



**Design, Build, Finance,  
Operation & Transfer  
of Hyderabad – Badin  
Road under PPP mode**

**Request for Qualification**



**Works and Services Department**



**PPP Unit Finance Department**

**August 2011**

**MMP  
MM Pakistan (Pvt.) Ltd.**

**KPMG**



## Hyderabad – Badin Road Project – Pre-qualification document

**Reference: Hyderabad Badin Road Project**

**Islamic Republic of Pakistan**

**Dear Pre-qualification Applicant**

The Works and Services Department Government of Sindh ("**GoS**"), in association with the Public Private Partnership ("**PPP**") Unit of the Finance Department, Government of Sindh hereby invites pre-qualification applications ("**Pre-qualification Applications**") from interested companies or consortia ("**Prospective Bidders**") to be qualified to bid on a PPP Project to design, construct, finance, operate and maintain an approximately 98.5km road connecting Hyderabad to Badin through the towns of Tando Mohammad Khan, Matli and Talhar (the "**Project**"). It is currently envisaged that the concession term will be for a period of approximately 32 years and the Project will be implemented on a Design, Build, Finance, Operate and Transfer ("**DBFOT**") basis. The Project (including the ownership of the Project related assets) shall be handed over to GoS at the end of the contract period. The PPP contract ("**Concession Agreement**") will be awarded through a competitive bidding process ("**Bidding Process**") open to both local and international pre-qualified bidders. The Technical and Financial Evaluation Committee ("**TFEC**") is expected to conclude its evaluation by October 2011.

The following pre-qualification procedure will be adopted:

1. This Pre-qualification Document is provided with a Project Brief (which gives Prospective Bidders an overview of the Project)
2. Following the submission of the Pre-qualification Applications, interested companies or consortia will be evaluated on the requirements and criteria set forth in the attached Instructions to Prospective Bidders
3. Prospective Bidders whose Pre-qualification Application is determined by the TFEC to be substantially responsive to the requirements and criteria of the pre-qualification process shall be designated as "**Qualified Bidders**"
4. Qualified Bidders shall be invited to participate in the bidding process for the Project

Pre-qualification Applications must be delivered no later than **4:00 p.m. PST on 10<sup>th</sup> October 2011**, at the address indicated in Section 8 of this document.

Sincerely

Secretary,  
Works & Services Department,  
Government of Sindh,  
3rd Floor Sindh Secretariat Building No. 1,  
Kamal Atta Turk Road,  
Karachi, Pakistan



## **IMPORTANT NOTICE**

The Pre-qualification Document is provided to the recipient solely for use in preparing and submitting applications for pre-qualification in a competitive process for design, build, finance, operation and transfer of the Hyderabad – Badin Road via a PPP (the "Project") for a term of approximately 32 years. The Pre-qualification Document is being issued by Works and Services Department, GoS, in association with PPP Unit, Finance Department, GoS solely for use by prospective investors in considering the Project. The Pre-qualification Document has been prepared with the assistance of Mott McDonald Pakistan ("MM Pakistan") as Lead Transaction and technical advisor, KPMG Taseer Hadi & Co. ("KPMG") as financial advisor and Mandviwalla & Zafar ("M&Z") as legal advisor.

None of the above entities, nor their employees or consultants make any representation (expressed or implied) as to the accuracy or completeness of the information contained herein, in the project brief or other document made available to any person in connection with the tender process for the Project and shall have no liability for this Pre-qualification Document or for any other written or oral communication transmitted to the recipient in the course of the recipient's evaluation of the Project. Neither these entities nor their employees or consultants will be liable to reimburse or compensate the recipient, for any costs or expenses incurred by the recipient in evaluating or acting upon this Pre-qualification Document or otherwise in connection with the Project as contemplated herein.

The Pre-qualification Document does not constitute a solicitation to invest, or otherwise participate, in the Project.



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## **1 INTRODUCTION**

### **1.1 Instructions to prospective bidders**

The GoS, through Works and Services Department, and assisted by PPP Unit, hereby invites interested private sector parties (“Bidders”) through this Request for Qualification (“RFQ”) to submit their Expression of Interest along with qualification documents (as specified in this document) for the Design, Build, Finance, Operation and Transfer (“DBFOT”) of an approximately 98.5km road connecting Hyderabad to Badin through the towns of Tando Mohammad Khan, Matli and Talhar. The proposed project involves dualization of the road from Hyderabad to Matli (approx. 51.2km) and rehabilitation of the remaining portion from Matli to Badin (approx. 47.3km). It is currently envisaged that the concession term will be for a period of approximately 32 years. The GoS expects the term to include approximately two years of design and construction followed by a 30 year operating period with an anticipated Completion Date of 31 January 2014, and an anticipated Expiry Date of 31 January 2044.

The non-dualized sections 3 and 4 shall be transferred back to GoS after 10 years (from the signing of the Concession Agreement). Following the end of the contract period, the ownership of the remaining Project related assets will be transferred to GoS. The Project will be structured as a Concession Agreement between GoS and the private sector through a Special Purpose Vehicle (“SPV”) that must be a locally registered company incorporated in accordance with the laws of Pakistan to be formed after issuance of Letter of Intent (“LOI”). The PPP Contract will be awarded through a Competitive Bidding Process open to local and international pre-qualified bidders only.

