

TENDER DOCUMENTATION

I. GENERAL INFORMATION

The subject of the purchase: services for the mandatory audit of the financial statements of the "State Export-Import Bank of Ukraine" Joint-Stock Company for the years 2023, 2024 and 2025.

Period of provision of services: services are provided immediately after conclusion of agreement for 2023, from 01.11.2024 and from 01.11.2025, respectively.

The deadline for the formation of an auditor's opinion: Reports of an independent auditor, a Report on the requirements of other legislative and regulatory acts (hereinafter - Reports) under the contract for the provision of services must be provided to the Bank by 1 April 2024, 15 March 2025 and 15 March 2026, respectively.

BANK DETAILS:

Name: "State Export-Import Bank of Ukraine" Joint Stock Company

Mailing address: 127 Antonovycha street, Kyiv, Ukraine, 03150

Phone: 0-800-50-44-50

Email: bank@eximb.com

CONTACTS:

Authorized person of the Audit Committee: Oksana Mykhailivna Karlash

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Mailing address for submitting the offers: 127 Antonovycha street, Kyiv, Ukraine, 03150

The competition is carried out in accordance with the requirements of the legislation and the Procedure for conducting a competition for the selection of subjects of audit activity who can be appointed to provide services for the mandatory audit of financial statements of the "State Export-Import Bank of Ukraine" Joint-Stock Company, approved by the decision of the Supervisory Board of the "State Export-Import Bank of Ukraine" Joint-Stock Company from June 17-19, 2021 (Minutes No. 12) (hereinafter – the Competition Procedure).

The competition shall be held in two stages and provides for the submission of qualifying offers at the first stage of the competition and price offers at the second stage of the competition.

You can familiarize yourself with the procedure for conducting the competition at the link specified in the informational announcement about the competition.

II. TASKS REGARDING MANDATORY AUDIT OF FINANCIAL REPORTING SERVICES

Under the task of “UKREXIMBANK” JSC (hereinafter – the Bank), the Participant undertakes to conduct an audit of the Bank's financial statements for the years ending on December 31, 2023, December 31, 2024 and December 31, 2025, in accordance with the requirements of the current legislation of Ukraine and regulatory acts of the National Bank of Ukraine, the National Commission for Securities and the Stock Market, as well as in accordance with the requirements of the International Standards of Quality Control, Audit, Review, Other Assurance and Related Services (hereinafter – the Standards, ISA), taking into account the requirements of the Laws of Ukraine "On the audit of financial statements and audit activity" (hereinafter - the Law on Audit, the Audit Law), "On Banks and Banking Activity" and other legislation.

The object of the audit is the annual financial statements, consolidated financial statements and other information on the financial and economic activities of the Bank, compiled and submitted by the bank to the National Bank in accordance with the requirements of the legislation of Ukraine, normative legal acts of the National Bank on the supervision and regulation of banking activities and is subject to publication in accordance with the procedure established by the legislation of Ukraine (hereinafter – the financial statements). The financial statements are checked by the auditing firm in order for it to express its opinion that the financial statements/consolidated financial statements of the Bank reflect (or do not reflect) reliably, in all material aspects, the financial condition of the Bank in accordance with international financial reporting standards.

Scope of services : provision of audit services in accordance with the main task of mandatory audit of the Bank's financial statements for 2023, 2024 and 2025, which consists of:

1. Audit of separate annual and consolidated annual financial statements of the Bank as of December 31 of 2023 financial year and for the year will be ended the given date, concluded in accordance with the International Financial Reporting Standards.
2. Audit of separate annual and consolidated annual financial statements of the Bank as of December 31 of 2024 financial year and for the year will be ended the given date, concluded in accordance with the International Financial Reporting Standards.
3. Audit of separate annual and consolidated annual financial statements of the Bank as of December 31 of 2025 financial year and for the year will be ended the given date, concluded in accordance with the International Financial Reporting Standards.
4. Audit of additional information regarding the requirements of other legislative and regulatory acts in accordance with the requirements of the Regulation on the procedure for submission audit report based on the results of the annual audit of financial statements to the National Bank of Ukraine by the bank” approved by the Resolution of the Board of the National Bank of Ukraine № 90 dated 02.08.2018, for the relevant financial year.
5. Audit of information and expression of opinion on the information included in the Management Report (Corporate Governance Report) in accordance with the requirements of the Law of Ukraine “On Securities and Stock Market” for the relevant financial year.

