

**FRAMEWORK PROJECT AGREEMENT FOR THE DESIGN AND THE IMPLEMENTATION PHASE OF
CENTRAL EASTERN EUROPE DAY-AHEAD FLOW-BASED MARKET COUPLING PROJECT**

This Framework Project Agreement (hereinafter the "Agreement") for the design phase and the implementation phase of the Central Eastern Europe day-ahead congestion management target model , is entered into by and between:

On the one hand:

50Hertz Transmission GmbH, a company incorporated under the laws of Germany, having its registered office at Eichenstraße 3A, 12435 Berlin, Germany, registered under the number HRB 84446 B (Amtsgericht Charlottenburg), hereinafter referred to as "**50Hertz**";

Austrian Power Grid AG, a company incorporated under the laws of Austria in the form of an AG, with registered office at IZD Tower, Wagramer Str.19, 1220 Wien, Austria, registered with Commercial Court in Vienna with number FN 177696v , hereinafter referred to as "**APG**";

ČEPS, a.s., a company organised and existing under the laws of the Czech Republic, having its registered office at Elektrárenská 774/2, 101 52 Praha 10, Czech Republic, and registered with Commercial Register in Prague Municipal Court in section B, file 5597, under number 25702556 and VAT n° CZ25702556 , hereinafter referred to as "**ČEPS**";

ELES, d.o.o., sistemski operater prenosnega elektroenergetskega omrežja, a company incorporated under the laws of Slovenia, with registered office at Hajdrihova 2, SI-1000 Ljubljana, Slovenia, registered at the District Court of Ljubljana under entry number 1-09227-00 and registration number 5427223000; hereinafter referred to as "**ELES**";

MAVIR Magyar Villamosenergia-ipari Átviteli Rendszerirányító Zártkörűen Működő Részvénytársaság, a company founded and duly existing in accordance with the laws of Hungary and registered in the Company Register administrated by the Budapest Metropolitan Court with registered office located at H-1031 Budapest, Anikó u. 4., Hungary; Registration Number of the Company: 01-10-044470, hereinafter referred to as "**MAVIR**";

PSE S.A. Polskie Sieci Elektroenergetyczne S.A., a company incorporated under the laws of Poland, with its registered office at Warszawska 165, 05-520 Konstancin-Jeziorna, Poland, entered in the register of entrepreneurs held by the District Court for the Capital City of Warsaw, 14th Commercial Division of the National Court Register under No. KRS 0000197596, hereinafter referred to as "**PSE**";

Slovenská elektrizačná prenosová sústava, a.s., a company founded and duly existing in accordance with the laws of the Slovak Republic and registered in the Company Register administrated by the District Court Bratislava I, Section Sa, File 2906/B with registered office located at Mlynské nivy 59/A, 824 84 Bratislava 26, the Slovak Republic; Registration Number of the Company (IČO): 358 29 141, hereinafter referred to as "**SEPS**";

TenneT TSO GmbH, a company incorporated under the laws of Germany, having its registered office at Bernecker Str. 70, 95448 Bayreuth, Germany, registered in the commercial register at Bayreuth under number HRB 4923, hereinafter referred to as "**TENNET**";

Individually referred to as "**TSO**" and/or collectively referred to as "**TSOs**"

And, on the other hand:

BSP Regionalna Energetska Borza d. o. o., a company incorporated under the laws of Republic of Slovenia in the form of an LLC (limited liability company), with its principal place of business at Dunajska cesta 156, 1000 Ljubljana, Slovenia, registered at District Court of Ljubljana under registration n° 3327124000 and VAT n° SI37748661, hereinafter referred to as “**BSP**”;

EPEX Spot SE, a European Company (Societas Europaea) organised and existing under the laws of France, having its registered office at 5 Boulevard Montmartre, 75002 Paris, France, registered with the Commercial Register in Paris under number 508 010 501 and VAT n° FR 1050801, hereinafter referred to as “**EPEX**”;

EXAA Abwicklungsstelle für Energieprodukte AG, a company incorporated under the laws of Austria in the form of an AG (corporation), registered with the Register of Companies at the Commercial Court of Vienna under registration number FN 210730y with its registered office at Alserbachstraße 14-16, 1090 Wien, Austria, hereinafter referred to as “**EXAA**”

HUPX Magyar Szervezett Villamosenergia-piac Zártkörűen Működő Részvénytársaság (Hungarian Power Exchange Company Limited by Shares, HUPX Ltd.), a company founded and duly existing in accordance with the laws of Hungary and registered in the Company Register administrated by the Budapest Metropolitan Court, with registered office located at H-1134 Budapest, Dévai utca 26-28., Hungary; Registration Number of the Company: 01-10-045666 , hereinafter referred to as “**HUPX**”;

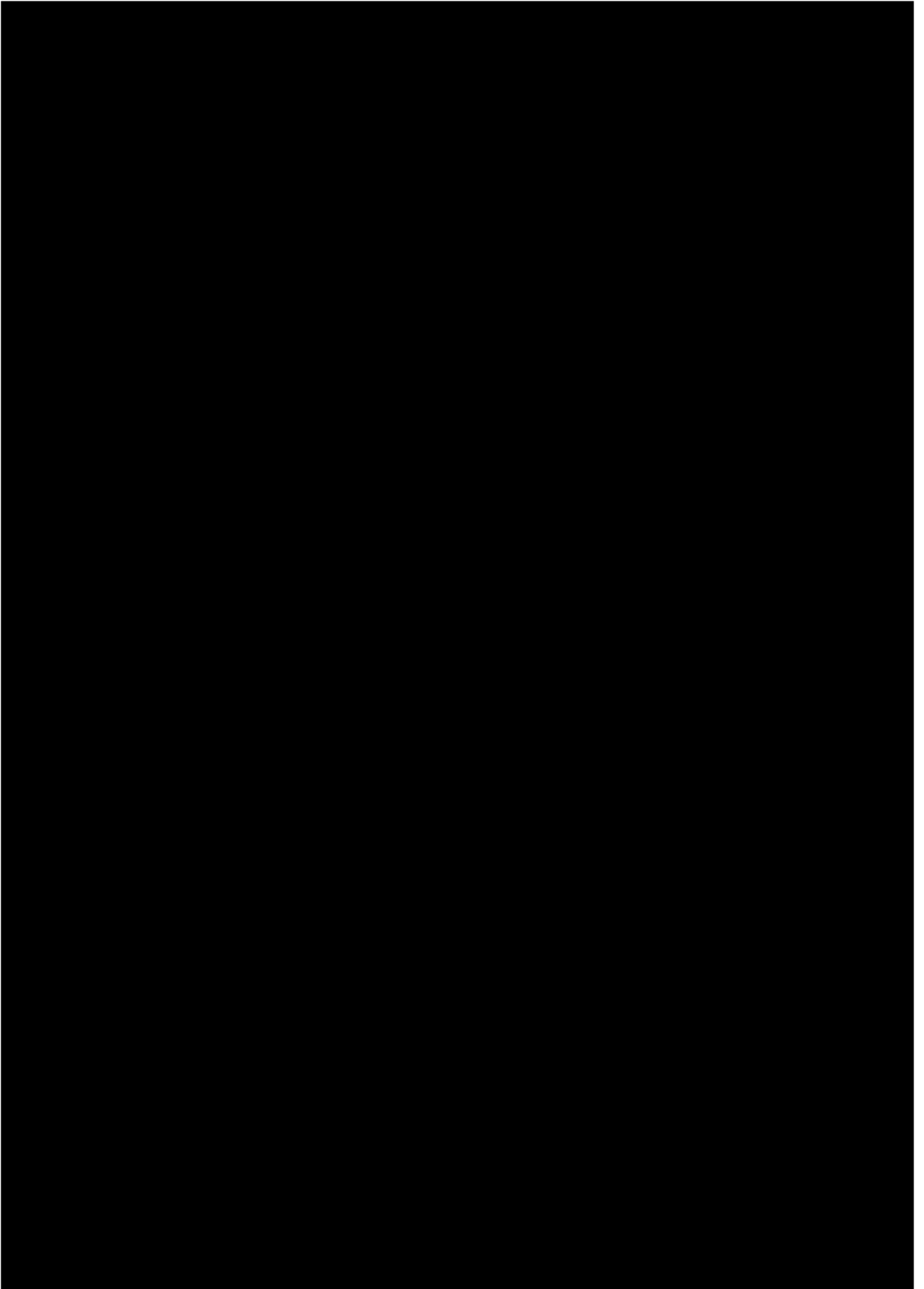
OKTE, a.s., a company incorporated under the Slovak Law, with registered office located at Mlynské nivy 59/A, 821 09 Bratislava, Slovakia, and registered with Commercial Register in Bratislava under the Section Sa, File 5087/B, Registration Number of the Company (IČO): 45 687 862, hereinafter referred to as “**OKTE**”;

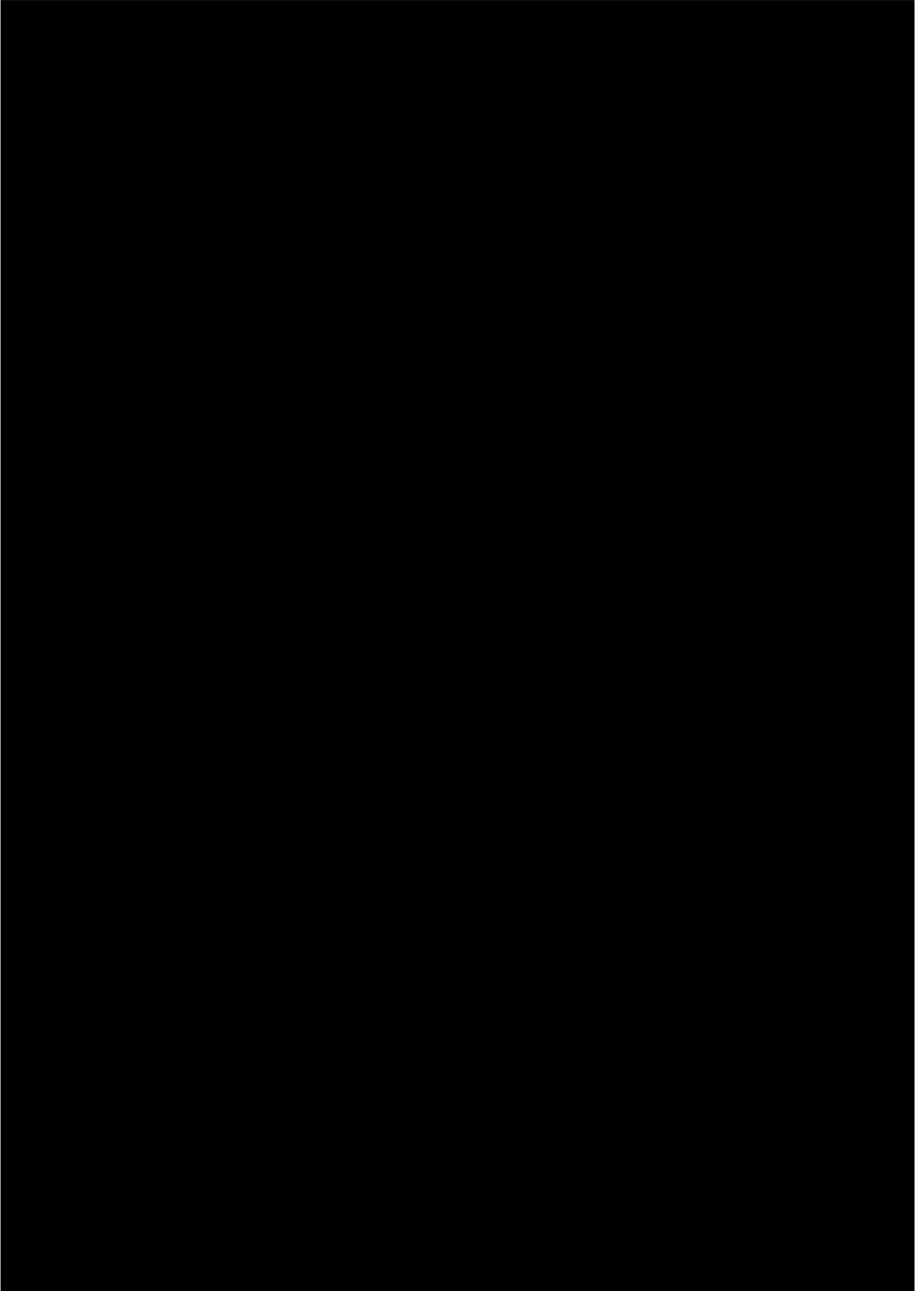
OTE, a.s., a company founded and duly existing in accordance with the laws of the Czech Republic and registered in the Company Register administrated by the Municipal Court in Prague, Section B, File 7260 with registered office located at Sokolovská 192/79, 186 00 Praha 8 – Karlín, the Czech Republic; Registration Number of the Company (IČ): 26 46 33 18, hereinafter referred to as “**OTE**”;

