

Framework Schedule 6 (Order Form Template and Call-Off Schedules)

Order Form

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| CALL-OFF REFERENCE: | CR_1913 |
| THE BUYER: | UK Export Finance |
| BUYER ADDRESS | 1 Horse Guards Road, London SW1A 2HQ |
| THE SUPPLIER: | Hogan Lovells International LLP |
| SUPPLIER ADDRESS: | Atlantic House, Holborn Viaduct, London EC1A 2FG |
| REGISTRATION NUMBER: | OC 323639 |
| DUNS NUMBER: | N/A |
| SID4GOV ID: | N/A |

APPLICABLE FRAMEWORK CONTRACT

This Order Form is for the provision of the Call-Off Deliverables and 24/06/2022.
It's issued under the Framework Contract with the reference number Legal Services Panel RM6179 for the provision of legal advice and services.

CALL-OFF LOT(S):
Lot 2 – Finance and Complex Legal Services

CALL-OFF INCORPORATED TERMS

The following documents are incorporated into this Call-Off Contract. Where numbers are missing we are not using those schedules. If the documents conflict, the following order of precedence applies:

1. This Order Form including the Call-Off Special Terms and Call-Off Special Schedules.
2. Joint Schedule 1(Definitions and Interpretation) RM6179
3. Framework Special Terms
4. The following Schedules in equal order of precedence:
 - Joint Schedules for RM6179
 - Joint Schedule 2 (Variation Form)
 - Joint Schedule 3 (Insurance Requirements)
 - Joint Schedule 4 (Commercially Sensitive Information)
 - Joint Schedule 10 (Rectification Plan)
 - Joint Schedule 11 (Processing Data)
 - Call-Off Schedules for **CR_1913**
 - Call-Off Schedule 1 (Transparency Reports)
 - Call-Off Schedule 2 (Staff Transfer)
 - Call-Off Schedule 3 (Continuous Improvement)
 - Call-Off Schedule 24 (Special Schedule)
5. CCS Core Terms (version 3.0.11)
6. Joint Schedule 5 (Corporate Social Responsibility) RM6179

No other Supplier terms are part of the Call-Off Contract. That includes any terms written on the back of, added to this Order Form, or presented at the time of delivery.

CALL-OFF SPECIAL TERMS

None

CALL-OFF START DATE: 9 May 2022

CALL-OFF EXPIRY DATE: 9 August 2022

CALL-OFF INITIAL PERIOD: 3 months

CALL-OFF DELIVERABLES

Advice with dealing with GEF NBFi lenders who request consent from UKEF under the NBFi GEF Master Guarantee Agreement ("MGA") to grant security over their assets to their funders.

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Deliverables are expected to be :

1. urgent legal advice for UKEF to identify risks association with giving consent to NBFIs lenders granting security over any UKEF covered loans and how to mitigate such risks including for eg by taking security over assets of the NBFIs lenders and entering into intercreditor arrangements with their funders
2. drafting and negotiation any document (including security and intercreditor documentation) to be entered into between UKEF and relevant parties which protect UKEF's position in relation to its covered loans. Documentation (subject to further advice) are expected to be :
 - (a) heads of terms
 - (b) consent request from NBFIs if necessary
 - (c) UKEF's consent if necessary
 - (d) UKEF's debenture over assets of NBFIs
 - (e) intercreditor agreement with NBFIs and funders

MANAGEMENT OF CONFLICT OF INTEREST

Not applicable

CONFIDENTIALITY

Standard client confidentiality to apply

IPR

Clause 9 (IPRs)

MAXIMUM LIABILITY

The limitation of liability for this Call-Off Contract is stated in Clause 11.2 of the Core Terms, and as amended by the Framework Special Terms.

CALL-OFF CHARGES

£45,000 plus VAT (estimate) on Hourly Rates

REIMBURSABLE EXPENSES

Not payable

DISBURSEMENTS

Disbursements shall only be payable where the Buyer has authorised that the Disbursements may be incurred in advance

ADDITIONAL TRAINING CHARGE

Not applicable

SECONDMENT CHARGE

Not applicable

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PAYMENT METHOD

Direct payments should be sent to
Barclays Bank PLC, 1 Churchill Place, London, E14 5HP
Account Name: Hogan Lovells International LLP
Account No: [Redacted]
IBAN: [Redacted]
Sort Code: [Redacted] SWIFT code: [Redacted]

BUYER'S INVOICING ADDRESS:

[Redacted]
UK Export Finance
1 Horse Guards Road
London SW1 2HQ

BUYER'S AUTHORISED REPRESENTATIVE

[Redacted]/[Redacted]
Co-Head of Legal/Legal Adviser
[Redacted]/ [Redacted]
UK Export Finance, 1 Horse Guards Road, London SW1A 2HQ

BUYER'S ENVIRONMENTAL POLICY

[UK Export Finance: Environmental, Social and Human Rights policy - GOV.UK](https://www.gov.uk/government/policies/uk-export-finance-environmental-social-and-human-rights-policy)
(www.gov.uk)

BUYER'S SECURITY POLICY

[Cyber Essentials Scheme: overview - GOV.UK](https://www.gov.uk/government/policies/cyber-essentials-scheme) (www.gov.uk)

[Security policy framework - GOV.UK](https://www.gov.uk/government/policies/security-policy-framework) (www.gov.uk)

BUYER'S ICT POLICY

As above security policy

SUPPLIER'S AUTHORISED REPRESENTATIVE

[Redacted]
Partner
[Redacted]
Atlantic House, Holborn Viaduct
London EC1A 2FG

SUPPLIER'S CONTRACT MANAGER

[Redacted]
PA
[Redacted]
Atlantic House, Holborn Viaduct
London EC1A 2FG

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PROGRESS REPORT

Not applicable

PROGRESS REPORT FREQUENCY

Not applicable

PROGRESS MEETINGS AND PROGRESS MEETING FREQUENCY

Not applicable

KEY STAFF

Not applicable

KEY SUBCONTRACTOR(S)

Not applicable

COMMERCIALLY SENSITIVE INFORMATION

Not applicable

SERVICE CREDITS

Not applicable

ADDITIONAL INSURANCES

Lot 2 Suppliers are required to have £100m Professional Indemnity Insurance under Joint Schedule 3.

GUARANTEE

Not applicable

SOCIAL VALUE COMMITMENT

As per the Framework Agreement

| For and on behalf of the Supplier: | | For and on behalf of the Buyer: | |
|------------------------------------|------------|---------------------------------|---------------------------|
| Signature: | [Redacted] | Signature: | [Redacted] |
| Name: | [Redacted] | Name: | [Redacted] |
| Role: | Partner | Role: | Co-Head of Legal Division |
| Date: | 27/06/2022 | Date: | 27/06/2022 |

