

# MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding ("Memorandum") is made on \_\_\_ August 2018 by and between INA – Industrija nafte d.d. ("INA") and JANAF d.d. ("JANAF") (together referred to as the "Parties"), in the presence of the Minister of Environment and Energy, for the purpose of maintaining safe and uninterrupted INA's crude oil production and, guided by the importance of environment protection of the Adriatic Sea, stable operations and increased capacity of Omišalj – Urinj subsea pipeline.

WHEREAS INA and JANAF are willing to enter into this Memorandum between them as Parties, setting out the working arrangements that each of the Parties agree are necessary to achieve the above set of objectives.

WHEREAS the Parties acknowledge that, related to the subject matter of this Memorandum, yet no contractual relationship is created between them, but agree to work together in the true spirit of partnership to demonstrate financial, administrative and managerial commitment to the projects as stipulated in the following sections.

AND WHEREAS the Minister, as a witness of this Memorandum, acknowledges the importance of set objectives by the Parties.

## **TWO WAY CONNECTION BETWEEN JANAF SISAK TERMINAL AND SISAK REFINERY**

In order to ensure safe and uninterrupted crude oil production, there is a requirement on INA side for JANAF Sisak Terminal to be able to receive crude into their tanks from the Sisak Refinery direction. This would allow Sisak Refinery and INA upstream firm access to additional storage space in JANAF Sisak Terminal and, therefore, better optimization of internally available storage space. INA and JANAF shall conclude an agreement on crude oil transport along with market conditions latest by the time when JANAF is technically capable to receive crude oil at their Sisak Terminal and obtains all necessary permits.

The Parties shall make their best effort to explore the possibility of storing crude oil in JANAF's Sisak Terminal on commercial basis.

# MEMORANDUM O RAZUMIJEVANJU

Ovaj Memorandum o razumijevanju (u daljnjem tekstu: "Memorandum") zaključuje se \_\_\_ kolovoza 2018. između INA – Industrija nafte d.d. ("INA") i JANAF d.d. ("JANAF") (zajednički u daljnjem tekstu „Strane”), u nazočnosti ministra zaštite okoliša i energetike, u svrhu održavanja sigurne i neprekinute INA-ine proizvodnje nafte te, obzirom na važnost zaštite okoliša Jadranskog mora, stabilnog rada i povećanog kapaciteta podmorskog naftovoda Omišalj – Urinj.

Budući da su INA i JANAF kao Strane spremni međusobno potpisati ovaj Memorandum, potrebno je, radi postizanja gore navedenih ciljeva, definirati radne okvire s kojima su sve Strane suglasne.

Budući da Strane potvrđuju kako među njima, u odnosu na predmet ovog Memoranduma, zasad ne postoji ugovorni odnos, ali su suglasne da će raditi zajedno u duhu partnerstva kako bi iskazale financijsku, administrativnu te upravljačku obavezu prema projektima kako je definirano u nadolazećem tekstu.

I budući da ministar, nazočeći ovom Memorandumu, priznaje važnost postavljenih ciljeva od strane Strana.

## **DVOSMJERNI TOK IZMEĐU JANAF-ovog TERMINALA SISAK I RAFINERIJE NAFTE SISAK**

Kako bi se osigurala sigurna i neprekinuta proizvodnja nafte INA je iskazala potrebu da JANAF-ov Terminal Sisak bude u mogućnosti u svoje spremnike zaprimiti naftu iz smjera Rafinerije nafte Sisak. Time bi se Rafineriji nafte Sisak i INA-inom Istraživanju i proizvodnji nafte omogućio stalan pristup dodatnom skladišnom prostoru na JANAF-ovom Terminalu Sisak i slijedno tome bolja optimizacija interno raspoloživih skladišnih prostora. INA i JANAF će zaključiti sporazum o transportu nafte uz tržišne uvjete najkasnije kada JANAF bude tehnički u mogućnosti zaprimiti naftu na svoj Terminal u Sisku i ishoditi sve potrebne dozvole.

Strane će nastojati istražiti mogućnost skladištenja nafte u JANAF-ovom Terminalu Sisak na komercijalnoj osnovi.