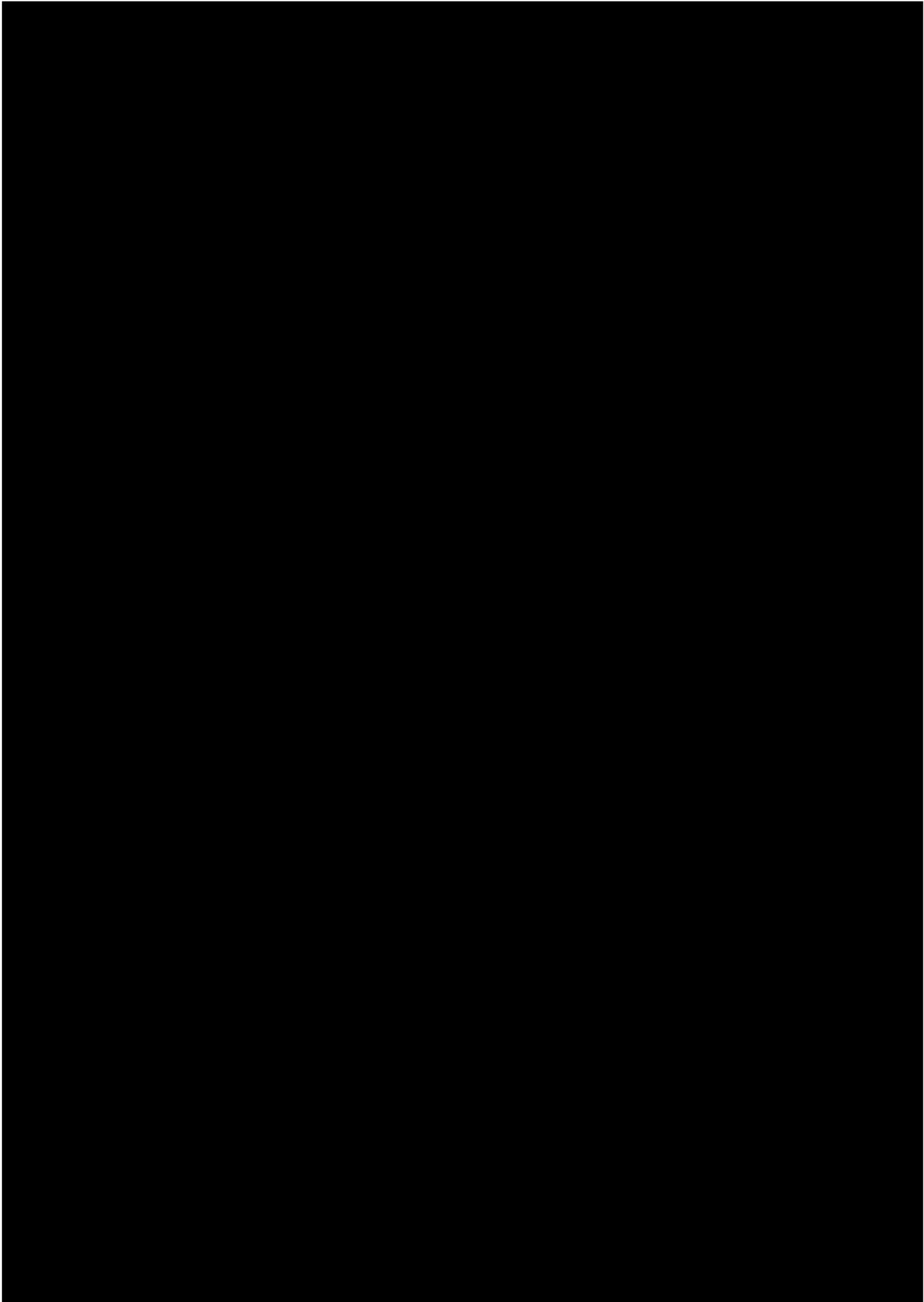
TGE Towarowa Giełda Energii S.A., a company duly organized and existing under the laws of Poland, with registered office located at Poleczki 23 H, 02-822 Warsaw, Poland, registered with National Court Register under number 0000030144, hereinafter referred to as “**TGE**”;

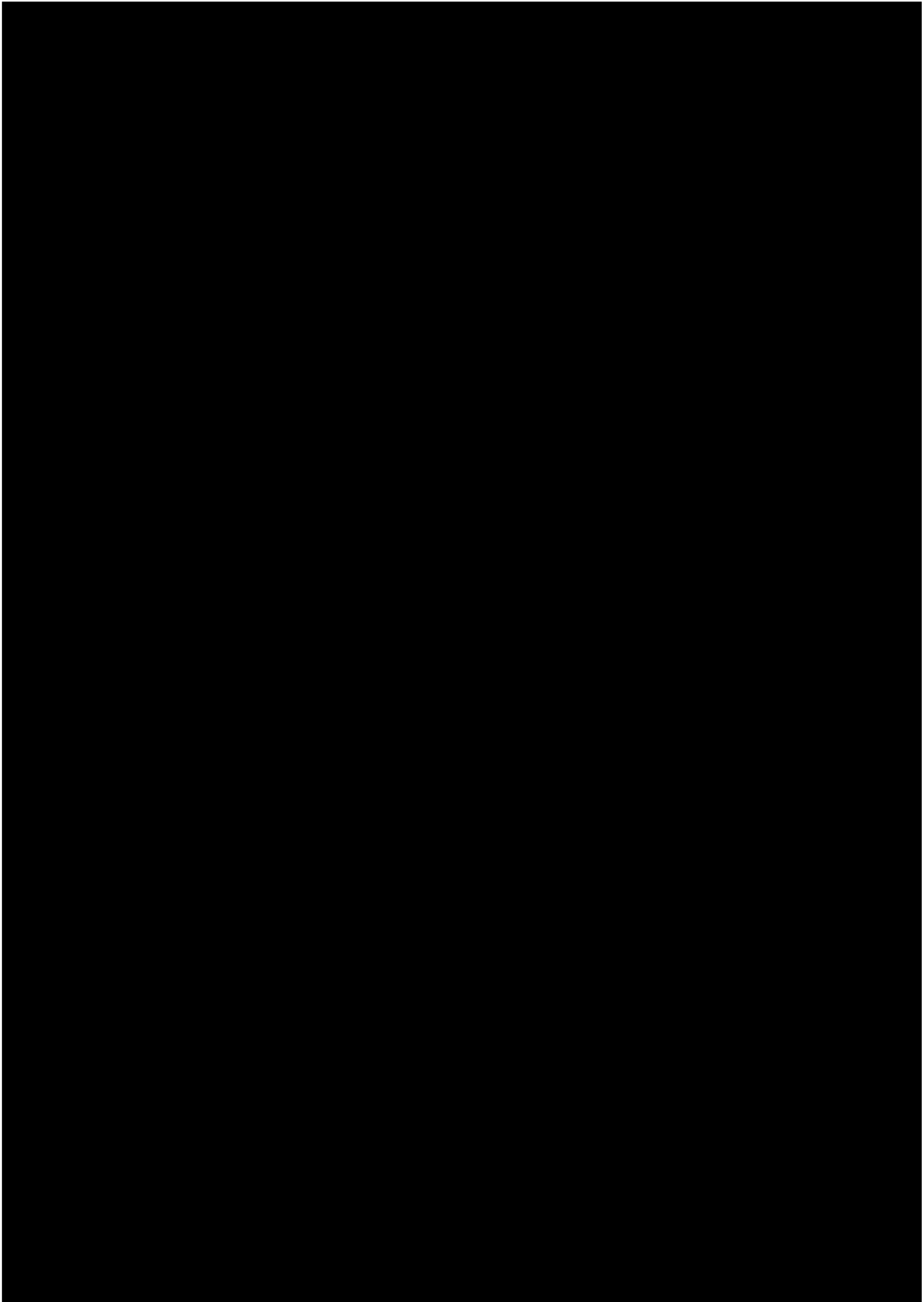
Individually referred to as “**PX**” and/or collectively referred to as “**PXs**”;

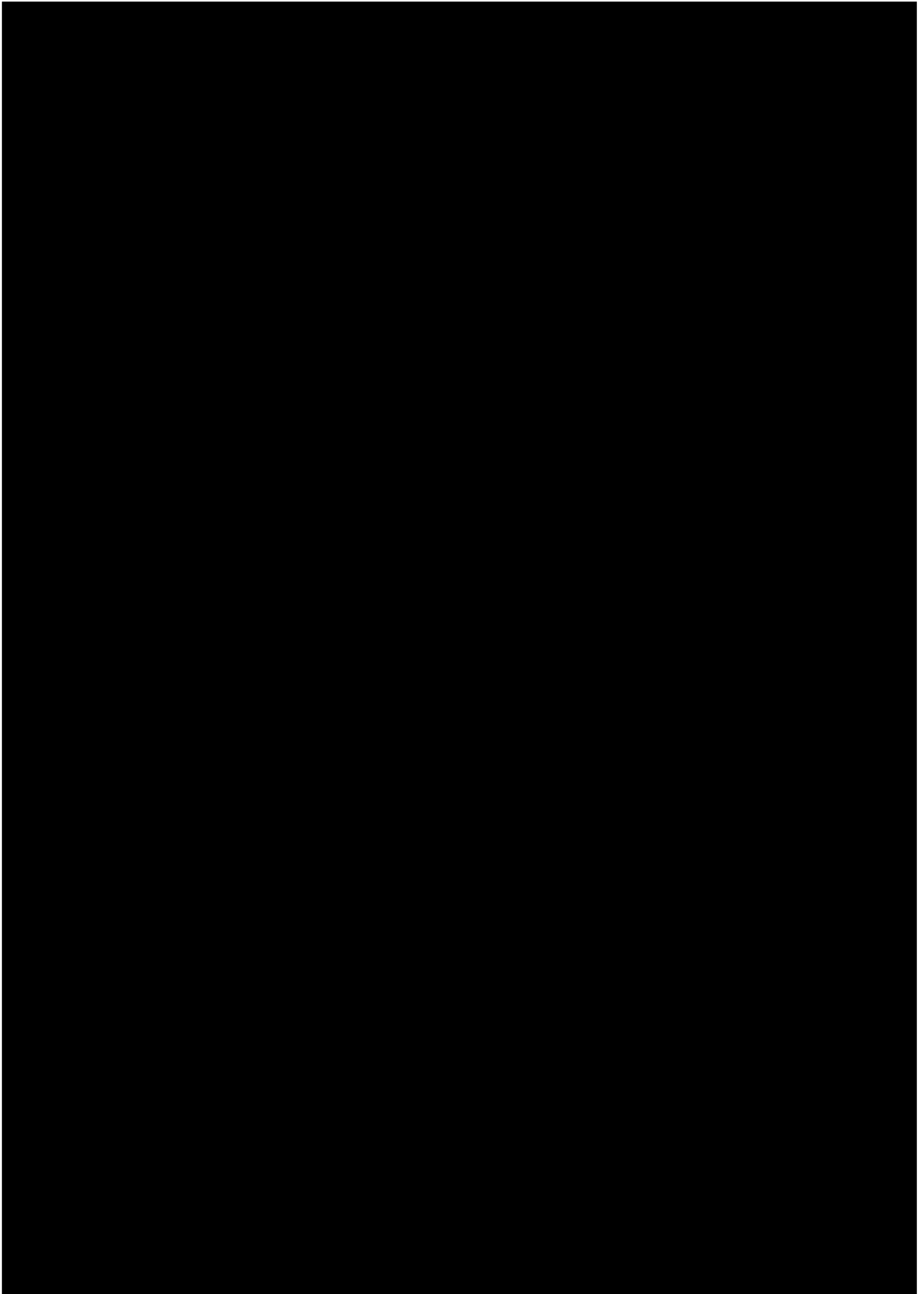
TSO(s) and PX(s) being referred to as “**Party**” individually and/or “**Parties**” collectively;