### **1.2 Purpose of RFQ**

The purpose of this RFQ is to:

- 1.2.1 Provide interested parties with the background of the Project;
- 1.2.2 Set out the objectives, the proposed commercial principles governing the Project;
- 1.2.3 Explain GoS’s expectations in seeking private sector investment and participation;
- 1.2.4 Explain the intended procurement process;
- 1.2.5 Outline the pre-qualification criteria;
- 1.2.6 Specify the terms and conditions for participation by Bidders in this Pre-qualification stage of the procurement; and
- 1.2.7 Elicit responses from Bidders with the skills, knowledge, experience, capability, financial resources, capacity and approach necessary to deliver, operate, finance and maintain the Project.



### **1.3 Consortium-lead members**

- 1.3.1 A Prospective Bidder may show interest individually or take the form of a consortium (a "Consortium") comprised of companies, firms, corporate bodies or other legal entities, each of which are members of the consortium ("Consortium Member"). In such a case, each Consortium shall appoint and authorize one (1) lead member ("Lead Member") to represent and irrevocably bind all members of the Consortium in all matters connected with the pre-qualification and tendering process, including, but not limited to, the submission of the Pre-qualification Application on behalf of the Consortium.

### **1.4 Parent Company**

- 1.4.1 The Prospective Bidder, or Consortium Member(s) in the case of a Consortium, may elect to present evidence of projects undertaken by its Parent Company to satisfy the Technical Criteria. In doing so it must demonstrate to the satisfaction of the TFEC that the relevant skills and resources of the Parent Company will be available to the Prospective Bidder or Consortium Member (in accordance with the Evaluation Criteria in Section 5).
- 1.4.2 The Prospective Bidder, or each Consortium Member, may elect to present financial statements from a Parent Company to satisfy the Financial Criteria.
- 1.4.3 Should a Prospective Bidder be qualified based upon the technical and / or financial qualifications of the Parent Company, such Parent Company shall be required to provide a Letter of Support for the bid process and the PPP Contract substantially in the form of Annex C.

### **1.5 Pre - Qualification costs**

- 1.5.1 The Prospective Bidder shall bear all costs ("Pre-qualification Costs") associated with the preparation and submission of its Pre-qualification Applications, including, without limitation, all costs and expenses related to the Prospective Bidder's preparation of responses to questions or requests for clarification.



## **2 PROJECT OBJECTIVES AND OUTPUTS**

**2.1** In response to the growing importance of efficient public infrastructure in driving sustainable economic development and growth, lifting levels of productivity and boosting regional employment, the Go S has embraced the PPP model as a key strategy for the accelerated delivery of its public infrastructure.

**2.2** The GoS objectives for the Project include:

- 2.2.1 Promotion of business activity in economic zones within the project area;
- 2.2.2 Enhance operational efficiency of the road resulting in improved traffic conditions;
- 2.2.3 Improve safety and reliability for the users along a key commuting road;
- 2.2.4 Improve the local road infrastructure and hence the region's road network; and
- 2.2.5 Reduce travel time along and across the Hyderabad – Badin Road.



### **3 COMMERCIAL PRINCIPLES**

- 3.1** This section provides an overview of the key features of the anticipated commercial structure for the implementation of the Project. The Request for Proposal (“RFP”) that will be issued during the next stage of the procurement process will develop the envisaged Project structure and will provide summaries of the key contractual agreements.
- 3.2** The GoS wishes to draw the Bidders’ attention to the following key commercial principles that it intends to apply to this Project:
- 3.2.1** The successful Bidder will enter into a Concession Agreement with the GoS with respect to the DBFOT of the Project;
- 3.2.2** The Term of the Concession Agreement will commence on Financial Close and is anticipated to continue for 32 years;
- 3.2.3** The GoS expects the term to include approximately two years of design and construction followed by a 30 year operating period with an anticipated Completion Date of 31 January 2014, and an anticipated Expiry Date of 31 January 2044;
- 3.2.4** Ownership of the Project related assets will be transferred to GoS following the end of Concession period;
- 3.2.5** The Concession Agreement will define the end of term requirements and handback conditions for the Hyderabad – Badin Road and supporting infrastructure at the end of the Concession Agreement term;
- 3.2.6** The successful Bidder will be responsible for the detailed design, building, financing, operation and maintenance of the Hyderabad – Badin Road during the term of the Concession Agreement;
- 3.2.7** The successful Bidder will also be responsible for obtaining all necessary permits, licenses, NOCs (wherever applicable) etc. for the successful delivery of the Project;
- 3.2.8** The GoS will have the right to visit, inspect, monitor and review the performance of the Concessionaire.



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- 3.3** The Project has been divided into the following four components for the purpose of a phase-wise implementation:

Distance of each highway section	
Section	Distance (km)
Section 1 - Hyderabad to Tando Mohammad Khan	30.6
Section 2 - Tando Mohammad Khan to Matli	25.7
Section 3 - Matli to Talhar	17.5
Section 4 - Talhar to Badin	24.7
Total	98.5

Source: Design criteria (July 2010), MM Pakistan

- 3.4** The Project shall start with the dualization of Section 1 and 2, construction of by-passes at Tando Mohammad Khan and Matli, and rehabilitation of Section 3 and 4. This will give Concessionaire an opportunity of early generation of revenues from the Project. The non-dualized sections 3 and 4 shall be transferred back to GoS after 10 years from the signing of the Concession Agreement following which the latter two sections may be re-tendered for dualization.



