

REQUEST FOR PROPOSALS

YOU ARE HEREBY INVITED TO SUBMIT A BID TO MEET THE REQUIREMENTS OF THE DEVELOPMENT BANK OF SOUTHERN AFRICA LIMITED	
BID NUMBER:	RFP091/2024
COMPULSORY BRIEFING SESSION DETAILS:	Tender briefing will be done online via Microsoft teams. Bidders are advised to use the link below to join the briefing session. Click on the link to join the meeting. Bidders must complete their details fully in order to have access to the briefing session. The link will only be accessible 15 minutes before the meeting. Microsoft Teams Need help? <u>Join the meeting now</u> Meeting ID: 311 737 192 83 Passcode: Lt3m5V Link: 11 June 2024 @10H00 AM (Johannesburg time)
CLOSING DATE:	21 June 2024
CLOSING TIME:	23H55 (Midnight)
PERIOD FOR WHICH BIDS ARE REQUIRED TO REMAIN OPEN FOR ACCEPTANCE:	120 days
DESCRIPTION OF BID:	FINANCIAL TRANSACTION ADVISORY PANEL FOR THE INFRASTRUCTURE FUND FOR A PERIOD OF FIVE (5) YEARS
BID DOCUMENTS ELECTRONIC SUBMISSION:	1. ELECTRONIC SUBMISSIONS <u>INSTRUCTIONS:</u> ➤ Bidders are required to submit written requests for clarification via e-mail to vusiscm@dbsa.org ONLY, quoting the RFP Number on the subject of the e-mail. This must be done three (3) working days before submission day.

	➤ Bidders will thereafter receive a OneDrive Link to upload their submission documents electronically. ➤ Written requests for clarification will be considered up to and including 18 June 2024 16:30 Johannesburg time. Requests received after this date may not be attended to. ➤ Any requests after the stipulated date and time may be disregarded. NB: Electronic submission is encouraged for all bidders interested in this tender Closing date of this 21/06/2024 is before 23:55. No physical bids will be received or accepted at the DBSA offices
NAME OF BIDDER:	
CONTACT PERSON:	
EMAIL ADDRESS:	
TELEPHONE NUMBER:	
FAX NUMBER:	
BIDDER'S STAMP OR SIGNATURE	



The Development Bank of Southern Africa has a Zero Tolerance on Fraud and Corruption. Report any incidents of Fraud and Corruption to Whistle Blowers on any of the following:

TollFree : 0800 20 49 33
 Email : dbsa@whistleblowing.co.za
 Free Post : Free Post KZN 665 | Musgrave | 4062
 SMS : 33490

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**PART A
INVITATION TO BID**

YOU ARE HEREBY INVITED TO BID FOR REQUIREMENTS OF DEVELOPMENT BANK OF SOUTHERN AFRICA LIMITED ("DBSA")

BID NUMBER: RFP091/2024

DESCRIPTION: FINANCIAL TRANSACTION ADVISORY PANEL FOR THE INFRASTRUCTURE FUND FOR A PERIOD OF FIVE (5) YEARS

COMPULSORY BRIEFING: 11 June 2024 - Tender briefing will be done online via Microsoft teams.

COMPULSORY BRIEFING LINK:

Time: 10H00 AM Johannesburg time (Microsoft Teams)

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 311 737 192 83

Passcode: Lt3m5V

Closing time for the OneDrive Link submissions - 23h55 on the 21 June 2024 (Telkom Time)

CLOSING DATE: 21 June 2024

CLOSING TIME: 23H55

Name

 Bidder Name

Name

 Folder 1_Financial Proposal

 Folder 2_Technical Proposal

- a) It remains the bidder's responsibility to ensure that the bid submission is uploaded using the correct bidder document and tender link.
- b) Should a bidder encounter an issue with the system, the bidder must provide sufficient evidence as proof of attempting to upload their submission before the cut-off time and the error received.
- c) Faxed, emailed bids will not be accepted, only an electronic submission received via the link will be accepted.
- d) It is therefore the responsibility of the bidder to request for a link to participate.
- e) The DBSA assumes no responsibility if a Bidder's designated email address is not correct, or if there are technical challenges, including those with the Bidders computer, network, or

internet service provider (ISP).

BID SUBMISSION LINK REQUESTS:

ALL BIDS MUST BE SUBMITTED ON THE OFFICIAL FORMS – (NOT TO BE RE-TYPED)

THIS BID IS SUBJECT TO THE GENERAL CONDITIONS OF CONTRACT (GCC) AND, IF APPLICABLE, ANY OTHER SPECIAL CONDITIONS OF CONTRACT, WHICH ARE SET OUT IN PART C OF THIS DOCUMENT.

THE FOLLOWING PARTICULARS MUST BE FURNISHED (FAILURE TO DO SO MAY RESULT IN YOUR BID BEING DISQUALIFIED).

BIDDERS THAT ARE UNINCORPORATED CONSORTIA CONSISTING OF MORE THAN ONE LEGAL ENTITY MUST SELECT A LEAD ENTITY AND FURNISH THE DETAILS OF THE LEAD ENTITY, UNLESS OTHERWISE SPECIFIED.

NAME OF BIDDER AND EACH ENTITY IN CONSORTIUM:				
POSTAL ADDRESS:				
STREET ADDRESS:				
CONTACT PERSON (FULL NAME):				
EMAIL ADDRESS:				
TELEPHONE NUMBER:				
FAX NUMBER:				
BIDDER REGISTRATION NUMBER OR REGISTRATION NUMBER OF EACH ENTITY IN CONSORTIUM				
BIDDER VAT REGISTRATION NUMBER OR VAT REGISTRATION NUMBER OF EACH ENTITY IN CONSORTIUM				
BBBEE STATUS LEVEL VERIFICATION CERTIFICATE /BBBEE	YES		NO	

1..1.1	ARE YOU THE ACCREDITED REPRESENTATIVE IN SOUTH AFRICA FOR THE GOODS /SERVICES/WORKS OFFERED?	☐ Yes ☐ No [IF YES ENCLOSE PROOF]			
1..1.2	ARE YOU A FOREIGN BASED SUPPLIER FOR THE GOODS /SERVICES/WORKS OFFERED?	☐ Yes ☐ No [IF YES ANSWER PART B:3 BELOW]			
1..1.3	SIGNATURE OF BIDDER				
1..1.4	DATE				
1..1.5	FULL NAME OF AUTHORISED REPRESENTATIVE				
1..1.6	CAPACITY UNDER WHICH THIS BID IS SIGNED (Attach proof of authority to sign this bid; e.g. resolution of directors, etc.)				
STATUS LEVEL SWORN AFFIDAVIT SUBMITTED? [TICK APPLICABLE BOX]					
IF YES, WHO ISSUED THE CERTIFICATE?					
REGISTERED WITH THE NATIONAL TREASURY CSD [TICK APPLICABLE BOX]	YES		NO		
CSD REGISTRATION NUMBER					
TAX COMPLIANCE STATUS PIN (TCS) NUMBER ISSUED BY SARS					

PART B TERMS AND CONDITIONS FOR BIDDING

1. BID SUBMISSION:
1.1. BIDS MUST BE SUBMITTED ELECTRONICALLY BY THE STIPULATED TIME TO THE LINK PROVIDED. LATE BIDS WILL NOT BE ACCEPTED FOR CONSIDERATION. 1.2. ALL BIDS MUST BE SUBMITTED ON THE OFFICIAL FORMS PROVIDED – (NOT TO BE RE-TYPED) 1.3. SOUTH AFRICAN BIDDERS MUST REGISTER ON THE CENTRAL SUPPLIER DATABASE (CSD) TO UPLOAD MANDATORY INFORMATION NAMELY: (BUSINESS REGISTRATION/ DIRECTORSHIP/ MEMBERSHIP/IDENTITY NUMBERS; TAX COMPLIANCE STATUS; AND BANKING INFORMATION FOR VERIFICATION PURPOSES). B-BBEE CERTIFICATE OR SWORN AFFIDAVIT FOR B-BBEE MUST BE SUBMITTED BY BIDDING INSTITUTION. 1.4. WHERE A BIDDER IS NOT REGISTERED ON THE CSD, MANDATORY INFORMATION NAMELY: (BUSINESS REGISTRATION/ DIRECTORSHIP/ MEMBERSHIP/IDENTITY NUMBERS; TAX COMPLIANCE STATUS MUST BE SUBMITTED WITH THE BID DOCUMENTATION. B-BBEE CERTIFICATE OR SWORN AFFIDAVIT FOR B-BBEE MUST BE SUBMITTED TO BIDDING INSTITUTION.
2. TAX COMPLIANCE REQUIREMENTS
2.1 ALL BIDDERS MUST ENSURE COMPLIANCE WITH THEIR TAX OBLIGATIONS IN THEIR COUNTRY OF RESIDENCE. 2.2 SOUTH AFRICAN BIDDERS ARE REQUIRED TO SUBMIT THEIR UNIQUE PERSONAL IDENTIFICATION NUMBER (PIN) ISSUED BY SARS TO ENABLE THE ORGAN OF STATE TO VIEW THE TAXPAYER'S PROFILE AND TAX STATUS. 2.3 SOUTH AFRICAN BIDDERS CAN APPLY FOR TAX COMPLIANCE STATUS (TCS) OR PIN MAY ALSO BE MADE VIA E-FILING. IN ORDER TO USE THIS PROVISION, TAXPAYERS WILL NEED TO REGISTER WITH SARS AS E-FILERS THROUGH THE WEBSITE WWW.SARS.GOV.ZA. 2.4 SA BIDDERS' MAY ALSO SUBMIT A PRINTED TCS TOGETHER WITH THE BID. 2.5 IN BIDS WHERE CONSORTIA / JOINT VENTURES / SUB-CONTRACTORS ARE INVOLVED; EACH PARTY MUST SUBMIT A SEPARATE PROOF OF TCS / PIN / CSD NUMBER (TAX COMPLIANCE) IN ACCORDANCE WITH APPLICABLE LEGISLATION IN THEIR COUNTRY OF RESIDENCE. 2.6 WHERE SA BIDDERS HAVE NO TCS AVAILABLE BUT ARE REGISTERED ON THE CENTRAL SUPPLIER DATABASE (CSD), A CSD NUMBER MUST BE PROVIDED.
3. QUESTIONNAIRE TO BIDDING FOREIGN SUPPLIERS
3.1. IS THE BIDDER A RESIDENT OF THE REPUBLIC OF SOUTH AFRICA (RSA)? ☐ YES ☐ NO 3.2. DOES THE BIDDER HAVE A BRANCH IN THE RSA? ☐ YES ☐ NO 3.3. DOES THE BIDDER HAVE A PERMANENT ESTABLISHMENT IN THE RSA? ☐ YES ☐ NO 3.4. DOES THE BIDDER HAVE ANY SOURCE OF INCOME IN THE RSA? ☐ YES ☐ NO IF THE ANSWER IS "NO" TO ALL OF THE ABOVE, THEN, IT IS NOT A REQUIREMENT TO OBTAIN A TAX COMPLIANCE STATUS / TAX COMPLIANCE SYSTEM PIN CODE FROM THE SOUTH AFRICAN REVENUE SERVICE (SARS) AND IF NOT REGISTER AS PER 2.3 ABOVE.

NB: FAILURE TO PROVIDE ANY OF THE ABOVE PARTICULARS MAY RENDER THE BID INVALID.

PART C

CHECKLIST OF RETURNABLE SCHEDULES AND DOCUMENTS

Please adhere to the following instructions:

- Tick in the relevant block below;
- Ensure that the following documents are completed and signed where applicable; and
- Use the prescribed sequence in attaching the annexes that complete the Bid Document

YES	NO	
☐	☐	One original Bid document in separate folders; Folder 1 – for Pre-Qualifying Criteria and Functional Evaluation and Folder 2 – Price / Financial Proposal – Electronic submission
☐	☐	Part A: Invitation to Bid
☐	☐	Part B: Terms and Conditions of Bidding
☐	☐	Part C: Checklist of Compulsory Returnable Schedules and Documents
☐	☐	Part D: Conditions of Tendering and Undertakings by Bidders
☐	☐	Part E: Specifications/Terms of Reference and Project Brief
☐	☐	Annexure A: Price Proposal Requirement
☐	☐	Annexure B: SBD4 Declaration of Interest
☐	☐	Annexure C: SBD6.1 and B-BBEE status level certificate
☐	☐	Annexure F: Certified copies of your CIPC company registration documents listing all members with percentages, in case of a lose corporation
☐	☐	Annexure G: Certified copies of latest share certificates, in case of a company.
☐	☐	Annexure H: (if applicable): A breakdown of how fees and work will be spread between members of the bidding consortium.
☐	☐	Annexure I: Supporting documents to responses to Pre-Qualifying Criteria and Functional Evaluation Criteria.

