amendments, additions or corrections unless such amendments, additions or corrections are in response to a clarification requested by ICEX.

d. Clarification of proposals. ICEX may invite participating agencies that comply with the administrative requirements of this tender document to clarify specific aspects of their technical or financial proposals. This must be done in writing.

e. Conformity of proposals. All companies submitting a proposal should be aware that ICEX's Contracting Department will review the documentation submitted by each agency to ensure compliance with all the requirements set out in (Document 1. Failure to comply with any of the requirements set out in Document 1 will result in the disqualification of the agency in question.

f. Evaluation of proposals. Document 1 (Administrative Requirements) will be opened and evaluated first by ICEX's Contracting Department. Once it has been verified that the participating agency complies with all the requirements set out in these specifications in this briefing, Document 2 (Technical Proposal) will be opened, evaluated and assigned a score. Finally, Document 3 (Financial Proposal and Team assigned to the project) will be opened, evaluated and assigned a score. Therefore, the price (fees) contained in the financial proposal will not be known until this final stage.

g. Selection of the company to be awarded the contract. A decision will be taken as soon as possible after the published deadline for the submission of proposals. All participating companies will be notified of the decision by e-mail, and that decision will be published on the Economic and Commercial Office of Spain in Chicago's website, to enable the successful company to commence work as soon as possible.

h. Contact persons. Queries regarding this tender must only be addressed in writing, by emailing tenders@icex.es by 23.59 pm CET on 18.12.2023. In the interest of fairness, questions posed by participating companies, as well as the answers provided by ICEX, may be shared with all other participating companies. ICEX will not be able to answer questions formulated after the above deadline.

10. EVALUATION CRITERIA

The bids will be assessed according to the following criteria:

CRITERIA	MAXIMUM POINTS
I. Financial proposal (Document 3)	30
- The company that submits the lowest price will receive the highest score, and all other scores will be awarded proportionally.	30
II. Professional team assigned to the Project (Document 3)	20
Years of experience over and above the minimum required will be taken into account. Specifically	
- Project Manager: more than the minimum of 2 years experience in the USA (within the last 6 years). 2.5 points for each additional year, up to a maximum of 10 points.	10
- Senior Consultant: with more than the minimum 3 years of research experience in the science industry or high technology sectors (within the last 6 years). 2 points per additional year, up to a maximum of 6 points.	6
- Junior Consultant: with more than the minimum of 2 years of research experience in the science industry or high technology sectors (within the last 6 years). 2 points for each additional year, up to a maximum of 4 points.	4
III. Technical proposal (Document 2)	50
- ICEX will assess the quality of the project by awarding points to each of the components within the Technical Proposal as described below.	
- Technical Proposals that do not receive at least 20 points for Component III.1..	
III.1. Technical proposal: Methodology and market report approach	40
ICEX will award points as follows:	
- The extent to which the proposed Index report meets the content required in the Technical Specifications (max. 15 points).	15
- The extent to which the proposed methodology and timetable is realistic, clear and includes all the elements necessary to successfully achieve our objectives. (Max. 15 points)	15

- The extent to which the market analysis can provide a coherent action plan for the Spanish industry. (Max. 10 points)	10
III.2. Technical proposal: Innovations and improvements	10
ICEX will evaluate the innovations or improvements contained in the Technical Proposal, awarding a maximum of ten (10) points. Specifically: - ICEX will evaluate those elements of the proposal that represent a significant innovation or improvement in the design or implementation of the project that will enable the objectives of the Market Report to be achieved more effectively. (Max. 5 points) - The cost of any innovation or improvement must be included in the proposed budget and must not involve additional costs.	10
TOTAL	100

ICEX will access Technical Proposal responses as follows:

0% of maximum score	Non-compliant. The proposal does not meet the basic requirements and/or lacks basic information or details that would allow it to be properly evaluated.
50% of maximum score	Partially compliant. The proposal indicates that the agency meets some but not all of the requirements and/or does not provide sufficient information or detail on how it will do so.
75% of maximum score	Fully compliant. The proposal states that the agency meets all the requirements laid down and provides the necessary information and details on how it will do so.
100% of maximum score	Goes beyond the requirements. The proposal demonstrates the agency's ability to meet all the requirements, provides detailed information on how it will do so, and excels in presenting actions or approaches that add value.

- Abnormally low bids. Financial proposals will be evaluated to determine whether they can be considered disproportionate or abnormal. Bids are considered to be abnormally low if (a) they are 20% lower than the maximum allowable budget if there are fewer than three bidders, or (b) they are 10% lower than the average of all bids submitted if there are three or more bidders, the highest price not being included in the calculation of the average. If a bid is considered to be abnormally low, the participating company will be asked to justify its bid and terms within three (3) working days of receipt of ICEX's notification. On receipt of the request or after the expiry of this period, ICEX will decide, if necessary after seeking technical advice, whether or not the bid is abnormal and may exclude it accordingly.

- Tie-breaking criteria. In the event of a tie in the points obtained by two or more tenders, this will be resolved by applying the social criteria indicated below, and in the order specified. These will apply to staff working for the agency at the time of the deadline for the submission of proposals. The documentation supporting the tie-breaking criteria referred to in this clause must only be provided if a tie occurs, and not beforehand.

- o Highest percentage of workers with disabilities or who are in a situation of social exclusion in the workforce of each of the tied companies, with priority given, if the percentages are equal, to the company with the highest number of permanent workers with disabilities, or the highest number of socially excluded workers.
- o Lowest percentage of temporary contracts within the workforce of each of the tied companies.
- o Highest percentage of women employed by each of the tied companies.
- o If it is not possible to break the tie using the above criteria, lots will be drawn.

