

TABLE OF CONTENTS

SECTION 1 - DEFINITIONS	4
SECTION 2 – NOTICE.....	8
2.1 Request for Pre-Qualification – Peshawar Sustainable BRT Corridor System	8
2.2 Notice.....	9
SECTION 3 – PESHAWAR SUSTAINABLE BRT CORRIDOR SYSTEM DETAILS.....	9
3.1 Background	9
3.2 Infrastructure	10
3.3 Operations	10
SECTION 4 - BRT VEHICLE SERVICE PROVIDER REQUIREMENTS	11
4.1 Required Services	11
4.2 Remuneration	11
SECTION 5 - PROCUREMENT PROCESS	11
5.1 Pre-Qualification Shortlist.....	11
5.2 Bidders Technical and Financial Offers	12
5.3 Bid Evaluation.....	12
5.4 Procurement Stages and Timelines.....	13
SECTION 6 – ELIGIBILITY.....	13
6.1 Consortium	13
6.2 Conflict of Interest	14
6.3 Open Tender	15
6.4 Related Tenders	15
SECTION 7 – LEGAL QUALIFICATION	15
7.1 Legal Structure	15
7.2 Legal Information.....	16
7.3 Tax Obligations.....	16
SECTION 8 – FINANCIAL QUALIFICATION.....	16
8.1 Financial Capability.....	16
SECTION 9 – TECHNICAL QUALIFICATION	17
9.1 Required Services Experience	17
9.2 Absence of Unsatisfactory Performance Statement	18
9.3 Local Content Management Plan.....	18
SECTION 10 – AFQ	18
10.1 Forms.....	18
10.2 AFQ Validity.....	19
10.3 AFQ Preparation Costs	19
10.4 AFQ Language	19
10.5 AFQ Format, Signing and Submission	20
10.6 Late AFQs	21
10.7 AFQ Modifications / Substitutions / Withdrawals	21
SECTION 11 – EVALUATION.....	21
11.1 Opening of AFQs	21
11.2 AFQ Clarification	21
11.3 Checking for Responsiveness	22
11.4 Evaluation	22
11.5 Information	22
11.6 Short-listing and Notification	23
SECTION 12 – GENERAL INSTRUCTIONS	23
12.1 Responsibility of Applicants	23
12.2 Confidentiality	23
12.3 Proprietary Data	23
12.4 Fraud and Corruption.....	24
12.5 Governing Law and Rules	25
12.6 RFQ Clarification	25
12.7 RFQ Amendments	25

SECTION 13 – REVIEW OF PROCUREMENT DECISIONS 25

13.1 Right to Review..... 25

Schedule 1 Business Structure (partnership/corporation)..... 26

Schedule 2 Business Structure (consortium) 28

Appendix A to Schedules 1/2 - Letter of Support from Affiliate 31

Schedule 3 Basic Information Sheet..... 32

Schedule 4 Statement of Financial Capability 33

Schedule 5 Required Services Experience 35

Schedule 6 Absence of Unsatisfactory Performance Record 37

Schedule 7 Application to Pre-Qualify to Bid..... 39

Schedule 8 Authority to Apply to Pre-Qualify..... 41

Schedule 9 Consortium Member’s Authority to Participate in Consortium 42

SECTION 1 - DEFINITIONS

1.1.1 The following words or terms shall have the following meanings in this Instruction to Applicants and other Invitation Documents:

Affiliate means a corporation or entity effectively under the Control of, or in Control of, an Applicant or Bidder or associated with an Applicant or Bidder under common ownership and Control.

AFQ means Application for Qualification.

AFQ Submission Date means the date specified as such in paragraph 5.4.1 below as amended in accordance with paragraph 12.7 below.

Applicant means any individual, company, partnership, corporation or Consortium which participates in the Bidding Process by applying to pre-qualify to bid.

Bid means a valid offer to undertake the Required Services to be submitted by a Bidder, as defined in paragraph 5.2.2 below.

Bidder means any individual, company, partnership, corporation, Consortium or joint venture which participates in the Bidding Process.

Bid Bond means the instrument provided by the Bidder to guarantee that it shall comply with all its obligations under the Instructions to Bidders which will be released by TransPeshawar after Pre-Qualification.

Bid Submission Date means the date specified as such in paragraph 5.4.1 below.

Bidding Documents means the documents referred to in paragraph 5.2.2 which may be purchased by Pre-Qualified Bidders.

Bidding Process or **Bidding** means the process beginning from the publication of the Invitation to Pre-Qualify to Bid until the signing of the Service Provider Agreement.

BRT means a flexible, rubber-tired rapid transit mode that combines stations, vehicles, services, running ways, and ITS elements into an integrated system.

BRT System means the BRT system being currently developed in Peshawar.

BRT Vehicle Service Provider means an entity responsible for the operation and maintenance of BRT vehicles for the BRT System.

Coercion, Collusion, Corrupt Practices, Fraud, Restrictive Practices and Undesirable Practices have the meanings given to them in paragraph 12.4.2 below.

Conflict of Interest has the meaning given to it in paragraph 6.2.

Consortium means an unincorporated association of juridical persons bound by contract or law, collectively undertaking by mutual written agreement a common enterprise which is to participate in the Bidding Process.

Consortium Member means any of the juridical persons comprising a Consortium, each having a definite interest in the common undertaking,

collectively liable in the Bid and whose interest will be converted into an equivalent equity participation in the corporation which will become a Service Provider if the Consortium is awarded and accepts the obligation to provide the Required Services.

Construction means all aspects of construction work and activities relating to the provision of the Required Services, as provided in the Contract.

Control means, for purposes of defining an Affiliate, the power to direct or cause the direction of the management policies of a body corporate whether through: (i) ownership of at least fifty per cent (50%) plus one share of the outstanding voting shares or (ii) ownership of at least twenty per cent (20%) of the outstanding voting shares and (a) possession of at least fifty per cent (50%) plus one share of the voting rights through voting trust or other voting agreements entered into at least one year before the AFQ Submission Date or (b) the ability to elect a majority of the members of the Affiliate's board of directors. In determining ownership by a corporation of the shares of another corporation, shares held both directly and indirectly shall be counted. If the Applicant or Consortium Member was incorporated only within the last six (6) months, then the requirement herein that the voting trust or other voting agreement should have been entered into at least one (1) year before the AFQ Submission Date, shall not be applicable.

Evaluation Criteria has the meaning given to it SECTION 7, SECTION 8 and SECTION 9.

System Control Service Provider means the service provider responsible for the provision of fare collection services, ITS services and station management services.

Financial Qualification has the meaning given to it SECTION 8.

Financial Qualification Requirements means the Pre-Qualification Requirements that must be met by an Applicant, as provided in SECTION 8.

First Winning Bidder means the highest-ranked Bidder as determined by TransPeshawar.

Fund Manager means the entity responsible for distribution of funds to entities involved in the BRT System and settlement of accounts.

GoKP means the provincial government of Khyber Pakhtunkhwa.

Invitation Documents means the Invitation to Pre-Qualify to Bid, this RFQ, including its annexes, and any supplemental notices and bid bulletins issued by TransPeshawar from the date of first publication of the Invitation to Pre-Qualify to Bid until the AFQ Submission Date.

Invitation to Pre-Qualify to Bid means the advertisement as referred to in paragraph 2.1.3 and/or this RFQ.

ITS means all Intelligent Transportation Systems, including vehicle location systems, (real-time) passenger information systems and communications systems as those may be required for the Peshawar sustainable BRT corridor system.

KPPRA means the Khyber Pakhtunkhwa Public Procurement Regulatory Authority.

Legal Qualification has the meaning given to it in SECTION 7.

Legal Qualification Requirements means the Pre-Qualification Requirements that must be met by an Applicant, as provided in SECTION 7.

Local Content Management Plan has the meaning given to it in paragraph 9.3.

Net Worth means the sum of subscribed and paid up equity and reserves from which shall be deducted the sum of revaluation reserves, miscellaneous expenditure not written off and accrued liabilities.