☐☐

Annexure J: General Condition of Contract

☐☐

Annexure K: CSD Tax Compliance Status and Registration Requirements Report

PART D

CONDITIONS OF TENDERING AND UNDERTAKINGS BY BIDDER

1. DEFINITIONS

In this Request for Proposals, unless a contrary intention is apparent:

- 1.1 **B-BBEE** means broad-based black economic empowerment as defined in section 1 of the Broad-Based Black Economic Empowerment Act, 2003;
- 1.2 **B-BBEE Act** means the Broad-Based Black Economic Empowerment Act, 2003;
- 1.3 **B-BBEE status level of contributor** means the B-BBEE status received by a measured entity based on its overall performance used to claim points in terms of regulation 6 and 7 of the Preferential Procurement Regulations, 2022.
- 1.4 **Business Day** means a day which is not a Saturday, Sunday or public holiday in South Africa.
- 1.5 **Bid** means a written offer in the prescribed or stipulated form lodged by a Bidder in response to an invitation in this Request for Proposal, containing an offer to provide goods, works or services in accordance with the Specification as provided in this RFP.
- 1.6 **Bidder** means a person or legal entity, or an unincorporated group of persons or legal entities that submit a Bid.
- 1.7 **Companies Act** means the Companies Act, 2008.
- 1.8 **Compulsory Documents** means the list of compulsory schedules and documents set out in Part B.
- 1.9 **Closing Time** means the time, specified as such under the clause (Bid Timetable) in Part C, by which Tenders must be received.
- 1.10 **DBSA** means the Development Bank of Southern Africa Limited.
- 1.11 **DFI** means Development Finance Institution.
- 1.12 **Evaluation Criteria** means the criteria set out under the clause 26 (Evaluation Process) of this Part C, which includes the Qualifying Criteria, Functional Criteria and Price and Preferential Points Assessment (where applicable).
- 1.13 **Functional Criteria** means the criteria set out in clause 27 of this Part C.
- 1.14 **Intellectual Property Rights** includes copyright and neighbouring rights, and all proprietary rights in relation to inventions (including patents) registered and unregistered trademarks (including service marks), registered designs, confidential information (including trade secrets and know how) and circuit layouts, and all other proprietary rights resulting from intellectual activity in the industrial, scientific, literary or artistic fields.
- 1.15 **PFMA** means the Public Finance Management Act, 1999.
- 1.16 **PPPFA** means the Preferential Procurement Policy Framework Act, 2000.
- 1.17 **PPPFA Regulations** means the Preferential Procurement Regulations, 2022 published in terms of the PPPFA.

- 1.18 **Pre-Qualifying Criteria** means the criteria set out in clause 26.3 of this Part C.
- 1.19 **Price and Preferential Points Assessment** means the process described in clause **Error! Reference source not found.** of this Part C, as prescribed by the PPPFA.
- 1.20 **Proposed Contract** means the agreement including any other terms and conditions contained in or referred to in this RFP that may be executed between the DBSA and the successful Bidder.
- 1.21 **Request for Proposal** or **RFP** means this document (comprising each of the parts identified under Part A, Part B, Part C and Part D) including all annexures and any other documents so designated by the DBSA.
- 1.22 **SARS** means the South African Revenue Service.
- 1.23 **Services** means the services required by the DBSA, as specified in this RFP Part D.
- 1.24 **SLA** means Service Level Agreement.
- 1.25 **SOE** means State Owned Enterprise, as defined by the Companies' Act.
- 1.26 **Specification** means the conditions of tender set and any specification or description of the DBSA's requirements contained in this RFP.
- 1.27 **State** means the Republic of South Africa.
- 1.28 **Statement of Compliance** means the statement forming part of a Tender indicating the Bidders compliance with the Specification.
- 1.29 **Tendering Process** means the process commenced by the issuing of this Request for Proposals and concluding upon formal announcement by the DBSA of the selection of a successful Bidder(s) or upon the earlier termination of the process.
- 1.30 **Website** means a website administered by DBSA under its name with web address www.dbsa.org

2. INTERPRETATIONS

In this RFP, unless expressly provided otherwise a reference to:

- 2.1 "includes" or "including" means includes or including without limitation; and
- 2.2 "R" or "Rand" is a reference to the lawful currency of the Republic of South Africa.

3. TENDER TECHNICAL AND GENERAL QUERIES

Queries pertaining to this tender must be directed to:-

DBSA Supply Chain Management Unit

Email: vusiscm@dbsa.org

No questions will be answered telephonically.

4. SUBMISSION OF TENDERS

COMPULSORY BRIEFING: **11 June 2024** - Tender briefing will be done online via Microsoft teams.

Click on the link to join the meeting. Bidders must complete their details fully in order to have access to the briefing session. The link will only be accessible 15 minutes before the meeting.

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 311 737 192 83

Passcode: Lt3m5V

Link: 11 June 2024 @10H00 (Johannesburg time) Time: 10H00 AM Johannesburg time
(Microsoft Teams)

LINK REQUESTS: Bidders are asked to nominate one dedicated contact person (name, email address and phone number).

Link Request DATE By: **18 June 2024**

Link Request TIME By: 16H30

5. RULES GOVERNING THIS RFP AND THE TENDERING PROCESS

- 5.1 Participation in the tender process is subject to compliance with the rules contained in this RFP Part C.
- 5.2 All persons (whether a participant in this tender process or not) having obtained or received this RFP may only use it, and the information contained herein, in compliance with the rules contained in this RFP.
- 5.3 All Bidders are deemed to accept the rules contained in this RFP Part C.
- 5.4 The rules contained in this RFP Part C apply to:
 - 5.4.1 The RFP and any other information given, received or made available in connection with this RFP, and any revisions or annexure.
 - 5.4.2 the Tendering Process; and
 - 5.4.3 any communications (including any briefings, presentations, meetings and negotiations) relating to the RFP or the Tendering Process.

6. STATUS OF REQUEST FOR PROPOSAL

- 6.1 This RFP is an invitation for person(s) to submit a proposal(s) for the provision of the services as set out in the Specification contained in this RFP. Accordingly, this RFP must not be construed, interpreted, or relied upon, whether expressly or implicitly, as an offer capable of acceptance by any person(s), or as creating any form of contractual, promissory or other rights. No binding contract or other understanding for the supply of services will exist between the DBSA and any Bidder unless and until the DBSA has executed a formal written contract with the successful Bidder.

7. ACCURACY OF REQUEST FOR PROPOSAL

- 7.1 Whilst all due care has been taken in connection with the preparation of this RFP, the DBSA makes no representations or warranties that the content in this RFP or any information communicated to or provided to Bidders during the Tendering Process is, or will be, accurate, current or complete. The DBSA, and its officers, employees and advisors will not be liable with respect to any information communicated which is not accurate, current or complete.
- 7.2 If a Bidder finds or reasonably believes it has found any discrepancy, ambiguity, error or inconsistency in this RFP or any other information provided by the DBSA (other than minor clerical matters), the Bidder must promptly notify the DBSA in writing of such discrepancy, ambiguity, error or inconsistency in order to afford the DBSA an opportunity to consider what corrective action is necessary (if any).
- 7.3 Any actual discrepancy, ambiguity, error or inconsistency in this RFP or any other information provided by the DBSA will, if possible, be corrected and provided to all Bidders without attribution to the Bidder who provided the written notice.

8. ADDITIONS AND AMENDMENTS TO THE RFP

- 8.1 The DBSA reserves the right to change any information in, or to issue any addendum to this RFP before the Closing Time. The DBSA and its officers, employees and advisors will not be liable in connection with either the exercise of, or failure to exercise this right.
- 8.2 If the DBSA exercises its right to change information in terms of clause 8.1, it may seek amended Tenders from all Bidders.

9. REPRESENTATIONS

No representations made by or on behalf of the DBSA in relation to this RFP will be binding on the DBSA unless that representation is expressly incorporated into the contract ultimately entered between the DBSA and the successful Bidder.

10. CONFIDENTIALITY

- 10.1 All persons (including all Bidders) obtaining or receiving this RFP and any other information in connection with this RFP or the Tendering Process must keep the contents of the RFP and other such information confidential, and not disclose or use the information except as required for the purpose of developing a proposal in response to this RFP.

11. REQUESTS FOR CLARIFICATION OR FURTHER INFORMATION

- 11.1 All communications relating to this RFP and the Tendering Process must be directed to the Tender Officer.
- 11.2 All questions or requests for further information or clarification of this RFP or any other document issued in connection with the Tendering Process must be submitted to the Tender Officer in writing, and most preferably by e-mail to yusiscm@dbsa.org
- 11.3 Any communication by a Bidder to the DBSA will be effective upon receipt by the Tender Officer (provided such communication is in the required format).
- 11.4 The DBSA has restricted the period during which it will accept questions or requests for further information or clarification and reserves the right not to respond to any enquiry or request, irrespective of when such enquiry or request is received.
- 11.5 Except where the DBSA is of the opinion that issues raised apply only to an individual Bidder, questions submitted and answers provided will be made available to all Bidders by e-mail, as well as on the DBSA's website without identifying the person or organisation which submitted the question.
- 11.6 In all other instances, the DBSA may directly provide any written notification or response to a Bidder by email to the address of the Bidder (as notified by the Bidder to the Tender Manager).
- 11.7 A Bidder may, by notifying the Tender Officer in writing, withdraw a question submitted in accordance with clause 12, in circumstances where the Bidder does not wish the DBSA to publish its response to the question to all Bidders.

12. UNAUTHORISED COMMUNICATIONS

- 12.1 Communications (including promotional or advertising activities) with staff of the DBSA or their advisors assisting with the Tendering Process are not permitted during the Tendering Process, or otherwise with the prior consent of the Tender Officer. Nothing in this clause 12 is intended to prevent communications with staff of, or advisors to, the DBSA to the extent that such communications do not relate to this RFP or the Tendering Process.

- 12.2 Bidders must not otherwise engage in any activities that may be perceived as, or that may have the effect of, influencing the outcomes of the Tendering Process in any way.

13. IMPROPER ASSISTANCE, FRAUD AND CORRUPTION

- 13.1 Bidders may not seek or obtain the assistance of employees of the DBSA in the preparation of their tender responses.
- 13.2 The DBSA may in its absolute discretion, immediately disqualify a Bidder that it believes has sought or obtained such improper assistance.
- 13.3 Bidders are to be familiar with the implications of contravening the Prevention and Combating of Corrupt Activities Act, 2004 and any other relevant legislation.

14. ANTI-COMPETITIVE CONDUCT

- 14.1 Bidders and their respective officers, employees, agents and advisors must not engage in any collusion, anti-competitive conduct or any other similar conduct in respect of this Tendering Process with any other Bidder or any other person(s) in relation to:
- 14.1.1 the preparation or lodgement of their Bid
 - 14.1.2 the evaluation and clarification of their Bid; and
 - 14.1.3 the conduct of negotiations with the DBSA.
- 14.2 For the purposes of this clause 14, collusion, anti-competitive conduct or any other similar conduct may include disclosure, exchange and clarification of information whether or not such information is confidential to the DBSA or any other Bidder or any other person or organisation.
- 14.3 In addition to any other remedies available to it under law or contract, the DBSA may, in its absolute discretion, immediately disqualify a Bidder that it believes has engaged in any collusive, anti-competitive conduct or any other similar conduct during or before the Tendering Process.

15. COMPLAINTS ABOUT THE TENDERING PROCESS

- 15.1 Any complaint about the RFP or the Tendering Process must be submitted to the Supply Chain Management Unit in writing, by email, immediately upon the cause of the complaint arising or becoming known to the Bidder, (tenders@dbsa.org)
- 15.2 The written complaint must set out:
- 15.2.1 the basis for the complaint, specifying the issues involved;
 - 15.2.2 how the subject of the complaint affects the organisation or person making the complaint;
 - 15.2.3 any relevant background information; and

- 15.2.4 the outcome desired by the person or organisation making the complaint.
- 15.3 If the matter relates to the conduct of an employee of the DBSA, the complaint should be addressed in writing marked for the attention of the Chief Executive Officer of the DBSA, and delivered to the physical address of the DBSA, as notified.

16. CONFLICT OF INTEREST

- 16.1 A Bidder must not, and must ensure that its officers, employees, agents and advisors do not place themselves in a position that may give rise to actual, potential or perceived conflict of interest between the interests of the DBSA and the Bidder's interests during the Tender Process.
- 16.2 The Bidder is required to provide details of any interests, relationships or clients which may or do give rise to a conflict of interest in relation to the supply of the services under any contract that may result from this RFP. If the Bidder submits its Bid and a subsequent conflict of interest arises, or is likely to arise, which was not disclosed in the Bid, the Bidder must notify the DBSA immediately in writing of that conflict.
- 16.3 The DBSA may immediately disqualify a Bidder from the Tendering Process if the Bidder fails to notify the DBSA of the conflict as required.

17. LATE BIDS

- 17.1 Bids must be delivered by the Closing Time. The Closing Time may be extended by the DBSA in its absolute discretion by providing written notice to Bidders.
- 17.2 Bids delivered after the Closing Time or lodged at a location or in a manner that is contrary to that specified in this RFP will be disqualified from the Tendering Process and will be ineligible for consideration. However, a late Bid may be accepted where the Bidder can clearly demonstrate (to the satisfaction of the DBSA, in its sole discretion) that late lodgement of the Bid was caused by the DBSA; that access was denied or hindered in relation to the physical tender box; or that a major/critical incident hindered the delivery of the Bid and, in all cases, that the integrity of the Tendering Process will not be compromised by accepting a Bid after the Closing Time.
- 17.3 The determination of the DBSA as to the actual time that a Bid is lodged is final. Subject to clause 17.2, all Bids lodged after the Closing Time will be recorded by the DBSA and will only be opened for the purposes of identifying a business name and address of the Bidder. The DBSA will inform a Bidder whose Bid was lodged after the Closing Time of its ineligibility for consideration. The general operating practice is for the late Bid to be returned within 5 (five) working days of receipt or within 5 (five) working days after determination not to accept a late Bid.