## **4 PROCUREMENT PROCESS**

4.1 The intended process for the selection of the successful Bidder is set out below.

4.2 This overall procurement process is anticipated to last approximately 4 months.

### **4.3 Stage 1 –RFQ**

4.3.1 At the RFQ stage, potential bidders will submit qualifications to demonstrate their capabilities to fulfil the roles and responsibilities of the private sector partner.

### **4.4 Stage 2 –RFP**

4.4.1 Successfully qualified bidders will proceed to the RFP stage.

### **4.5 Finalization of Project Documentation**

4.5.1 GoS and the successful Bidder will work towards finalization of the Concession Agreement and associated contracts.

### **4.6 Indicative Timeline**

Issuance of EOI, RFQ and Project Brief	25 <sup>th</sup> August 2011
Deadline for submission of queries on EOI, RFQ and Project Brief	15 <sup>th</sup> September 2011
Deadline for submission of EOI and qualification documents	10 <sup>th</sup> October 2011
Issuance of RFP and Draft Concession Agreement to short listed bidders	October 2011
Pre-bid conference for queries and clarifications	November 2011
Submission of proposals	December 2011
Selection of Preferred Bidder/ PPP Operator and signing of concession agreement	January 2012



## 5 EVALUATION CRITERIA

5.1 At the Pre-qualification stage Bids will be evaluated against a number of financial, legal and technical criteria. These Criteria and their weightings with respect to the overall evaluation are as follows:

Evaluation Criteria	Weightage
<b>Financial Standing</b>	<b>30%</b>
Income tax payment	5%
Average annual turnover	5%
Capacity to meet interest obligations (Profit before Interest and Tax : Interest Paid)	5%
Capacity to meet short term liabilities (Current Assets : Current Liabilities)	5%
Relative profitability (Profit before Tax/ Turnover) (%)	5%
Leverage (Debt/ Debt + Equity) (%)	5%
<b>Technical Capability</b>	<b>70%</b>
Experience and performance with similar projects (Design, Construction, Operations & Maintenance) – Pakistan	25%
Experience and performance with similar projects – (Design, Construction, Operations & Maintenance) – International	20%
Cumulative Contract value	5%
Experience of Key Team Members	20%

5.2 GoS reserves the right to change the timing, form and substance of the evaluation procedure at its discretion, without prior notice to the Bidders and shall be under no liability to Bidders in respect thereof. Any changes to the procedure will be communicated to the Bidders as quickly as is practicable.

5.3 On receipt of the RFQ response submissions each response will be checked for completeness and their compliance with the RFQ requirements detailed in this document. Non-compliant or incomplete submissions may be rejected.

5.4 Scoring criteria

Total Marks: 100

Qualifying Marks: 60



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<b>Criteria</b>	<b>Marks allocated</b>
<b>Financial Standing</b>	<b>30</b>
<b>Income tax payment during the last 3 years (Attached – audited Income statement/ Balance sheet/ Receipted Income Tax Challans)</b>	<b>5</b>
i) Income tax paid under PKR 2.0 million	2
ii) Above PKR 2.0 million but less that PKR 4.0 million	3
iii) Above PKR 4.0 million but less that PKR 6.0 million	4
iv) PKR 6.0 million and above	5
<b>Average annual turnover (for the last 3 years duly certified)</b>	<b>5</b>
i) “A” Class: Annual turnover of PKR 75 million above	5
ii) “B” Class: Annual turnover of PKR 40 to 75 million	4
iii) “C” Class: Annual turnover of PKR 20 to 40 million	3
iv) “D” Class: Annual turnover of less than PKR 20 million	2
<b>Capacity to meet interest obligations (Profit before Interest and Tax : Interest Paid)</b>	<b>5</b>
i) $\geq 12$	5
ii) 9 – 11.99	4
iii) 6 – 8.99	3
iv) 3 – 5.99	2
v) 1 – 2.99	1
vi) $\leq 0.99$	0
<b>Capacity to meet short term liabilities (Current Assets : Current Liabilities)</b>	<b>5</b>
i) $\geq 2$	5
ii) 1.5 – 1.99	4
iii) 1 – 1.49	3
iv) 0.5 – 0.99	2
v) 0.25 – 0.49	1
vi) $< 0.24$	0



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<b>Relative profitability (Profit before Tax/ Turnover) (%)</b>	<b>5</b>
i) >10	5
ii) 8 – 9.99	4
iii) 6 – 7.99	3
iv) 4 – 5.99	2
v) 2 – 3.99	1
vi) <1.99	0
<b>Firm Leverage (Debt/ Debt + Equity) (%)</b>	<b>5</b>
i) <19.99	5
ii) 20 – 29.99	4
iii) 30 – 39.99	3
iv) 40 – 49.99	2
v) 50 – 69.99	1
vi) >=50	0
<b>Technical Capability</b>	<b>70</b>
<b>Experience and performance of projects (Overall number of projects carried out in last 3 years)</b>	<b>10</b>
i) 2 to 4 Projects	2
ii) 5 to 9 Projects	5
iii) 10 to 14 Projects	8
iv) 15 and more Projects	10
<b>Experience and performance with similar projects (Design, Construction, Operations &amp; Maintenance) – Pakistan</b>	<b>15</b>
i) 1 to 3 Projects	4
ii) 4 to 7 Projects	8
iii) 8 to 10 Projects	12
iv) 11 and more Projects	15
<b>Experience and performance with similar projects (Design, Construction, Operations &amp; Maintenance) – International</b>	<b>20</b>
i) 1 to 2 Projects	5
ii) 3 to 4 Projects	10
iii) 5 to 6 Projects	15



