

SAMPLE REPRESENTATION ABOUT AN AMENDED OFFER

Česká konsolidační agentura
 Janovského 438/2
 170 06 Prague 7

In compliance with the rules of a tender announced by Česká konsolidační agentura (“ČKA”) on February 22, 2006 (the “**Rules of the Tender**”), as amended by Amendment No. 1 dated May 16, 2006, concerning the selection of an entity to whom a set of receivables from certain debtors of ČKA belonging to the ČKA103 Block, will be assigned, we hereby make this amended offer for the assignment of such receivables and submit this proposal for conclusion of the framework agreement on the assignment of receivables (the “**Framework Agreement**”). The capitalized expressions used but not defined herein shall have the meaning assigned to them in the Rules of the Tender.

1. IDENTIFICATION

1.1 The Participant’s full business name is [____], a company established pursuant to the laws of [____], with its registered office [____], Identification Number (IČ): [____]. [____] acts on behalf of the Participant.

1.2 The Participant’s contact person is:

Name: [____]

Address: [____]

Telephone No.: [____]

Fax No.: [____]

E-mail: [____]

2. CONSIDERATION

2.1 The aggregate amount of consideration proposed by the Participant for the assignment of the ČKA103 Block receivables that is stated also in the Framework Agreement, is CZK [____] (in words: [____] Czech crowns). The consideration shall be paid in the manner set forth in the Rules of the Tender and in the Framework Agreement.

3. PROPOSAL TO CONCLUDE THE FRAMEWORK AGREEMENT

3.1 Together with this Representation About An Amended Offer the Participant submits to ČKA four counterparts of a proposal for conclusion of the Framework Agreement. This proposal is binding upon the Participant for a period of eighty (80) days as from the delivery of this proposal to ČKA and ČKA has the right to accept this proposal at any time during the term thereof. The Participant may not withdraw the proposal without a prior written consent of ČKA before expiration of the aforementioned period of time.

3.2 The proposal for entering into the Framework Agreement that the Participant had submitted together with its original offer, shall not cease to exist, and the Participant agrees that ČKA shall have the right to accept the (original) proposal instead of the draft Framework Agreement submitted by the Participant together with its amended offer.

4. **REPRESENTATION OF THE PARTICIPANT**

4.1 The Participant hereby represents that:

- (a) the submitted four counterparts of the proposal for conclusion of the Framework Agreement are not in their content different from the final text of the Framework Agreement delivered to Participants in the Tender pursuant to section 10.2 of the Rules of the Tender and the proposal for conclusion of the Framework Agreement is the Participant's final proposal within the framework of the Tender; and
- (b) The Participant represents that during the due diligence review the Participant had an opportunity to get duly acquainted with the situation of the receivables classified as ČKA103 Block of receivables.

In _____ on _____

[Participant's Business Name]

Name:

Title:.....

[officially verified signature is necessary]

Unofficial translation
For information only