

\_\_\_\_\_, \_\_\_\_\_ 2017 r.  
To: Xcity Investment Sp. z o.o.  
in situ

### CONFIDENTIALITY STATEMENT

I/We the undersigned: \_\_\_\_\_, acting as \_\_\_\_\_ for and on behalf of \_\_\_\_\_, with its seat in \_\_\_\_\_, with regard to the submission of a response to the invitation to negotiate in the proceeding regarding the selection of an investor for the execution of an investment consisting in commercial development of the properties within Małe Projekty Deweloperskie – pakiet II in: Bielsko-Biała ul. 3 Maja; Elbląg Al. Grunwaldzka; Koło ul. Księdza Opałki; Koszalin Al. Armii Krajowej and Skarżysko-Kamienna Al. J. Piłsudskiego/ul. Towarowa (the "Project"), and in connection with the reception of the information included in the Information Memorandum prepared by Xcity Investment Sp. z o.o.,

I/we hereby declare that:

(1) all information obtained in the course of, or in connection with negotiations concerning the Project I/we shall regard as confidential and keep it secret, and it shall not be disclosed to any third parties, other than the relevant public authorities at their demand and entities cooperating with me/us in the execution of the Project;

(2) the confidential information may be used exclusively to prepare the response to the invitation to negotiate and the bid for the negotiations stage of the proceeding;

(3) I/we hereby undertake to refrain from copying, reproducing, publishing and distributing in whole or in part any information concerning the proceeding without a prior written consent of Xcity Investment Sp. z o.o., other than for the purpose of preparation of copies for internal needs connected with the negotiations with regard to the Project, and to refrain from granting access to this information, in any form, to any third parties except for the entities with which I/we will cooperate in the execution of the Project based on relevant contracts;

(4) I/we accept full responsibility for any and all damages Xcity Investment Sp. z o.o. may potentially suffer as a result of my/our disclosure of confidential information, including but not limited to: actual losses, lost benefits, court fees and costs of legal representation, as well as any and all other costs required to satisfy Xcity Investment Sp. z o.o.'s claims resulting from the infringement of this undertaking;

(5) at the same time, I/we take full responsibility for any damages Xcity Investment Sp. z o.o. may potentially suffer as a result of a disclosure of any confidential information, including but not limited to damages mentioned in item (4) above, by the entities cooperating with me/us on the execution of the Project;

(6) I/we shall not disclose the content of my/our response to the invitation or the bid, or the architectural and urban concept for the Project and its visual presentation. The above undertaking concerns also the architectural studio preparing the concept. Any disclosure may be made solely upon a prior written consent of Xcity Investment Sp. z o.o.

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Appendices (cross out if not applicable):

1. a current excerpt from the National Court Register;
2. a current excerpt the document confirming entry in the register or in the register of Central Registration and Information on Business;
3. a power of attorney;
4. a power of attorney authorising for the receipt of the Information Memorandum.