

PREQUALIFICATION CRITERIA

CRITERIA FOR EVALUATION OF EXPERIENCE AND TECHNICAL AND EXECUTION CAPABILITIES OF THE OPERATOR	DOCUMENTS TO DEMONSTRATE TECHNICAL AND EXECUTION EXPERIENCE AND CAPABILITIES
To be verified	Documents that must be submitted
<p>1) <b>Must demonstrate verifiable experience as an Operator during the period 2010-2014, regardless of whether the project started before or ended within this period:</b></p> <p>(a) at least three exploration and extraction projects, or</p> <p>(b) capital investments in exploration and extraction projects of at least one billion Dollars in the aggregate.</p>	<p>(a) Certified copies of agreements, concession titles, or certified copies of the title pages of hydrocarbon exploration and extraction contracts (other than service agreements); or letters issued by the administrative authorities for such contracts or titles that demonstrate the required experience.</p> <p>(b) If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission or the equivalent form filed with equivalent institutions to verify the required capital investments; or submit financial statements certified by an independent internationally recognized accounting and auditing firm through which evidence is provided to substantiate its investments in exploration and development. If the above documents are not available or they do not demonstrate the required amount, a document from the relevant regulatory authority stating such amount, or an affidavit accompanied by documentation demonstrating investments in the required amount, must be submitted. It is understood that the requirement established herein relates to the total investments in exploration and extraction made in the projects in which the operator acted as such, and that it is not necessary for the operator to have directly made such investments.</p>

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<p>2) <b>Must demonstrate having been an Operator or partner in offshore projects.</b> In the past five years, must have been the Operator in at least one offshore exploration and extraction project, or must have participated as a partner in at least two offshore exploration and extraction projects; and</p>	<p>Certified copies of contracts, concession titles, or certified copies of the title pages of hydrocarbon exploration and extraction contracts (other than service agreements); or letters issued by the administrative authorities under such contracts or titles that demonstrate the required experience.</p>
<p>3) <b>Must demonstrate that the proposed personnel have the required capabilities.</b> Must demonstrate that the proposed personnel for key management positions who will be in charge of the operations each has no less than 10 years of management and operational experience in managing offshore exploration and extraction projects; and</p>	<p><i>Curriculum vitae</i> of the personnel showing that they have a minimum of 10-years of experience in management and operational positions in offshore exploration and extraction projects and also collectively have experience in the following activities, among others: management of exploration and production activities in shallow or deep waters; design and execution of exploration and development plans; and approval of budgets related to investments and expenditures in hydrocarbon exploration and extraction projects. Positions such as the following will be considered: project administrator; operations manager; drilling manager; production manager; exploration manager; or comparable positions with similar functions to the foregoing.</p> <p>Each <i>curriculum vitae</i> must specify the name of the companies where the individual has worked, as well as the position filled, the related responsibilities, years of service, name of immediate supervisor and contact information for a reference who can be contacted to verify or consult about such information.</p>
<p>4) <b>Must demonstrate experience in the areas of industrial safety and environmental protection during the past five years.</b> Must</p>	<p>The bidder's management system for industrial safety and environmental protection, together with an opinion issued by a specialized international firm, indicating that the bidder follows international practices in the operation of offshore exploration and extraction projects. To comply with this</p>

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<p>have experience in the implementation and operation of systems for the management of industrial safety, operational safety and environmental protection in exploration and extraction facilities or projects such as the following, among others: OHSAS 18001 (for safety generally and which includes external certification); ISO 14001 (for the environment generally and which includes external certification); API RP 75 (for offshore safety; does not include a certification requirement); ISM Code (international safety management code which applies to movable and self-elevating platforms).</p>	<p>requirement, the participant must indicate the type of system it has and would use in the event it is a winning bidder, as well as any technical certifications, inspections, opinions, or reports it may have which provide evidence of the required information.</p>

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<p><b>Must demonstrate compliance with either paragraph 1 or paragraph 2.</b></p> <p><b>1) Must demonstrate that it has:</b></p> <p><b>1.1</b> Total assets of at least ten billion Dollars, and</p> <p><b>1.2 Demonstrate that it has an investment-grade credit rating</b> by Fitch Ratings, Moody’s Investors Service, or Standard &amp; Poor’s Rating Services, or</p>	<p><b>1.1(a)</b> If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions which provide evidence of its total assets; or</p> <p><b>(b)</b> Submit financial statements, certified by an independent internationally recognized accounting and auditing firm through which evidence is provided to substantiate the total amount of assets required.</p> <p><b>1.2</b> The credit rating document must be issued by any of the following credit rating agencies: Fitch Ratings, Moody’s Investors Service, or Standard and Poor’s Rating Services. Credit rating documents will only be accepted if issued by such credit rating agencies’ offices in the following cities: New York City, United States of America; London, United Kingdom; Paris, France; Toronto, Canada or any city in Mexico. Such documents must provide evidence of an investment-grade credit rating.</p>
<p><b>2) Must demonstrate that it has sufficient net worth.</b> Must demonstrate that it has a net worth of at least one billion Dollars, or, if it is part of a Consortium or <i>Asociación en Participación</i>, a net worth of at least 600 million dollars (provided that the Consortium complies with the provisions of paragraph 3 entitled “Additional Criteria</p>	<p><b>(a)</b> If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions, providing evidence of the required net worth; or</p> <p><b>(b)</b> Submit financial statements, certified by an independent internationally recognized accounting and auditing firm, through which evidence to substantiate the required net worth will be provided.</p>