Additional volume of audit services to the main task:

6. additional audit services, not related to the mandatory audit of financial statements (hereinafter – the additional audit services), regarding the preparation of reports on the audit of financial statements of special projects of an international financial organization:

- 6.1. services for the audit of financial statements of "Ukreximbank" JSC in certain areas of activity, namely: conducting an audit of the use of funds within the framework of the Access to Long-Term Financing Project ("LFTP") as of December 31, 2023 and for the year ending on that date, as well as cumulatively from the date of entry into force of the Loan Agreement No. 8727-UA dated June 26, 2017.
- 6.2. audit services of financial statements of "Ukreximbank" JSC in separate areas of activity, namely: conducting an audit of the use of funds within the framework of Additional financing for combating COVID-19 within the framework of the Access to Long-Term Financing Project ("AF for LFTP") as of December 31, 2023 and for the year that ended on the specified date, as well as cumulatively from the date of entry into force of the Loan Agreement No. 9254-UA dated 06.07.2021.
7. additional audit services, the need for which may arise in the period 2023-2025:
 - 7.1. services for the audit of financial statements of "Ukreximbank" JSC in separate areas of activity, based on the decision to enter into a loan agreement with the International Bank for Reconstruction and Development within the framework of the implementation of a joint project as of December 31, 2024 and/or December 31, 2025, adopted by the authorized body Bank.
 - 7.2. services for the review (audit) of the interim consolidated financial statements of the Bank as of June 30, 2024 and/or June 30, 2025.
 - 7.3. services for the review of the interim consolidated financial statements of the Bank, which will be ordered on the basis of the decision of the Bank's authorized body to raise funds through the issuance of Eurobonds on international capital markets, which will provide for the auditor's review of the Bank's interim financial statements for the period specified in such a decision.
 - 7.4. professional services for carrying out the procedures necessary for the provision of a letter of comfort and other confirmations (on the basis of the annual consolidated financial statements as of the last reporting period from the date of implementation by the Bank of transactions involving raising funds through the issuance of Eurobonds on international capital markets and, if necessary, interim consolidated financial statements reporting for the period determined by the authorized body of the Bank when making a decision related to the relevant raising of funds) for the Lead Managers of transactions involving raising of funds by the Bank through the issuance of Eurobonds on international capital markets, as well as the processing of other documentation, which will be drawn up in relation to of this issue.

The audit of the Bank's financial statements is carried out in accordance with the Standards and taking into account the requirements established by the National Bank.

Moreover, the audit firm must express an opinion on the information specified in clauses 5-9 of part 3 of article 127 of the Law of Ukraine "On Capital Markets and Organized Commodity Markets", as well as verify the information specified in clauses 1-4 of part 3 of article 127 of the Law of Ukraine "On Capital Markets and Organized Commodity Markets".

The audit report submitted by the Bank to the National Bank, in addition to the information to be included in accordance with the third and fourth parts of Article 14 of the Audit Law, in accordance with the requirements of the Standards, must contain:

- 1) information on key audit issues (those that, in the auditor's professional judgment, were significant during the audit of financial statements, may contain risks of significant distortion and lead to its adjustment);
- 2) description of other information [financial or non-financial information (except for financial statements and the auditor's report on them), which is included in the bank's annual report].

The auditor's report must also contain information (assessment) set out in accordance with the requirements of the Standards in a separate section of the auditor's report under the heading "Report on the requirements of other legislative and regulatory acts" after the section "Report on the audit of financial statements", regarding:

- 1) compliance (reliability of display) of data on the distribution of the bank's assets and liabilities by maturity in the file with statistical reporting indicators A7X "Data on the structure of assets and liabilities by maturity", compiled by the bank for submission to the National Bank, as of 1 January of the year following the reporting year;
- 2) compliance by the Bank with the requirements established by the normative legal acts of the National Bank on the following issues:
 - internal control;
 - internal audit;
 - determining the amount of credit risk for active banking transactions;
 - recognition of persons related to the bank and carrying out operations with them;
 - adequacy of the bank's capital, which must be determined taking into account the quality of the bank's assets;
 - accounting.

III. INFORMATION ABOUT BUSINESS ACTIVITIES OF ENTERPRISES THAT ARE OF PUBLIC INTEREST

Financial statements and other public information of the Bank are available on the website (<https://www.eximb.com>) in the "About the Bank" section.

Additional information about the Bank's activities can be provided if necessary and in accordance with the request of the tender participant.

IV. INFORMATION AND DOCUMENTS CONFIRMING THE PARTICIPANT'S COMPLIANCE WITH THE QUALIFICATION REQUIREMENTS THAT MUST BE PROVIDED BY THE PARTICIPANT IN THE QUALIFICATION OFFER

1. Application for participation in the Competition;
2. Basic information about the subject of audit activity (registration information, types of activities, officials, address, contact phone number, e-mail, etc.);
3. Confirmation of the availability of licenses, certificates provided for by the legislation of Ukraine and their validity period;
4. Information and/or documents confirming the participant's compliance with the qualification requirements valid during the competition, and other documents confirming the participant's compliance with the Customer's requirements:
 - 4.1. A certificate in an arbitrary form on the presence of employees, with a list and indication of their full names, positions and work experience, who are directly involved in the provision of audit services and work under full-time conditions and with whom an employment contract has been concluded in the competing auditing firm;
 - 4.2. A certificate in an arbitrary form about the presence of employees, with a list and indication of their full names and positions, the date and number (if any) of the employment contract, and the date and number of the auditor's certificate, who work on full-time terms and with whom the contract was concluded, as well as which have a certificate that determines their