18. BIDDER'S RESPONSIBILITIES

18.1 Bidders are responsible for:

- 18.1.1 examining this RFP and any documents referenced or attached to this RFP and any other information made or to be made available by the DBSA to Bidders in connection with this RFP;
 - 18.1.2 fully informing themselves in relation to all matters arising from this RFP, including all matters regarding the DBSA's requirements for the provision of the Services;
 - 18.1.3 ensuring that their Bids are accurate and complete;
 - 18.1.4 making their own enquiries and assessing all risks regarding this RFP, and fully considering and incorporating the impact of any known and unknown risks into their Bid;
 - 18.1.5 ensuring that they comply with all applicable laws in regard to the Tendering Process particularly as specified by National Treasury Regulations, Guidelines, Instruction Notes and Practice Notes and other relevant legislation as published from time to time in the Government Gazette; and
 - 18.1.6 submitting all Compulsory Documents.
- 18.2 South African bidders with annual total revenue of ZAR10 million or less qualify as Exempted Micro Enterprises (EMEs) in terms of the B-BBEE Act must submit a certificate issued by a registered, independent auditor (who or which is not the Bidder or a part of the Bidder) or an accredited verification agency.
- 18.3 South African bidders other than EMEs must submit their original and valid B-BBEE status level verification certificate or a certified copy, or a sworn affidavit thereof, substantiating their B-BBEE status. The submission of such certificates must comply with the requirements of instructions and guidelines issued by National Treasury and be in accordance with the applicable notices published by the Department of Trade and Industry in the Government Gazette.
- 18.4 The DBSA reserves the right to require of a Bidder, either before a Bid is adjudicated or at any time subsequently, to substantiate any claim in regard to preferences, in any manner required by the DBSA.
- 18.5 Failure to provide the required information may result in disqualification of the Bidder.

19. PREPARATION OF BIDS

19.1 Bidders must ensure that:

- 19.1.1 their Bid is submitted in the required format as stipulated in this RFP; and
- 19.1.2 all the required information fields in the Bid are completed in full and contain the information requested by the DBSA.

- 19.2 The DBSA may in its absolute discretion reject a Bid that does not include the information requested or is not in the format required.
- 19.3 Unnecessarily elaborate responses or other representations beyond that which is sufficient to present a complete and effective tender proposal are not desired or required. Elaborate and expensive visual and other presentation aids are not necessary.
- 19.4 Where the Bidder is unwilling to accept a specified condition, the non-acceptance must be clearly and expressly stated. Prominence must be given to the statement detailing the non-acceptance. It is not sufficient that the statement appears only as part of an attachment to the Bid or be included in a general statement of the Bidders usual operating conditions.
- 19.5 An incomplete Bid may be disqualified or assessed solely on the information completed or received with the Bid.

20. ILLEGIBLE CONTENT, ALTERATION AND ERASURES

- 20.1 Incomplete Bids may be disqualified or evaluated solely on information contained in the Bid.
- 20.2 The DBSA may disregard any content in a Tender that is illegible and will be under no obligation whatsoever to seek clarification from the Bidder.
- 20.3 The DBSA may permit a Bidder to correct an unintentional error in its Bid where that error becomes known or apparent after the Closing Time, but in no event will any correction be permitted if the DBSA reasonably considers that the correction would materially alter the substance of the Bid or effect the fairness of the Tendering Process.

21. OBLIGATION TO NOTIFY ERRORS

If, after a Bidder's Response has been submitted, the Bidder becomes aware of an error in the Bidders Response (including an error in pricing but excluding clerical errors which would have no bearing on the evaluation of the Bid), the Bidder must promptly notify the DBSA of such error.

22. RESPONSIBILITY FOR BIDDING COSTS

- 22.1 The Bidders participation or involvement in any stage of the Tendering Process is at the Bidders sole risk, cost and expense. The DBSA will not be held responsible for, or pay for, any expense or loss that may be incurred by Bidders in relation to the preparation or lodgement of their Bid.
- 22.2 The DBSA is not liable to the Bidder for any costs on the basis of any contractual, promissory or restitutionary grounds whatsoever as a consequence of any matter relating to the Bidders participation in the Tendering Process, including without limitation, instances where:
- 22.2.1 the Bidder is not engaged to perform under any contract; or
 - 22.2.2 the DBSA exercises any right under this RFP or at law.

23. DISCLOSURE OF BID CONTENTS AND BID INFORMATION

23.1 All Bids received by the DBSA will be treated as confidential. The DBSA will not disclose contents of any Bid and Bid information, except:

- 23.1.1 as required by law;
- 23.1.2 for the purpose of investigations by other government authorities having relevant jurisdiction;
- 23.1.3 to external consultants and advisors of the DBSA engaged to assist with the Tendering Process; or for the general information of Bidders required to be disclosed as per National Treasury Regulations, Guidelines, Instruction Notes or Practice Notes.

24. USE OF BIDS

24.1 Upon submission in accordance with the requirements relating to the submission of Bids, all Bids submitted become the property of the DBSA. Bidders will retain all ownership rights in any intellectual property contained in the Bids.

24.2 Each Bidder, by submission of their Bid, is deemed to have licensed the DBSA to reproduce the whole, or any portion, of their Bid for the sole purposes of enabling the DBSA to evaluate the Bid.

25. BID ACCEPTANCE

All Bids received must remain open for acceptance for a minimum period of 90 (Ninety) days from the Closing Time. This period may be extended by written mutual agreement between the DBSA and the Bidder.

26. EVALUATION PROCESS

26.1 The Bids will be evaluated and adjudicated as follows:

26.1.1 First Stage – Test for administrative Responsiveness

The test for administrative responsiveness will include the following:

Stage 1: Responsiveness

The Tenderer should be able to provide all the relevant information required in the Supplier Information Form (SIF) which will include but not limited to;

A. Tenderers who do not adhere to those criteria listed a PRE-QUALIFIER, will be disqualified immediately.

Responsiveness Criteria		Prequalifying Criteria	Applicable to this Tender (Y/N)
1	Attendance of the Compulsory Briefing Session	Pre-Qualifier	Y

B. Tenderers who do not adhere to the indicated response time for clarifications requested by the Employer will be deemed to be non-responsive and their submissions will not be evaluated further.

Responsiveness Criteria		Clarification Time	Applicable to this Tender (Y/N)
1	Standard conditions of tender as required.	48 hours	Y
2	Returnable documents completed and signed.	48 hours	Y
3	Submission of Proof of Registration with National Treasury Central Supplier Database (CSD) Summary Report or A Valid and Active Tax Compliance Status Pin	7 Working days	Y

Only those Bidders which satisfy all the Pre-Qualifying Criteria of the First Stage will be eligible to participate in the Tendering Process further. Bids which do not satisfy all the Pre-Qualifying Criteria of the First Stage will not be evaluated further.

26.1.2 Second Stage – Functional criteria

The Functional Criteria that will be used to test the capability of Bidders is provided in the table below. The technical score will be calculated out of 100 points, and only the top 10 bidders that achieve a threshold of 75 points will proceed to the next stage. Note that, not all bidders that score a minimum point of 75 will automatically be part of the panel. Only those that are ranked

in top (ten) will be part of the panel. Bidders that score the same score will be allocated the same rank to ensure fairness in the process of the ranking process.

26.2 NB: Bidders are required to submit, as Annexure J to their Bids, any documentation which supports the responses provided in respect of the Eligibility Criteria below

26.3 First Stage: Pre-Qualifying Criteria

Only those Bidders which satisfy all the Pre-Qualifying Criteria will be eligible to participate in the Tendering Process further. Bids which do not satisfy all the Pre-Qualifying Criteria will not be evaluated further. Please refer to the table above

Note: A tender that fails to meet any Pre-Qualifying Criteria stipulated herein in the tender documents is an unacceptable tender. Please refer to the table above

26.4 Second Stage: Functional evaluation Criteria

The Functional Criteria that will be used to test the capability of Bidders is provided in the table below. The technical score will be calculated out of 100 points, and only the top 10 bidders that achieve a threshold of **75 points** will proceed to the next stage. Note that, not all bidders that score a minimum point of 75 will automatically be part of the panel. Only those that are ranked in top (ten) will be part of the panel. Bidders that score the same score will be allocated the same rank to ensure fairness in the process of the ranking process.

No.	Evaluation Criteria	Minimum score	Points allocation	Maximum points Total (100)
	(Failure on the part of any key personnel to score at or above the minimum threshold on the minimum expertise will lead to the disqualification of the bidder and the rejection of the bid in its entirety)			
1	LEAD ADVISOR & FINANCIAL EXPERT			30 OUT OF 100
1.1	Must at least have a Postgraduate degree in the relevant academic field (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree). Relevant qualifications should be supported by copy (ies) of the certificate (s); and	(4 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = 4 Points Below a Postgraduate degree = 0 Point	4

	All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided.			
1.2	Relevant experience in infrastructure Projects for a minimum of 15 years: Structured Finance, Project Finance, PPP financing, Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. Please refer to CV template in Appendix A	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	*Points: $x \geq 20$ years= 12 Points $15 \text{ years} < x < 20$ years = 10 Points $x = 15$ years = 8 Points $x < 15$ years = 0 Point	12
1.3	Knowledge and evidence of at least 5 projects executed by the lead advisor in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to projects template in Appendix A)	(7 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 5$ projects = <u>10 Points</u> $x = 5$ projects = <u>7 Points</u> $x < 5$ projects = <u>0 Point</u>	10
1.4	Sector experience: Related experience of a minimum of 3 years in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure or	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 8$ years in one sector or a minimum of 3 years spent in three or more sectors or uninterrupted deal structuring or transaction advisory experience = 4 Points	4

	Uninterrupted deal structuring experience of a minimum of 3 years in an advisory or banking environment. <i>(Please refer to projects template in Appendix A)</i>		3 years in one sector < x < 8 years in one sector Or uninterrupted deal structuring or transaction advisory experience = <u>3 Points</u> x = 3 years in one sector or uninterrupted deal structuring or transaction advisory experience = 2 Points x < 3 years = <u>0 Point</u>	
2	FINANCIAL EXPERT			30 OUT OF 100
2.1	Must at least have a Postgraduate degree in the relevant academic field (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree). - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided	(4 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = 4 Points Below a Postgraduate degree = 0 Point	4
2.2	Relevant experience in infrastructure Projects for a minimum of 10 years: Structured Finance, Project Finance, PPP financing, Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 15 years = <u>12 Points</u> 10 years < x < 15 years = <u>10 Points</u> x = 10 years = 8 <u>Points</u> x < 10 years = <u>0 Point</u>	12

	provided to support the number of years of professional experience. Please refer to CV template in Appendix A			
2.3	Knowledge and evidence of at least 5 projects executed by the financial expert in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to projects template in Appendix A)	(5 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 5 projects = <u>10 Points</u> x = 5 projects = <u>5 Points</u> x < 5 projects = <u>0 Point</u>	10
2.4	Sector experience: Related experience of a minimum of 3 years in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure or Uninterrupted deal structuring experience of a minimum of 3 years in an advisory or banking environment. (Please refer to projects template in Appendix A)	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 8 years in one sector or a minimum of 3 years spent in three or more sectors or uninterrupted deal structuring or transaction advisory experience = 4 Points 3 years in one sector < x < 8 years in one sector Or a minimum of 3 years spent in two sectors or uninterrupted deal structuring experience in an advisory or banking environment = <u>3 Points</u> x = 3 years in one sector or uninterrupted deal structuring experience in an advisory or banking environment = 2 Points	4

			x < 3 years= <u>0 Point</u>	
3	FINANCIAL MODELER			30 OUT OF 100
3.1	Must at least have a Bachelors degree in the relevant academic field(i.e., finance, economics, econometrics, engineering, actuarial science, business administration, or any numeric degree). - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided	3 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = <u>4 Points</u> Bachelor's degree= 3 Points Below a bachelor's degree = 0 Point	4
3.2	Minimum of 8 years' experience in infrastructure Projects: Financial modelling, financial planning, assessment, etc. of large infrastructure projects. Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. Refer to CV template in Appendix A	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 10 years: 12 Points 8 years < x < 10 years: 10 Points x = 8 years: 8 Points x < 8 years: 0 Points	12
3.3	Knowledge and evidence of at least 5 projects executed by the financial modeller in Financial Modelling of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that	(5 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 5 projects = <u>10 Points</u> x = 5 projects = <u>5 Points</u> x < 5 projects = <u>0 Point</u>	10

	have reached financial close will be considered. (Please refer to projects template in Appendix A)			
3.4	Sector experience: Related financial modelling experience in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure. or Uninterrupted Financial modelling experience of a minimum of 3 years in an advisory or banking environment.	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 5 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>4 Points</u> 3 years of modelling in one sector < x < 5 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>3 Points</u> x = 3 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>2 Points</u> x < 3 years: <u>0 Points</u>	4
4	PROFILE OF THE BIDDER			10 out of 100
4.1	Profile of the bidder A score will be provided for overall impression of the bidder, considering that they have covered all five requirements as listed below. The firm needs to demonstrate or articulate these requirements listed below: 1) Establishment (firm established more than 5 years ago);	6 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Excellent: Meets all 5 requirements listed = 10 points Good: Meets only 4 of 5 requirements = 8 points Fair: Only 3 of 5 requirements = 6 points Poor: Bidder fulfils less than 3 of the	10

	2) Relevant alignment to the scope of works within the profile of firm including; vision and mission and values; 3) International experience in Structured Finance, Project Finance, PPP financing. 4) Application of innovation in the financing of infrastructure projects. 5) Demonstration of the ability to negotiate and close deals		requirements = 0points	
	Total			100
	Minimum threshold for technical			75

NB: The bidder should note the following:

- Each of the specified roles (lead, expert and modeller) should have an individual person specifically assigned to that role. Nominated individuals are not allowed to serve on more than one role.
- All bidders will be subjected to the same evaluation criteria, only bidders that achieve a minimum score of 75 points will proceed to the ranking to determine the top 10 bidders who will form part of the panel. Note that, not all bidders that score a minimum points of 75 will automatically be part of the panel. Only those that are ranked top 10) will be part of the panel. Bidders that score the same score will be allocated the same rank to ensure fairness in the process of the ranking process.