Pre-Qualification means the first stage of the Bidding Process involving the submission, opening and evaluation of the AFQs submitted by the Applicants.

Pre-Qualified Bidder means an Applicant which passed Pre-Qualification.

Pre-Qualification Requirements means the criteria which an Applicant must meet in order to pre-qualify to submit a Bid for the provision of the Required Services, and includes Legal Qualification, Financial Qualification and Technical Qualification.

Pre-Qualification Documents means the documents to be submitted by the Bidder during the Pre-Qualification stage.

Procurement Rules means the Khyber Pakhtunkhwa Public Procurement of Goods, Works and Services Rules of 2014.

Required Services has the meaning given to it in paragraph 4.1.

RFQ means this Request for Pre-Qualification.

Second Winning Bidder means the second-highest ranked Bidder as determined by TransPeshawar.

Service Provider Agreement means a service contract which may be signed between TransPeshawar and a Winning Bidder(s).

Subcontractor means an entity which may be engaged by the Winning Bidder(s) to undertake subcontracted work in accordance with a Service Provider Agreement.

Technical Qualification has the meaning given to it in SECTION 9.

Technical Qualification Requirements means the Pre-Qualification Requirements that must be met by an Applicant, as provided in SECTION 9 below.

TransPeshawar means TransPeshawar (The Urban Mobility Company), a company set up under Section 42 of the Companies Ordinance 1984 on 9th February 2017, which is responsible for BRT project design, procurement, implementation and ongoing BRT operations and service contract.

Unsatisfactory Performance means any of the following:

- (a) within the last five (5) years prior to the AFQ Submission Date:
 - (i) failure to satisfactorily perform any of its material obligations on any contract, as evidenced by the imposition of a judicial pronouncement or arbitration award; and/or

- (ii) termination or suspension of any of its projects or contracts due to breach of its obligations; and/or
 - (iii) material violation of laws and/or regulations applicable to any of its projects or contracts, including but not limited to environmental, health, safety, labour and social welfare laws and regulations;
- (b) the projects and contracts referred to in paragraph a of the definition above refers to any project or contract of the entity or entities whose experience is being used to meet any of the Technical Qualification Requirements which was commenced or in the process of implementation within the last five (5) years before the AFQ Submission Date, and not just to the particular projects or contracts being submitted to meet such Technical Qualification Requirements;
- (c) paragraph (a) of the definition above refers to any project or contract of the entity or entities whose experience is being proposed to meet any of the Technical Qualification Requirements and to the laws and/or regulations applicable to such projects or contracts;
- (d) inclusion in a blacklist issued by GoKP, any other governmental agency of Pakistan or in the Sanctioned Firms and Individuals list posted in the Asian Development Bank Website, whether as an individual contractor, partnership or corporation or as a member of a joint venture or consortium; or
- (e) involvement in any Corrupt, Fraudulent, Coercive, Undesirable, or Restrictive Practice or having Conflicts of Interest.

Winning Bidder(s) means, collectively or individually, as the case may be, the First Winning Bidder and/or the Second Winning Bidder.

SECTION 2 – NOTICE

2.1 Request for Pre-Qualification – Peshawar Sustainable BRT Corridor System

- 2.1.1 This RFQ is being issued by TransPeshawar and is provided to the recipient solely for use in preparing and submitting an Application for Qualification (**AFQ**) in a competitive tender to procure Required Services for Peshawar Sustainable BRT Corridor System.
- 2.1.2 TransPeshawar invites an AFQ from Applicants interested in this opportunity.
- 2.1.3 This RFQ is issued pursuant to and is in compliance with the Procurement Rules, and in case of any conflict between this RFQ and the Procurement Rules, the Procurement Rules shall prevail.
- 2.1.4 The purpose of issuing the RFQ is to enable TransPeshawar to qualify interested Applicants who wish to be involved in the operation and maintenance of BRT vehicles in the Peshawar Sustainable BRT Corridor System, by assessing whether the interested Applicants fulfil TransPeshawar’s requirements as set out in SECTION 6 to SECTION 9 of this RFQ.
- 2.1.5 It is intended that the RFQ and subsequent processes be conducted in a transparent and open manner in order to ensure that TransPeshawar’s objectives for the BRT system are achieved, and that TransPeshawar meets its value for money objectives.
- 2.1.6 The pre-qualification process shall identify a shortlist of qualified Applicants, who will be asked to submit detailed technical and financial offer at a later stage.
- 2.1.7 The objectives of the RFQ include ensuring that those interested Applicants who successfully qualify:
- (a) have the financial prerequisites;
 - (b) have a sufficient established track record in the provision of services comparable and relevant to the Required Services; and
 - (c) have the technical and managerial capability to deliver with satisfaction the Required Services in keeping with performance requirements as specified by TransPeshawar.
- 2.1.8 The purpose of this RFQ is to:
- (a) provide interested parties with an introduction to Peshawar Sustainable BRT Corridor System;
 - (b) set out the objectives, the proposed commercial principles governing Peshawar Sustainable BRT Corridor System;
 - (c) explain TransPeshawar’s expectations in seeking private sector participation;
 - (d) explain the intended procurement process;
 - (e) provide instructions of preparation and submission of the pre-qualification documents;

- (f) outline the prequalification process;
- (g) set out the purpose of issuing the pre-qualification;
- (h) require Applicants to include a list of documentary evidence to demonstrate their respective qualifications, technical, financial and managerial capacity;
- (i) require Applicants to provide documentation evidencing their intention to undertake empowerment and inclusion of existing public transport operators and local citizens of Peshawar;
- (j) set out evaluation process, including the pre-qualification criteria;
- (k) specify the terms and conditions for participation by Applicants in this Pre-Qualification stage in the procurement; and
- (l) receive responses from Applicants with the requisite expertise and in-depth experience and resources to provide the Required Services.

2.2 Notice

2.2.1 No employees or consultants of TransPeshawar:

- (a) make any representation (express or implied) or warranties as to the accuracy or completeness of the information contained in this RFQ or other document made available to a person in connection with the tender process for the Required Services and shall have no liability for this RFQ or for any other written or oral communication transmitted to the recipient in the course of the recipient's evaluation of the Peshawar Sustainable BRT Corridor System; or
- (b) shall be liable to reimburse or compensate a recipient for any costs or expenses incurred by the recipient in evaluating or acting upon this RFQ or otherwise in connection with Peshawar Sustainable BRT Corridor System.

2.2.2 The RFQ does not constitute a solicitation to invest or otherwise participate in the Peshawar Sustainable BRT Corridor System.

2.2.3 The tender process shall be conducted through the procedures specified in this RFQ and subsequent tender documents in line with the Procurement Rules.

2.2.4 The issuance of this RFQ does not imply that TransPeshawar is bound to select an Applicant or a Bidder or to appoint a Winning Bidder(s). TransPeshawar reserves the right to reject all or any of the AFQs or Bids received or otherwise discontinue the Bidding Process at any time.

SECTION 3 – PESHAWAR SUSTAINABLE BRT CORRIDOR SYSTEM DETAILS

3.1 Background

The Peshawar BRT system is planned to be built in three (3) stages and will ultimately constitute an important part of the public transport system in Peshawar.

- 3.1.1 The estimated total length of the proposed BRT corridor is approximately 32.0 kilometres, with an at-grade section of approximately 23.7 kilometres and elevated section of approximately 8.3 kilometres.
- 3.1.2 BRT services are expected to be provided following the "Direct-Service" concept. According to this concept, routes will start outside the BRT corridor, join and then pass along the BRT corridor and leave the corridor at different stations according to their existing route. When running on the corridor, the BRT vehicles will pick up passengers from BRT stations, and when running outside BRT corridor, passengers will board from curb-side BRT vehicle stops.
- 3.1.3 The system is expected to be an "open" BRT system, meaning that passengers need to validate and pay for their journey using their fare medium (e.g. a contactless smart card) via validators at the BRT vehicle doors.
- 3.1.4 The Peshawar Sustainable BRT Corridor System involves among others the following roles:
- (a) TransPeshawar;
 - (b) BRT Vehicle Service Providers (VSPs);
 - (c) System Control Service Provider (SCSP); and
 - (d) Fund Manager (FM).

