

AMENDMENT No.1
TO THE FRAMEWORK AGREEMENT
FOR THE PROVISION OF LEGAL SERVICES

Riga 27 September 2021

Agreement registration No. 1.19/LV-13-2

Procurement procedure No. RBR 2019/22

RB Rail AS, a joint-stock company registered in the Latvian Commercial Register, uniform registration No 40103845025, legal address at K.Valdemāra iela 8-7, Riga, LV 1010, Latvia ("**Client**"), represented by Chairperson of the Management Board Agnis Driksna, acting on the basis of the Regulations on Representation Rights dated 17 May 2021, on the one side, and

ZAB Eversheds Sutherland Bitāns SIA, a limited liability company registered in the Latvian Commercial Register, uniform registration No 40203329751, legal address at Lāčplēša iela 20a-9, Rīga, LV-1011, Latvia, **Law Office "Eversheds Sutherland & Ots"**, registration number 10639559 and **Law Office "Eversheds Saladzius"**, taxpayer's registration number LT 10000049016, a partnership organized and existing under the Partnership Agreement, dated 19 February 2020 ("**Service Provider**"), represented by **ZAB Eversheds Sutherland Bitāns SIA**, represented by Chairman of the Board Agris Bitāns, acting on the basis of statutes and the Partnership Agreement, on the other side,

who are collectively referred to as the "**Parties**" and separately – as "**Party**".

WHEREAS:

- (A) based on the results of the Client's organized procurement procedure for "Legal Services", procurement procedure No RBR 2019/22 ("**Procurement procedure**") RB Rail AS and the Service Provider have entered into FRAMEWORK AGREEMENT FOR THE PROVISION OF LEGAL SERVICES No.1.19/LV-13-2, dated 2 March 2020 ("**Framework Agreement**");
- (B) according to the amendments to the Advocacy Law of the Republic of Latvia ("**Law**"), in particular amendments to Section 116, adopted on 18 February 2021 and entering into force from 16 March 2021, a sworn advocate's office shall be formed as a partnership or limited liability company and shall be registered in the Commercial Register in accordance with the procedures specified in the Commercial Law;
- (C) following Clause 13 of the transitional provisions of the Law, within six months after the amendments to Section 116 of this Law come into force, which provide that sworn advocate's offices are formed as partnerships or limited liability companies and registered in the Commercial Register, submit an application to the Commercial Register in compliance with the requirements of this Law. A sworn advocate's office registered in the Commercial Register is the successor of the rights and obligations of the sworn advocate's office which was established before the date when the amendments to Section 116 of the Law entered into force (i.e. 16 March 2021);
- (D) in compliance with the above-mentioned amendments to the Law and following the Clause 13 of the transitional provisions of the Law **ZAB Eversheds Sutherland Bitāns SIA**, a limited liability company registered in the Latvian Commercial Register, uniform registration No 40203329751, legal address at Lāčplēša iela 20a-9, Rīga, LV-1011, Latvia, sworn advocate's office has been registered in the Commercial Register and is the successor of the rights and obligations of **Law Office "Eversheds Sutherland Bitāns"**, taxpayer's registration number 90000816224;
- (E) according to Section 61, Paragraph one, Clause 1 of the Public Procurement Law of the Republic of Latvia, amendments to the procurement agreement are permitted if they do not change the nature of the procurement agreement (type and purpose specified in the procurement documents) and if they are non-substantial.

NOW, THEREFORE, the Parties hereby enter into this amendment No.1 to the Framework Agreement ("**Amendment**") on the following terms and conditions:

1. The Parties acknowledge and consent that **ZAB Eversheds Sutherland Bitāns SIA**, a limited liability company registered in the Latvian Commercial Register, uniform registration No 40203329751, legal address at Lāčplēša iela 20a-9, Rīga, LV-1011, Latvia, is the successor of the rights and obligations of **Law Office "Eversheds Sutherland Bitāns"**, taxpayer's registration number 90000816224, as of the date of registration in the Commercial Register, i.e. 5 July 2021, and as such has replaced it as a part of the Service Provider within the scope of the Framework Agreement as of 5 July 2021.
2. Amend Clause 6.2. of the Framework Agreement and express it in the following wording:
"6.2. Invoices should be sent to the e-mail invoices@railbaltica.org and should include the following details about the Agreement: Agreement number 1.19/LV-13-2, the Assignment Order number [●] and name of the contact person [●]. The Parties agree that in accordance with the Law on Accounting and Value Added Tax Law of the Republic of Latvia the invoices may be issued without the requisite "signature"."
3. Amend Clause 20.7. of the Framework Agreement and express it in the following wording:
"20.7. The authorised representative of the Service Provider for Agreement fulfilment issues is [●], e-mail [●], phone [●]."
4. Amend Clause 20.8. of the Framework Agreement and express it in the following wording:
"20.8. The authorised representative of the Client for Agreement fulfilment issues is [●], e-mail [●], phone [●]. The Principal has established a dedicated e-mail Framework.Agreements@railbaltica.org for the purpose of Assignment allocation according to Section 3 of the Agreement and fulfilment related matters."
5. From the conclusion of this Amendment it shall become an integral part of the Framework Agreement.
6. The Amendment shall enter into force on the day when it is mutually signed by both Parties and shall remain valid throughout the term of the Framework Agreement.
7. All terms and definitions used in this Amendment shall have the same meaning as the same terms and definitions used in the Framework Agreement unless provided otherwise herein.
8. The Amendment is executed as an electronic document.
9. Signatures of the Parties:

On behalf of the Client

On behalf of the Service Provider

Agnis Driksna
Chairperson of the Management Board

Agris Bitāns
Chairman of the Board

*THIS DOCUMENT IS SIGNED ELECTRONICALLY WITH A SAFE ELECTRONIC SIGNATURE
AND CONTAINS A TIME STAMP*