27. Risk Analysis and Objective Criteria

(This must only be included in the tender document if it is applicable, ensure that the list is specific as to what your objective criteria are)

1.1. Additional Objective Criteria

- if having passed Responsiveness, the Bidder will again be checked in terms of having a Compliant Tax Status at time of recommendation to confirm that the status has not changed, based on an active and Tax Complaint Pin issued by the South African Revenue Services;
- fully compliant and registered with the National Treasury Central Supplier Database;
- no misrepresentation in the tender information submitted;
- the Bidder or any of its directors/shareholders is not listed on the Register of Tender Defaulters in terms of the Prevention and Combating of Corrupt Activities Act of 2004 as a person prohibited from doing business with the public sector;
- the Bidder has completed the Compulsory Enterprise Questionnaire and there are no conflicts of interest which may impact on the Bidder's ability to perform the contract in the best interests of the employer or potentially compromise the tender process;
- not convicted by a court of law for fraud and corruption; and

- vii. not removed from a contract between them and any organ of state on account of failure to perform on or comply with the contract.

28. Due Diligence

DBSA shall perform a due diligence exercise on the preferred bidder to determine its risk profile. The due diligence exercise may take the following factors into account inter alia.

a. Judgements and criminal convictions

DBSA may consider previous civil judgements against the preferred bidder as part of its risk assessment. DBSA may also consider whether the preferred bidder or any of its directors have been convicted of a serious offence.

b. Pending litigation/liquidation/business rescue (distinct from Working Capital)

DBSA may consider any pending litigation in a court of law or administrative tribunal as part of its risk assessment.

c. Performance

DBSA will not consider the Service provider having a history of poor performance on any task orders/purchase orders or contracts, including poor performance in respect of compliance with policies or procedures regarding safety, health, quality control or environment, or having committed a serious and gross breach of contract.

d. Reputational harm

If DBSA is likely to suffer substantial reputational harm because of doing business with the preferred service provider, it may take this into account as part of its risk assessment.

e. Restricted/Blacklisted

Is not under restrictions, or has principals who are under restrictions, preventing participating in the employer's procurement.

f. Vetting

The DBSA reserves the right to conduct vetting on the tenderer or any of its directors.

g. PEP Checks for both Companies and Individual directors, as well as Procure Check and or any other systems that the DBSA may choose to utilize (which may be conducted by an authorized third party) that would be done to assess all risks, including but not limited to

- a. Financial stability of the bidder based on key ratio analysis ;
- b. Efficiency ;
- c. Profitability ;
- d. Financial Risk;
- e. Liquidity ;
- f. Acid Test ;
- g. Solvency; and
- h. Commercial relationship with a politically exposed and brand risk

- i. The DBSA reserves the right to award the scope in full or part thereof, subject to budget availability.
- ii. The DBSA reserves the right to negotiate to ensure the value for money principle is not compromised.

29. Generally, suppliers have their own business standards and regulations. Although DBSA cannot control the actions of our suppliers, we will not tolerate any Illegal activities. These include, but are not limited to:

- Misrepresentation of any kind (e.g. origin of manufacture, specifications, intellectual property rights, etc.);

- Collusion;
- Failure to disclose accurate information required during the sourcing activity (ownership, financial situation, BBBEE status, etc.);
- Corrupt activities listed above; and
- Harassment, intimidation or other aggressive actions towards DBSA's employees.

30. STATUS OF BID

- 30.1 Each Bid constitutes an irrevocable offer by the Bidder to the DBSA to provide the Services required and otherwise to satisfy the requirements of the Specification as set out in this RFP.
- 30.2 A Bid must not be conditional on:
- 30.2.1 the Board approval of the Bidder or any related governing body of the Bidder being obtained.
 - 30.2.2 the Bidder conducting due diligence or any other form of enquiry or investigation.
 - 30.2.3 the Bidder (or any other party) obtaining any regulatory approval or consent.
 - 30.2.4 the Bidder obtaining the consent or approval of any third party; or
 - 30.2.5 the Bidder stating that it wishes to discuss or negotiate any commercial terms of the contract.
- 30.3 The DBSA may, in its absolute discretion, disregard any Bid that is, or is stated to be, subject to any one or more of the conditions detailed above (or any other relevant conditions).
- 30.4 The DBSA reserves the right to accept a Bid in part or in whole or to negotiate with a Bidder in accordance with the provisions of this RFP and the applicable laws and regulations.

31. CLARIFICATION OF BIDS

- 31.1 The DBSA may seek clarification from and enter into discussions with any or all of the Bidders in relation to their Bid. The DBSA may use the information obtained when clarification is sought or discussions are held in interpreting the Bid and evaluating the cost and risk of accepting the Bid. Failure to supply clarification to the satisfaction of the DBSA may render the Bid liable to disqualification.
- 31.2 The DBSA is under no obligation to seek clarification of anything in a Bid and reserves the right to disregard any clarification that the DBSA considers to be unsolicited or otherwise impermissible or irrelevant in accordance with the rules set out in this RFP.

32. DISCUSSION WITH BIDDERS

- 32.1 The DBSA may elect to engage in detailed discussions with any one or more Bidder(s), with a view to maximising the benefits of this RFP as measured against the evaluation criteria and in fully understanding a Bidder's offer.

- 32.2 Where applicable, the DBSA will invite Bidders to give a presentation to the DBSA in relation to their submissions.
- 32.3 The DBSA is under no obligation to undertake discussions with, and Bidders.
- 32.4 In addition to presentations and discussions, the DBSA may request some or all Bidders to:
- 32.4.1 conduct a site visit, if applicable.
 - 32.4.2 provide references or additional information; and/or
 - 32.4.3 make themselves available for panel interviews.

33. SUCCESSFUL BIDS

- 33.1 Selection as a successful Bidder does not give rise to a contract (express or implied) between the successful Bidder and the DBSA for the supply of the Services. No legal relationship will exist between the DBSA and a successful Bidder for the supply of the Services until such time as a binding contract is executed by them.
- 33.2 The DBSA may, in its absolute discretion, decide not to enter into pre-contractual negotiations with a successful Bidder.
- 33.3 A Bidder is bound by its Bid and all other documents forming part of the Bidder's Response and, if selected as a successful Bidder, must enter into a contract on the basis of the Bid with or without further negotiation.

34. NO OBLIGATION TO ENTER INTO CONTRACT

- 34.1 The DBSA is under no obligation to appoint a successful Bidder or Bidders (as the case may be), or to enter into a contract with a successful Bidder or any other person, if it is unable to identify a Bid that complies in all relevant respects with the requirements of the DBSA, or if due to changed circumstances, there is no longer a need for the Services requested, or if funds are no longer available to cover the total envisaged expenditure. For the avoidance of any doubt, in these circumstances the DBSA will be free to proceed via any alternative process.
- 34.2 The DBSA may conduct a debriefing session for all Bidders (successful and unsuccessful). Attendance at such debriefing session is optional.

35. BIDDER WARRANTIES

- 35.1 By submitting a Bid, a Bidder warrants that:
- 35.1.1 it did not rely on any express or implied statement, warranty or representation, whether oral, written, or otherwise made by or on behalf of the DBSA, its officers, employees, or advisers other than any statement, warranty or representation expressly contained in the RFP;
 - 35.1.2 it did not use the improper assistance of DBSA's employees or information unlawfully obtained from them in compiling its Bid;

- 35.1.3 it is responsible for all costs and expenses related to the preparation and lodgement of its Bid, any subsequent negotiation, and any future process connected with or relating to the Tendering Process;
- 35.1.4 it accepts and will comply with the terms set out in this RFP; and
- 35.1.5 it will provide additional information in a timely manner as requested by the DBSA to clarify any matters contained in the Bid.

36. DBSA'S RIGHTS

- 36.1 Notwithstanding anything else in this RFP, and without limiting its rights at law or otherwise, the DBSA reserves the right, in its absolute discretion at any time, to:
 - 36.1.1 cease to proceed with or suspend the Tendering Process prior to the execution of a formal written contract.
 - 36.1.2 alter the structure and/or the timing of this RFP or the Tendering Process;
 - 36.1.3 vary or extend any time or date specified in this RFP
 - 36.1.4 terminate the participation of any Bidder or any other person in the Tendering Process.
 - 36.1.5 require additional information or clarification from any Bidder or any other person;
 - 36.1.6 provide additional information or clarification.
 - 36.1.7 negotiate with any one or more Bidder;
 - 36.1.8 call for new Bid.
 - 36.1.9 reject any Bid received after the Closing Time; or
 - 36.1.10 reject any Bid that does not comply with the requirements of this RFP.

37. GOVERNING LAWS

- 37.1 This RFP and the Tendering Process are governed by the laws of the Republic of South Africa.
- 37.2 Each Bidder must comply with all relevant laws in preparing and lodging its Bid and in taking part in the Tendering Process.
- 37.3 All Bids must be completed using the English language and all costing must be in South African Rand (ZAR).

TERMS OF REFERENCE (TOR)

1. INTRODUCTION

The Infrastructure Fund (IF) was established pursuant to a memorandum of agreement (MOA) dated on 17 August 2020 between the Development Bank of Southern Africa (DBSA), National Treasury (NT) and Department of Public Works and Infrastructure (DPWI's) represented by Infrastructure South Africa (ISA). In terms of the MOA, the IF is housed within the DBSA as a ring-fenced division. The IF is meant to fundamentally transform the state's approach to the financing of infrastructure projects by reducing the current fragmentation of infrastructure spend, and thereby ensuring more efficient and effective use of state resources while improving the speed and quality of delivery.

The IF, alongside ISA, actively supports project sponsors in all spheres of the South African government being national, provincial, and local spheres including state owned entities in the development of the financial mechanism for blended finance projects. As per NT's Budget Facility for Infrastructure (BFI) guidelines, which were introduced in 2016 as a reform to the budget process, the projects undertaken by Project Sponsors will primarily be in the following key sectors: energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education and municipal infrastructure.

The IF's core objective is to encourage collaboration between public and private role-players to unlock successful blended financing solutions that will enable projects to achieve financial close. The IF achieves this objective by:

- i. Undertaking all activities necessary to develop blended financing solutions for projects which includes identifying and developing appropriate funding structures such as the use of grants, capital contributions, user pay models, interest rate guarantees, subordinated debt etc. The IF also develops financial models, financial delivery mechanisms and incentives for the projects;
- ii. Where appropriate, arranging, coordinating, structuring and engaging with financial markets to develop financial instruments that will enable investments in projects by private investors;
- iii. Where necessary, developing a procurement plan for the projects and providing procurement support to Project Sponsors; and
- iv. Monitoring and driving the process of moving projects across the value chain, that is, through the planning stage until financial closure.

The Infrastructure Finance Unit (IFU) is one of four pillars within the IF that is primarily responsible for driving the delivery of the above-mentioned objectives. In delivering the IF's objectives, the IFU's work will be underpinned by three (3) guiding principles, namely: (i) the maximization of private sector participation per project, (ii) ensuring private capital is obtained at competitive and cost-effective terms and (iii) expediting the implementation of projects.

2. BACKGROUND

The IF builds on the government's efforts to transform public infrastructure development. An allocation of R100-billion has been earmarked for the IF by the NT over a period of 10 years. The aforesaid R100-billion

will be used as viability gap funding for large-scale infrastructure investments and could galvanize R1 trillion of local and internationally sourced private investment.

As such, the IFU is actively partnering with Project Sponsors to structure innovative and bespoke blended finance solutions intended to alleviate the constrained fiscus by crowding-in private investments. In so doing, the IFU plays a pivotal role across the following phases of the project development value chain: project identification, design and conceptualisation, preparation, structuring, budgeting, financing, procurement and implementation.

From time to time, as envisaged in the approved IF Business Plan signed on the 11 December 2020, the IF may seek assistance from external advisors to complement its own team and supplement its resources and expertise. In particular, the IFU will require the services of experienced infrastructure and project finance advisors with a deep understanding of the challenges related to raising project financing in the sectors and markets in which the IF is active.

The IFU is tasked to support ISA and Project Sponsors in developing the investment case for blended finance and is required to provide inputs into various milestones throughout the above-mentioned value chain, that is, from developing the early business case until financial closure is achieved. Thus, the financial advisory services would be required at the earliest stages of project development. Moreover, to materially alleviate fiscal pressure, the IFU is open to new transaction structures. The IF seeks to disrupt the infrastructure financing approach adopted by government thus far by introducing new ways of financing infrastructure projects. The IFU seeks to move into uncharted waters by, inter alia:

- i. Improving the bankability of social infrastructure;
- ii. Introducing untested contractual frameworks;
- iii. Transform sectors by deliberately designing projects such that there is increased participation of smaller contractors and operators that have typically been underbanked or unbanked; and
- iv. Rolling out, in scale, projects which are pioneers in their asset class.