11. HIRING AWARD COMMITTEE

Members of the Hiring Award Committee:

Chair	José María Blasco	Head of the Infrastructure, Health and ICT Department ICEX SPAIN TRADE & INVESTMENT
Substitute	Diana Vázquez	Head of Transport and Cities Department ICEX SPAIN TRADE & INVESTMENT
Member	Beatriz Sabuco	Deputy Director of the ECONOMIC AND COMMERCIAL OFFICE OF SPAIN IN CHICAGO
Substitute	Fernando Galilea	Area Manager for Science Industry ICEX SPAIN TRADE & INVESTMENT
Member	Pedro Patiño	Head of the Contracting Department ICEX SPAIN TRADE & INVESTMENT
Substitute	Isabel Arias	Member of the Contracting Department ICEX SPAIN TRADE & INVESTMENT

The Hiring Award Committee reserves the right to seek the expert advice of Erik Fernandez, Director General of the Spanish Science Industry Association (INEUSTAR), as a prominent expert on the internationalization of the Spanish science industry, in order to evaluate the technical proposals.

12. OBLIGATION

The Agency's point of contact for project management will be the Economic and Commercial Office of Spain in Chicago. With regard to invoicing, particular attention must be paid to the aspects set out in point 6, following the guidelines established by ICEX and complying with the conditions laid down in the contract.

a. Technical quality. The Agency shall be responsible for the technical quality of the work and services performed under this Contract. The Agency will also be responsible for the consequences of any errors, omissions, inappropriate methodology or incorrect conclusions in

the performance of the contract which may affect ICEX or third parties. In particular, the Consultant will be responsible for

- Ensuring that both the delivery and the results of the contracted work meet ICEX's quality specifications.
- Meeting any deadlines agreed with ICEX.
- Any omissions, errors, erroneous conclusions or inappropriate methodology during the term of this contract.
- The staff forming part of the project team appointed to carry out the work specified in the contract. The Agency shall be solely responsible for the conduct and work of the team working on the contract.
- The processing of the information and data made available to it.

b. Outline and preliminary reports. The Agency shall provide ICEX with an outline report by 30th June 2024 (estimated) and a preliminary report by 15th April 2024 (estimated), approximately half way through the project.

c. Final report. At the end of the campaign, the Agency shall also submit a final report, which shall include the following (i) the market report in PDF format; (ii) 5 copies of the market report in comb-bound format; (iii) a presentation of a maximum of 20 slides in PPT format drawing the main conclusions from each section of the report. The final report must be submitted within six (6) months after the signature of the contract. In addition, as stated in 1.b, the Project Manager will be required to attend an event (videoconference or in person) organised by ICEX to present the results of the report to an audience of science industry professionals (date to be decided).

d. Copyright and information rights. The intellectual and industrial property rights to the work carried out by the Agency, as well as to all the information gathered by the Agency on behalf of ICEX in relation to this contract will be owned by ICEX upon payment of all consultancy fees and any relevant expenses agreed herein, and no additional fee will be paid. Such rights will be global and valid for the maximum period of copyright protection for all types of files, in any format or language, and with all the effects determined by law.

e. Confidentiality. The Agency accepts the obligation to maintain professional secrecy regarding the information and documentation provided by ICEX for the performance of the services. This obligation will remain in force both during and after completion of the activities covered by the contract, until such time as said information enters the public domain or for any other legitimate reason ceases to be confidential. This clause does not apply to information which (i) is in the public domain, (ii) is already known to the party receiving it, (iii) is disclosed pursuant to a court order or legal obligation.

- The Agency will only grant access to confidential information to those persons who require access to it in order to carry out the activities and services foreseen in the contract. The Agency will be responsible for ensuring compliance with the confidentiality obligations by its staff and by persons or entities working in collaboration with the Agency or subcontracted by the Agency.
- The Agency also undertakes not to use confidential information belonging to ICEX and to which it has access for its own or private purposes or for any other purposes.
- Failure to comply with the above obligations will entitle ICEX to institute civil or even criminal proceedings against the Agency for any liability it may incur.

13. CANCELATIONS

ICEX reserves the right to terminate the contract unilaterally if the Agency fails to perform the services in accordance with ICEX's instructions, fails to meet any of the Agency's deadlines or otherwise fails to perform its obligations under the contract. This shall be without prejudice to any further claims for damages.

14. APPLICABLE LEGISLATION

The services shall be governed by the terms of the contract entered into by the successful tenderer and by this briefing document, which will be incorporated herein. Failing this, Spanish legislation will prevail.

15. JURISDICTION

In order to resolve any disputes, disagreements, questions or claims that may arise from the execution of the contract signed with the winner of this tender, the matter will be subject to the ordinary jurisdiction.

The parties expressly submit to the jurisdiction of the Courts and Tribunals of the City of Madrid, waiving any other jurisdiction that may be applicable.

16. ORGANISATIONS

- a. ICEX España Exportación e Inversiones, E.P.E. is a public business entity attached to the Spanish Ministry of Industry, Trade and Tourism is represented in the USA by the Economic and Commercial Office of Spain in Chicago. ICEX's mission is to promote Spanish exports, support the international expansion of Spanish companies and promote foreign investment in Spain.
- b. The Economic and Commercial Office of Spain in Chicago is responsible for promoting trade and investment between Spain and the USA within its sphere of competence.

Chicago, on the date included in the signature

ICEX Board of Directors
By Delegation (Resolution dated 30 September 2021) Official State Bulletin (BOE)
of 11 October 2021

María Jesús Fernández
Trade Commissioner of the Economic and Commercial Office of Spain in Chicago