3.2 **Infrastructure**

- 3.2.1 The approximately 32.0 kilometre-long corridor for the Peshawar BRT planned is expected to consist of:
- (a) BRT infrastructure (stations, dedicated lanes, depot) designed and built following international best practices and quality standards;
 - (b) sidewalks, mixed-traffic lanes and non-motorized transport lane along the BRT;
 - (c) improvement of access roads and surrounding areas in favour of non-motorized transport and potential feeder services.
- 3.2.2 Approximately 32 BRT stations are expected to be constructed, with an average distance of approximately 964 meters between stations.

3.3 **Operations**

- 3.3.1 It is intended that the BRT System shall be operated so that:
- (a) BRT vehicles shall provide a combination of stopping and express services on the trunk routes;
 - (b) most stations shall have passing lanes in order to allow express BRT vehicles to overtake stopping BRT vehicles;
 - (c) passengers shall board onto and alight from BRT vehicles on the right-hand side from stations located in the median of the roadway that is part

of the BRT infrastructure, or on the left-hand side from the pavement or comparable when off the BRT infrastructure;

3.3.2 The estimated maximum capacity of the system is approximately twenty thousand (20,000) passengers per direction per hour.

3.3.3 The estimated maximal load during the morning peak hour is approximately five thousand (5,000) passengers per direction per hour.

SECTION 4 - BRT VEHICLE SERVICE PROVIDER REQUIREMENTS

4.1 Required Services

4.1.1 The Required Services consist of:

- (a) operation of allocated BRT vehicles in accordance with a schedule set forth by TransPeshawar for a period of twelve (12) years,
- (b) maintenance of allocated BRT vehicles; and
- (c) provision of BRT System operations training to the BRT vehicle drivers.

4.2 Remuneration

4.2.1 It is intended that the Winning Bidder(s) shall be remunerated for the Required Services as follows:

- (a) The Winning Bidder(s) shall be remunerated on the basis of the number of bus-kilometres operated in line with a schedule determined by TransPeshawar paid out in pre-defined time intervals;
- (b) A minimum revenue guarantee expressed in terms of minimum annual bus-kilometres may apply in accordance with a formula to be outlined in the Service Provider Agreement;
- (c) A proportion of the Winning Bidder(s)' remuneration shall be based on performance criteria set forth in the Service Provider Agreement

4.2.2 Additional income may also be generated by the Winning Bidder(s) via advertising activities.

SECTION 5 - PROCUREMENT PROCESS

5.1 Pre-Qualification Shortlist

5.1.1 The first stage (**Pre-Qualification Stage**) of the process for selection of the Winning Bidder(s) for the provision of the Required Services (**Bidding Process**) involves qualification (**Pre-Qualification**) of Applicants that make an AFQ in accordance with the provisions of this RFQ.

5.2 **Bidders Technical and Financial Offers**

- 5.2.1 At the end of the Pre-Qualification Stage, TransPeshawar shall announce a short-list of suitable pre-qualified Applicants (**Pre-Qualified Bidders**). Only Pre-Qualified Bidders will be invited and allowed to submit technical and financial offers for the provision of the Required Services following a Single-Stage Two-Envelope Procedure.
- 5.2.2 The Pre-Qualified Bidders will be called upon to submit their technical and financial offers (**Bids**) in respect of the provision of the Required Services in accordance with the terms of a Request for Proposals (**Request for Proposals** or **RFP**) and other documents to be provided by TransPeshawar (collectively **Bidding Documents**).
- 5.2.3 All Pre-Qualified Bidders will be issued the following initial Bidding Documents:
- (a) Instructions to Bidders, which will give detailed information about the requirements and procedure for preparation and submission of Bids;
 - (b) draft Service Provider Agreement;
 - (c) draft minimum performance standards and specifications, which will set out the technical requirements of the provision of the Required Services through the life of the concession period; and
 - (d) other technical documents prepared by or on behalf of TransPeshawar,
- and will be invited to a pre-bid meeting.
- 5.2.4 Pre-Qualified Bidders will be given the opportunity to comment on the Bidding Documents. TransPeshawar may consider those comments and thereafter issue a final set of Bidding Documents with revisions as may be necessary.
- 5.2.5 Pre-Qualified Bidders will be then asked to bid for the provision of the Required Services by submitting:
- (a) a technical proposal;
 - (b) a financial proposal;
 - (c) a Bid Bond; and
 - (d) other supporting documents.

5.3 **Bid Evaluation**

- 5.3.1 Generally, and subject to the terms of the Bidding Documents, evaluation of Bids shall be on the basis of technical and financial proposals, which will enable TransPeshawar to take account of criteria that reflect qualifying, technical and sustainable aspects of the tender submission as well as price when reaching an award decision.
- 5.3.2 The more detailed specification and relative weighting of each criterion used to assess the submissions will be stated in the Bidding Documents
- 5.3.3 Where award criteria stated in the Bidding Documents are to be made up of a number of sub-criteria, these sub-criteria and their weightings will also be notified to the Bidders in the Bidding Documents.

- 5.3.4 The highest-ranked Bidder shall be nominated as the First Winning Bidder. The second-highest ranked bidder may be nominated as the Second Winning Bidder.
- 5.3.5 The First Winning Bidder may be allocated the larger proportion of the Required Services and the Second Winning Bidder may be allocated the remaining smaller proportion of the Required Services. These proportions of the Required Services shall be notified in the Bidding Documents.
- 5.3.6 The remaining Bidders may be kept in reserve and may, in accordance with the process specified in the Bidding Documents, be invited for negotiation in case any of the Winning Bidders withdraw or is not selected for any reason.
- 5.3.7 In the event that none of the other Bidders meet the minimum requirements, TransPeshawar may, at its discretion, invite fresh Bids from all Bidders or annul the Bidding Process, as the case may be.
- 5.3.8 Further and other details of the process will be provided at the RFP stage and the terms thereof will be specified in the Bidding Documents.

5.4 Procurement Stages and Timelines

- 5.4.1 TransPeshawar shall endeavour to adhere to – but not be bound to – the following target dates:

Milestone	Party Responsible	Target Date
Advertisement and Issuance of Request for Pre-Qualification	TransPeshawar	03.12.2017
AFQ Submission Date	Applicants	04.01.2018
Notification of the Results of Evaluation of the AFQs	TransPeshawar	07.01.2018
Issuance of Bidding Documents	TransPeshawar	08.01.2018
Proposal Submission Date	Bidders	08.02.2018

SECTION 6 – ELIGIBILITY

6.1 Consortium

- 6.1.1 An Applicant may express interest in the provision of the Required Services either individually or as a consortium (**Consortium**) comprising members (**Consortium Members**).
- 6.1.2 The Applicant, or in the case of a Consortium all Consortium Members, shall be legal entities (companies, other corporate bodies, partnerships or otherwise).
- 6.1.3 In the case of a Consortium, each Consortium Member shall appoint one, and only one, of their number to be the lead member (**Lead Member**) who shall be authorised by each Consortium Member to represent and irrevocably bind all members of that Consortium in all matters relating to the procurement process

for the provision of the Required Services, including, but not limited to, the submission of the AFQ on behalf of the Consortium.

6.2 **Conflict of Interest**

6.2.1 An Applicant shall not have a conflict of interest which affects the Bidding Process. Any Applicant found to have a conflict of interest may be disqualified.