INA, as member of MOL Group, shall invest its best efforts to enhance the volumes of transported crude oil from the JANAF Omišalj Terminal towards Hungary and the Slovak Republic, especially to MOL Group Refineries.

In order to enable crude oil receipt from Sisak Refinery to their Sisak Terminal, JANAF intends to make the following actions:

- Select the contractor,
- Procure all necessary parts and equipment including pipes, pumps, valves, filters and measuring lines,
- Make all the construction and installation works on their Sisak Terminal site,
- Get all the required permits and be able to safely receive crude oil into their Sisak Terminal facilities from the Sisak Refinery direction,
- Timely inform INA and the Minister on obtaining all necessary permits and possibilities to start receiving crude oil from the Sisak Refinery on the Sisak Terminal,
- Expected time of completion for all the above listed actions is by the end of March 2019.

INA hereby confirm their readiness to provide full operative support allowing JANAF all necessary information and documents as well as access to the infrastructure and facilities to make all the works on reversed connection between JANAF Sisak Terminal and Sisak Refinery completed within the above set timeframe.

#### **PRESSURE RELIEF STATION IN RIJEKA REFINERY**

Guided by the importance of environment protection of the Adriatic Sea as well as stable operations and increased capacity of Omišalj – Urinj subsea pipeline there is a requirement on JANAF side for Rijeka Refinery to install pressure relief station. Such station would serve as the additional safety measure/valve to avoid hydraulic strokes and potential pipe wall damages.

INA, kao članica MOL Grupe, uložiti će maksimalne napore da poveća količinu transportirane sirove nafte od JANAF-ovog Terminala Omišalj prema Mađarskoj i Slovačkoj Republici, posebice za rafinerije MOL Grupe.

Radi omogućavanja zaprimanja nafte iz Rafinerije nafte Sisak u svoj Terminal u Sisku, JANAF ima namjeru poduzeti sljedeće radnje:

- Odabrati izvođača radova,
- Izvršiti nabavu svih potrebnih dijelova i opreme, uključujući cijevi, pumpe, ventile, filtere i mjerne uređaje,
- Realizirati sve građevinske i instalacijske radove na lokaciji Terminala Sisak,
- Ishoditi sve potrebne dozvole te biti u mogućnosti na siguran način zaprimati naftu u objekte Terminala Sisak iz smjera Rafinerije nafte Sisak,
- Pravovremeno obavijestiti INA-u i ministra o dobivanju svih potrebnih dozvola i mogućnosti početka zaprimanja nafte iz Rafinerije nafte Sisak na Terminalu Sisak,
- Očekivano vrijeme dovršetka svih gore navedenih aktivnosti je kraj mjeseca ožujka 2019. godine

INA ovime potvrđuje svoju spremnost pružiti punu operativnu podršku kojom će JANAF-u učiniti dostupnim sve potrebne informacije i dokumente kao i pristup infrastrukturi i objektima kako bi svi radovi na reverzibilnom toku između JANAF-ovog Terminala Sisak i Rafinerije nafte Sisak bili dovršeni unutar gore navedenog vremenskog okvira.

#### **ODUŠNA STANICA U RAFINERIJU NAFTE RIJEKA**

Obzirom na važnost zaštite okoliša Jadranskog mora kao i stabilnog rada i povećanog kapaciteta podmorskog naftovoda Omišalj – Urinj, JANAF je iskazao potrebu da Rafinerija nafte Rijeka postavi odušnu stanicu. Takva bi stanica služila kao dodatna mjera sigurnosti/sigurnosni ventil radi izbjegavanja hidrauličkih udara i potencijalnih oštećenja stjenki cjevovoda.

With an intent to enable additional safety in operating Omišalj – Urinj subsea pipeline as well as sufficient environmental protection level, INA will make the following actions:

- Project design,
- Get a building permit,
- Select the contractor,
- Procure all necessary parts and equipment including pipes, pumps, valves, storage tank,
- Make all the construction and installation works on the Rijeka Refinery site,
- Get all the required permits and be able to put in operation the pressure relief station,
- Expected time of completion for all the above listed actions is by the end of third quarter of 2019.