These innovative solutions would need to be fully developed and thoroughly tested ahead of rollout. The IFU requires the support of Transaction Advisory firms that understand the risks associated with the innovative blending finance solutions and structures that the IFU will be developing. The Transaction Advisory firm would bolster the in-house expertise within the IFU, by identifying such risk, quantifying the risk and where possible proposing risk mitigants for the IFU's consideration. In addition to the IF's legal in-house expertise, the IFU requires the support of the Transaction Advisory firms during the negotiation of the projects' contractual frameworks to ensure that the proposed commercial arrangements are conducive to implementing an optimal financing package in the context of the IF's strategy and objectives.

The services of a Transaction Advisory firm are imperative, if the IFU is to successfully deliver on its mandate. Independent advice will not only allow the IF to access global financial expertise but will also prevent the IF from making costly mistakes when rolling out its ground-breaking and innovative structures. Most importantly, the use of external Transaction Advisory services brings legitimacy to the IF's processes, this endorsement is expected to increase investor and public confidence.

3. PURPOSE OF THE REQUEST FOR PROPOSAL

Successful bidders may be expected to collaborate and twin with other advisory firms also appointed on DBSA's panel as a platform for the exchange of knowledge, transfer of skills, broadening of networks and strengthening of capacity. Twinning should be two-way and both advisory firms should benefit from the collaboration and learn from each other. Forms of twinning include training exchanges, information exchanges, technical exchanges and collaborations on specific initiatives. Twinning arrangements will be concluded during the commissioning of specific work packages based on experience specific to the task at hand. The IF reserves the right to not appoint any bidder to the transaction advisory panel and to terminate this appointment or temporarily defer work, or any part thereof at its sole discretion.

Successful bidders will be expected to confirm Professional Indemnity cover for the active duration of the assignment/s, once appointed.

4. ACCURACY OF REQUEST FOR PROPOSAL

Whilst all due care has been taken in connection with the preparation of this RFP, the IF makes no representations or warranties that the content in this RFP or any information communicated to or provided to bidders during the procurement process is, or will be, accurate, current or complete. The IF, and its officers, employees and advisors will not be liable with respect to any information communicated which is not accurate, current or complete.

If a bidder finds or reasonably believes it has found any discrepancy, ambiguity, error or inconsistency in this RFP or any other information provided by the IF (other than minor clerical matters), the bidder must promptly notify the IF in writing of such discrepancy, ambiguity, error or inconsistency to afford the IF an opportunity to consider what corrective action is necessary (if any).

Any actual discrepancy, ambiguity, error or inconsistency in this RFP or any other information provided by the IF will, if possible, be corrected and provided to all bidders without attribution to the bidder who provided the written notice.

5. ADDITIONS AND AMENDMENTS TO THE RFP

The IF reserves the right to change any information in, or to issue any addendum to this RFP before the closing time. The IF and its officers, employees and advisors will not be liable in connection with either the exercise of, or failure to exercise this right.

Should the IF exercise its right to change information, it may seek amended responses from all bidders.

6. REPRESENTATIONS

No representations made by or on behalf of the IF in relation to this RFP will be binding on the IF unless that representation is expressly incorporated into the contract ultimately entered between the IF and the successful bidder.

7. CONFIDENTIALITY

Any confidential information obtained by either party to this contract, or arising from the implementation of this contract, shall be treated as confidential by the party receiving it and shall not be used, divulged or permitted to be divulged to any person not being a party to this contract, without the prior written consent of the other party.

8. DETAILED SCOPE OF WORK

Generally, the Transaction Advisor will be required to assist the IF with the design of the financial parameters of the transaction, for which it is engaged, and thereby advise the IF on the most effective means of structuring a particular project and procurement to ensure that the transaction, for which it is engaged is optimally structured, priced and bankable. The Transaction Advisor will perform all tasks within the scope of work with high professional skills based on its due diligence and experience. The Transaction Advisor will be required to liaise with and disclose information to other advisors involved in the project including, but not limited to the legal advisor and technical advisor. Furthermore, the Transaction Advisor will be required to attend meetings as and when required and to make various presentations to the relevant project governance structure(s) if required.

8.1 Assessment of feasibility and technical design documentation of the project

The scope will include, but not be limited to, supporting the IF during the preparation of the project and the prequalification stage of the project, providing commercial, strategic, economic, financial advice and guidance to the IF and its advisors. The Transaction Advisor will determine the optimum form of transaction to implement the project. The Transaction Advisor will also be required to conduct an independent evaluation of the documentation prepared and the information available and gauge compliance with the requirements of the Budget Facility for Infrastructure (BFI)¹ and other regulatory requirements.

The Transaction Advisor will perform a review encompassing verification of the cost estimate of the proposed capital investment; where relevant, review of the current market data and projections; and analyze the results of the various surveys carried out in the recent past to assess potential users' willingness to pay for using the service with the view of determining (i) whether the current documentation is conducive to launching a transaction, and (ii) identify any gaps in the information available to date.

8.2 Financial modelling

The Transaction Advisor will provide financial modelling support as and when required, including the development of a new project finance financial model(s) or review and enhancement of existing financial models. Such an exercise will consider the outcome(s) of the feasibility study(ies), the technical, legal and financial due diligence, prevailing market conditions and outlook. The objective of such financial model will be to:

¹ The BFI's overarching requirements include the following: description of the project; objectives; options analysis; financial analysis; economic analysis; risk analysis; procurement plan and institutional readiness to implement the project. A copy of the BFI guideline has been attached as annexure A to the ToRs.

- i. Provide a useful, trustworthy and flexible tool to inform sound decision making by relevant decision makers and stakeholders;
- ii. Assess the commercial viability of proposed/selected option(s) from the feasibility study(ies);
- iii. Quantify the future cashflow requirement of the project to inform the level of borrowing(s) required over the life of the project;
- iv. Establish the optimal transaction structure for project implementation;
- v. Derive model outputs such as NPV, IRR, MIRR, Payback Period, PI Ration, Unitary payment/tariff, debt service cashflows, revenue profile, opex profile, various relevant graphs, i.e. debt curves, radar charts etc.;
- vi. Establish the optimal sources of funding and summarise key financial ratios on a dashboard, i.e. Gearing ratios, DSCR, LLCR, etc.;
- vii. Run scenario testing and consider varying circumstances under which the proposed option can be implemented, including the application of various sources of funding in varying combinations and quantum;
- viii. Run sensitivity analysis and establish the impact on main outputs because of a change/movement (up and down) in variables such as CPI, interest rate, volume, demand, capex etc.;
- ix. Evaluate the financial impact of such structures on the South African Government and its finances.
- x. Document the financial modelling process, input assumptions and the use thereof for quality assurance and control measures;
- xi. Assist with ad-hoc requests requiring financial modelling work and analysis, as well as responding to various stakeholder(s) queries on the model and its outputs during the structuring of the project and various stages of the project agreement negotiations; and
- xii. Handover of work performed to the IFU team on completion of work;

It is expected that the financial model may be shared with relevant parties (investors and/ or financiers) and / or audited by the lender's advisors.

8.3 Assessment of contingent liability

Assess the proposed/envisaged project structure, highlight and record the impact of such financial structuring on the contingent liabilities of the South African government if any.

8.4 Economic model

The IF undertakes projects that are submitted to NT's BFI process for fiscal funding approval. One of the major requirements underpinning this approval is the demonstration that a project/programme seeking to secure such an approval through the BFI process is likely to generate significant economic benefits to the country. The demonstration is in a form of an economic model that converts financial value to economic value(s) to justify the need for fiscal support. The Transaction Advisor is required to build an economic model considering all the economic costs and benefits of the project. The objective(s) of such economic model are to:

- i. Justify fiscal support through a credible analysis of social and economic costs and benefits of the project;
- ii. Provide information that enables the assessment of welfare changes due to the project and estimation of the project's impact on all segments of the society as measured by the calculation of economic performance indicators such as the Economic Net Present Value (ENPV), the Economic Rate of Return (ERR) and Cost-Effective Ratios (CER);
- iii. Provide a scientific method of demonstrating economic cost and benefits of a project through Cost Benefit Analysis (CBA) and/or Cost Effectiveness Analysis (CEA) to assess their economic viability across a range of options considered;
- iv. Demonstrate the distributional impact(s) in relation to the accrual of gains or losses to different groups from the implementation of the project. A project may have differing impacts according to age, gender, ethnic group, health, skill, or location.

9. ADDITIONAL ADVICE

The Transaction Advisor shall provide all round specialist advice as and when required or identified as necessary during the project or structuring the transaction.

9.1 Technical-Delivery Options Report

The Transaction Advisor shall prepare a Technical-Delivery Option Analysis Report that will:

- i. Present the different options being considered for implementation of the project (structure of transaction and implementation methods) and present pros and cons for each option;
- ii. High level costing of each option to justify preference;
- iii. Record a preliminary risk matrix together with proposal for risk sharing/transfer for the project; and
- iv. Record a detailed timeline for the implementation of the project.

In instances considered necessary or appropriate by the IF, the Transaction Advisor may be required to present relevant examples of transactions where proposed solutions have been implemented. The Financial Advisor may also be required to prepare a detailed risk allocation matrix of the project, in coordination and consultation with the IF's other advisors, which will form the framework for the relevant contractual documentation for the transaction.

9.2 Approvals

The Transaction Advisor will be required, through reports, presentations and supporting written recommendations, to support the IF in its efforts to secure relevant approvals from the NT, ISA and other approving organs of state.

9.3 Marketing of the Transaction

The Transaction Advisor will be required to provide advice on how best to promote the transaction and support the IF in its efforts to solicit market buy-in and promote the transaction. This requirement entails (i)

developing a marketing strategy for the transaction including a list of activities to be undertaken and a detailed timeline; (ii) preparing the project information memorandum; (iii) identifying a list of potential parties that might be interested in bidding for the transaction; and (iv) on instruction, contacting such parties to raise their awareness and solicit buy-in into the project (this might include but not be limited to the production of request for information, project teasers. Project information memorandum and other relevant marketing documents).

Moreover, if required by the IF, the Transaction Advisor will assist in arranging for road shows, transaction launch seminar or other relevant marketing promotions and events. Finally, the Transaction Advisor will be required to follow up with interested bidders to ensure successful outcome of the pre-qualification, including providing detailed logs of information contact and feedback from investors.

9.4 Expressions of interest from potential financiers

The Transaction Advisor will assist the IF in i) developing the relevant documentation to be sent out to the market, including local and international financial institutions to solicit interest from the market and crowd in participation and ii) collating responses to analyse deal appetite from the market.

9.5 Pre-qualification documents

The Transaction Advisor will review documents drafted by the legal and technical advisors and take responsibility for amending and finalising such project documentation in line with counsel received by the IF. The Transaction Advisor(s) will support the IF in i) developing financial and economic development criteria to be used in judging the suitability of prospective bidders, ii) identifying the ideal profile of a strategic investor; and iii) conducting a fair and transparent pre-qualification process. The Transaction Advisor(s) will liaise closely with the legal advisor to ensure the prequalification method is fully in compliance with the relevant laws.

9.6 Pre-qualification

The Transaction Advisor will assist the IF in i) developing a methodology and supporting documentation for the evaluation of the interested investors ii) assist the IF in responding to inquiries from interested investors and if required iii) assist in the evaluation of applications received.

9.7 Bidding documents

The Transaction Advisor(s), with the counsel of other advisors (technical and legal), will assist in preparing the relevant bidding documentation. The Transactions Advisor(s) will not bear ultimate responsibility for the drafting of the project and finance documentation, however, will provide significant inputs in relation to international and market best practice. This will include but not limited to:

- i. A review and commentary on the proposed project documentation;
- ii. Provide inputs and support in the preparation of the bidding instructions;

- iii. Provide inputs and support in the development of a transparent bid evaluation criteria and a methodology for bid evaluation and preparation of relevant documentation, including support in the management of the data room, if necessary, as well as any other necessary steps in the bidding process.

9.8 Bidders' review and comments

The Transaction Advisor(s) will i) review comments and queries by bidders in conjunction with the IF, ii) advise the IF whether these comments and queries would influence the terms of the proposed scheme, iii) seek to support the IF in addressing the comments by bidders timeously, iv) where necessary recommend appropriate revisions to the project documents based on the comments and queries received and assist in the preparation of any relevant change to the documentation, v) advise the IF on appropriate actions to mitigate against risk and minimize the scope of post-bid award negotiations in relation to the project and finance documentation.

9.9 Contact with investors during bidding process

The Transaction Advisor will assist/support the IF in (i) maintaining contact with pre-qualified bidders during the bid preparation period, (ii) organising a pre-bid conference and meetings with the IF; and (iii) where required assist in competitive negotiations/discussions with pre-qualified bidders.

9.10 Bid evaluation methodology

The Transaction Advisor will be responsible for the development of a bid evaluation methodology for the bids to be submitted by bidders. Such evaluation methodology will be presented in written form, discussed with the IF and, if necessary, the Transaction Advisor will make relevant amendments to such methodology.

9.11 Bid evaluation

Transaction Advisor will assist the IF in analysing bids including checks of the compliance of the bidders and their applications with the criteria set forth in the tender documentation, and evaluation of the bids.

9.12 Facilitating the bidders' due diligence including preparation of a data room

The Advisor may be required to assist the IF in defining the procedures for the prequalified bidders to carry out their due diligence of the proposed project. In addition, in conjunction with the other advisors and the IF, the Transaction Advisor will be responsible for preparing a data room and the procedures for access to and use of the data room.