6.2.2 An Applicant may be considered to have a conflict of interest which affects the Bidding Process if:

- (a) such Applicant, any Consortium Member, or any of their Affiliates (of either an Applicant or of the Consortium Member) is a member of another Consortium, or an Affiliate of a member of another Consortium; or
- (b) such Applicant, any Consortium Member, or any of their Affiliates (of either an Applicant or of the Consortium Member) is proposed as a Subcontractor of another Applicant; or
- (c) such Applicant, any Consortium Member, or any of their Affiliates (of either an Applicant or of the Consortium Member) which are used to meet any of the Pre-Qualification Requirements has ownership interest of at least twenty per cent (20%) in any other Applicant, any Consortium Member of any other Applicant, or any of their Affiliates (of either the other Applicant or any of its Consortium Members) which are used to meet any of the Pre-Qualification Requirements; or
- (d) such Applicant receives or has received any direct or indirect subsidy from any other Applicant, or has provided any such subsidy to any other Applicant; or
- (e) such Applicant has the same legal representative for purposes of the AFQ as any other Applicant; or
- (f) such Applicant has a relationship with another Applicant, directly or through common third parties, that puts them in a position to have access to each other's information about, or to influence the Application of either or each of the other Applicant; or
- (g) such Applicant has participated as a consultant to TransPeshawar in the preparation of any documents, design or technical specifications of the provision of the Required Services; or
- (h) any legal, financial or technical adviser of TransPeshawar in relation to the provision of the Required Services is engaged by the Applicant in any manner for matters related to or incidental to the provision of the Required Services; or a member of the board of directors, partner, officer, employee, professional advisor or agent of an Applicant, any Consortium Member, or any of their Affiliates (of either the Applicant or any of its Consortium Members), is also directly involved in any capacity related to the Bidding Process for another Applicant, any Consortium Member of any other Applicant, or any of their Affiliates (of either the Applicant or any of its Consortium Members), within a period of two (2) years prior to the publication of this RFQ and one (1) year after award of the Service Provider Agreement; or
- (i) an Applicant, any of its Consortium Members, any of its proposed Subcontractors, or any Affiliate of any of these entities, has participated

as a consultant to TransPeshawar in the preparation of any documents, design, or technical specifications of the provision of the Required Services or in connection with the Bidding Process; or

- (j) an Applicant, any of its Consortium Members, any of its proposed Subcontractors, or any Affiliate of any of these entities, engages any legal, financial, or technical adviser of TransPeshawar in relation to the provision of the Required Services, or anyone who is or was an employee of TransPeshawar less than six (6) months before his or her engagement by the Applicant, any of its Consortium Members, any of its proposed Construction Contractors, or any Affiliate of any of these entities.

6.3 Open Tender

6.3.1 One of the key principles of public procurement is that tenderers are allowed to participate in procurement proceedings without regard to their nationality.

6.3.2 TransPeshawar encourages both national and foreign firms to participate in the tender and recommends foreign firms to team up with Pakistani tenderers in either joint ventures or subcontracting arrangements during the tender process and the execution of the services.

6.4 Related Tenders

6.4.1 A Winning Bidder, any Consortium Member of a Winning Bidder and any of their Affiliates may be restricted from participating in and/or be appointed as winning bidder for other tenders related to the BRT System. In particular a Winning Bidder, any Consortium Member of a Winning Bidder and any of their Affiliates shall not be eligible for being appointed as System Control Service Provider.

SECTION 7 – LEGAL QUALIFICATION

7.1 Legal Structure

7.1.1 Bidders may be expected to form a special purpose vehicle / company for the purpose of providing the Required Services, to be incorporated before execution of the Service Provider Agreement.

7.1.2 Note that at RFP stage TransPeshawar may require Pre-Qualified Bidders to commit to a portion of the shares of the special purpose vehicle / company to be allocated to companies or individuals affected by the BRT System.

7.1.3 For legal entities not a Consortium, please use the form in Schedule 1 below and for a Consortium, please use the form in Schedule 2 below.

(a) To be submitted by the Applicant;

(b) Required attachments:

- (i) Where an Affiliate is used for fulfilling the financial capability requirement and/or the Required Services experience requirement, that entity must submit Appendix A to Schedules 1/2 below.

7.2 Legal Information

7.2.1 Please use the form in Schedule 3 below.

- (a) To be submitted individually by each of the Applicants, Consortium Members, their Affiliates and Subcontractors identified in the Business Structure in Schedule 1 below or Schedule 2 below.
- (b) Required attachment for each entity submitting this form:
 - (i) Copy of its company registration with the Securities and Exchange Commission of Pakistan or with one of the provincial Registrars of Companies or, for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity.
 - (ii) If there is no company registration equivalent in a foreign country, then the foreign Consortium Member shall be required to submit a formal certification from its legal advisors that no such document (or its equivalent) is available in the foreign Consortium Member's country of registration/creation.

7.3 Tax Obligations

7.3.1 The Applicant, or a related entity, as described in paragraph 7.3.2 below, must satisfactorily demonstrate that it meets its tax obligations by submitting a statement of the appropriate tax authority within Pakistan or the foreign country which certifies it meets its tax obligations, which must be dated not earlier than 31 December 2016.

7.3.2 The related entity that fulfils this requirement must be:

- (a) if the Applicant is a legal entity other than a Consortium:
 - (i) the Applicant itself; or
 - (ii) an Affiliate of the Applicant.
- (b) if the Applicant is a Consortium:
 - (i) a single Consortium Member with at least fifty per cent (50%) interest in the Consortium; or
 - (ii) an Affiliate of such a single Consortium Member with at least fifty per cent (50%) interest in the Consortium.

SECTION 8 – FINANCIAL QUALIFICATION

8.1 Financial Capability

8.1.1 The Applicant, or a related entity, as described in paragraph 8.1.2 below, must satisfactorily demonstrate that its net worth of one hundred million Pakistani Rupees (PKR 100,000,000) or equivalent as of its latest audited financial statements, which must be dated not earlier than 31 December 2016.

8.1.2 The related entity that fulfils this requirement must be:

- (a) if the Applicant is a legal entity other than a Consortium:
 - (i) the Applicant itself; or
 - (ii) an Affiliate of the Applicant.
- (b) if the Applicant is a Consortium:
 - (i) a single Consortium Member with at least fifty per cent (50%) interest in the Consortium; or
 - (ii) an Affiliate of such a single Consortium Member with at least fifty per cent (50%) interest in the Consortium.

8.1.3 A legal entity seeking to meet the financial capability requirement must do so in their entirety. For example, either:

- (a) the Applicant, or its Affiliate; or
- (b) a Consortium Member, or its Affiliate,

must, by itself and not combined with any other entity, fulfil the net worth requirement.

8.1.4 Please use the form in Schedule 4 below.

- (a) To be submitted by the entity which fulfils the financial capability requirement in paragraph 8.1.1 above.
- (b) Required attachments:
 - (i) Copy of latest audited financial statements, which must be dated not earlier than 31 December 2016.

SECTION 9 – TECHNICAL QUALIFICATION

9.1 Required Services Experience

9.1.1 The Applicant, or a related entity as described in paragraph 9.1.2 below, must demonstrate that it has substantial experience with relevance to the Required Services, thereby showing its capacity and capability to successfully provide the Required Services.

9.1.2 The related entity that fulfils this requirement may be:

- (a) If the Applicant is a legal entity other than a Consortium:
 - (i) the Applicant itself; or
 - (ii) an Affiliate of the Applicant.
- (b) If the Applicant is a Consortium:
 - (i) a Consortium Member; or

(ii) an Affiliate of a Consortium Member.

9.1.3 Please use the form in Schedule 5 below.

(a) To be submitted by the entity which fulfils the Required Services experience requirement in paragraph 9.1.1 above.

9.2 **Absence of Unsatisfactory Performance Statement**

9.2.1 Please use the form in Schedule 6 below.

(a) To be submitted by the entities which fulfil the financial capability requirement in paragraph 8.1.1 above and the Required Services experience requirement in paragraph 9.1.1 above.

9.3 **Local Content Management Plan**

9.3.1 To signal the importance TransPeshawar gives to the inclusion of local businesses and employees by with regard to the provision of the Required Services, TransPeshawar requires a Local Content Management Plan to be submitted by the Applicant.