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iv) 7 and more Projects	20
<b>Cumulative Contract Value</b>	<b>5</b>
i) PKR 1 – 3 billion	2
ii) PKR 3 – 5 billion	3
iii) PKR 6 – 9 billion	4
iv) PKR 9 billion & above	5
<b>Experience of Key Team Members</b>	<b>20</b>
<i>No of personnel (Relevant technical)</i>	7
i) 1 – 2	1
ii) 3 – 5	3
iii) 6 – 10	5
iv) 11 & above	7
<i>Permanency of relevant technical personnel with the firm</i>	6
i) 12 – 23 Months	1
ii) 24 – 35 Months	2
iii) 36 – 38 Months	4
iv) 48 Months & above	6
<i>Relevant experience</i>	7
i) 1 – 2 Years	1
ii) 3 – 5 Years	3
iii) 6 – 9 Years	5
iv) 10 Years & above	7



## **6 INFORMATION TO BE SUBMITTED IN RESPONSE TO RFQ**

This section sets out the minimum information requirements for responses to the RFQ. Bidders should support their submissions with other information where they believe it is essential to their RFQ response.

The minimum list of information to be submitted is set out below. Each submission should also be accompanied by the RFQ Forms attached as Appendix B, completed as required. A failure to respond to any of these elements may result in the Bidder's submission being disqualified from the Pre-qualification process. Bidders should use the list of requirements in this section as the framework for their responses to assist the evaluation of their submissions.

### **6.1 Basic Information**

6.1.1 Bidders must provide information on the identity, management structure and organization of the consortium or organization in the case where the Bidder is a sole organization, including as a minimum, an outline summary of:

- a) Corporate structure and shareholdings;
- b) Consortium, joint venture or subcontractor agreements;
- c) Lead partner identity and contact information;
- d) Roles and responsibilities of each partner and main subcontractors in the Consortium or organization; and
- e) Letter of Association (in case of Consortium)
- f) Registration with Pakistan Engineering Council / or other relevant body in relevant Category of construction of roads

6.1.2 Bidders must provide comprehensive resumes of the key team members (including *Concessionaire Director – Concessionaire and Design Build Project Director – DB Contractor*). The resumes should describe their degree of involvement with management of the development, construction, and operations phases of projects.

### **6.2 Financial Information**

6.2.1 Bidders must provide evidence of financial strength of the consortium or organization by providing:

- a) The audited accounts for the last 3 years for each of the equity provider(s), the design-build contractor, operator, infrastructure management subcontractor and any other key consortium members;
- b) Where an equity provider, design-build contractor, operator, infrastructure management subcontractor and / or any other key subcontractor intends to procure a corporate guarantee from a parent company or other entities, the audited accounts for the last 3 years of that parent company or other entities; and



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- c) Any other information for the equity provider, design-build contractor, operator, infrastructure management subcontractor or any other subcontractor needed to demonstrate financial capacity to provide the relevant service to the Project over the relevant time period.

### **6.3 Other Road Projects**

- 6.3.1 Bidders are required to identify potential liabilities and/ or guarantees which may arise from road projects which the Bidder is committed to, or are at the bidding stage on, which are not covered by any financial reporting disclosure requirements included in the information requested above.

### **6.4 Project Financing Experience**

- 6.4.1 The Bidder is required to provide details and evidence of any members of the consortium's experience in structuring, providing or raising finance on contracts/ projects which are demonstrated to be relevant to this Project and the consortium's ability to enter into a financing arrangement during the construction and/ or operational phase.

### **6.5 Experience in Similar Projects**

- 6.5.1 The Potential Bidder to demonstrate the experience of designing or procuring the design of roads, highways and/ or bridges within the last 10 years
- 6.5.2 The Potential Bidder to demonstrate the experience of construction of roads, highways and/ or bridges within the last 10 years
- 6.5.3 The Potential Bidder to demonstrate the experience of operations and maintenance of roads, highways and/ or bridge within the last 10 years

### **6.6 History of Litigation, Bankruptcy and Blacklisting**

- 6.6.1 The Pre-qualification Applicant, or if the Prospective Bidder is a Consortium, each Consortium member, shall not be subject to any bankruptcy or liquidation proceedings.
- 6.6.2 The Pre-qualification Applicant, or if the Prospective Bidder is a Consortium, each Consortium member, shall not have been convicted of fraud, corruption, or money laundering.



## **7 PROJECT LIAISON AND COMMUNICATION**

**7.1** The contact details of the primary personnel designated for this RFQ are:

**Syed Manzoor Hussain Shah**

*Project Manager, Hyderabad Badin – Road Project,*  
Project Implementation Unit,  
Works & Services Department,  
Government of Sindh  
Bungalow # B-1, GoR Colony,  
Hyderabad, Pakistan.  
T – +92 (021) 210 1076  
F – +92 (021) 210 1072  
Email – piuhbrp@yahoo.com

**Moula Bakhsh Shaikh**

Assistant Director-IV,  
PPP Unit, Finance Department,  
Government of Sindh  
Barrack No. 17, Sindh Secretariat – 4/A, Court Road,  
Karachi, Pakistan.  
T – +92 (021) 9920 7756  
F – +92 (021) 9920 7754  
Email – ad4@pppunitsindh.gov.pk

**7.2** Each Bidder should nominate a representative with whom the GoS should liaise and provide the representative's details including designation and all relevant contact details.