9.13 Transaction closure

The Transaction Advisor(s) will be required to assist the IF (i) conducting all relevant negotiations with the selected preferred bidder(s), (ii) attending to and addressing the preferred bidders' information requests and queries (including running certain scenarios in the financial model and (iii) finalising and executing the relevant project and finance documentation.

9.14 General

In supplementing the above functional requirements, bidders are required to demonstrate expertise and experience in the following areas:

- i. Experience in dealing with government departments and entities listed under the PFMA and/ or the MFMA;
- ii. Knowledge of the PFMA, MFMA and corresponding regulations;
- iii. Experience in working with the local and international financial institutions, including, but not limited to, commercial banks, institutional investors, multilateral development banks and development finance institutions;
- iv. Ability to render timely, professional and cost-effective financial solutions;
- v. Ability to offer solutions which are innovative and/or contribute to the IF's ability to carry out its operations in a more efficient, cost-effective manner.

10. MANAGEMENT OF THE TRANSACTION ADVISOR

The IF will appoint and be responsible for the day-to-day management of the advisor's work.

11. QUALIFICATION CRITERIA

The criteria that will be used in the adjudication process will be in accordance with the DBSA procurement guidelines, which incorporates, amongst others, the Bid Submission Requirements and Bid Evaluation.

12. RULES OF BIDDING, SUBMISSION REQUIREMENTS AND BID EVALUATION

12.1 Rules of Bidding

- i. All Bidders shall attend a compulsory Tender Briefing and complete an attendance register to record their attendance. Only Bidders whose attendance was recorded at the time of the compulsory Tender Briefing will be considered and evaluated when the tender closes and tender submissions are received.
- ii. The IF will enter into a contract with the advisor for the work set out in these Terms of Reference. The advisor must be a single legal entity, which must obtain expertise through sub-contracts if necessary. Any proposal submitted by a consortium or joint venture of two or more firms must be accompanied by the consortium formation document or joint venture agreement, as applicable, authenticated by a Notary Public, which sets forth the precise responsibilities of each of the parties thereto. Consortia and joint venture members should be advised that each member would be held jointly and severally liable for the performance of the consortium or joint venture.

- iii. The IF reserves the right to terminate this appointment or temporarily defer the work, or any part thereof. If the contract between IF and the advisor is terminated by either party due to reasons not attributable to the advisor, the advisor will be remunerated for the appropriate portion of work completed up to a maximum amount of not more than the total fee bid by the advisor for the appropriate phase of the project during which the appointment was terminated.
- iv. The persons proposed for professional work on the project shall remain on the project unless permission is granted in writing by the IF to change the resource. Such permission will only be granted in exceptional circumstances.
- v. The advisor may not use any material or information derived from the provision of the services in terms of the contract for any purpose. Copyright of all documents and electronic aids, software programmes prepared or developed in terms of this appointment shall vest in the IF and DBSA.
- vi. The costs of preparing proposals and of negotiating the contract are not reimbursable.
- vii. **The advisor and its affiliates are disqualified from providing goods, works and services to any bidding consortium or members of such a consortium and/or the private party to the agreement, or to any eventual project that may result, directly or indirectly from these services.**
- viii. The IF will not accept any late bid submissions and will return late bid submissions unopened. Bidders may not contact the IF or any participant on any matter pertaining to their bid from the time when bids are submitted to the time the contract is awarded. Any efforts by a bidder to influence bid evaluation, bid comparisons or bid award decisions in any manner, will result in rejection of the bid.

12.2 Bid Submission Requirements

The Transaction Advisor, as part of its deliverables, will be required to present the technical proposal, which will include the following details:

A. The Technical Proposal

Approach to implement the scope of work (covering the scope outlined above) including:

- i. an explanation of key issues relevant to project finance transactions in the South African market;
- ii. **CVs of the Lead Resources** with a clear indication of which specialist role the individual will occupy (see CV template attached);
- iii. **Resource matrix:** a brief biography (organogram) of the proposed project team, with clear identification of the role of team members and their experience, with an indication, of each transaction of the person's role, scope of the mandate, and status of the transaction (closed, aborted, in progress) in the following areas;
 - a. in infrastructure transactions; and
 - b. PPP financing transactions
- iv. **Project/transaction list of at least 5 projects**, showcasing the resource's experience in the financing of infrastructure projects in the sectors, including:
 - a. experience in Government side mandates for infrastructure transactions (specifying in each case role and whether the transaction closed);

- b. experience in undertaking private sector mandates for infrastructure projects (specifying in each case the role and whether the transaction closed);
 - c. Public Private Partnership (PPP) projects (specifying in each case the role and whether the transaction closed);
 - d. social infrastructure specifying in each case the role and whether the transaction closed);
 - e. infrastructure projects in the South African market;
 - f. infrastructure projects in Africa/ other emerging markets (other than South Africa); and
 - g. other relevant infrastructure projects.
- v. Profile of the bidder- The firm needs to demonstrate or articulate these requirements listed below:**
- Establishment (firm established more than 5 years ago);
 - Relevant alignment to the scope of works within the profile of firm;
 - International experience in Structured Finance, Project Finance, PPP financing.
 - Application of innovation in the financing of infrastructure projects.
 - Demonstration of the ability to negotiate and close deals

B. The Financial Proposal

All bidders forming part of the panel will be compensated as and when assignments are awarded to the bidder. Bidders are not required to state their price at this stage.

13. EVALUATION PROCESS

The Evaluation Process for this tender will be as follows:

Phase 1 – Pre-qualification criteria (Mandatory)

Phase 2 - Responsiveness of the tender (Statutory Compliance)

Phase 3 – Functional evaluation criteria

14. TECHNICAL REQUIREMENTS

14.1 Skills and Experience:

The service provider must have both the skills and experience necessary to undertake the tasks set out in this Terms of Reference including knowledge and experience in innovative and green technologies. In addition, the service provider must be able to demonstrate a comprehensive understanding of the requirements of the assignment and experience and be in good standing in all respects including ethically and professionally and must provide proof of professional registration where applicable. The service provider must be personally available to do the work when required to do so.

The advisor must comprise of a team whose members have both the required skills and experience necessary to undertake the range of tasks set out in this Terms of Reference. The skills and experience

required in the advisor team include knowledge and experience in preparing project structuring and financial modelling; financial impact assessment; socio-economic assessment; expertise in infrastructure projects.

The advisor must be able to demonstrate a comprehensive understanding of the requirements of the assignment and have proven experience with the subject matter. The lead advisor will manage the team and be responsible for ensuring project deliverables and the professional conduct and integrity of the team. All members of the advisory team must be in good standing in all respects including ethically and professionally and must provide proof of professional registration where applicable. Each member of the team must be personally available to do the work when required to do so.

It is required that the team should (at a minimum) consist of the following key personnel:

- i. One Lead Advisor,
- ii. One Financial expert; and
- iii. One Financial Modeler.

The bidder should ensure that the experts presented are not the same individual. All experts shall have a minimum of first degree (Bachelor) or postgraduate degree as specified in accordance with each role and shall have a minimum of the years stated in professional experience after they secured their first degree. A Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure) and responsibilities should be provided to support the number of years of professional experience. In addition, the relevant qualifications should be supported by copy (ies) of the certificate (s). Each shall have demonstrable specific experience in the area of assignment or sectors listed for at least 3 years.

The key personnel maybe supported by an appropriately qualified team of financial analysts, legal professionals and technical specialists where needed to adequately address the Scope of Work.

Table 2: The Required Expertise

No.	Expert Required	Pre-qualification Criteria
1	LEAD ADVISOR	
1.1	Academic qualifications Relevant Academic qualifications (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree). - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority	Experience: Postgraduate degree

	(SAQA) certificate for international qualifications where relevant as per the CV template provided.	
1.2	Relevant experience in infrastructure Projects: Structured Finance, Project Finance, PPP financings. Detailed work history which includes the organisation, role, tenor (commencement and departure dates), responsibilities and sector should be provided to support the number of years of professional experience. (See CV Template attached in Appendix A)	At least 15 years' experience:
1.3	Knowledge and evidence of at least 5 projects executed by the lead advisor in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to Appendix A)	At least 5 Projects with a project value of R100 million that have reached financial close.
1.4	Sector experience: Related experience in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure or Demonstrate at least 3 years of uninterrupted deal structuring or transaction advisory experience in a consultancy or banking environment.	Minimum 3 years' experience in at least one sector or 3 years of uninterrupted deal structuring or transaction advisory experience
2	FINANCE EXPERT	
2.1	Academic qualifications (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree). - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided.	Experience: Postgraduate degree
2.2	Relevant experience in infrastructure Projects: Structured Finance, Project Finance, PPP financing.	At least 10 years' experience

	Detailed work history which includes the organisation, role, tenor(indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. (See CV Template attached for Appendix A)	
2.3	Knowledge and evidence of at least 5 projects executed by the finance expert in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to form preq 2)	At least 5 Projects with a project value of R100 million that have reached financial close.
2.4	Sector experience: Related experience in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure. or Demonstrate at least 3 years of uninterrupted deal structuring or transaction advisory experience in a consultancy or banking environment.	Minimum 3 years' experience in at least one sector or at least 3 years of uninterrupted deal structuring or transaction advisory experience
3	FINANCIAL MODELER	
3.1	Academic qualifications (i.e., finance, economics, econometrics, engineering, actuarial science, business administration, or any numeric degree) - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided.	Experience: Bachelor's degree or above
3.2	Relevant experience in infrastructure Projects: Financial modelling, financial planning, assessment, etc. of infrastructure projects.	At least 8 years' experience

	Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. (See CV Template attached in Appendix A)	
3.3	Knowledge and evidence of at least 5 projects executed by the financial analyst in Financial Modelling of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to Appendix A)	At least 5 Projects with a project value of R100 million that have reached financial close.
3.4	Sector experience: Demonstrate at least 3 years of uninterrupted financial modelling experience in an advisory or banking environment, modelling various sectors.	Minimum 3 years' experience in at least one sector
4	PROFILE OF THE BIDDER	
4.1	Profile of the bidder A score will be provided for overall impression of the bidder considering that they have covered all five requirements as listed below. The firm needs to demonstrate or articulate these requirements listed below: 1) Establishment (firm established more than 5 years ago); 2) Relevant alignment to the scope of works within the profile of firm including; vision and mission, culture and values; 3) International experience in Structured Finance, Project Finance, PPP financing. 4) Application of innovation in the financing of infrastructure projects. 5) Demonstration of the ability to negotiate and close deals.	Bidder must fulfil 3 of 5 requirements

Note: Only bids which satisfy the above pre-qualification criteria will be evaluated for Functional Evaluations.

15. RESPONSIVENESS OF THE TENDER (STATUTORY COMPLIANCE)

A. Bidders who do not adhere to the pre-qualification criteria, will be disqualified immediately.

Table 3: Tender Briefing

Tender Briefing		Clarification Time	Applicable to this Tender (Y/N)
1	Attended the Compulsory Tender Briefing	N/A	Y

- A. The following clarification will be verified at award stage and bidders will be required to provide the stipulated information within the required time.

Table 4: Responsiveness Criteria

Responsiveness Criteria		Clarification Time	Applicable to this Tender (Y/N)
1	Standard conditions of tender as required.	1 Week	Y
2	Returnable documents completed and signed.	1 Week	Y
3	Submission of Proof of Registration with National Treasury Central Supplier Database (CSD) Summary Report N.B -	7 working days	Y

- B. Bidders who do not adhere to the response time indicated for clarification enquiries by the IF will be deemed non-responsive and not be evaluated further.

16. FUNCTIONAL EVALUATION

16.1 Responsiveness to the Evaluation Criteria set out:

The proposal submitted by the bidder should at the minimum meet the pre-qualification criteria outlined above after which it will move to the next level of Functional evaluations. The following submissions must be made to facilitate the evaluation of the Proposal. The electronic file submissions must be appropriately named as specified below (contained within folders if comprising more than one (1) file):

- A. CVs of the Lead Resources with a clear indication of which specialist role the individual will play on the project, namely;
- i. **Lead Advisor;**
 - ii. **Financial Expert; and**
 - iii. **Financial Modeler.**
- The CVs must clearly state the individual's relevant qualifications including the national qualification or SAQA certificate and employment history. Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience.
 - The CVs (see CV template) must also contain brief descriptions of the key projects that the specialists have worked on, including:

- o the scope, year of commencement and duration of the project,
 - o the length of the candidate tenure on the project,
 - o their key activities,
 - o responsibilities, and
 - o achievements on the project.
- The CVs should be limited to 3 pages and copies of all relevant academic and professional qualifications should be included in the proposal.
 - For all qualification, bidders are required to specify national qualification level (NQF) and/or South African Qualification Authority (SAQA) for international qualifications where relevant
- B. A *Resource Matrix*** briefly indicating the role to be fulfilled by everyone on the team. This matrix should highlight the roles to be occupied by respective members of the team.
- The team organogram or profile should be limited to 3 pages and copies of all relevant academic and professional qualifications should be included in the proposal.
- C. Profile of the bidder-** The firm needs to demonstrate or articulate these requirements listed below:
- Establishment (firm established more than 5 years ago);
 - Relevant alignment to the scope of works within the profile of firm including; vision and mission and values;
 - International experience in Structured Finance, Project Finance, PPP financing.
 - Application of innovation in the financing of infrastructure projects.
 - Demonstration of the ability to negotiate and close deals

16.2Table 4: The Evaluation Criteria

The Functional Criteria that will be used to test the capability of Bidders is provided in the table below. The technical score will be calculated out of 100 points, and only the top 10 bidders that achieve a threshold of **75 points** will proceed to the next stage. Note that, not all bidders that score a minimum points of 75 will automatically be part of the panel. Only those that are ranked in top (ten) will be part of the panel. Bidders that score the same score will be allocated the same rank to ensure fairness in the process of the ranking process.