9.3.2 The Local Content Management Plan should:

- (a) be signed by the Applicant or, in case of a Consortium, by the Authorized Representative of the Lead Member;
- (b) make use of the SMART principle (Specific, Measurable, Achievable, Realistic, Time-bound);
- (c) not be longer than three thousand five hundred (3,500) words;
- (d) demonstrate the strategy on a number of issues which will determine how well local businesses will be included to provide the Required Services, such as participation and inclusion of local public transport operators currently active in the area where such services are necessary;
- (e) explain the action plan for the employment and training of Pakistani nationals that have the necessary expertise and qualifications to provide the Required Services, including drivers and conductors currently employed in provision of public transport services in Peshawar who wish to be included in the programme of TransPeshawar for employment in the new BRT System; and
- (f) explain furthermore the action plan for the transfer of skills, knowledge, competence and know-how in all levels of the organization for the provision of the Required Services to Pakistani nationals and the provision of training opportunities and succession plans for foreign expatriate staff.

SECTION 10 – AFQ

10.1 **Forms**

10.1.1 Applicants should submit the forms as prescribed in this document and its Schedules.

10.1.2 With regard to the form representing the application to pre-qualify to bid:

- (a) Application to Pre-Qualify to Bid, using the form in Schedule 7 below.
- (b) To be submitted by the Applicant.

10.1.3 With regard to the form representing the authority to pre-qualify:

- (a) If the Applicant is a legal entity other than a Consortium:
 - (i) Authority to Apply to Apply to Pre-Qualify, using the form in Schedule 8 below.
 - (ii) To be submitted by the Applicant.
- (b) If the Applicant is a Consortium:
 - (i) Consortium Member's Authority to Participate in Consortium, using the form in Schedule 9 below.
 - (ii) To be submitted by each Consortium Member.

10.2 **AFQ Validity**

10.2.1 Each Applicant may submit only one AFQ.

10.2.2 An Applicant may not be a member of another Consortium, nor have an Affiliate which is a member of another Consortium. No Consortium Member may be a member of more than one Consortium, nor have an Affiliate which is a member of another Consortium.

10.2.3 To ensure a level playing field and a competitive Bidding Process, there are restrictions on the extent of affiliation and ownership between Applicants and members of different Consortiums as set out in paragraph 6.2.

10.2.4 These restrictions do not limit the participation of proposed Subcontractors, which may be proposed by more than one Applicant, provided such Subcontractors are not:

- (a) Applicants;
- (b) Consortium Members; or
- (c) Affiliates of any of the Applicants or Consortium Members.

10.3 **AFQ Preparation Costs**

10.3.1 The Applicants shall be responsible for all of the costs associated with the preparation of their AFQ and their participation in either the qualification stage or the bid stage. TransPeshawar shall not be responsible or in any way liable for such costs, regardless of the conduct or outcome of the bidding process.

10.4 **AFQ Language**

10.4.1 The AFQ, as well as all correspondences and documents relating to the application shall be written in the English language.

10.5 AFQ Format, Signing and Submission

- 10.5.1 The Applicant shall provide all the information sought under this RFQ.
- 10.5.2 TransPeshawar will evaluate only those AFQs that are materially complete in all respects and materially incomplete and/or conditional AFQs may be rejected.
- 10.5.3 The Applicant shall prepare:
- (a) One (1) complete original AFQ, clearly marked as "ORIGINAL";
 - (b) Three (3) copies, clearly marked as "COPY NO. ___"; and
 - (c) Three (3) readable compact discs, flash disks or flash drives containing an electronic copy of each Pre-Qualification Document, in either Microsoft Word (.doc) or Portable Document Format (.pdf) format.
- 10.5.4 In the event of any discrepancy between the original and the copies, the original shall prevail.
- 10.5.5 The original and all copies of the AFQ shall be typed or written in indelible ink and shall be signed by a person duly authorized. The name and position held by each person signing the authorization must be typed or printed below the signature.
- 10.5.6 The AFQ should be submitted to TransPeshawar in a sealed envelope, delivered to:
- (a) TransPeshawar (The Urban Mobility Company), 30-A Jamal-ud-Din Afghani Road, University Town, Peshawar
 - (b) on or before 10:00 AM on the AFQ Submission Date specified in paragraph 5.4.1;
 - (c) clearly marked "Application for Qualification – Service Provider for Operation and Maintenance of BRT Vehicles for Peshawar Sustainable BRT Corridor System";
 - (d) clearly marked "Attention: Chief Executive Officer".
- 10.5.7 TransPeshawar shall, on request, provide the Applicant with a receipt showing the date and time when its AFQ was received.
- 10.5.8 TransPeshawar may, at its discretion, extend the deadline for the submission of Applications by amending the RFQ in accordance with paragraph 12.7 below, in which case all rights and obligations of TransPeshawar and Applicants previously subject to the deadline shall thereafter be subject to the deadline AFQ Submission Date as extended.
- 10.5.9 The envelope shall contain:
- (a) list of contents;
 - (b) original AFQ and three (3) copies, and all required supporting documents;
 - (c) three (3) CDs, flash disks or flash drives with copies of all documents;
 - (d) copy of the joint bidding agreement, in case of a Consortium.

10.5.10 All four (4) sets of the Pre-Qualification Documents and the CDs, flash disks or flash drives shall be placed in one, or if necessary, more sealed envelope(s) or box (es).

10.5.11 If the envelope is not sealed and marked as instructed above, TransPeshawar assumes no responsibility for the misplacement or premature opening of the contents of the AFQ submitted.

10.6 Late AFQs

10.6.1 AFQs received by TransPeshawar after the AFQ Submission Date shall be declared late, shall not be eligible for consideration and shall be returned unopened to the Applicant.

10.7 AFQ Modifications / Substitutions / Withdrawals

10.7.1 The Applicant may modify, substitute or withdraw its AFQ after submission, provided that written notice of the modification, substitution or withdrawal is received by TransPeshawar prior to AFQ Submission Date.

10.7.2 No AFQ shall be modified, substituted or withdrawn by the Applicant on or after the AFQ Submission Date.

10.7.3 The modification, substitution or withdrawal notice shall be prepared, sealed, marked, and delivered in accordance with paragraph 10.5.6, with the envelopes being additionally marked "MODIFICATION", "SUBSTITUTION" or "WITHDRAWAL", as appropriate.

10.7.4 Any alteration/modification in the AFQ or additional information supplied subsequent to the AFQ Submission Date, unless the same has been expressly sought for by TransPeshawar, shall be disregarded.

SECTION 11 – EVALUATION

11.1 Opening of AFQs

11.1.1 TransPeshawar shall open the AFQs immediately after the deadline of the AFQ Submission Date, at TransPeshawar, 30-A Jamal-ud-Din Afghani Road, University Town, Peshawar on 10:30 AM at AFQ Submission Date specified in paragraph 5.4.1.

11.1.2 AFQs for which a notice of withdrawal has been submitted shall not be opened.

11.2 AFQ Clarification

11.2.1 TransPeshawar may, at its sole discretion, seek clarifications or request (missing or additional) information from any Applicant regarding its AFQ.

11.2.2 Such clarification(s) or information shall be provided within the time specified by TransPeshawar for this purpose. Any request for clarification(s) or information and all responses thereto shall be in writing.

11.2.3 If an Applicant does not provide clarification(s) or information sought under paragraph 11.2.4 within the prescribed time, its AFQ may be rejected.

11.2.4 In case the AFQ is not rejected, TransPeshawar shall proceed to evaluate the AFQ by construing the particulars requiring clarification or missing or additional information to the best of its understanding, and the Applicant shall be barred from subsequently questioning such interpretation by TransPeshawar.

11.3 **Checking for Responsiveness**

11.3.1 Prior to evaluation of AFQs, TransPeshawar shall determine whether each Application is responsive to the requirements of the RFQ. An AFQ shall be considered responsive only if:

- (a) it is received by the AFQ Submission Date and Time including any extension thereof pursuant to paragraph 12.7 below;
- (b) it contains all the information (materially complete in all respects) as requested pursuant to this RFQ; and
- (c) it does not contain any condition or qualification.