**7.3** Bidder clarification and communication process:

**7.3.1** If any Bidder requires any further information or wishes to raise a clarification, such requests should be addressed to: Syed Manzoor Hussain Shah or Moula Bakhsh Shaikh who will endeavour to answer all such requests as soon as possible provided that they are received at least 10 Working Days before the date specified for the submission of the RFQ response.

**7.3.2** GoS will circulate the requests and GoS responses for all Bidder clarifications to all Bidders.



## **8 RFQ RESPONSE SUBMISSION**

**8.1** RFQ responses shall be submitted in a sealed envelope no later than **4.00 pm PST** on **10<sup>th</sup> October 2011** to the following address, and marked for the attention of:

**Secretary,**  
Works & Services Department,  
Government of Sindh,  
3rd Floor Sindh Secretariat Building No. 1,  
Kamal Atta Turk Road,  
Karachi, Pakistan.

**8.2** RFQ responses must not be qualified in any way apart from as allowed under the RFQ and must be submitted strictly in accordance with this RFQ.

**8.3** Bidders shall complete and submit their RFQ responses in the format described below:

**8.3.1** One (1) hard copy;

**8.3.2** One (1) CD / DVD of the completed RFQ Response Forms and all other supporting documents; and

**8.4** Any RFQ responses or other supporting documents received after the date for submission will not be considered for acceptance by GoS.

**8.5** All RFQ responses and other supporting documents shall be completed in black ink or type, in the English language and state all monetary amounts in PKR.

**8.6** The RFQ responses must be signed by two representatives, duly authorized by each of the Bidders and where applicable, each consortium member, signing under a power of attorney, a copy of which is to be provided with the Bids.



## **9 CONDITIONS OF RFQ RESPONSE**

### **9.1 Preliminaries**

- 9.1.1 Bidders are invited to submit a response to the RFQ for the Project.
- 9.1.2 Bidders are responsible for obtaining all information necessary for the preparation of their RFQ submissions.
- 9.1.3 All costs, expenses and liabilities incurred by any Bidder in connection with the preparation and submission of a response to the RFQ shall be borne by that Bidder.

### **9.2 Confidentiality**

- 9.2.1 All information supplied by GoS in connection with the RFQ shall be treated as confidential and Bidders shall not, without the prior written consent of GoS, at any time make use of such information for its own purposes or disclose such information to any person (except as may be required by law).
- 9.2.2 The RFQ and every part of it and all other information provided by or on behalf of GoS must be treated as private and confidential. Bidders should not disclose the fact that they have been invited to submit a RFQ response or release details of the RFQ other than on a strictly confidential basis to those parties whom they need to consult for the purposes of preparing the RFQ responses.
- 9.2.3 Bidders shall not at any time release any information concerning the RFQ and/or their RFQ response and/or any related documents and/or any negotiation and/or discussion with GoS in this connection for publication in the press or on radio, television, screen or any other medium.
- 9.2.4 The RFQ and all documents and information provided by or to the Bidders relating to this procurement exercise will remain the property of the GoS and will be returned with the RFQ or if no RFQ is submitted on demand. Further the GoS reserves the right to retain all RFQ's and associated information and documentation submitted in support by the Bidders and their respective consortium members.
- 9.2.5 Each Bidder undertakes to indemnify GoS and to keep GoS indemnified against all actions, claims, demands, liability, proceedings, damages, costs, charges and expenses whatsoever arising out of or in connection with any breach of the provisions of this section 9.



### **9.3 Rejection of Bidders**

9.3.1 Any RFQ responses or other documents submitted by any Bidder in respect of which the Bidder:

9.3.1.1 Communicates to any person other than GoS any information except in accordance with Section 9.2 above; or

9.3.1.2 Enters into any agreement or arrangement with any other person that such other person shall refrain from submitting Bids or shall limit or restrict the amounts, prices, charges and rates to be shown by any other Bidder in its Bids and other documents; or

9.3.1.3 Offers or agrees to pay or give, or does pay or give, any sum of money, inducement or valuable consideration directly or indirectly to any person for doing or having done or causing or having caused to be done in relation to any other Bidder or any other proposed Bids or other documents any act or omission; or

9.3.1.4 Has directly or indirectly canvassed any member or official of GoS concerning the acceptance of any Bids or has directly or indirectly obtained or attempted to obtain information from any such member or official concerning any other Bids or proposals submitted by any other Bidder,

Shall not be considered for acceptance and shall accordingly be rejected by GoS provided always that such non-acceptance or rejection shall be without prejudice to any other civil remedies available to GoS in respect thereof or to any criminal liability that such conduct by a Bidder may attract.

### **9.4 Non-Consideration of RFQ Responses**

9.4.1 GoS may in its absolute discretion refrain from considering RFQ responses if either, in any respect it does not comply with the requirements of the RFQ including these Instructions, or the RFQ responses contains any significant omissions.

### **9.5 Pre-Qualification of Bidders**

9.5.1 GoS reserves the right to pre-qualify any Bidder whose submitted RFQ response is pursuant to the RFQ.

9.5.2 GoS shall not be bound to pre-qualify any Bidder and reserves to itself the right at its absolute discretion to pre-qualify or not pre-qualify any Bidder.