- qualification for auditing in the territory of Ukraine, valid at the time of opening of offers, in the competing auditing firm;
- 4.3. A certificate in an arbitrary form about the certificates issued by the authorized body to the above-mentioned employees, which determines their qualification to engage in audit activities on the territory of Ukraine;
 - 4.4. A certificate in an arbitrary form about the presence of employees in the competing auditing firm, with a list and indication of their full names and positions, who have one of the documents certifying completion of the full certification program, issued by one of the organizations that are members of the International Federation of Accountants, confirming high level of knowledge of international financial reporting standards;
 - 4.5. Information about the certificates or diplomas valid at the time of opening of the offers, of the above-mentioned employees, certifying completion of the full certification program of these employees of the audit firm, issued by one of the organizations that are members of the International Federation of Accountants;
 - 4.6. Certificate of the participant in an arbitrary form, containing information about the availability of the participant-auditing firm of the experience of providing audit services to banks, in particular, the performance of AT LEAST 5 (five) tasks on the audit of financial statements during the last three years, indicating: the name of the customer and its code in EDRPOU;
 - 4.7. The certificate of the participant in a voluntary form, which contains information about the participant's compliance with the requirements of the Resolution of the Cabinet of Ministers of Ukraine No. 859 dated October 2, 2019 "On the selection criteria of the external auditor of state-owned banks".
5. Information of the Audit Chamber of Ukraine (ACU), valid during the period of the competition, on the inclusion of the Participant in:
 - 5.1. Register of subjects of audit activity;
 - 5.2. Register of subjects of audit activities, which have the right to conduct mandatory audits of financial statements of enterprises of public interest.
 6. Information on the Certificate of compliance of the quality control system of audit services (certifies the compliance of the quality control system of audit services with the requirements of the Regulation on the national practice of quality control of audit services 1 "Organization by audit firms and auditors of the system of quality control of audit services", approved by the decision of the ACU dated 27.09.2007 No. 182/4), issued by the Audit Chamber of Ukraine and valid at the time of opening of offers.
 7. A certificate in an arbitrary form that the participant-auditing firm has a third-party liability insurance contract valid at the time of submission of proposals. The certificate must contain information on the name of the Insurer, the contract number, the term of the contract, the Sum Insured, the contact persons and the contact number of the Insurer;
 8. Information that contains information about the participant's compliance with the requirements of the Resolution of the Cabinet of Ministers of Ukraine No. 859 dated October 2, 2019 "On the criteria for selecting an external auditor of state-owned banks".
 9. Presentation (in Ukrainian and English).

V. BASIC TERMS OF THE AGREEMENT

Payment for Services

For the provision of the Auditor's Services, the Customer pays a fee for the Services provided (hereinafter -- the remuneration). The amount of remuneration also includes the cost of using special technical means necessary for the Auditor to provide the Services. To the extent that it is established

by Ukrainian legislation, the remuneration due to the Auditor for the provision of Services is subject to VAT, the amount of which is added to the amount of remuneration.

VI. PAYMENT SCHEDULE

	advance payment	intermediate payment	final calculation	
<i>Services for mandatory audit of financial statements for 2023 and 2024</i>	20%	40%	30%	10%
Conditions	<i>from the cost of services - after concluding the contract within 5 (five) working days from the date of invoicing</i>	<i>after the start of preliminary audit procedures within 10 (ten) working days from the date of invoicing</i>	<i>after providing draft Reports within 5 (five) working days from the date of invoicing</i>	<i>after the submission of Reports and the signing by the parties of the Act of Delivery and Acceptance of Services within 5 (five) working days from the date of invoicing</i>
<i>Additional volume of audit services to the main task</i>	20%		80%	
Conditions	<i>after the start of preliminary audit procedures within 10 (ten) working days from the date of invoicing</i>		<i>after the submission of Reports and the signing by the parties of the Act of Delivery and Acceptance of Services within 5 (five) working days from the date of invoicing</i>	

VII. CANCELLATION OF THE COMPETITION

1.1 The competition can be canceled at any stage or recognized as not taking place, with such grounds:

- 1.1.1. absence of further need to hold the competition;
- 1.1.2. detection of the fact of collusion between the participants of the competition with the aim of influencing the results of the competition;
- 1.1.3. rejection of all received qualification proposals at the first stage of the competition;
- 1.1.4. receiving less than two qualifying offers at the first stage of the competition.