11.3.2 TransPeshawar reserves the right to reject any Application which is non-responsive and no request for alteration, modification, substitution or withdrawal shall be entertained by TransPeshawar in respect of such Application.

11.4 **Evaluation**

11.4.1 The Applicant's qualifications shall be evaluated based on the eligibility of the Applicant as required in SECTION 6 to SECTION 9 (inclusive).

11.4.2 The detailed evaluation of the compliance by the Applicant with the Legal, Financial and Technical Qualification Requirements for the provision of the Required Services shall be based solely upon the Pre-Qualification Documents submitted.

11.4.3 TransPeshawar reserves the right to make inquiries with any person, government authority, client organization, Consortium Member, officer, director, employee or other agent of any Applicant for the purpose of clarifying any matter included in its Pre-Qualification Documents.

11.4.4 TransPeshawar may, at its sole discretion, seek clarifications or request (missing or additional) information from any Applicant regarding its AFQ during the evaluation process. Such clarification(s) or information shall be provided within the time specified by TransPeshawar for this purpose. Any request for clarification(s) or information and all responses thereto shall be in writing.

11.4.5 All submitted information and any clarifications requested by TransPeshawar shall be assessed against the criteria for pre-qualification as set out in this document and the documents required and rated on a pass/fail basis.

11.5 **Information**

11.5.1 Any information contained in the Application shall not in any way be construed as binding on TransPeshawar, its agents, successors or assigns, but shall be binding against the Applicant if any contract is subsequently awarded to it under the Bidding Process on the basis of such information.

11.6 Short-listing and Notification

11.6.1 After the evaluation of AFQs, TransPeshawar shall announce a list of shortlisted qualified Applicants (**Pre-Qualified Bidders**) who shall be eligible for participation in the Bidding Process as set out in paragraph 5.2.

11.6.2 At the same time, TransPeshawar shall notify the other Applicants that they have not been short-listed.

SECTION 12 – GENERAL INSTRUCTIONS

12.1 Responsibility of Applicants

12.1.1 Notwithstanding any information given in the Invitation Documents and any additional communication from TransPeshawar, including supplemental notices and bid bulletins, it is the sole responsibility of any Applicant to:

- (a) be fully acquainted with the laws, requirements, terms, and conditions of the Bidding Process;
- (b) examine all the Invitation Documents, including all instructions, annexes, forms, schedules, terms, specifications, and drawings; and
- (c) familiarize itself with all existing laws, decrees, acts, rules, and ordinances of Khyber Pakhtunkhwa and Islamic Republic of Pakistan, may affect the provision of the Required Services.

12.2 Confidentiality

12.2.1 Information relating to the examination, clarification, evaluation, and recommendation for the short-listed Pre-Qualified Bidders shall not be disclosed to any person who is not officially concerned with the process or is not a retained professional advisor advising TransPeshawar in relation to or matters arising out of, or concerning the Bidding Process.

12.2.2 TransPeshawar shall treat all information, submitted as part of the AFQ, in confidence and shall require all those who have access to such material to treat the same in confidence.

12.2.3 TransPeshawar may not divulge any such information unless it is directed to do so by any statutory body that has the power under law to require its disclosure or to enforce or assert any right or privilege of the statutory body and/ or TransPeshawar.

12.3 Proprietary Data

12.3.1 All documents and other information supplied by TransPeshawar or submitted by an Applicant to TransPeshawar shall remain or become the property of TransPeshawar.

12.3.2 Applicants are to treat all information as strictly confidential and shall not use it for any purpose other than for preparation and submission of their AFQ.

12.3.3 TransPeshawar shall not return any AFQ or any information provided along therewith.

12.4 **Fraud and Corruption**

12.4.1 It is TransPeshawar's policy to require that procuring entities and employers (including beneficiaries of public funds), as well as Applicants / suppliers / contractors under PPP or public-funded contracts, observe the highest standard of ethics during the procurement and execution of such contracts.

12.4.2 In pursuit of this policy, TransPeshawar:

- (a) defines, for the purposes of this provision, the terms set forth below as follows:

Coercion means harming or threatening to harm, directly or indirectly, persons, or their property to influence their involvement in the Bidding, or affect the execution of the Contract.

Collusion means a scheme or arrangement between two or more Applicants or Bidders, with or without the knowledge of the government, designed to establish financial offers or prices at artificial, non-competitive levels.

Corrupt Practice means the offering, giving, receiving, or soliciting, of anything of value to influence the action of a public official in the procurement process or in contract execution and includes inter alia, bribery, extortion or coercion, which involves threats of injury to person, property or reputation.

Fraudulent Practice means a misrepresentation of facts in order to influence a procurement process or the execution of a contract to the detriment of the procuring entity, and includes collusive practices among Applicants (prior to or after bid submission) designed to establish bid prices at artificial, non-competitive levels and to deprive the procuring entity of the benefits of free and open competition.

Restrictive Practice means any act, scheme, plan or agreement such as forming a group, clique, cartel, trust, syndicate, combine, pool and the like or arriving at any understanding or arrangement among Applicants, Bidders, Consortium Members, Subcontractors, or the Affiliates of any of these entities, with the objective of restricting, subverting or manipulating a full and fair competition in the Bidding.

Undesirable Practice means (i) establishing contact with any person connected with or employed or engaged by TransPeshawar with the objective of canvassing or lobbying or (ii) in any manner influencing or attempting to influence the Bidding.

- (b) shall exclude from the Bidding Process any Applicant found to be engaging or having engaged in any Corrupt Practice, Collusion, Coercion, Fraud, Fraudulent Practice, Undesirable Practice or Restrictive Practice in competing for the provision of the Required Services; and

- (c) shall denounce to relevant authorities any Applicant found to be engaging or having engaged in any Corrupt Practice, Collusion, Coercion, Fraud, Fraudulent Practice, Undesirable Practice or Restrictive Practice in competing for the provision of the Required Service, which may result in the cancellation of the Service Provider Agreement and in such Bidder incurring civil and criminal liability under the applicable laws and regulations and being declared ineligible in accordance with relevant laws and regulations of Khyber Pakhtunkhwa and Islamic Republic of Pakistan.

12.5 Governing Law and Rules

12.5.1 The laws of Khyber Pakhtunkhwa and the Islamic Republic of Pakistan shall govern all matters relating to this RFQ.

12.6 RFQ Clarification

12.6.1 Applicants may address requests for clarification on the RFQ by email to the following address:

Attention: Mr. Altaf Akbar Durrani
Chief Executive Officer
TransPeshawar (The Urban Mobility Company)
Email: aldurrani@hotmail.com, with cc to charbagh@hotmail.com and
peshawarbrt@rebelgroup.com

12.6.2 TransPeshawar shall endeavour to respond to requests for clarification within five (5) working days of receipt of any request for clarification, however requests received later than fourteen (14) days before the AFQ Submission Date. TransPeshawar shall forward copies of its response to all Applicants who have shared email details with TransPeshawar when downloading the RFQ from the KPPRA website.

12.6.3 All clarifications and interpretations issued by TransPeshawar shall be deemed to be part of the RFQ.

12.6.4 Should TransPeshawar deem it necessary to amend the RFQ as a result of a clarification, it shall do so following the procedure in paragraph 12.7 below.

12.7 RFQ Amendments

12.7.1 At any time prior to the AFQ Submission Date, TransPeshawar may, for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, modify the RFQ by the issuance of addenda.

12.7.2 Any addendum thus issued shall be sent to all Applicants who have shared email details with TransPeshawar when downloading the RFQ from the KPPRA or TransPeshawar website.

12.7.3 In order to allow the Applicants a reasonable time for taking an addendum into account, or for any other reason, TransPeshawar may, at its own discretion, extend the AFQ Submission Date.

SECTION 13 – REVIEW OF PROCUREMENT DECISIONS

13.1 Right to Review

13.1.1 Appeals against or applications for review of proceedings or outcomes related to this Request for Pre-Qualification shall be subject to the relevant sections of the Khyber Pakhtunkhwa Public Procurement Regulatory Authority Act and the Procurement Rules.