No.	Evaluation Criteria	Minimum score	Points allocation	Maximum points Total (100)
	(Failure on the part of any key personnel to score at or above the minimum threshold on the minimum expertise will lead to the disqualification of the bidder and the rejection of the bid in its entirety)			
1	LEAD ADVISOR & FINANCIAL EXPERT			30 OUT OF 100
1.1	Must at least have a Postgraduate degree in the relevant academic field (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree).	(4 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = 4 Points Below a Postgraduate degree = 0 Point	4

	- Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided.			
1.2	Relevant experience in infrastructure Projects for a minimum of 15 years: Structured Finance, Project Finance, PPP financing, Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. Please refer to CV template in Appendix A	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	*Points: $x \geq 20$ years= 12 Points $15 \text{ years} < x < 20$ years = 10 Points $x = 15$ years = 8 Points $x < 15$ years = 0 Point	12
1.3	Knowledge and evidence of at least 5 projects executed by the lead advisor in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to projects template in Appendix A)	(7 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 5$ projects = <u>10 Points</u> $x = 5$ projects = <u>7 Points</u> $x < 5$ projects = <u>0 Point</u>	10

1.4	Sector experience: Related experience of a minimum of 3 years in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure or Uninterrupted deal structuring experience of a minimum of 3 years in an advisory or banking environment. <i>(Please refer to projects template in Appendix A)</i>	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 8 years in one sector or a minimum of 3 years spent in three or more sectors or uninterrupted deal structuring or transaction advisory experience = 4 Points 3 years in one sector < x < 8 years in one sector Or uninterrupted deal structuring or transaction advisory experience = <u>3</u> Points x = 3 years in one sector or uninterrupted deal structuring or transaction advisory experience = 2 Points x < 3 years = <u>0</u> Point	4
2	FINANCIAL EXPERT			30 OUT OF 100
2.1	Must at least have a Postgraduate degree in the relevant academic field (i.e., finance, economics, engineering, actuarial science, public or business administration, or any numeric degree). • Relevant qualifications should be supported by copy (ies) of the certificate (s); and • All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided	(4 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = 4 Points Below a Postgraduate degree = 0 Point	4

2.2	Relevant experience in infrastructure Projects for a minimum of 10 years: Structured Finance, Project Finance, PPP financing, Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience. Please refer to CV template in Appendix A	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 15$ years = <u>12 Points</u> $10 \text{ years} < x < 15$ years = <u>10 Points</u> $x = 10$ years = <u>8 Points</u> $x < 10$ years = <u>0 Point</u>	12
2.3	Knowledge and evidence of at least 5 projects executed by the financial expert in Financial Assessment Studies, PPP Financing, Financial Structuring of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to projects template in Appendix A)	(5 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 5$ projects = <u>10 Points</u> $x = 5$ projects = <u>5 Points</u> $x < 5$ projects = <u>0 Point</u>	10
2.4	Sector experience: Related experience of a minimum of 3 years in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure or Uninterrupted deal structuring experience of a minimum of 3 years in an advisory or banking environment. (Please refer to projects template in Appendix A)	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: $x \geq 8$ years in one sector or a minimum of 3 years spent in three or more sectors or uninterrupted deal structuring or transaction advisory experience = <u>4 Points</u> $3 \text{ years} < x < 8$ years in one sector Or a minimum of 3 years spent in two sectors or uninterrupted deal structuring experience in an	4

			advisory or banking environment = <u>3 Points</u> x = 3 years in one sector or uninterrupted deal structuring experience in an advisory or banking environment = 2 Points x < 3 years= <u>0 Point</u>	
3	FINANCIAL MODELER			30 OUT OF 100
3.1	Must at least have a Bachelors degree in the relevant academic field (i.e., finance, economics, econometrics, engineering, actuarial science, business administration, or any numeric degree). - Relevant qualifications should be supported by copy (ies) of the certificate (s); and All qualifications must specify the NQF level and/or South African Qualification Authority (SAQA) certificate for international qualifications where relevant as per the CV template provided	3 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: Postgraduate degree = <u>4 Points</u> Bachelor's degree= 3 Points Below a bachelor's degree = 0 Point	4
3.2	Minimum of 8 years' experience in infrastructure Projects: Financial modelling, financial planning, assessment, etc. of large infrastructure projects. Detailed work history which includes the organisation, role, tenor (indicating the dates of commencement and departure), responsibilities and sector should be provided to support the number of years of professional experience.	(8 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 10 years: 12 Points 8 years < x < 10 years: 10 Points x = 8 years: 8 Points x < 8 years: 0 Points	12

	Refer to CV template in Appendix A			
3.3	Knowledge and evidence of at least 5 projects executed by the financial modeller in Financial Modelling of infrastructure projects. NB: Only a list of projects with a project value of over R 100 million or above that have reached financial close will be considered. (Please refer to projects template in Appendix A)	(5 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 5 projects = <u>10 Points</u> x = 5 projects = <u>5 Points</u> x < 5 projects = <u>0 Point</u>	10
3.4	Sector experience: Related financial modelling experience in infrastructure projects within the energy, water and sanitation, transport, communications, human settlements, agriculture and agro-processing, health, education, and municipal infrastructure. or Uninterrupted Financial modelling experience of a minimum of 3 years in an advisory or banking environment.	(2 is the minimum threshold for this element. A score of anything below leads to disqualification of the proposal)	Points: x ≥ 5 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>4 Points</u> 3 years of modelling in one sector < x < 5 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>3 Points</u> x = 3 years of modelling in one sector or uninterrupted deal structuring or transaction advisory experience = <u>2 Points</u> x < 3 years: <u>0 Points</u>	4
4	PROFILE OF THE BIDDER			10 out of 100
4.1	Profile of the bidder	6 is the minimum threshold for	Excellent: Meets all 5 requirements listed = 10 points	10

	A score will be provided for overall impression of the bidder, considering that they have covered all five requirements as listed below. The firm needs to demonstrate or articulate these requirements listed below: 1) Establishment (firm established more than 5 years ago); 2) Relevant alignment to the scope of works within the profile of firm including; vision and mission and values; 3) International experience in Structured Finance, Project Finance, PPP financing. 4) Application of innovation in the financing of infrastructure projects. 5) Demonstration of the ability to negotiate and close deals	this element. A score of anything below leads to disqualification of the proposal)	Good: Meets only 4 of 5 requirements = 8 points Fair: Only 3 of 5 requirements = 6 points Poor: Bidder fulfils less than 3 of the requirements = 0 points	
	Total			100
	Minimum threshold for technical			75

NB: The bidder should note the following:

- Each of the specified roles (lead, expert and modeller) should have an individual person specifically assigned to that role. Nominated individuals are not allowed to serve on more than one role.
- All bidders will be subjected to the same evaluation criteria, only bidders that achieve a minimum score of 75 points will proceed to the ranking to determine the top 10 bidders who will form part of the panel. Note that, not all bidders that score a minimum points of 75 will automatically be part of the panel. Only those that are ranked top 10) will be part of the panel. Bidders that score the same score will be allocated the same rank to ensure fairness in the process of the ranking process.

16.3 Bid Supporting Documentation

IT IS A REQUIREMENT THAT THE SUPPORTING INFORMATION IN RELATION TO THE EVALUATION CRITERIA BE SUBMITTED AT THE TIME OF THE BID SUBMISSION. IN ADDITION, THE DBSA RESERVES THE RIGHT TO REQUEST ADDITIONAL INFORMATION WHERE NECESSARY. FAILURE TO PROVIDE THE REQUIRED SUPPORTING DOCUMENTATION WILL LEAD TO DISQUALIFICATION AND THE APPOINTMENT OF THE NEXT PREFERRED BIDDER WHO IS ABLE TO COMPLY WITH ALL REQUIREMENTS.

1	OVERALL RESOURCE MATRIX	Points:
1.1	Proposal	None allocated
	Demonstrate a detailed proposal through <i>inter alia</i> a: • Team organogram detailing experience of key roles and the support roles. • Provided CV (Work history) and qualifications of each member of the team. • Projects/Transactions team members have worked on	
1.2	Overall team structure:	
	i. Expertise	
	• A competent team with strong capabilities to provide infrastructure financing expertise and understanding of both private and public sectors. • It is a mandatory requirement for the composition to include the expertise of an Economist/Socio -economic expert with the following qualifications or expertise: i. the relevant academic field (i.e., economics, econometric or statistics) ii. with expertise in large Infrastructure Projects/PPP including knowledge of: ○ Economic /socio economic analysis ○ Cost benefit analysis ○ Cost effectiveness analysis ○ Social accounting matrixes ○ Input/Output Models ○ Knowledge PFMA, MFMA, Procurement	

APPENDIX A: STANDARD CV TEMPLATE

CV Template		
Proposed resource Information		
Proposed Position as per the TOR		
Name of the Firm		
Date of Employment		
Name of the staff member		
Date of birth		
Nationality		
Education		
Date Obtained	Institution	Degrees (s) Obtained and National Qualification Level

Experience				
Employment History Date i.e. (2000 – 2012)	Position Held	Company Name	Detail description in line with the criteria	Sector Experience

Key Projects Undertaken 1	
Name of the Assignment / Project	
Period	
Location	
Client	
Sector	
Main Project features	
Positions Held	
Project Value in ZAR	
Has the project reached Financial close (Yes / No)	
Date of Financial close	
Activities Performed	

Key Projects Undertaken 2	
Name of the Assignment / Project	
Period	
Location	
Client	
Sector	
Main Project features	
Positions Held	
Project Value in ZAR	
Has the project reached Financial close (Yes / No)	
Date of Financial close	
Activities Performed	
Key Projects Undertaken 3	
Name of the Assignment / Project	
Period	
Location	
Client	
Sector	
Main Project features	
Positions Held	
Project Value in ZAR	
Has the project reached Financial close (Yes / No)	
Date of Financial close	
Activities Performed	
Key Projects Undertaken 4	
Name of the Assignment / Project	
Period	
Location	
Client	
Sector	
Main Project features	
Positions Held	

Project Value in ZAR	
Has the project reached Financial close (Yes / No)	
Date of Financial close	
Activities Performed	
Key Projects Undertaken 5	
Name of the Assignment / Project	
Period	
Location	
Client	
Sector	
Main Project features	
Positions Held	
Project Value in ZAR	
Has the project reached Financial close (Yes / No)	
Date of Financial close	
Activities Performed	

BIDDER'S DISCLOSURE

1. PURPOSE OF THE FORM

Any person (natural or juristic) may make an offer or offers in terms of this invitation to bid. In line with the principles of transparency, accountability, impartiality, and ethics as enshrined in the Constitution of the Republic of South Africa and further expressed in various pieces of legislation, it is required for the bidder to make this declaration in respect of the details required hereunder.

Where a person/s are listed in the Register for Tender Defaulters and / or the List of Restricted Suppliers, that person will automatically be disqualified from the bid process.

2. Bidder's declaration

2.1 Is the bidder, or any of its directors / trustees / shareholders / members / partners or any person having a controlling interest² in the enterprise, employed by the state? **YES/NO**

2.1.1 If so, furnish particulars of the names, individual identity numbers, and, if applicable, state employee numbers of sole proprietor/ directors / trustees / shareholders / members/ partners or any person having a controlling interest in the enterprise, in table below.

Full Name	Identity Number	Name of State institution

² the power, by one person or a group of persons holding the majority of the equity of an enterprise, alternatively, the person/s having the deciding vote or power to influence or to direct the course and decisions of the enterprise.

2.2 Do you, or any person connected with the bidder, have a relationship with any person who is employed by the procuring institution? **YES/NO**

2.2.1 If so, furnish particulars:

.....
.....

2.3 Does the bidder or any of its directors / trustees / shareholders / members / partners or any person having a controlling interest in the enterprise have any

interest in any other related enterprise whether or not they are bidding for this contract?**YES/NO**

2.3.1 If so, furnish particulars:

.....
.....

3 DECLARATION

I, _____ the _____ undersigned,
(name)..... in submitting
the accompanying bid, do hereby make the following statements that I certify to be
true and complete in every respect:

3.1 I have read and I understand the contents of this disclosure;

3.2 I understand that the accompanying bid will be disqualified if this disclosure is found not to be true and complete in every respect;

3.3 The bidder has arrived at the accompanying bid independently from, and without consultation, communication, agreement or arrangement with any competitor. However, communication between partners in a joint venture or consortium³ will not be construed as collusive bidding.

3.4 In addition, there have been no consultations, communications, agreements or arrangements with any competitor regarding the quality, quantity, specifications, prices, including methods, factors or formulas used to calculate prices, market allocation, the intention or decision to submit or not to submit the bid, bidding with the intention not to win the bid and conditions or delivery particulars of the products or services to which this bid invitation relates.

3.4 The terms of the accompanying bid have not been, and will not be, disclosed by the bidder, directly or indirectly, to any competitor, prior to the date and time of the official bid opening or of the awarding of the contract.

3.5 There have been no consultations, communications, agreements or arrangements made by the bidder with any official of the procuring institution in relation to this procurement process prior to and during the bidding process except to provide clarification on the bid submitted where so required by the institution; and the bidder

³ Joint venture or Consortium means an association of persons for the purpose of combining their expertise, property, capital, efforts, skill and knowledge in an activity for the execution of a contract.

was not involved in the drafting of the specifications or terms of reference for this bid.