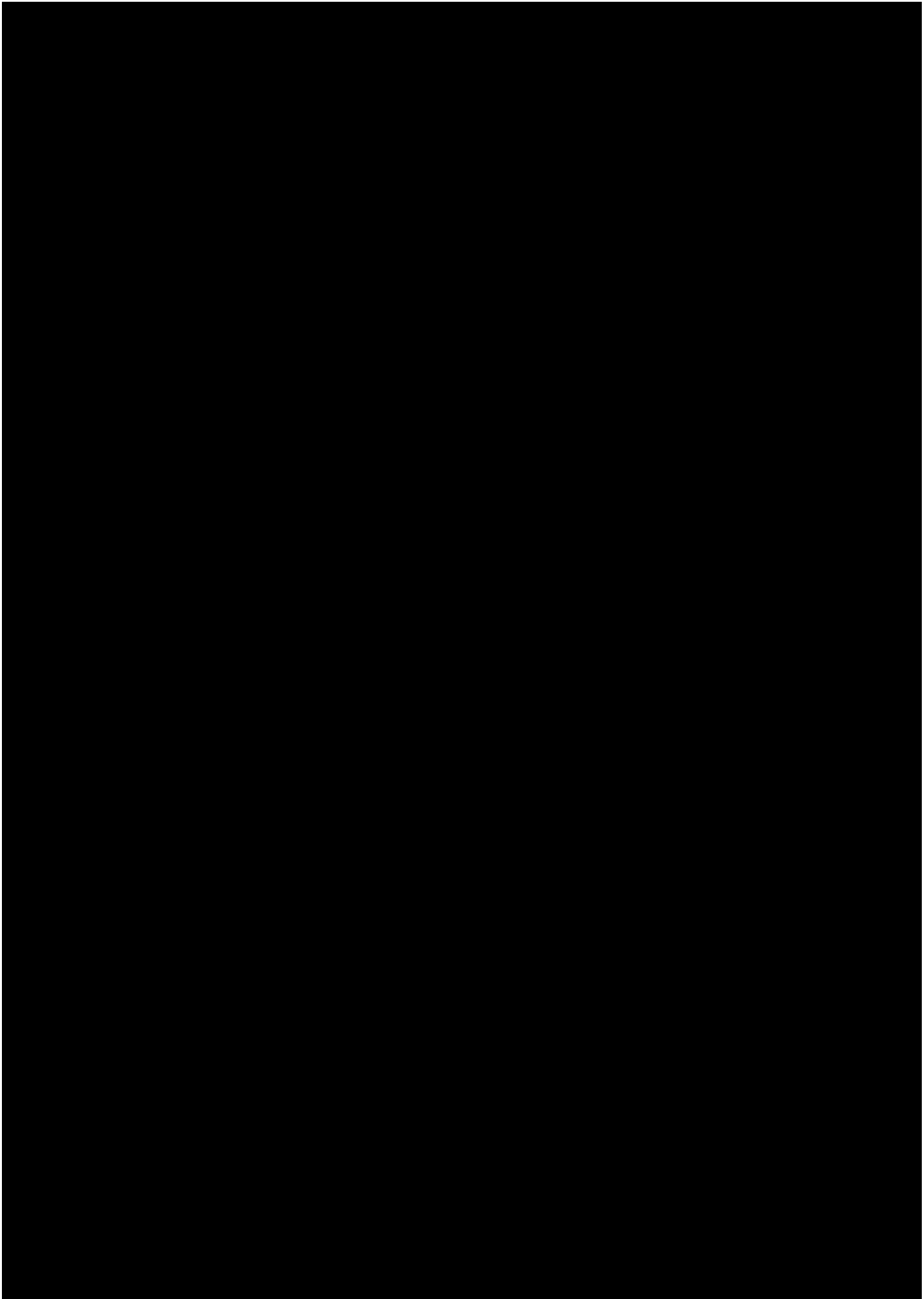


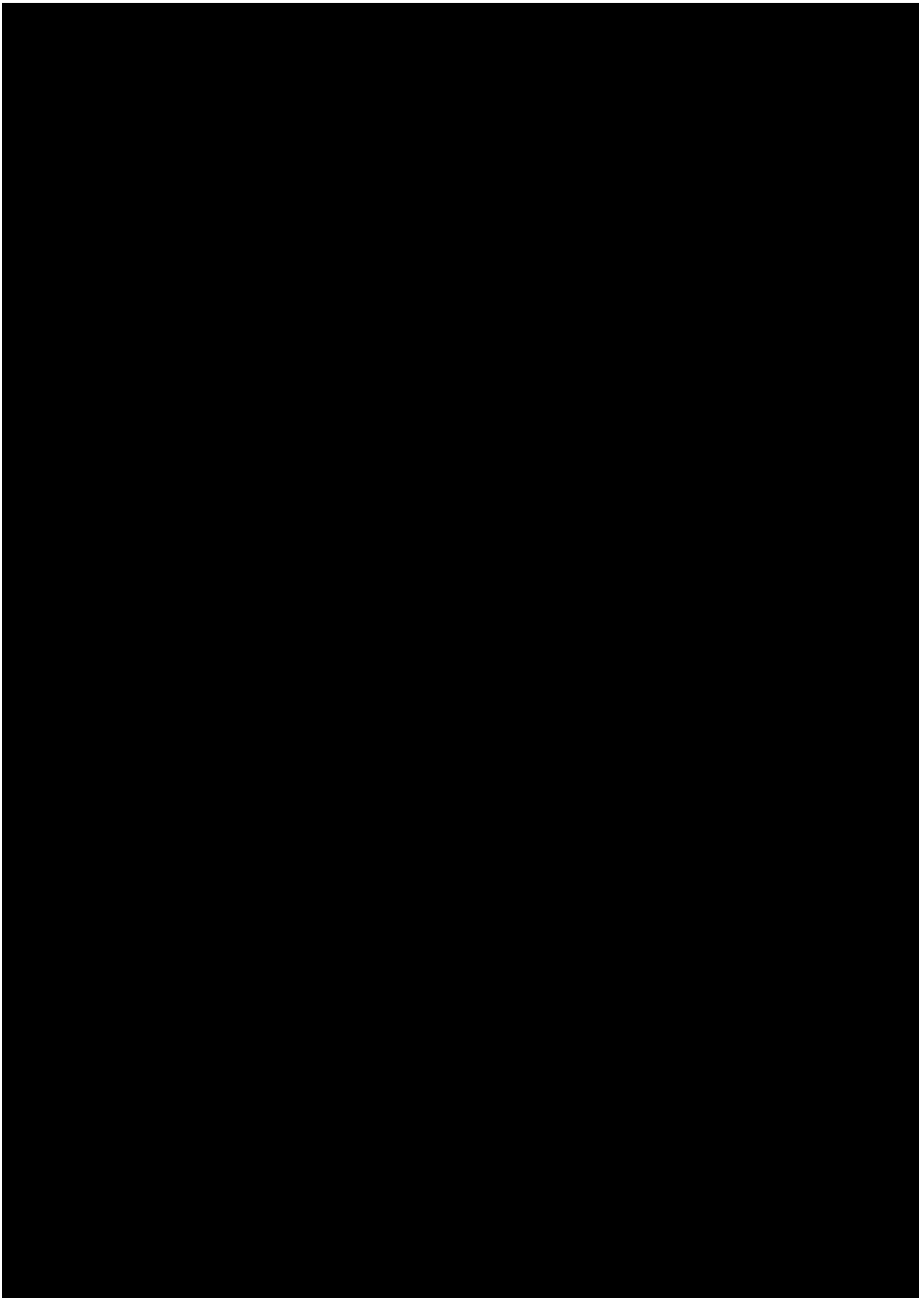


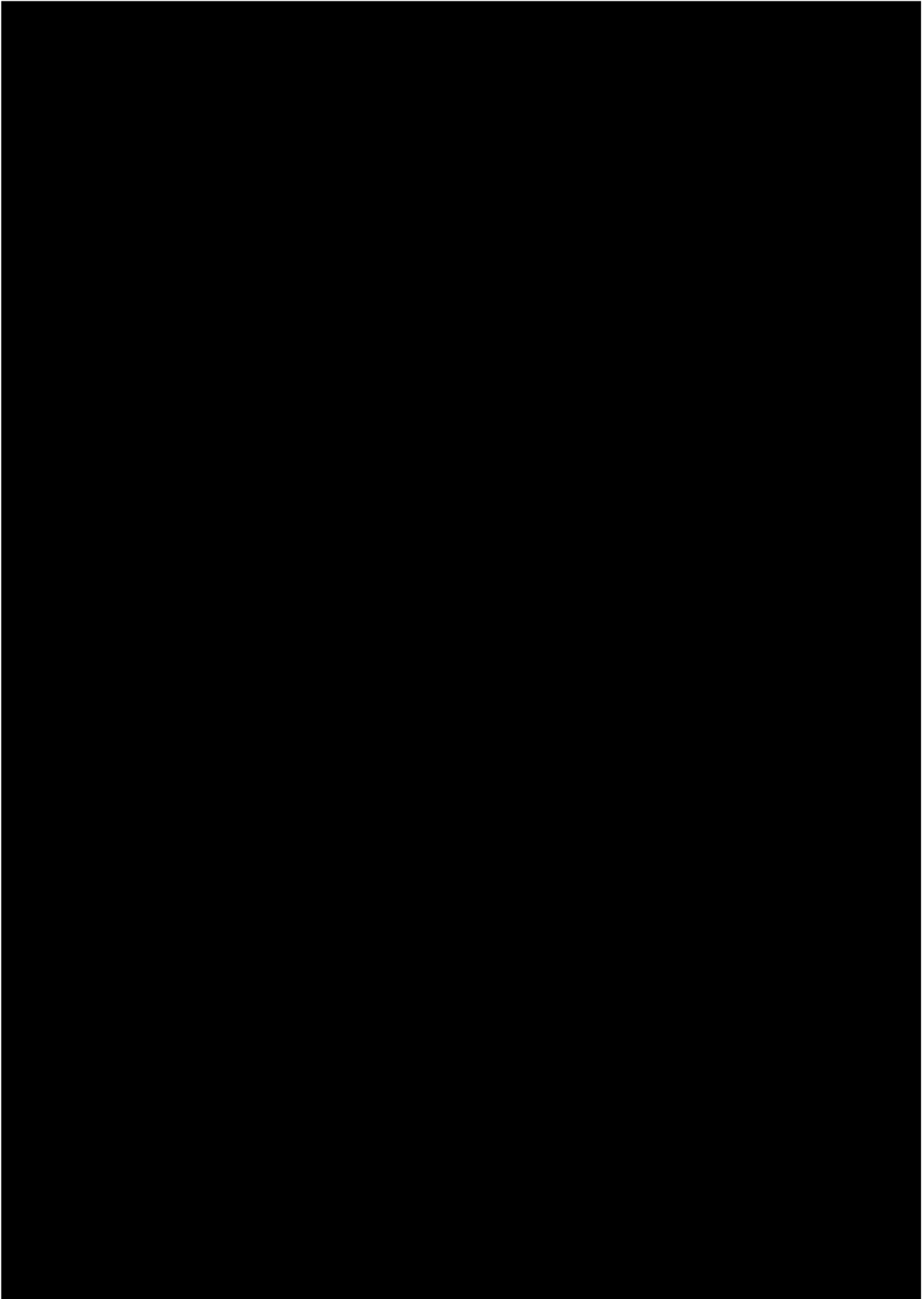


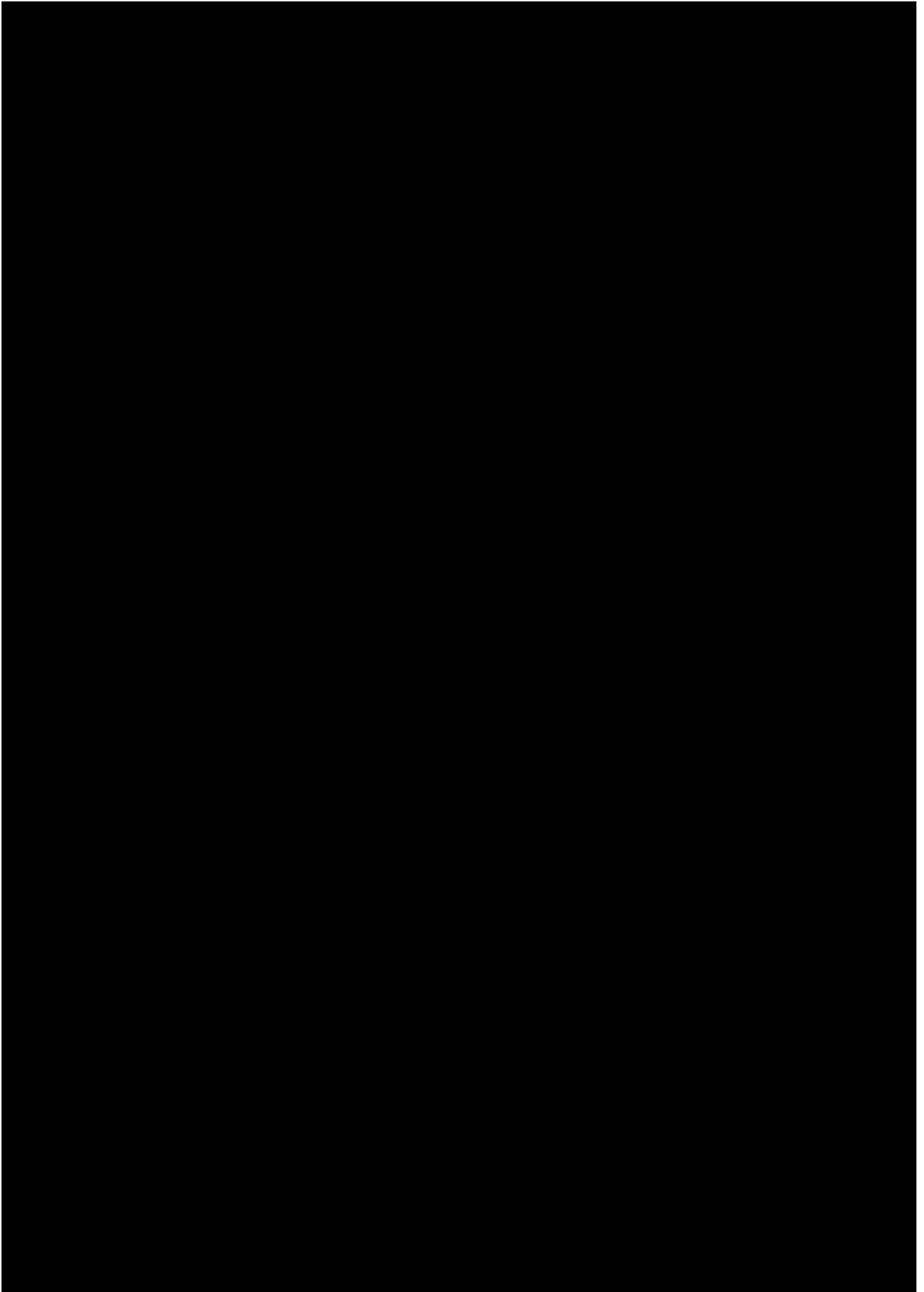


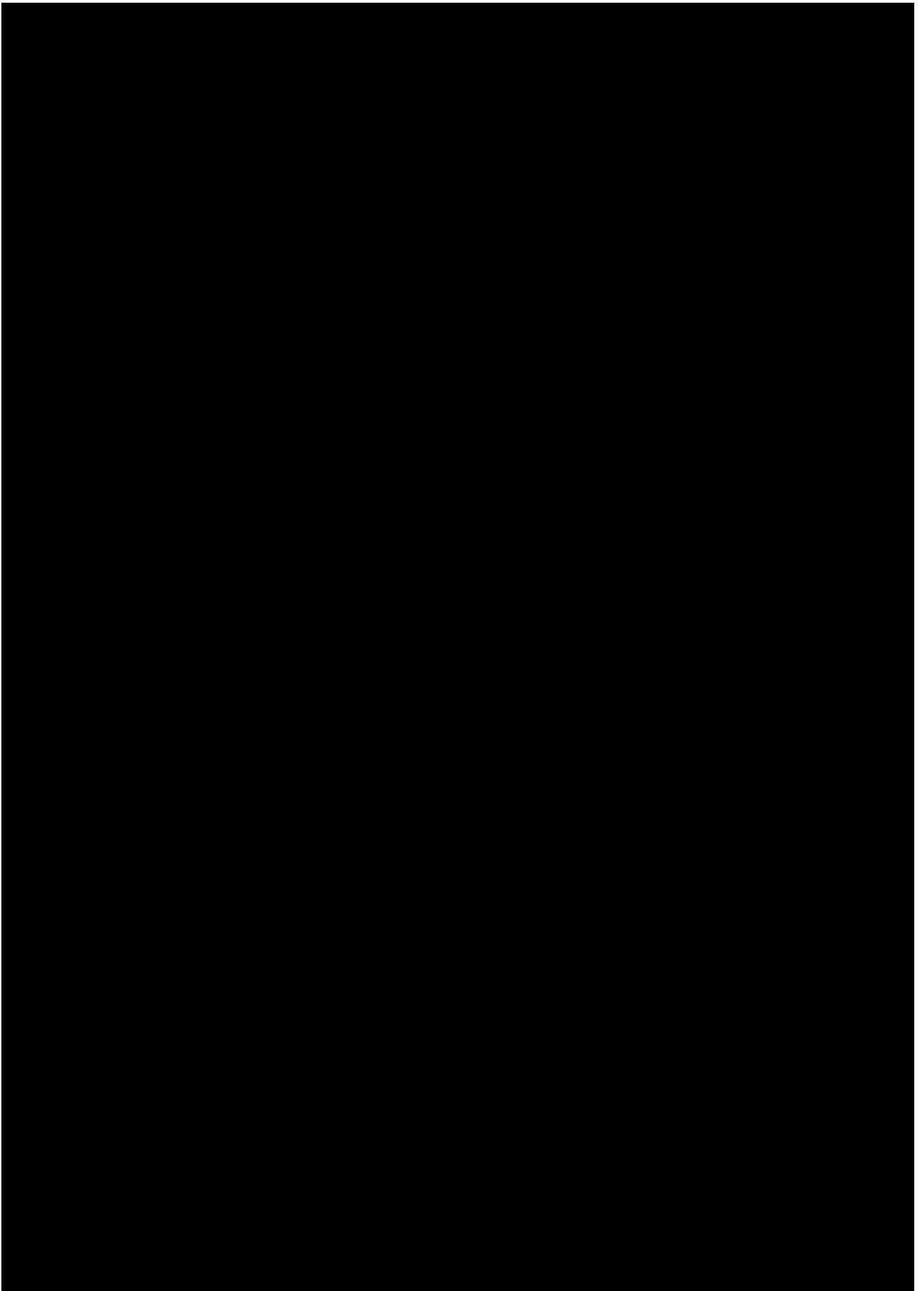


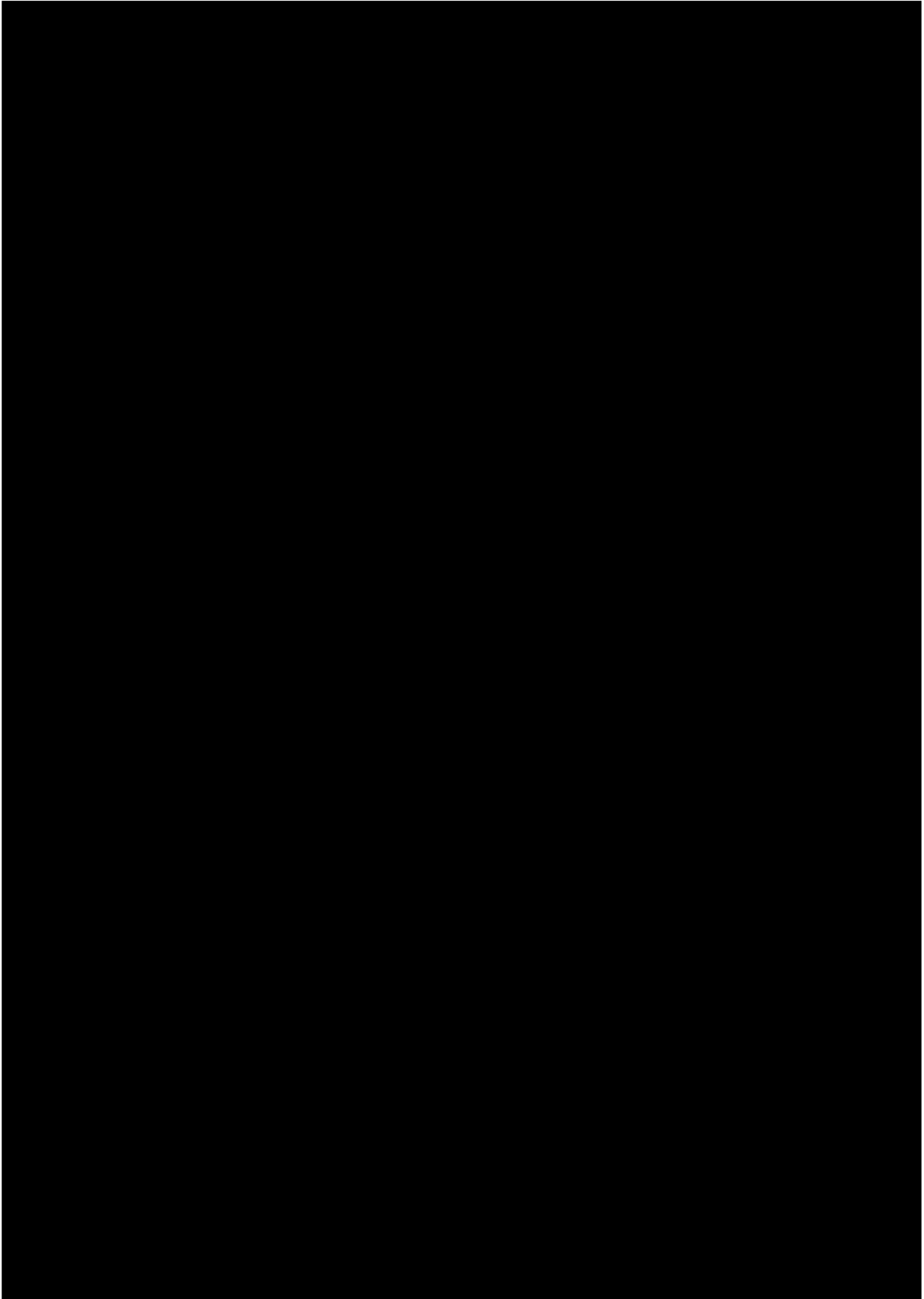


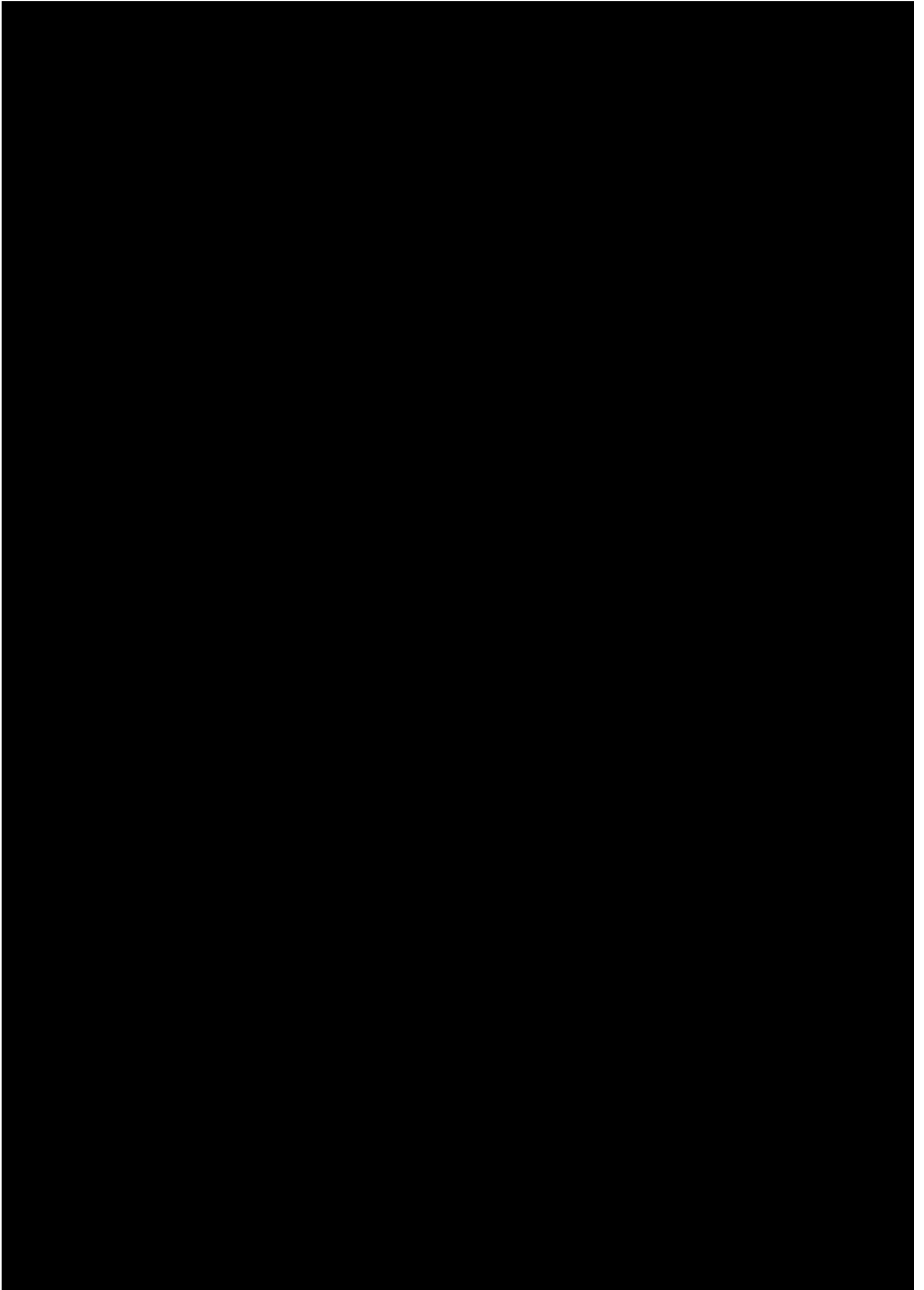


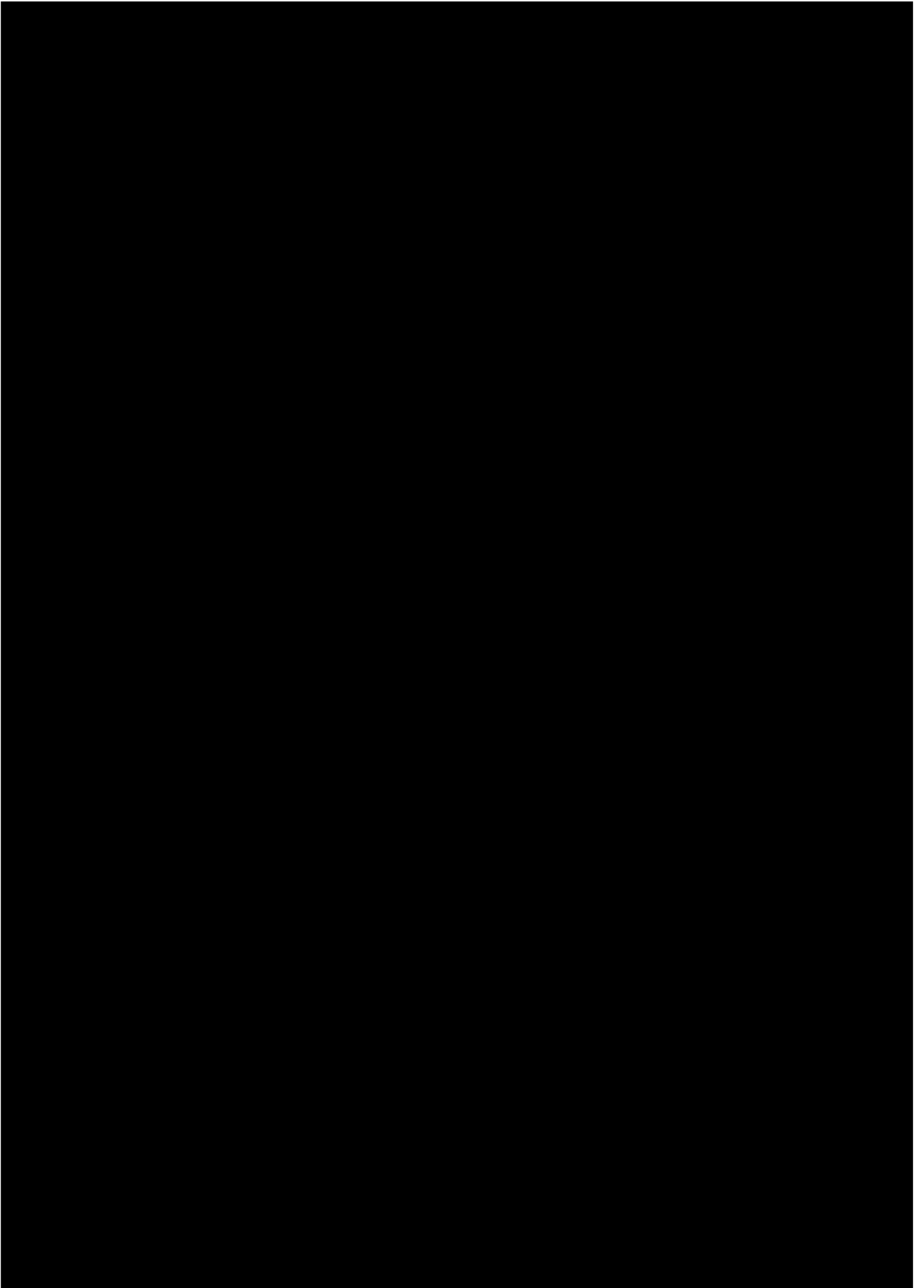


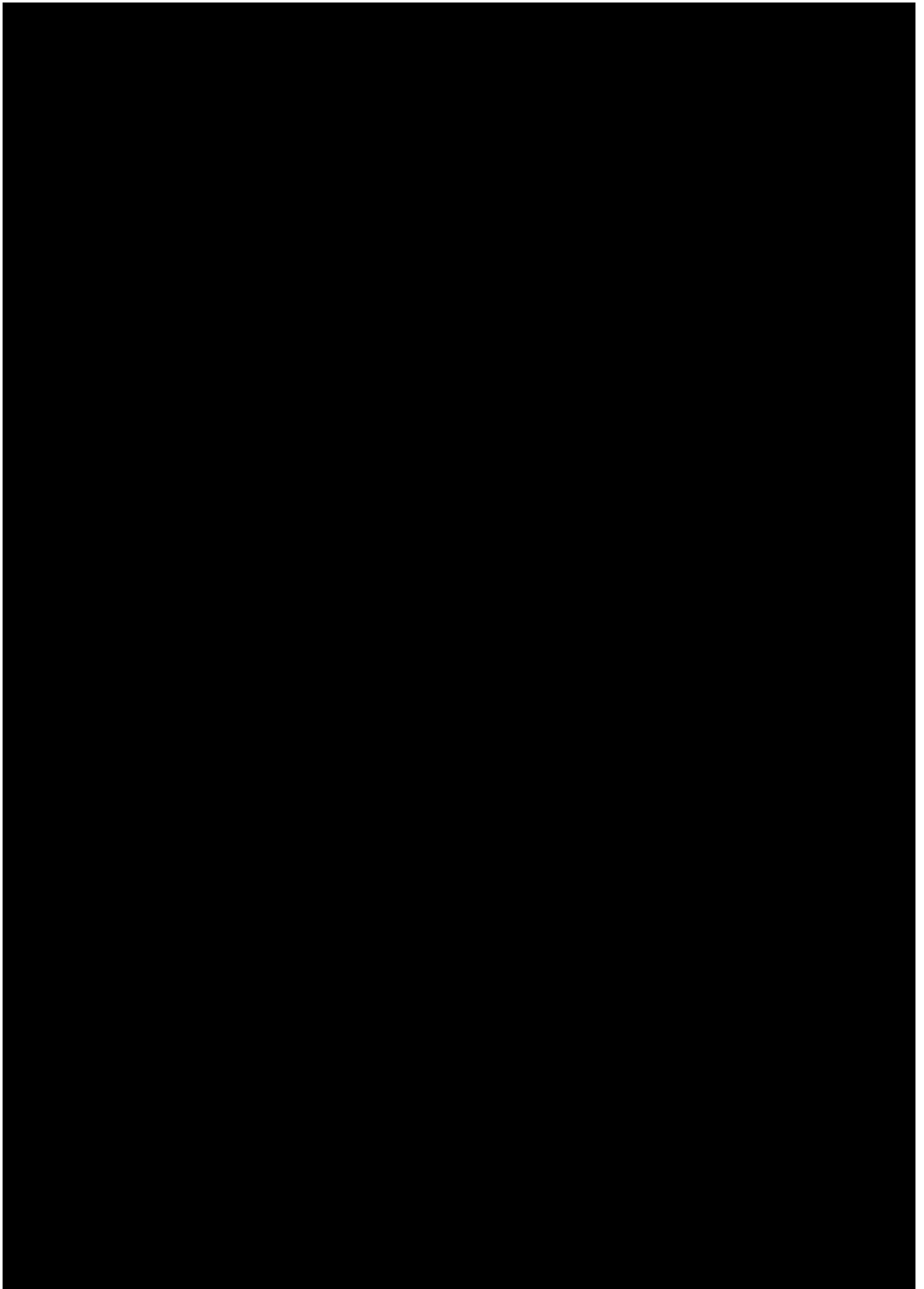


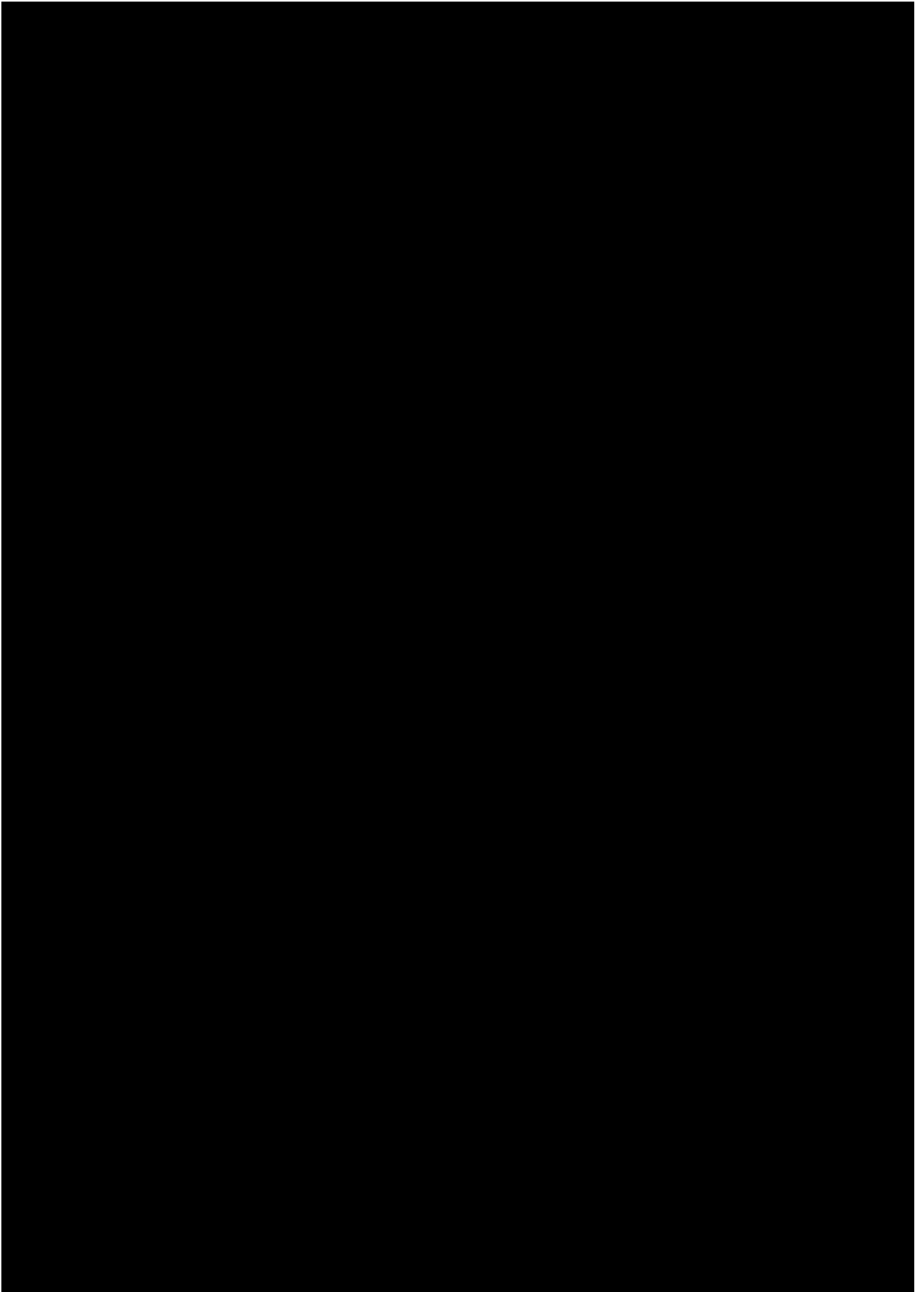