9.5.3 GoS may, in its absolute discretion and without further reference to the Respondent or any other Person:

9.5.3.1 Conduct reference, credit or other checks with any or all of the references and other sources cited in a Qualification Response;

9.5.3.2 Independently verify any information regarding a Respondent, including its directors, and officers, any member of the Respondent Team, any Respondent



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Members and any Key Individuals, whether or not contained in any Qualification Response;

- 9.5.3.3 Conduct any background investigations that it considers necessary or desirable in the course of the Competitive Selection Process;
- 9.5.3.4 Undertake site visits, seek references, require presentations to be given and undertake interviews as part of the evaluation process; and
- 9.5.3.5 Seek clarification, more complete, supplementary, and additional information or documentation from the Respondent or in connection with a RFQ Response, if the GoS considers that any RFQ Response or any part of a RFQ Response requires clarification or more complete information, contains an alteration, qualification, omission, inaccuracy or misstatement, or does not for any reason whatsoever comply with any requirements of this RFQ.

### **9.6 Bidder's Warranties**

- 9.6.1 In submitting its RFQ response, each Bidder warrants, represents and undertakes to GoS that:
  - 9.6.1.1 It has not done any of the acts or matters referred to in Section 10.3 above and has complied in all respects with this RFQ;
  - 9.6.1.2 All information, representations and other matters of fact communicated (whether in writing or otherwise) to GoS by the Bidder, its employees or agents in connection with or arising out of the RFQ response submission are true, complete and accurate in all respects;
  - 9.6.1.3 It has made its own investigations and research and has satisfied itself in respect of all matters (whether actual or contingent) relating to the RFQ response; and
  - 9.6.1.4 It has satisfied itself as to the correctness and sufficiency of the information it has inserted in the RFQ response and included in other submitted information.

### **9.7 General**

- 9.7.1 Bidders are advised to retain for themselves details of their RFQ response submissions. GoS reserve the right to make a charge if a Bidder requests a copy of its submitted RFQ response.



## **10 DISCLAIMER**

- 10.1** Bidders and their respective consortium members are responsible for obtaining all information necessary for the preparation of their RFQ submissions. All costs, expenses and liabilities incurred by any Bidder and consortium members in connection with the preparation and submission of the RFQ and in discussion with the GoS shall be borne by the Bidders and consortium members.
- 10.2** Whilst the GoS will use its reasonable endeavours to see that all information given to the Bidders and consortium members is both truthful and accurate, the GoS in no way warrants or accepts any liability for the same and Bidders and consortium members must satisfy themselves of the accuracy of any information provided by the GoS and that the same is both truthful and accurate. The GoS accepts no responsibility or liability whatsoever for any cost, loss or damage of whatever kind and howsoever caused arising from or in consequence of the use by Bidders or consortium members of such information.