Schedule 1 Business Structure (partnership/corporation)

To be submitted by an Applicant which is a partnership or corporation.

Required attachment: Where an Affiliate is used for fulfilling the financial capability requirement and/or the Required Services experience requirement, that entity must submit Appendix A to Schedules 1/2 below.

Name of Applicant: _____

Contact Information of Applicant:

Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

Entity which fulfils the **Financial Capability** requirement:

Name of Entity	
Relationship to Applicant	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

Entity which fulfils the **Required Services Experience** requirement:

Name of Entity	
Relationship to Applicant	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

For and on behalf of (*Name of Applicant*)

(*Signature of Authorized Representative*)

(*Name, Title and Date*)

Schedule 2 Business Structure (consortium)

To be submitted by an Applicant which is a Consortium.

Required attachment: Where an Affiliate is used for fulfilling the financial capability requirement and/or the Required Services experience requirement, that entity must submit Appendix A to Schedules 1/2 below.

Name of Consortium: _____

Consortium Members

	Lead Member	Other Member	Other Member	Other Member
Name				
Percentage Interest in the Consortium				
Type of Legal Entity (corporation/partnership)				

Insert rows as necessary.

Contact Information of Consortium Members

Lead Consortium Member	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

Consortium Member	
Address	
Website	
Contact Person	
Telephone	

Request for Pre-Qualification

Vehicle Operation and Maintenance Services for Peshawar Sustainable BRT Corridor Project

Fax	
E-mail	

Consortium Member	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

Consortium Member	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

Copy table as necessary.

Entity which fulfils the **Financial Capability** requirement:

Name of Entity	
Relationship to Consortium Member	
Address	
Website	
Contact Person	
Telephone	

Request for Pre-Qualification

Vehicle Operation and Maintenance Services for Peshawar Sustainable BRT Corridor Project

Fax	
E-mail	

Entity which fulfils the **Required Services Experience** requirement:

Name of Entity	
Relationship to Consortium Member	
Address	
Website	
Contact Person	
Telephone	
Fax	
E-mail	

For and on behalf of (Name of Consortium)(Signature of Authorized Representative)

(Name, Title and Date)

Appendix A to Schedules 1/2 - Letter of Support from Affiliate

To be submitted by any Affiliate used for fulfilling the financial capability requirement or the Required Services experience requirement.

Dear Sir,

We refer to the Request for Pre-Qualification dated *** 2017 (**RFQ**) issued by TransPeshawar for preparing and submitting an Application for Pre-Qualification (**AFQ**) in a competitive tender for to for service provision of operation and maintenance of the Peshawar Sustainable BRT Corridor System.

According to the RFQ a Consortium may elect to present (a) financial statements from an Affiliate for the purposes of satisfying the Financial Qualification Requirements and/or (b) evidence of projects undertaken by an Affiliate to satisfy the Technical Qualification Requirements.

"Affiliate" means a corporation or entity effectively under the Control of, or in Control of, an Applicant or Bidder or associated with an Applicant or Bidder under common ownership and Control.

"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 that we:

1. are an Affiliate of (*name of Applicant/Consortium Member*), which is seeking to pre-qualify for the provision of the Required Services as (*Applicant/Consortium Member*);
2. shall cause to make available sufficient technical resources and skills to (*name of Applicant/Consortium Member*) to enable it to contribute the same to the Bus Vehicle Service Provider; and
3. shall make available sufficient funds to (*name of Applicant/Consortium Member*) to enable it to meet its obligations (*under a Service Provider Agreement / as a shareholder of the Service Provider to be formed in order to enter into a Service Provider Agreement*) in respect of the provision of the Required Services.

Except where the context otherwise requires this letter shall have the meaning ascribed to it in the RFQ.

Yours faithfully,

For and on behalf of (*Name of Entity*)

(*Signature of Authorized Signatory*)

(*Name, Title and Date*)

Schedule 3 Basic Information Sheet

To be submitted by all entities listed in all sections of the Business Structure.

Required attachment: For all entities submitting this form, a copy of its company registration

Name of Entity	
Type of legal entity	
Consortium Member?	Yes / No
Subcontractor?	Yes / No
Affiliate?	Yes, Affiliate of _____ / No
Place of Incorporation or Registration	
Year of Incorporation or Registration	
Principal Purposes or Businesses	

Shareholder or Partner Information:

Name of Shareholder or Partner	Nationality	Percentage total of shareholding or partnership interest

Insert rows as necessary.

For and on behalf of (Name of Entity)

(Signature of Authorized Signatory)

(Name, Title and Date)

Schedule 4 Statement of Financial Capability

To be submitted by the entity which fulfils the financial capability requirement, as identified in the Business Structure.

Required attachment: Copy of latest audited financial statements, which must be dated not earlier than 31 December 2016.

Applicant	
Entity	
Relationship to Applicant	

Statement of Financial Capability

I, (name), (citizenship), of legal age, with office address at (address), as the (position/designation) of (name of company represented), a (corporation/partnership) organized and existing under and by virtue of the laws of (place of incorporation/registration), hereby certify, for and on behalf of (name of entity), that the information stated in this Statement of Financial Capability is true and that the attached documents are genuine and true copies of the original.

The financial summary of (name of entity) from 2014-2016 (or 2015-2017) is as follows:

Financial information	2016	2015	2014
Last day of accounting year			
Total assets			
Total liabilities			
Total net worth			
Profits before taxes			
Profits after taxes			

The Applicant or Consortium Member fulfilling this requirement is a customer in good standing in the following banks (provide the names of at least two banks):

Name of bank		
Address		
Contact person		

For and on behalf of (Name of Entity)

(Signature of Authorized Signatory)

(Name, Title and Date)

Schedule 5 Required Services Experience

To be submitted by the entity which fulfils the Required Services experience requirement in paragraph 9.1.1, as identified in the Business Structure.

Applicant	
Entity	
Relationship to Applicant	

Project/Contract 1:

Name of project/contract	
Location(s)	
Description	
Date(s)	
Client numbers/population	
Total sales/revenues for years 2011-2016	

Project/Contract 2:

Name of project/contract	
Location(s)	
Description	
Date(s)	
Client numbers/population	
Total sales/revenues for years 2011-2016	

Project/Contract 3:

Name of project/contract	
Location(s)	
Description	

Request for Pre-Qualification

Vehicle Operation and Maintenance Services for Peshawar Sustainable BRT Corridor Project

Date(s)	
Client numbers/population	
Total sales/revenues for years 2011-2016	

Copy table as necessary.

For and on behalf of (*Name of Entity*)

(*Signature of Authorized Signatory*)

(*Name, Title and Date*)

Schedule 6 Absence of Unsatisfactory Performance Record

To be submitted by the entities which fulfil the financial capability requirement and the Required Services experience requirement, as identified in the Business Structure.

Applicant	
Entity	
Relationship to Applicant	

Certificate of Absence of Unsatisfactory Performance Record

I, (name), (citizenship), of legal age, with office address at (address), as the (position/designation) of (name of company represented), a (corporation/partnership) organized and existing under and by virtue of the laws of (place of incorporation/registration), hereby certify, for and on behalf of (name of entity), that (name of entity) does not have any record of unsatisfactory performance on any of its projects and contracts. "**Unsatisfactory Performance**" means any of the following:

1. Within the last five (5) years prior to the AFQ Submission Date:
 - (a) failure to satisfactorily perform any of its material obligations on any contract, as evidenced by the imposition of a judicial pronouncement or arbitration award;
 - (b) termination of its projects or contracts due to breach of its obligations; or
 - (c) material violation of laws and/or regulations applicable to any of its projects or contracts, including but not limited to environmental, health, safety, labour and social welfare laws and regulations.
2. The projects and contracts referred to in paragraph 1(b) of the definition above include all projects or contracts of the entity or entities whose experience is being used to meet the Required Services experience requirements which was commenced or in the process of implementation within the last five (5) years before the AFQ Submission Date, and not just to the particular projects or contracts being submitted to meet such Required Services experience requirements.
3. Inclusion in a blacklist issued by GoKP, any other governmental agency of Pakistan or in the Sanctioned Firms and Individuals list posted in the Asian Development Bank Website, whether as an individual contractor, partnership or corporation or as a member of a joint venture or consortium; or
4. Involvement in any Corrupt, Fraudulent, Coercive, Undesirable, or Restrictive Practice or having Conflicts of Interest.

