**APPENDIX VII**

**REQUEST FOR PROPOSAL NO. 4/2024**

**WARRANTIES AND REPRESENTATIONS OF BIDDER**

[INSERT BIDDER NAME]

.......... (the “Bidder”), company duly organized and existing under the laws of the United States of America, headquartered at ................, herein represented by their .............., ..............., considering the provisions of Process no. \_\_\_\_\_\_\_\_\_\_, decide to enter into the present Agreement (the “Agreement”), resulting from Request for Proposal no. 4/2024, by means of the clauses and conditions stated hereafter.

Bidder hereby warrants and represents to the FEDERATIVE REPUBLIC OF BRAZIL, HEREIN REPRESENTED BY THE BRAZILIAN FINANCIAL OFFICE OF THE MINISTRY OF FOREIGN AFFAIRS the following with respect to the services and obligations of the “Contracted Party” set forth in the Terms of Reference, Service Agreement, Certificate and Affidavit, and Cost Sheet (“Services”):

1. Bidder is qualified and registered to transact business in all locations where the Services will be performed;

2. Bidder has all necessary powers and authority to execute, deliver and perform the Services;

3. The execution, delivery and performance of this Agreement by Bidder shall not breach or constitute a default under any agreement, court order, judgment or decree to which Bidder is bound;

4. Bidder is and will remain solvent, able to pay its debts when due, and possesses sufficient working capital to perform the Services;

5. Bidder has, and promises that it shall maintain in effect, all Government Approvals necessary for it to provide the services set forth herein. For purposes of this Agreement, “Governmental Approvals” means any license, consent, permit, approval or authorization of any Governmental Authority, or any notice to any Governmental Authority, the granting or provision of which is required by applicable Laws for the consummation of the transactions and the performance of the Services contemplated by this Agreement. For purposes of this Agreement, “Governmental Authority” means “any federal, state or local government or any foreign government, or political subdivision thereof, or any multinational organization or authority or any authority, agency or commission entitled to exercise any administrative, executive, judicial, legislative, police, regulatory or taxing authority or power, any court or tribunal (or any department, bureau or division thereof), or any arbitrator or arbitral body. “Laws” means any law, statute, by law, regulation, order, regulatory policy (including any requirement or notice of any regulatory body), guidance or industry code of practice, rule of court or directives, delegated or subordinate legislation in force and as amended from time to time.

BIDDER’S SIGNATURE AND DATE

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