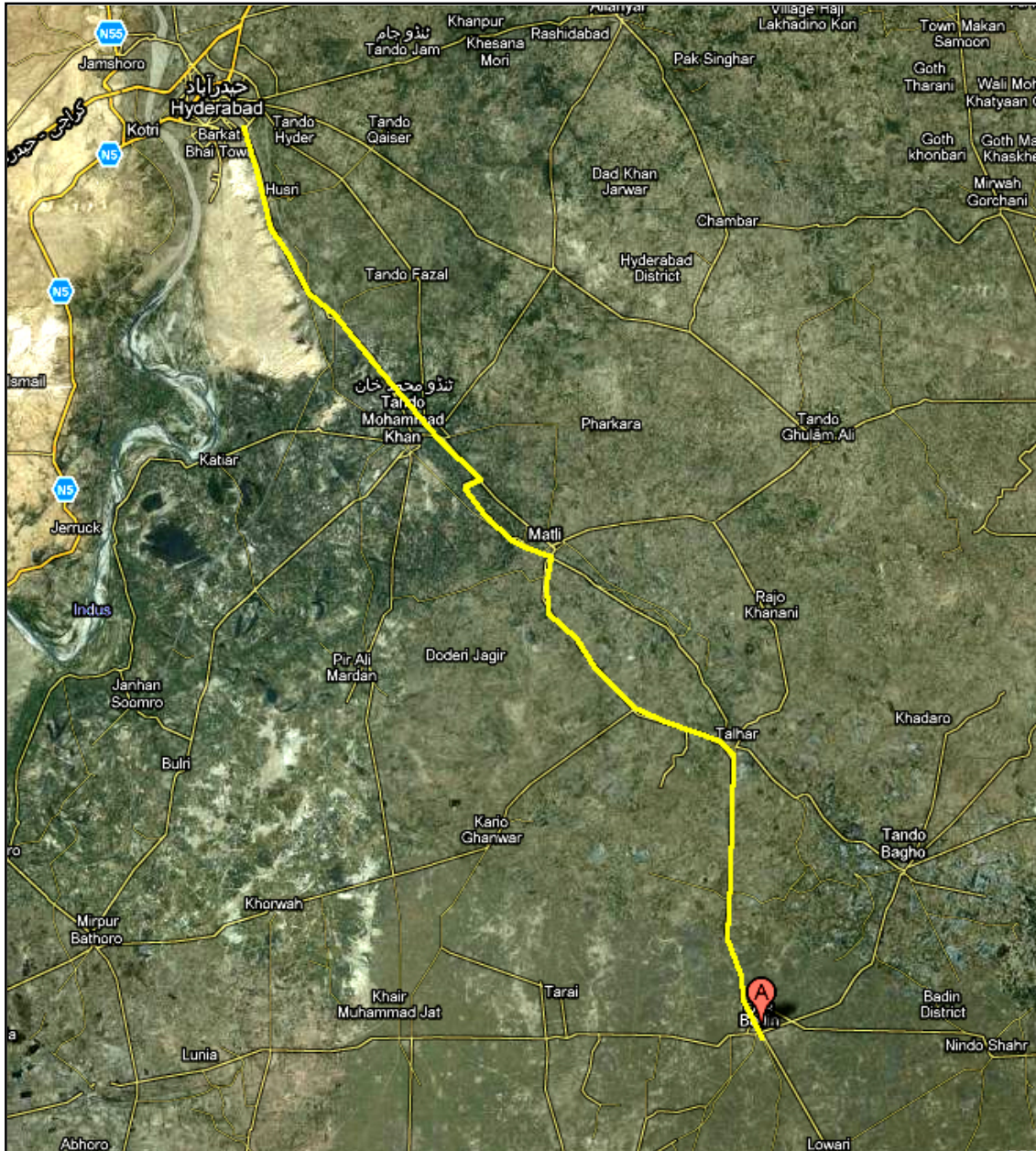


**APPENDICES**

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APPENDIX A – LOCATION PLAN OF THE HYDERABAD – BADIN ROAD





## **APPENDIX B – RFQ RESPONSE FORMS**

[NOTE: The forms contained below sets out the questions, pertaining to section 6, for which Bidders must provide a response. It is also required that Bidders will present their responses in a manner that is consistent with the layout of these forms. Cross referencing from the forms to attachments is permitted where appropriate.]



**Hyderabad – Badin Road Project – Pre-qualification document**

**6.1 Basic Information**

No.	RFQ Ref.No
1	6.1.1

**Response**

**Prospective bidder information**

**Name:**

**Type:** (Corporation, Partnership, etc.)

**Commercial Registration No.:**

**Domicile:**

**Address of principal office:**

**Telephone No.:**

**Fax No.:**

**E-mail address:**

**Primary areas of business:**

**Ownership structure:** (attach separately)

**Proposed Roles and Responsibilities:**

**Key Contact person:**

**Consortium Member Information: (If applicable, fill in details for all Consortium Members, identifying the Lead Member)**

**Name:**

**Type:** (Corporation, Partnership, etc.)

**Commercial Registration No.:**

**Domicile:**

**Address of principal office:**

**Telephone No.:**

**Fax No.:**

**E-mail address:**

**Primary areas of business:**

**Ownership structure** (attach separately)

**Proposed Roles and Responsibilities of each partner and main subcontractors in the Consortium or organization:**

**Key Contact person:**



**Hyderabad – Badin Road Project – Pre-qualification document**

<b>No.</b>	<b>RFQ Ref.No</b>
2	6.1.2
<b>Response</b>	

<b>S. No.</b>	<b>Name of the Employer</b>	<b>Designation/ Title</b>	<b>Employment Status (Permanent/ Temporary/ Contract)</b>	<b>Overall Professional Experience (Years)</b>	<b>Experience with the Organization (Years)</b>	<b>Relevant Experience (Years)</b>	<b>Proposed Role</b>	<b>Qualification (s)</b>	<b>Key Projects handled</b>	<b>Remarks</b>
1.										
2.										
3.										
4.										
5.										
6.										
7.										
8.										
9.										
10.										
11.										
12.										
13.										
14.										



**Hyderabad – Badin Road Project – Pre-qualification document**

**6.2 Financial Information**

No.	RFQ Ref.No	Question
3	6.2.1 a)	The audited accounts for the last 3 years for each of the equity provider(s), the design-build contractor, operator, infrastructure management subcontractor and any other key consortium members;
<b>Response</b>		



**Hyderabad – Badin Road Project – Pre-qualification document**

No.	RFQ Ref.No	Question
4	6.2.1 b)	Where an equity provider, design-build contractor, operator, infrastructure management subcontractor and / or any other key subcontractor intends to procure a corporate guarantee from a parent company or other entities, the audited accounts for the last 3 years of that parent company or other entities;
<b>Response</b>		



**Hyderabad – Badin Road Project – Pre-qualification document**

No.	RFQ Ref.No	Question
5	6.2.1 c)	Any other information for the equity provider, design-build contractor, operator, infrastructure management subcontractor or any other subcontractor needed to demonstrate financial capacity to provide the relevant service to the Project over the relevant time period.
<b>Response</b>		



## Hyderabad – Badin Road Project – Pre-qualification document

### 6.3 Other Road projects

No.	RFQ Ref.No	Question
6	6.3.1	Identify potential liabilities and/ or guarantees greater than or equal to PKR 9 billion which may arise from other road projects which the Bidder is committed to or are at the bidding stage and are not covered by any financial reporting disclosure requirements included in the information requested above.
<b>Response</b>		



**Hyderabad – Badin Road Project – Pre-qualification document**

**6.4 Project Financing Experience**

No.	RFQ Ref.No	Question
7	6.4.1	Provide details and evidence of any members of the bidding entity's experience in providing or sourcing finance on contracts/projects of a similar size or type to this and the consortium's ability to enter into a financing arrangement during the construction and/ or operational phase (Atleast 3 projects in excess of PKR 8 billion and total of atleast 6 projects in BOT).
<b>Response</b>		Experience in debt financing