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for a Consortium or <i>Asociación en Participación</i> ”).	
<b>Additional Criteria for a Consortium or <i>Asociación en Participación</i></b>	
<p>3) If the Operator does not satisfy the financial criteria described in clauses 1 or 2 above, the members of the Consortium or <i>Asociación en Participación</i> must demonstrate an aggregate net worth of at least one billion Dollars, provided that such requirement must be satisfied based on the net worth of no more than three of the members of the Consortium or <i>Asociación en Participación</i> (including the Operator).</p>	<p>(a) If its securities are traded on a stock exchange or it is otherwise an issuer of securities, submit its annual report and Form 10-K or 20-F filed with the Securities and Exchange Commission, or equivalent form filed with equivalent institutions, providing evidence of the required net worth; or</p> <p>(b) Submit financial statements, certified by an independent internationally recognized accounting and auditing firm which will provide evidence to substantiate the required net worth.</p>
<p>4) In the case of a Consortium or <i>Asociación en Participación</i>, the Operator must own at least one third of the economic interests in the Consortium or <i>Asociación en Participación</i>, and no other member of the Consortium or <i>Asociación en Participación</i> may own a greater portion of the economic interests than the Operator.</p>	<p>CNH FORM-4 Joint Bidding Agreement.</p>

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### Requirements with respect to financing resources.

Each Interested Party must demonstrate that the financial resources available to it have been obtained legally by submitting the information indicated below in a binder separate from the binder containing the documents relating to technical, execution, financial and legal Prequalification, and such information must be submitted preferably in Spanish or English, and documents that are originally in a language other than these two languages must be accompanied by a simple translation into Spanish:

- a) Articles of incorporation;
- b) Federal Taxpayer Registry number or tax identification number;
- c) Corporate governance structure;
- d) State whether it is part of a business or commercial group, indicating for such purposes the name, domicile, nationality and corporate purpose of the companies comprising the group;
- e) Organizational chart including the first and last names, Federal Taxpayer Registry number, the Unique Population Registration Code and the date of birth of its top management down to the second highest level of its organizational hierarchy;
- f) Identification information for its legal representatives, including Federal Taxpayer Registry number, tax identification number and date of birth;
- g) Full name of and percentage of equity owned by each partner or shareholder, as well as its Federal Taxpayer Registry number, Unique Population Registration Code or date of birth. In the case of foreigners, the date of birth or tax identification number or its equivalent must be submitted except for entities that are listed on a stock exchange;
- h) Information on the Companies that exercise Control or have significant influence;

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- i) Affidavit to the effect that its partners, shareholders and top management have not been convicted of any crime against public resources (*delito patrimonial doloso*);
- j) Information on any source of financing (bank, government, stock market or others) that has been or will be available to it to meet its obligations under the Contract, in the event it is awarded the Contract;
- k) Tax returns and audited financial statements for the past 2 years; and
- l) In the case of special purpose vehicles, provide details of its legal, corporate and business structure, indicating the parties that have Control or a significant influence over it, and submit tax returns and audited financial statements for the past 2 years for the entities that formed the special purpose vehicles.

For foreign Companies, the above requirements may be satisfied by submitting equivalent legal documents established by the law or practice of the relevant country.

### Legal Documentation Requirements.

The legal documentation described herein must be submitted on an individual basis by each Interested Party and by each member of a Consortium or *Asociación en Participación*. This documentation must be submitted in Spanish, and documents originally in a different language must be submitted by the Interested Party together with a Spanish translation by a certified expert translator authorized in Mexico. The documentation the Interested Parties must submit is:

- a) Notarized public instrument or certified copy thereof evidencing the articles of incorporation or attested copy of the bylaws, including the name, number and district of the notary public who granted and, if applicable, protocolized,

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such document, and information on its registration in the Public Registry of Commerce.

For foreign Companies, documents equivalent to the above must be submitted, legalized or *apostilled* in accordance with the terms of The Hague Convention of October 5, 1961 or by consular legalization, as the case may be;

- b) Simple copy of an official identification document of the Interested Party's legal representative. For Mexicans, only a voter identification card with photograph or a passport or professional certificate will be accepted, and for foreigners, only a passport will be accepted;
- c) Submit a notarized public deed or certified copy thereof evidencing a general power of attorney of the Interested Party's legal representative to perform administrative acts or its special power of attorney to participate in the Bidding Process on behalf of and to bind the Bidder, granted before a notary public, indicating the name, number and district of the notary that granted and, if applicable, protocolized, such document, and information on its registration in the Public Registry of Property and Commerce.

For foreign Companies, documents equivalent to those mentioned above must be submitted, with the relevant legalization or *apostille*.

- d) CNH FORM-5 Declaration of Non-Disqualification
- e) CNH FORM-6 Declaration of knowledge and acceptance of the Applicable Laws, the requirements and conditions established in the Bidding Guidelines and the documents that comprise the Bidding Guidelines.
- f) CNH FORM-7 Confidential Documentation, and
- g) In the case of a Consortium or *Asociación en Participación*, CNH FORM-4 JOINT BIDDING AGREEMENT.

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