JANAF hereby confirm their readiness to provide full operative support allowing INA all necessary information and documents to make all the works on installing the pressure relief station on the Rijeka Refinery site completed within the above set timeframe.

#### **TERM AND AMENDMENT**

This Memorandum is made for an unlimited period. Parties are entitled to terminate or amend this Memorandum with mutual consent in writing only.

S namjerom da omogući dodatnu sigurnost u radu podmorskog naftovoda Omišalj-Urinj kao i zadovoljavajuću razinu zaštite okoliša, INA će poduzeti sljedeće radnje:

- Izraditi projekt,
- Ishoditi građevinsku dozvolu,
- Odabrati izvođača radova,
- Izvršiti nabavu svih potrebnih dijelova i opreme, uključujući cijevi, pumpe, ventile, skladišni spremnik,
- Realizirati sve građevinske i instalacijske radove na lokaciji Rafinerija nafte Rijeka,
- Ishoditi potrebne dozvole i biti u mogućnosti staviti odušnu stanicu u funkciju,
- Očekivano vrijeme dovršetka svih gore navedenih aktivnosti je kraj trećeg kvartala 2019. godine.

JANAF ovime potvrđuje svoju spremnost da pruži punu operativnu podršku kojom će INA-i učiniti dostupnima sve potrebne informacije i dokumente kako bi svi radovi na postavljanju odušne stanice na lokaciji Rafinerija nafte Rijeka bili dovršeni unutar gore navedenog vremenskog okvira.

#### **VRIJEME TRAJANJA I IZMJENE**

Ovaj Memorandum zaključuje se na neodređeno vrijeme. Strane imaju pravo raskinuti ili izmijeniti ovaj Memorandum uz uzajamni pristanak isključivo u pisanom obliku.



## MISCELLANEOUS

This bilingual Memorandum has been made in Croatian and English languages, in case of any conflict the Croatian language version shall prevail. The Memorandum is executed in 4 (four) identical copies, 2 (two) for all Parties. It shall come into force on the day of signing. The Parties hereby sign this Memorandum as a sign of their understanding and acceptance of the Memorandum.

This Memorandum expresses the intent and does not constitute a binding legal commitment of the Parties.

## OSTALO

Ovaj dvojezični Memorandum sastavljen je na hrvatskom i engleskom jeziku, u slučaju bilo kakvog neslaganja prednost će imati hrvatska verzija. Memorandum je potpisan u 4 (četiri) istovjetna primjerka, svaka Strana zadržava po 2 (dva) primjerka. Memorandum stupa na snagu datumom potpisa. Strane svojim potpisom iskazuju razumijevanje i prihvaćanje ovog Memoranduma.

Ovaj Memorandum izražava namjeru i ne predstavlja obvezujuću pravnu obvezu Strana.

### PARTIES SIGNATORIES

INA – INDUSTRIJA NAFTE, d.d.  
President of the Management Board/  
Predsjednik Uprave  
Sándor Fasimon



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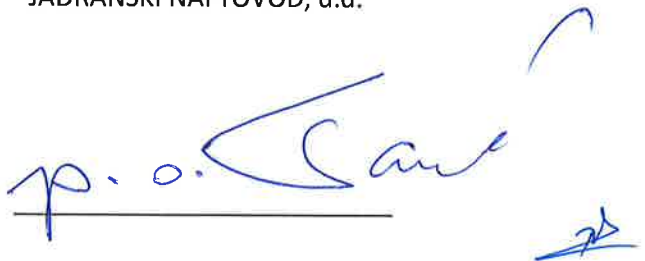
INA – INDUSTRIJA NAFTE, d.d.  
Member of the Management Board/  
Član Uprave  
Ivan Krešić



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### STRANE POTPISNICE

JADRANSKI NAFTOVOD, d.d.



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WITNESSED BY / U NAZOČNOSTI

MINISTER OF ENVIRONMENT AND ENERGY / MINISTAR ZAŠTITE OKOLIŠA I ENERGETIKE



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Zagreb, 21 August 2018 / Zagreb, 21. kolovoza 2018.