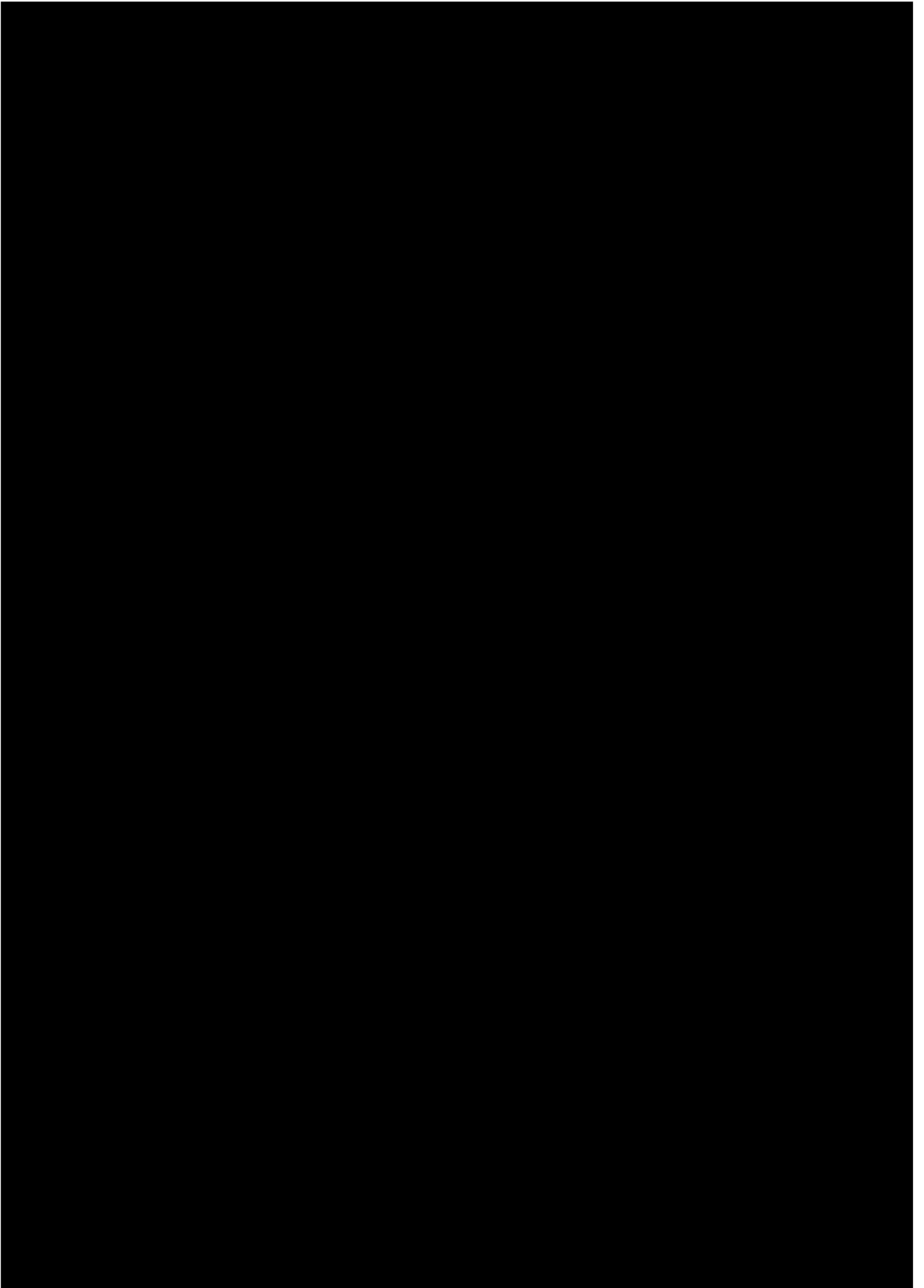


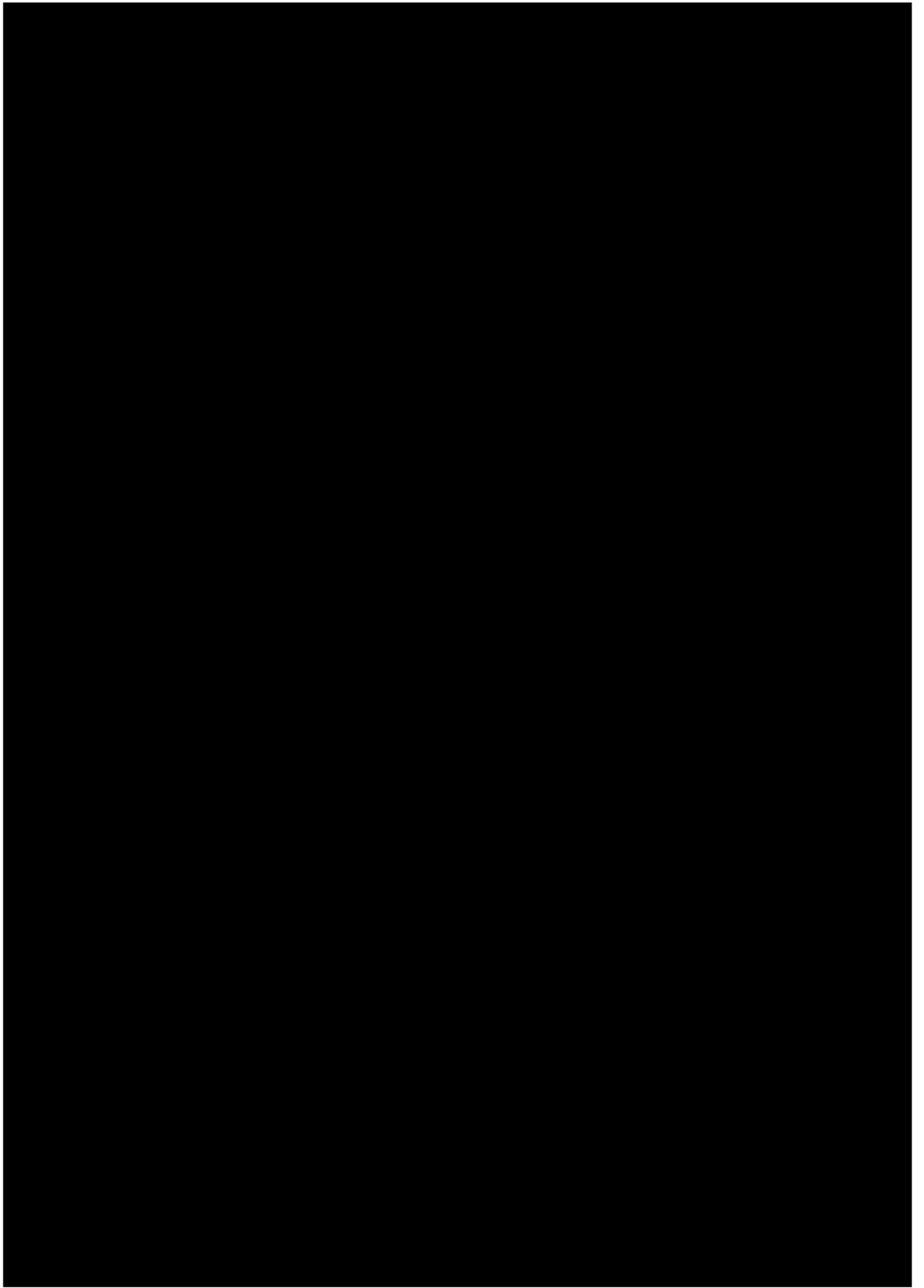


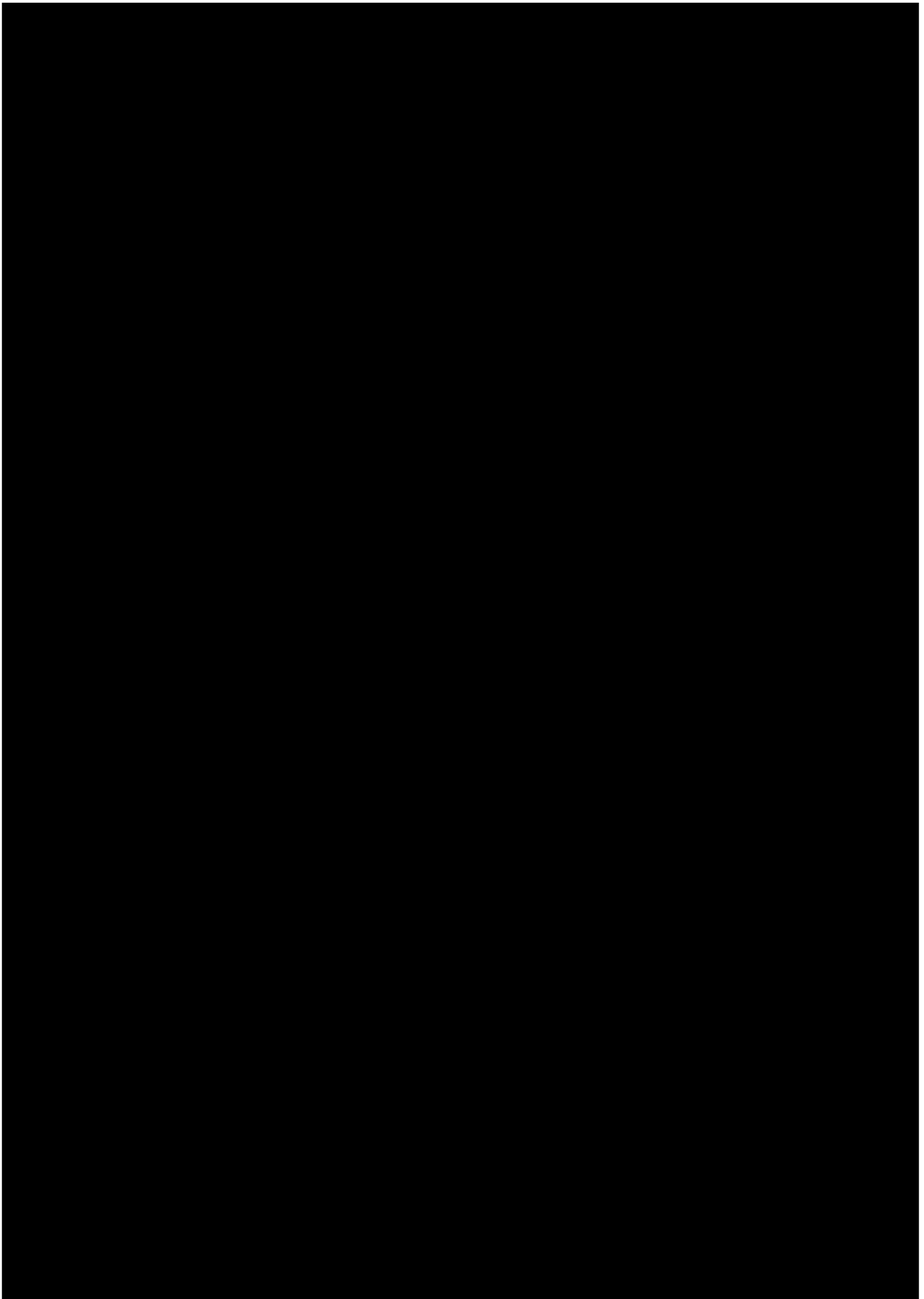


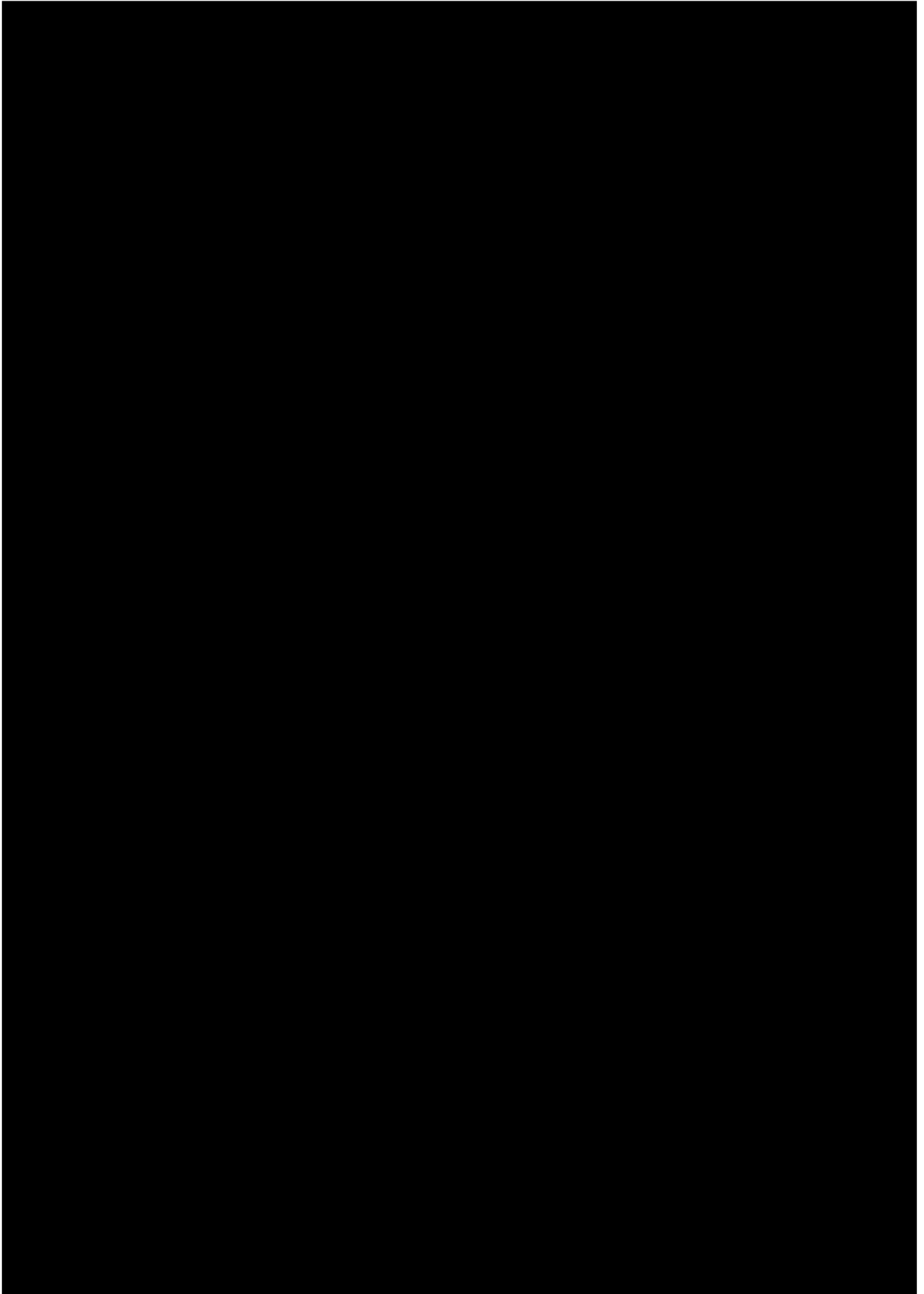


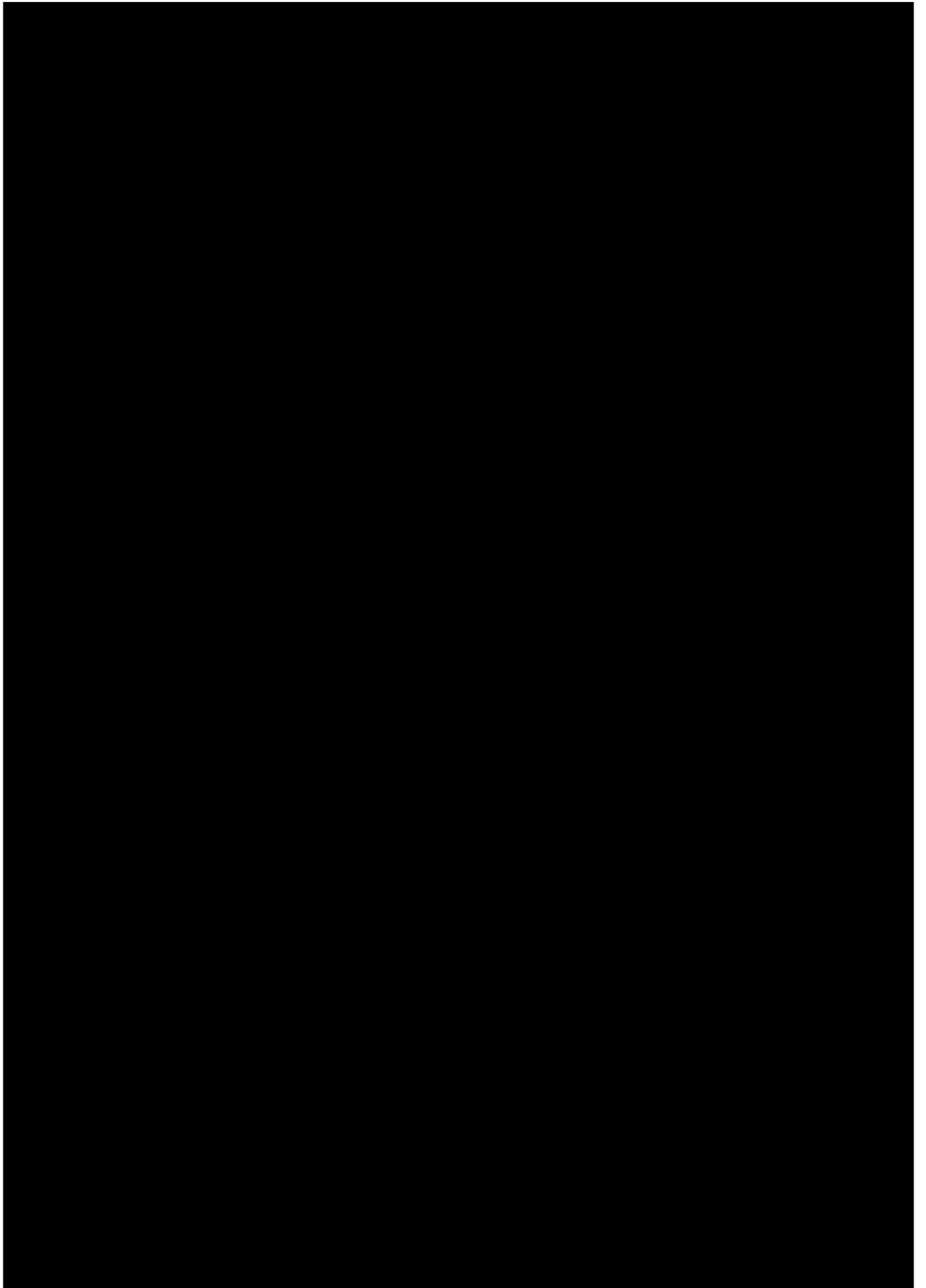


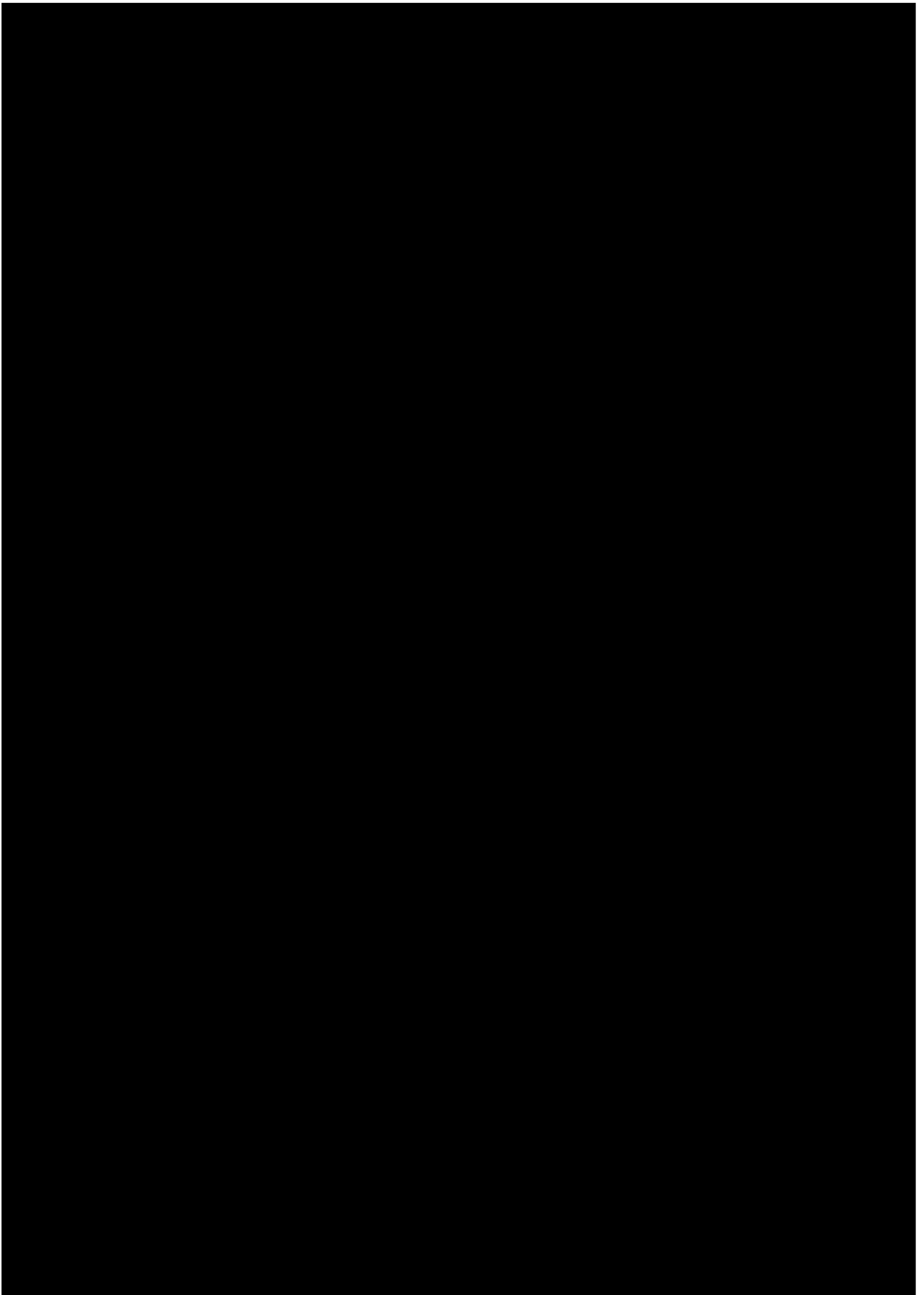


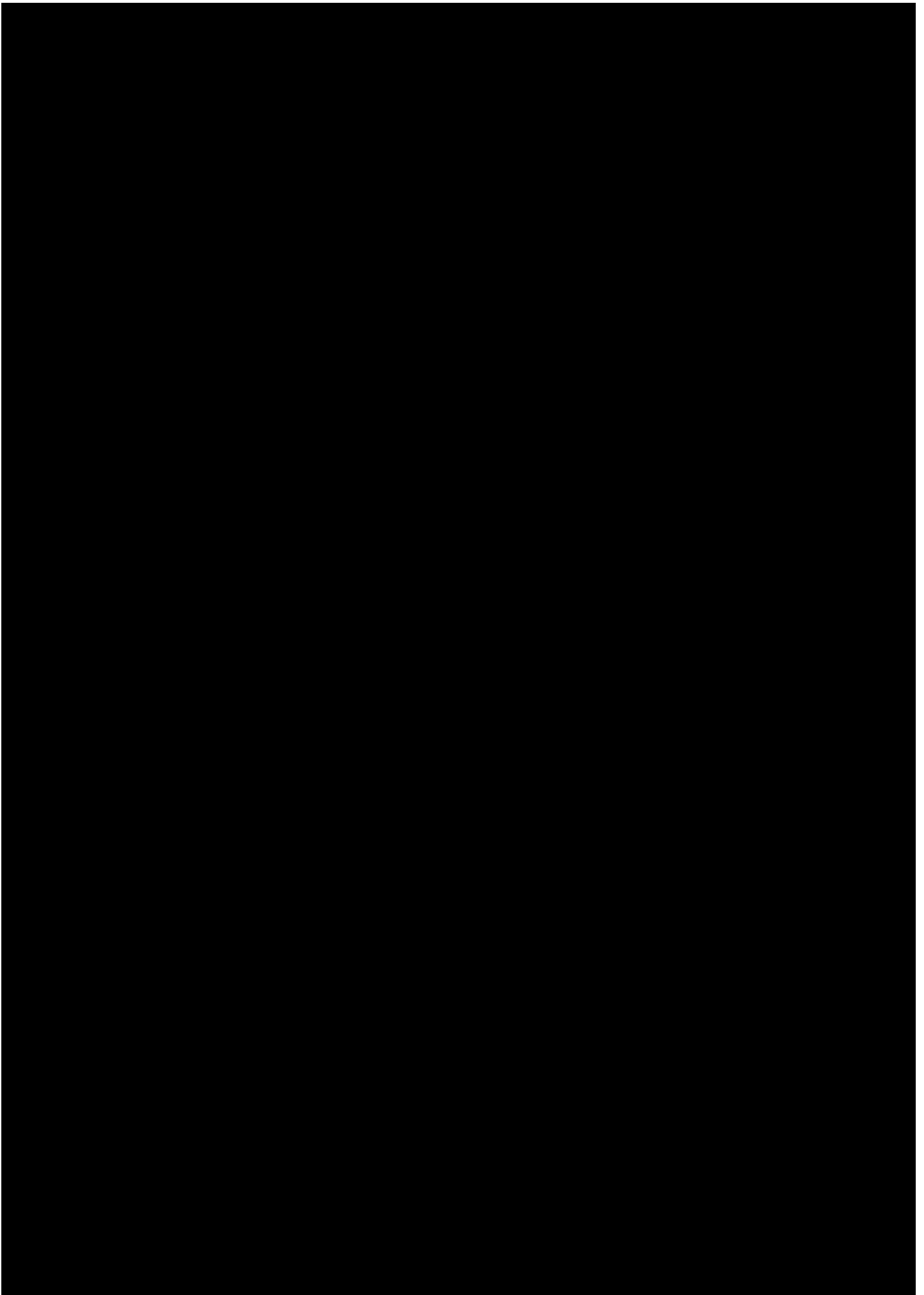


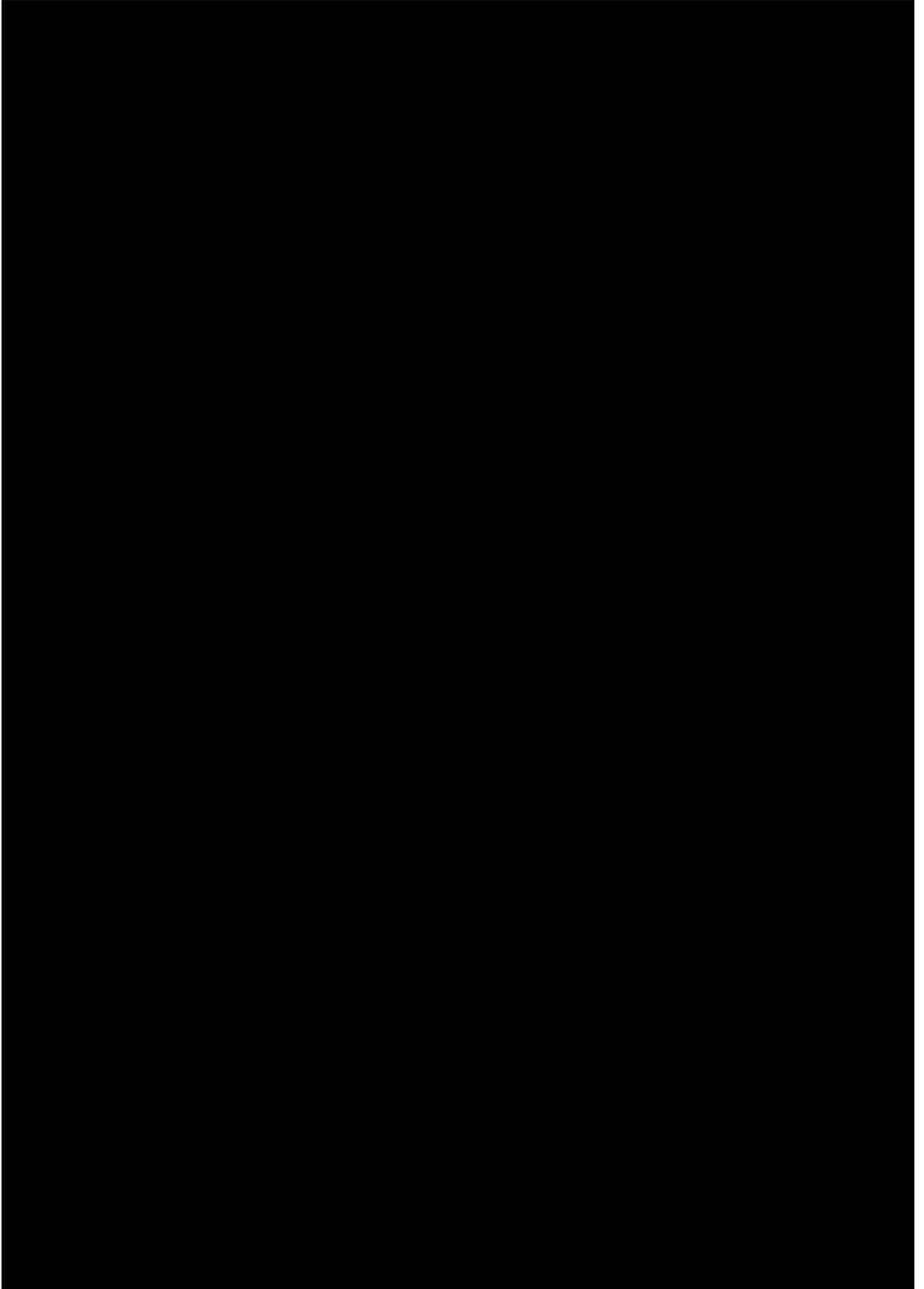


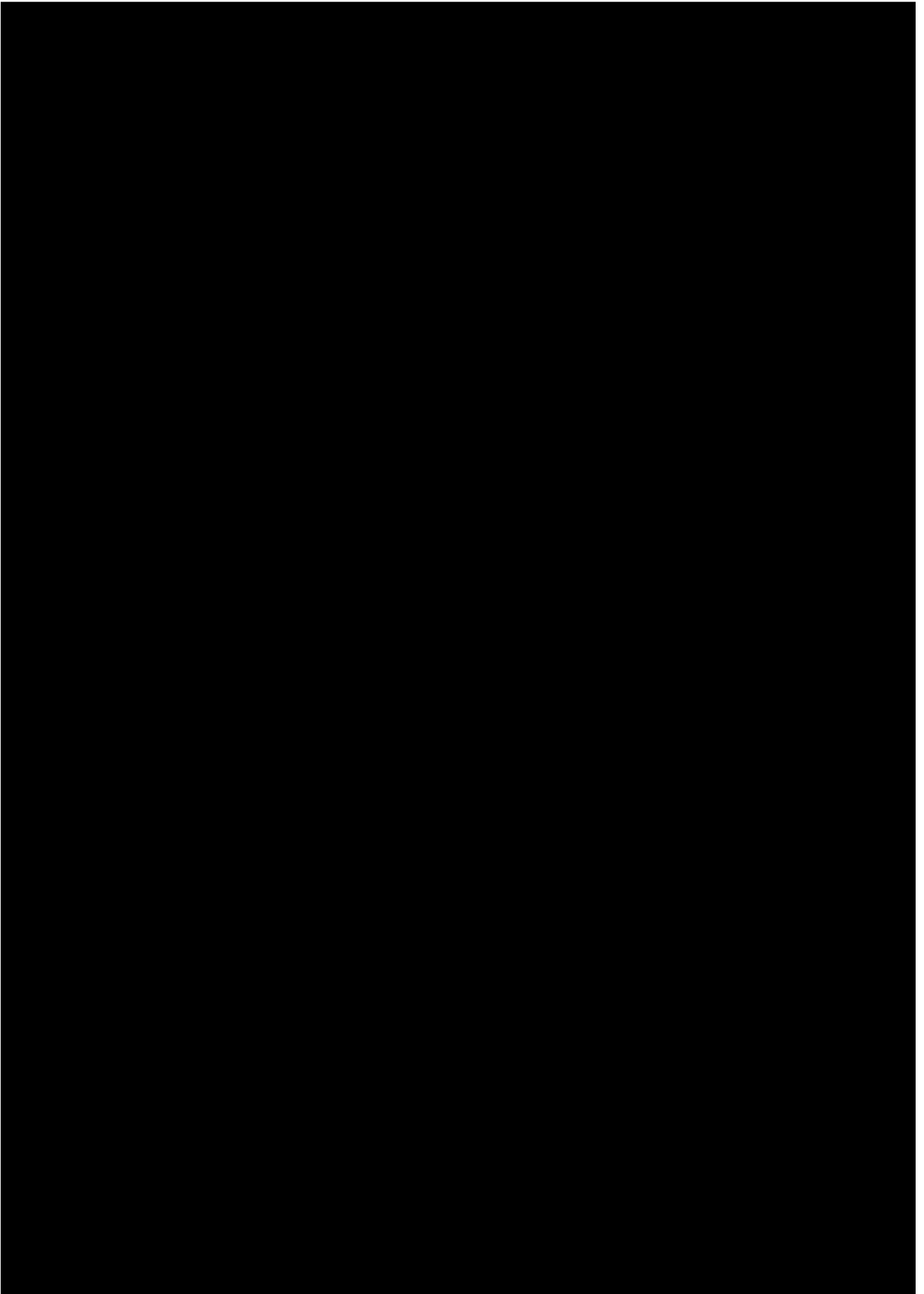


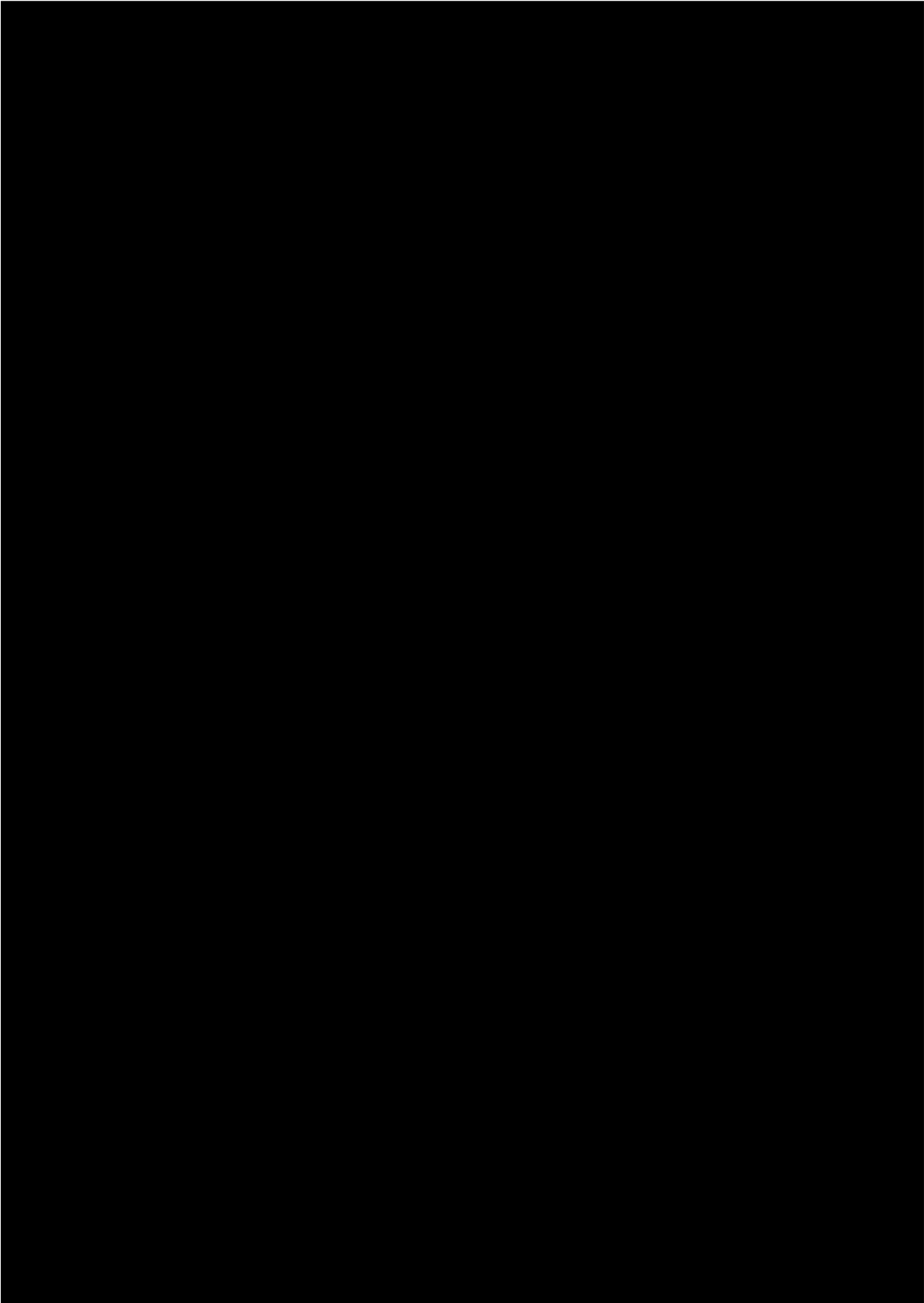