Project name	Country	Project description	Amount of financing	Your Company's investment (PKR or equivalent)	Type of financing	Term of financing	Funding sources	Current status	Client contact information	Date signed	Date completed	Roles and responsibilities with respect to financing	Client contact information
[add rows if necessary]													



## Hyderabad – Badin Road Project – Pre-qualification document

### 6.5 Experience in similar projects

No.	RFQ Ref.No	Question																														
8	6.5.1	Provide details and evidence of experience of designing or procuring the design of roads, highways and/ or bridges within the last 10 years (Atleast 3 projects).																														
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**Hyderabad – Badin Road Project – Pre-qualification document**

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**Hyderabad – Badin Road Project – Pre-qualification document**

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**Hyderabad – Badin Road Project – Pre-qualification document**

No.	RFQ Ref.No	Question
11	6.6	Provide Affidavit confirming no history of litigation/ blacklisting and bankruptcy or liquidation proceedings
<b>Response</b>		<b>Affidavit</b>

**Provision of Hyderabad – Badin Road  
[Date]**

To: Secretary,  
Works & Services Department,  
Government of Sindh,  
3rd Floor Sindh Secretariat Building No. 1,  
Kamal Atta Turk Road,  
Karachi, Pakistan.

[Name of Prospective Bidder/Lead Member of Consortium] hereby represents and warrants that, as of the date of this letter [Name of Prospective Bidder/Lead Member of Consortium], and each Consortium Member (if applicable):

- is not in bankruptcy or liquidation proceedings; and
- has not been convicted of, fraud, corruption or money laundering and is not aware of any pending prosecution, proceedings or legal action against it in such respect.

Yours sincerely

Authorized signature  
Name and title signatory  
Name of Firm  
Address



**APPENDIX C – FORM OF LETTER OF SUPPORT FROM PARENT COMPANY (IF REQUIRED)**

To the attention of:

Secretary,  
Works & Services Department,  
Government of Sindh,  
3rd Floor, Sindh Secretariat Building No. 1,  
Kamal Atta Turk Road,  
Karachi, Pakistan.

[Date] 2011

Dear Sir

We refer to the pre-qualification document ("Pre-qualification Document") issued by Government of Sindh ("GoS"), with the technical assistance of the Public Private Partnership Unit Finance Department ("PPP Unit"), dated ddmm2011, for the execution and completion of a Public-Private Partnership Contract ("PPP") tender involving the design, construction, financing, operation and maintenance of an approximately 98.5km Road connecting Hyderabad to Badin through the towns of Tando Mohammad Khan, Matli and Talhar ("Project").

According to the part 1.4 of the Pre-qualification Document, the Prospective Bidder, or Consortium Member (if the Prospective Bidder is a Consortium), may elect to present (a) evidence of projects undertaken by a Parent Company to satisfy the Technical Criteria and Financial Criteria; and/or (b) financial statements from a Parent Company for the purposes of satisfying the Financial Criteria. "Parent Company" shall mean any entity controlling the Prospective Bidder (or the relevant Consortium Member), where the skills and financial resources of the Parent Company will be available to the Prospective Bidder or Consortium Member and "control" means control in any manner that results in control in fact, whether directly through the ownership of investment shares or indirectly through a trust, a contract, the ownership of investment shares of any other body corporate or otherwise.

In consideration of the above, we hereby confirm and undertake that:

- We are the Parent Company of [name of subsidiary], which is seeking to pre-qualify for the Project as [Prospective Bidder/Consortium Member];
- We will make available sufficient technical resources and skills to [name of subsidiary] to enable it to contribute the same to the Project Company; [and/or]



**Hyderabad – Badin Road Project – Pre-qualification document**

We will make available sufficient funds to [name of subsidiary] to enable it to meet its obligations as a shareholder of the Project Company (to be formed pursuant to the PPP Contract) and exercise its right and perform its obligations as the Lead Member or Consortium Member of the Project; except where the context requires otherwise, capitalized terms used in this letter shall have the meaning ascribed in the Pre-qualification Document or the PPP Contract.

Yours faithfully

**[Name of Parent Company]**

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

(Authorized signatory)



**Hyderabad – Badin Road Project – Pre-qualification document**

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**Declaration**

We the undersigned return this RFQ submission and acknowledge that we are bound by its content.

We confirm that we are fully conversant with the requirements of the GoS and the subject matter of the procurement exercise as set out in the RFQ.

We warrant that the details of this RFQ submission have not been communicated to any other person or adjusted in accordance with any agreement or arrangement with any other person or organization.

We acknowledge that the GoS is not bound to proceed with the procurement exercise and reserves the right at its absolute discretion to accept or not accept any RFQ submitted and thereafter invite any Bidder to proceed to Stage 2.

We certify that we have full power and authority to submit this RFQ response and that this is a bona fide RFQ submission.

Signed for and on behalf of (Bidder/consortium member) \_\_\_\_\_  
Signature: \_\_\_\_\_  
Position: \_\_\_\_\_  
Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
Power of attorney attached: (YES/NO) \_\_\_\_\_  
Date: \_\_\_\_\_

(Please return this form with your completed questionnaire on your company's letter head.)