SBD 4

3.6 I am aware that, in addition and without prejudice to any other remedy provided to combat any restrictive practices related to bids and contracts, bids that are suspicious will be reported to the Competition Commission for investigation and possible imposition of administrative penalties in terms of section 59 of the Competition Act No 89 of 1998 and or may be reported to the National Prosecuting Authority (NPA) for criminal investigation and or may be restricted from conducting business with the public sector for a period not exceeding ten (10) years in terms of the Prevention and Combating of Corrupt Activities Act No 12 of 2004 or any other applicable legislation.

I CERTIFY THAT THE INFORMATION FURNISHED IN PARAGRAPHS 1, 2 and 3 ABOVE IS CORRECT.

I ACCEPT THAT THE STATE MAY REJECT THE BID OR ACT AGAINST ME IN TERMS OF PARAGRAPH 6 OF PFMA SCM INSTRUCTION 03 OF 2021/22 ON PREVENTING AND COMBATING ABUSE IN THE SUPPLY CHAIN MANAGEMENT SYSTEM SHOULD THIS DECLARATION PROVE TO BE FALSE.

.....	
Signature	Date
.....	
Position	Name of bidder

PREFERENCE POINTS CLAIM FORM IN TERMS OF THE PREFERENTIAL PROCUREMENT REGULATIONS 2022

This preference form must form part of all tenders invited. It contains general information and serves as a claim form for preference points for specific goals.

NB: BEFORE COMPLETING THIS FORM, TENDERERS MUST STUDY THE GENERAL CONDITIONS, DEFINITIONS AND DIRECTIVES APPLICABLE IN RESPECT OF THE TENDER AND PREFERENTIAL PROCUREMENT REGULATIONS, 2022

1. GENERAL CONDITIONS

1.1 The following preference point systems are applicable to invitations to tender:

- the 80/20 system for requirements with a Rand value of up to R50 000 000 (all applicable taxes included); and
- the 90/10 system for requirements with a Rand value above R50 000 000 (all applicable taxes included).

1.2 To be completed by the organ of state

(delete whichever is not applicable for this tender).

a) ~~The applicable preference point system for this tender is the 80/20 preference point system.~~

1.3 Points for this tender (even in the case of a tender for income-generating contracts) shall be awarded for:

- (a) Price; and
- (b) Specific Goals (namely, BBBEE status level of contributor).

1.4 To be completed by the organ of state:

The maximum points for this tender are allocated as follows:

	POINTS
PRICE	
SPECIFIC GOALS	
Total points for Price and SPECIFIC GOALS	100

- 1.5 Failure on the part of a tenderer to submit proof or documentation required in terms of this tender to claim points for specific goals with the tender, will be interpreted to mean that preference points for specific goals are not claimed.
- 1.6 The organ of state reserves the right to require of a tenderer, either before a tender is adjudicated or at any time subsequently, to substantiate any claim in regard to preferences, in any manner required by the organ of state.

2. DEFINITIONS

- (a) **“tender”** means a written offer in the form determined by an organ of state in response to an invitation to provide goods or services through price quotations, competitive tendering process or any other method envisaged in legislation;
- (b) **“price”** means an amount of money tendered for goods or services, and includes all applicable taxes less all unconditional discounts;
- (c) **“rand value”** means the total estimated value of a contract in Rand, calculated at the time of bid invitation, and includes all applicable taxes;
- (d) **“tender for income-generating contracts”** means a written offer in the form determined by an organ of state in response to an invitation for the origination of income-generating contracts through any method envisaged in legislation that will result in a legal agreement between the organ of state and a third party that produces revenue for the organ of state, and includes, but is not limited to, leasing and disposal of assets and concession contracts, excluding direct sales and disposal of assets through public auctions; and
- (e) **“the Act”** means the Preferential Procurement Policy Framework Act, 2000 (Act No. 5 of 2000).

3. FORMULAE FOR PROCUREMENT OF GOODS AND SERVICES

3.1. POINTS AWARDED FOR PRICE

3.1.1 THE 80/20 OR 90/10 PREFERENCE POINT SYSTEMS

A maximum of 80 or 90 points is allocated for price on the following basis:

$$\begin{array}{ccc}
 \mathbf{80/20} & \mathbf{or} & \mathbf{90/10} \\
 \\
 \mathbf{Ps = 80 \left(1 - \frac{Pt - P_{min}}{P_{min}} \right)} & \mathbf{or} & \mathbf{Ps = 90 \left(1 - \frac{Pt - P_{min}}{P_{min}} \right)}
 \end{array}$$

Where

- Ps = Points scored for price of tender under consideration
- Pt = Price of tender under consideration
- Pmin = Price of lowest acceptable tender

3.2. FORMULAE FOR DISPOSAL OR LEASING OF STATE ASSETS AND INCOME GENERATING PROCUREMENT

3.2.1. POINTS AWARDED FOR PRICE

A maximum of 80 or 90 points is allocated for price on the following basis:

$$\begin{array}{ccc} 80/20 & \text{or} & 90/10 \\ P_s = 80 \left(1 + \frac{P_t - P_{max}}{P_{max}} \right) & \text{or} & P_s = 90 \left(1 + \frac{P_t - P_{max}}{P_{max}} \right) \end{array}$$

Where

- P_s = Points scored for price of tender under consideration
 P_t = Price of tender under consideration
 P_{max} = Price of highest acceptable tender

4. POINTS AWARDED FOR SPECIFIC GOALS

- 4.1. In terms of Regulation 4(2); 5(2); 6(2) and 7(2) of the Preferential Procurement Regulations, preference points must be awarded for specific goals stated in the tender. For the purposes of this tender the tenderer will be allocated points based on the goals stated in table 1 below as may be supported by proof/ documentation stated in the conditions of this tender:
- 4.2. In cases where organs of state intend to use Regulation 3(2) of the Regulations, which states that, if it is unclear whether the 80/20 or 90/10 preference point system applies, an organ of state must, in the tender documents, stipulate in the case of—
- (a) an invitation for tender for income-generating contracts, that either the 80/20 or 90/10 preference point system will apply and that the highest acceptable tender will be used to determine the applicable preference point system; or
 - (b) any other invitation for tender, that either the 80/20 or 90/10 preference point system will apply and that the lowest acceptable tender will be used to determine the applicable preference point system,
- then the organ of state must indicate the points allocated for specific goals for both the 90/10 and 80/20 preference point system.

Table 1: Specific goals for the tender and points claimed are indicated per the table below.

(Note to organs of state: Where either the 90/10 or 80/20 preference point system is applicable, corresponding points must also be indicated as such.)

Note to tenderers: The tenderer must indicate how they claim points for each preference point system.)

The specific goals allocated points in terms of this tender	Number of points allocated (90/10 system) (To be completed by the organ of state)	Number of points allocated (80/20 system) (To be completed by the organ of state)	Number of points claimed (90/10 system) (To be completed by the tenderer)	Number of points claimed (80/20 system) (To be completed by the tenderer)
1	10	20		
2	9	18		
3	6	14		
4	5	12		
5	4	8		
6	3	6		
7	2	4		
8	1	2		
Non-compliant contributor	0	0		

(Note: Bidders are required to submit their BBBEE certificates or sworn affidavits (in the case of EMEs/QSEs) in order to be eligible to claim points)

DECLARATION WITH REGARD TO COMPANY/FIRM

- 4.3. Name of company/firm.....
- 4.4. Company registration number:
- 4.5. TYPE OF COMPANY/ FIRM
- ☐ Partnership/Joint Venture / Consortium
 - ☐ One-person business/sole propriety
 - ☐ Close corporation
 - ☐ Public Company
 - ☐ Personal Liability Company
 - ☐ (Pty) Limited

- ☐ Non-Profit Company
 - ☐ State Owned Company
- [TICK APPLICABLE BOX]

4.6. I, the undersigned, who is duly authorised to do so on behalf of the company/firm, certify that the points claimed, based on the specific goals as advised in the tender, qualifies the company/ firm for the preference(s) shown and I acknowledge that:

- i) The information furnished is true and correct;
- ii) The preference points claimed are in accordance with the General Conditions as indicated in paragraph 1 of this form;
- iii) In the event of a contract being awarded as a result of points claimed as shown in paragraphs 1.4 and 4.2, the contractor may be required to furnish documentary proof to the satisfaction of the organ of state that the claims are correct;
- iv) If the specific goals have been claimed or obtained on a fraudulent basis or any of the conditions of contract have not been fulfilled, the organ of state may, in addition to any other remedy it may have –
 - (a) disqualify the person from the tendering process;
 - (b) recover costs, losses or damages it has incurred or suffered as a result of that person's conduct;
 - (c) cancel the contract and claim any damages which it has suffered as a result of having to make less favourable arrangements due to such cancellation;
 - (d) recommend that the tenderer or contractor, its shareholders and directors, or only the shareholders and directors who acted on a fraudulent basis, be restricted from obtaining business from any organ of state for a period not exceeding 10 years, after the *audi alteram partem* (hear the other side) rule has been applied; and
 - (e) forward the matter for criminal prosecution, if deemed necessary.

.....
SIGNATURE(S) OF TENDERER(S)

SURNAME AND NAME:

DATE:.....

ADDRESS:.....

.....

.....

.....

RESTRICTED SUPPLIERS

- 1 In order to give effect to the above, the following questionnaire must be completed and submitted with the bid.

Item	Question	Yes	No
4.1	Is the bidder or any of its directors listed on the National Treasury's Database of Restricted Suppliers as companies or persons prohibited from doing business with the public sector? (Companies or persons who are listed on this Database were informed in writing of this restriction by the Accounting Officer/Authority of the institution that imposed the restriction after the <i>audi alteram partem</i> rule was applied). The Database of Restricted Suppliers now resides on the National Treasury's website(www.treasury.gov.za) and can be accessed by clicking on its link at the bottom of the home page.	Yes ☐	No ☐
4.1.1	If so, furnish particulars:		
4.2	Is the bidder or any of its directors listed on the Register for Tender Defaulters in terms of section 29 of the Prevention and Combating of Corrupt Activities Act (No 12 of 2004)? The Register for Tender Defaulters can be accessed on the National Treasury's website (www.treasury.gov.za) by clicking on its link at the bottom of the home page.	Yes ☐	No ☐
4.2.1	If so, furnish particulars:		
4.3	Was the bidder or any of its directors convicted by a court of law (including a court outside of the Republic of South Africa) for fraud or corruption during the past five years?	Yes ☐	No ☐
4.3.1	If so, furnish particulars:		
4.4	Was any contract between the bidder and any organ of state terminated during the past five years on account of failure to perform on or comply with the contract?	Yes ☐	No ☐
4.4.1	If so, furnish particulars:		

Annexure D

Bidders are required to include, as Annexure F to their Bids, certified copies of all relevant CIPC registration documents listing all members with percentages, in the case of a close corporation

Annexure E

Bidders are required, as annexure G to their Bids, to submit certified copies of the latest share certificates of all relevant companies

Annexure F

Bidders which submit Bids as an unincorporated joint venture, consortium or other association of persons are required to submit, as Annexure H, a breakdown of how the percentage (%) fees and work will be split between the various people or entities which constitute the Bidder.

Annexure G

Bidders are required to include, as Annexure I to their Bids, supporting documents to their responses to the Pre- Qualifying Criteria and Evaluation Criteria.

Where the supporting document is the profile of a member of the Bidder's proposed team, this should be indicated.

Annexure H

[General Conditions of Contract]

PLEASE NOTE THAT ALL BIDDERS ARE REQUIRED TO READ THROUGH THE GENERAL CONDITIONS OF CONTRACT PRESCRIBED BY THE NATIONAL TREASURY. SUCH GENERAL CONDITIONS OF CONTRACT CAN BE ACCESSED ON THE NATIONAL TREASURY WEBSITE.

PLEASE NOTE FURTHER THAT ALL BIDDERS MUST ENSURE THAT THEY ARE WELL ACQUAINTED WITH THE RIGHTS AND OBLIGATIONS OF ALL PARTIES INVOLVED IN DOING BUSINESS WITH GOVERNMENT.

NOTE: All Bidders are required to confirm ***(Tick applicable box)*** below:

Item	YES	NO
Is the Bidder familiar with the General Conditions of Contract prescribed by the National Treasury?		

Annexure I

Tax Compliant Status and CSD Registration Requirements

ALL PROSPECTIVE BIDDERS MUST HAVE A TAX COMPLIANT STATUS EITHER ON THE CENTRAL SUPPLIER DATABASE (CSD) OF THE NATIONAL TREASURY OR SARS E FILING PRIOR TO APPOINTMENT/AWARD OF THE BID.

REGISTRATION ON THE CSD SITE OF THE NATIONAL TREASURY IS A COMPULSORY REQUIREMENT FOR A BIDDER TO BE APPOINTED, TO CONDUCT BUSINESS WITH THE DBSA. THE ONUS IS ON THE SUCCESSFUL BIDDER TO REGISTER ON THE CSD SITE AND PROVIDE PROOF OF SUCH REGISTRATION PRIOR TO APPOINTMENT/AWARD OF THE BID.

CSD Registration Number:



The Development Bank of Southern Africa has a Zero Tolerance on Fraud and Corruption.
Report any incidents of Fraud and Corruption to Whistle Blowers on any of the following:

TollFree : 0800 20 49 33
Email : dbsa@whistleblowing.co.za
Free Post : Free Post KZN 665 | Musgrave | 4062
SMS : 33490