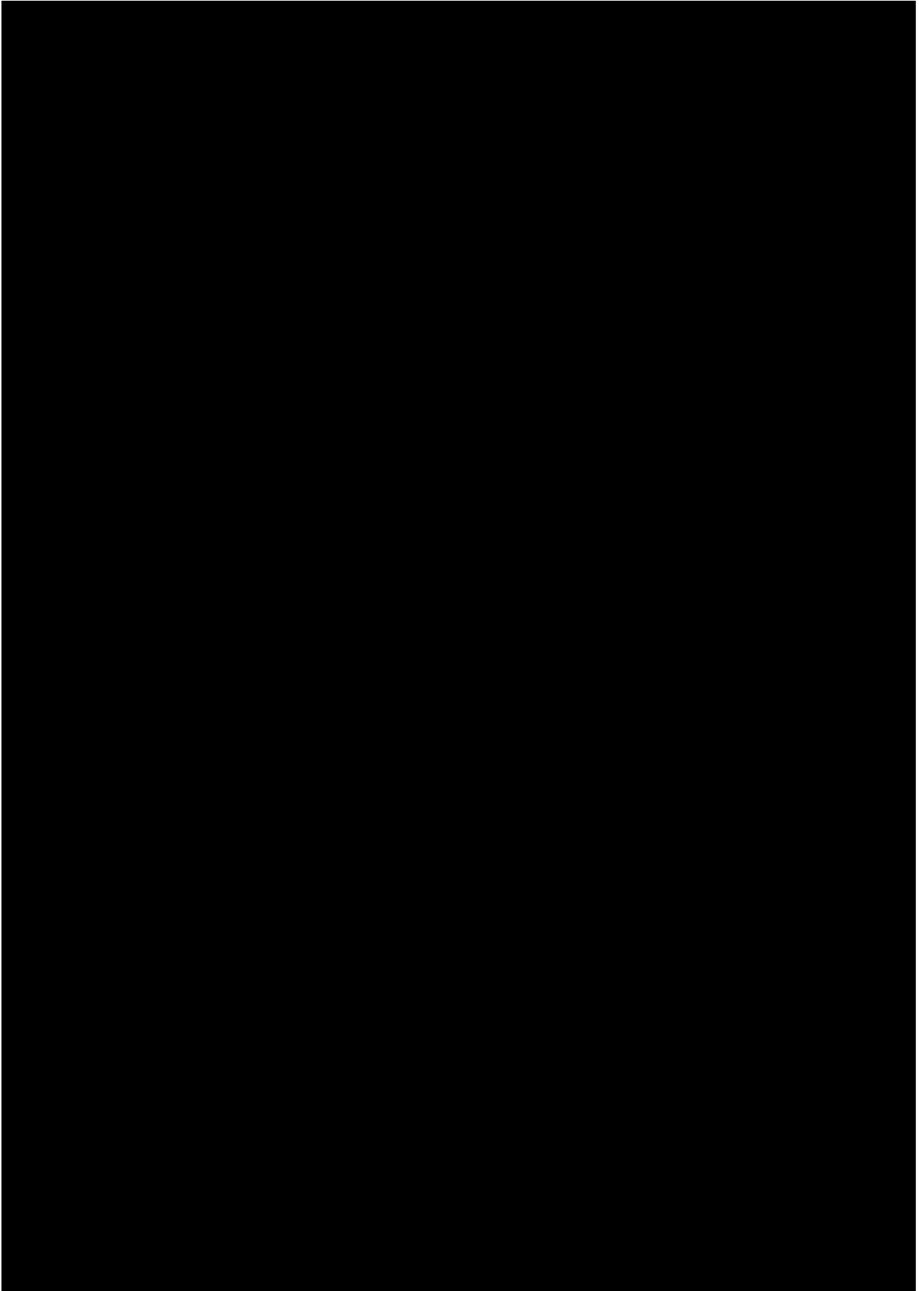


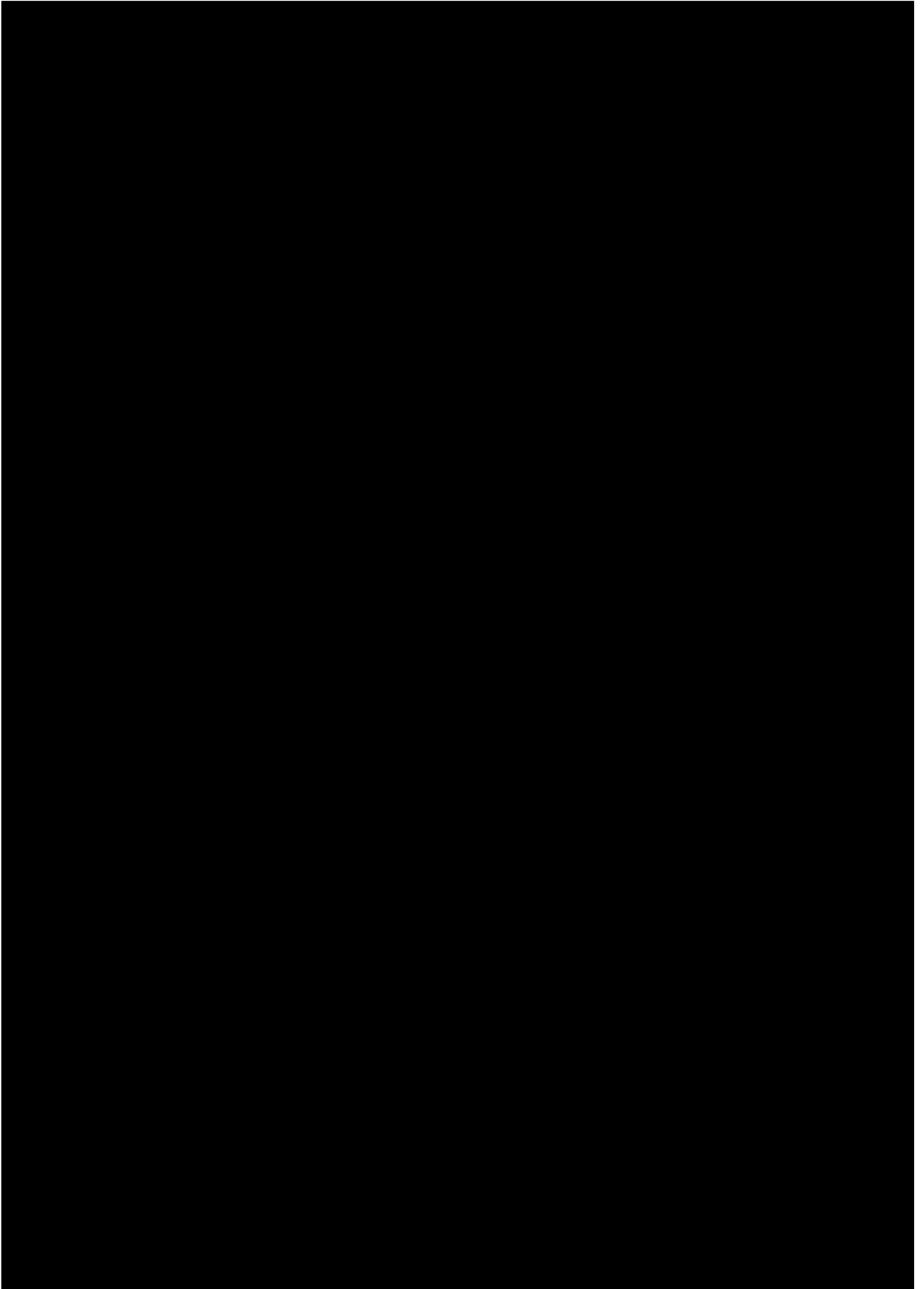












IN WITNESS WHEREOF, the Parties hereto have executed this Agreement as of the date specified below with their respective signatures, in one (1) original counterpart per each Party acknowledging receipt of its original copy(ies).

For: 50Hertz Transmission GmbH

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: Austrian Power Grid AG

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: ČEPS, a.s.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: ELES, d.o.o., sistemski operater prenosnega elektroenergetskega omrežja

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: MAVIR Magyar Villamosenergia-ipari Átviteli Rendszerirányító Zártkörűen
Működő Részvénytársaság

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: PSE S.A.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: Slovenská elektrizačná prenosová sústava, a.s.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: TenneT TSO GmbH

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: BSP Regionalna Energetska Borza d. o. o.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: EPEX Spot SE

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: EXAA Abwicklungsstelle für Energieprodukte AG

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: HUPX Magyar Szervezett Villamosenergia-piac Zártkörűen Működő
Részvénytársaság

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: OKTE, a.s.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: OTE, a.s.

Name:	Name:
Function:	Function:
Date: _____	Date: _____

For: TGE Towarowa Giełda Energii S.A.

Name:	Name:
Function:	Function:
Date: _____	Date: _____