For and on behalf of (Name of Entity)

(Signature of Authorized Signatory)

(Name, Title and Date)

Schedule 7 Application to Pre-Qualify to Bid

To be submitted by the Applicant.

Application to Pre-Qualify to Bid for Peshawar Sustainable BRT Corridor System of the Required Services

I, (name), (citizenship), of legal age, with office address at (address), hereby declare for and on behalf of (name of Applicant) that:

I, (name), (citizenship), of legal age, with office address at (address), as the authorized representative of (name of Applicant), a (corporation/partnership or Consortium) organized and existing under and by virtue of the laws of (place of incorporation/registration) or organized by agreement among its Consortium Members, as indicated by the authorization certificate attached as: Authority to Apply to Pre-Qualify and Designation of Authorized Representative, or (for a Consortium Applicant, to be submitted by each Consortium Member): Consortium Member's Authority to Participate in Consortium and Apply to Pre-Qualify, and Designation of Authorized Representative of Consortium, hereby certify for and on behalf of (name of Applicant) that:

1. In accordance with the Bidding Documents for the Peshawar Sustainable BRT Corridor System of the required services (**Required Services**), (name of Applicant) is applying to pre-qualify to bid for the Required Services and submit its Pre-Qualification Documents.
2. (name of Applicant) confirms that all statements made and the information and documents provided in its Pre-Qualification Documents, including statements made by all Consortium Members, their Affiliates and proposed Subcontractors in any of the Pre-Qualification Documents are true and correct, and any misrepresentation or false statement made therein shall be a ground for its disqualification.
3. (name of Applicant) authorizes TransPeshawar to conduct any inquiries or investigations to verify the statements, documents, and information submitted in its Pre-Qualification Documents, and to seek clarification from its clients and bankers regarding any technical and financial aspects. (name of Applicant) also permits third parties to supply information required to verify statements and information submitted in its Pre-Qualification Documents.
4. (name of Applicant) acknowledges the right of TransPeshawar to reject its Pre-Qualification Documents without assigning any reason and to cancel the Bidding Process at any time, without incurring any liability, and accepts all the terms and conditions of the Instructions to Applicants and other Invitation Documents.
5. (name of Applicant), including the entities it has identified to comply with the Pre-Qualification Requirements under the Instructions to Applicants, have not at any time engaged in any Corrupt, Fraudulent, Coercive, Undesirable, or Restrictive Practices, nor have a Conflict of Interest.
6. (name of Applicant) waives any right to and shall not seek or obtain any restraining order, writ of injunction or prohibition or any other form of coercive judicial, quasi-judicial or administrative writ, process or issuance against TransPeshawar to restrain, prevent, suspend, or in any manner forestall, hinder or render inconvenient the Bidding Process.
7. (name of Applicant) acknowledges that TransPeshawar is undertaking this Bidding Process in the performance of its functions to ensure the provision of a critical

Request for Pre-Qualification

Vehicle Operation and Maintenance Services for Peshawar Sustainable BRT Corridor Project

basic necessity and that, therefore, the provision of the Required Services is of paramount public interest and importance and that TransPeshawar will suffer serious and irreparable damage on account of any breach by (*Name of Applicant*) of these undertakings, and agree that the breach of these undertakings shall result in (*Name of Applicant*)'s automatic disqualification to bid for the provision of the Required Services.

For and on behalf of (*Name of Applicant or Consortium*)

(*Signature of Authorized Representative*)

(*Name, Title and Date*)

Schedule 8 Authority to Apply to Pre-Qualify

To be submitted by an Applicant which is a partnership or corporation.

I, (Corporate Secretary or equivalent officer), hereby depose and state that:

I am a (Pakistani) citizen, of legal age and a resident of [*];

I am the duly elected (Corporate Secretary or equivalent officer) of (name of Applicant) (the "**Applicant**"), a (corporation/partnership) organized and existing under and by virtue of the laws of (The Islamic Republic of Pakistan);

At a regular/special meeting of the Board of Directors/Partners of the Firm, held on (date) at (place), in which meeting a quorum was present and acting throughout, the following Resolutions were unanimously passed and approved:

1. RESOLVED, AS IT IS HEREBY RESOLVED, that (name of Applicant) (the "**Applicant**") be, and is, authorized to participate in the Bidding Process for the financing, design, construction, operation and maintenance of the Peshawar Sustainable BRT Corridor System required services (**Required Services**) and to apply for Pre-Qualification as Bidder for the Required Services;
2. RESOLVED FURTHER, that (name of Representative) be and is hereby appointed as the authorized representative of the Applicant during Pre-Qualification, authorized to execute, sign, and receive documents for, and otherwise act in the name of, the Applicant;
3. RESOLVED FURTHER, that (name of Representative) be and is hereby authorized to sign the Certification of Absence of Unsatisfactory Performance Record for an on behalf of the Applicant and jointly with its Affiliates, and Subcontractors.
4. RESOLVED, FINALLY, that any and all acts done and/or performed by (name of Representative) under and by virtue of this resolution be, as they are hereby, confirmed and ratified.

These resolutions have not been revoked, amended or modified and remain valid and binding on the Applicant;

That the above resolutions are in accordance with the records of the Applicant.

(Signature of Corporate Secretary or Equivalent Office)

(Name, Title and Date)

Schedule 9 Consortium Member’s Authority to Participate in Consortium

For an Applicant which is a Consortium, to be submitted by each Consortium Member.

I, (Corporate Secretary or equivalent officer), hereby depose and state that:

I am a (Pakistani) citizen, of legal age and a resident of (country);

I am the duly elected (Corporate Secretary or equivalent officer) of (Consortium Member) (the “**Firm**”), a (corporation/partnership) organized and existing under and by virtue of the laws of (The Islamic Republic of Pakistan);

At a regular/special meeting of the Board of Directors/Partners of the Firm, held on (date) at (place), in which meeting a quorum was present and acting throughout, the following Resolutions were unanimously passed and approved:

1. RESOLVED, AS IT IS HEREBY RESOLVED, that the Firm be, and is, authorized to participate, through a Consortium consisting of the following Members and their respective nationalities and percentage interests in the Consortium, in the Bidding Process for the provision of the required services for Peshawar Sustainable BRT Corridor System (**Required Services**) and to apply for Pre-Qualification of Applicants for the Required Services;

Name of Consortium Member	Nationality	% Interest

2. RESOLVED FURTHER, that (name of Authorized Representative) be and is hereby appointed as the authorized representative of the Firm, authorized to execute, sign, and receive documents for, and otherwise act in the name of, the Firm;

3. RESOLVED FURTHER, that the Firm in the exercise of its interest in the Consortium hereby:

- (d) authorizes (name of Authorized Representative) as representative of the Consortium during the Pre-Qualification of Bidders for the provision of the Required Services, and for such purpose shall have the authority to execute, sign and receive documents for, and otherwise act in the name of the Consortium.

- (e) authorizes (name of Authorized Representative) to sign the Certification of Absence of Unsatisfactory Performance Record for and on behalf of the firm and jointly with the Consortium, Consortium Members, their Affiliates, and Subcontractors.

4. RESOLVED, FINALLY, that any and all acts done and/or performed by (name of Authorized Representative) under and by virtue of this resolution be, as they are hereby, confirmed and ratified.

These resolutions have not been revoked, amended or modified and remain valid and binding on the Firm;

That the above resolutions are in accordance with the records of the Firm.

(Signature of Corporate Secretary or Equivalent Office)

(Name, Title and Date)