

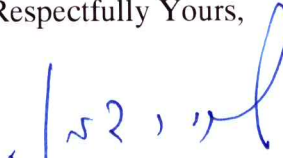
November 29, 2017

[All Participants]

Re: Invitation for Pre-Qualification in relation to the Participation in a Tender
For the Jerusalem "J-Net"
Addendum No. 11

1. Pursuant to the Invitation issued on April 9th, 2017, and in accordance with the provisions thereof, the attention of all Participants is drawn to the following clarifications and answers to questions regarding the Invitation.
2. In accordance with the provisions of the Invitation, you are kindly requested to acknowledge receipt of this Addendum, no later than 2 days following receipt thereof via email reply.

Respectfully Yours,



Shani Radman
Head of transportation unit Accountant General, Ministry of Finance
on behalf of
Nechemya Kind
Deputy Accountant General
Chairman of the Tender Committee

CC: Members of the Tender Committee

**ADDENDUM NO. 11
AMENDMENTS, CLARIFICATIONS AND
MODIFICATIONS TO THE INVITATION**

Invitation			
1.		The attention of the Participants is drawn to the updated Invitation.	General
2.		In order to graphically demonstrate the recent changes made to Sections 6.1, 6.1A and 6.1B, and for convenience only, the attention of the Participants is drawn to Appendix "A". The Participants are advised that the Appendix is provided for illustration purposes only and is not intended to form an integral part of the Invitation. Should there be any inconsistency between the Appendix and the provisions of the Invitation, the provisions of the Invitation will prevail.	General
3.		The Participants are advised that notwithstanding the provisions of Section 2.14.6, only in the event the Tender Committee does not provide any objection or otherwise respond to a Notification (with respect to a Part B Advisor) within thirty (30) days following the Pre-Qualification Submission Date, such shall be deemed as an approval of the request for engagement subject matter of the Notification.	Section 2.14 (Advisors to the Tender Committee)
4.		Pursuant to clarification no. 3 of Addendum no. 10, please find attached an updated version of Annex 2 which includes company number / I.D. number for the entities/individuals listed in Annex 2. Please be advised that in addition to the foregoing, if an individual owns an Entity through which it provides services and which is not listed herein, the provisions of the Section shall apply to such Entity (in addition to the individual).	Section 2.14 (Advisors to the Tender Committee)
5.	Q:	<p>The Tender Committee was requested to confirm that for the purpose of demonstrating compliance with the Pre-Qualification Requirements stipulated in Section 4.4, an Experience Provider may present experience it acquired by way of purchasing substantially all of the business operations of an Entity, including substantially all industrial activities (among them the rolling stock design, manufacturing, commissioning and maintenance), employees, facilities, equipment, warehouses, backlog in process, contractual relationships, trademarks, patents, exclusive industrial rights, know-how, projects, software and hardware (the “Assets and Know-How”), and provided that:</p> <p>(a) such Assets and Know-How are still part of the Experience Provider and were not sold or transferred to another Entity prior to the Pre-Qualification Submission Date; and</p> <p>(b) the selling Entity was dissolved shortly after such acquisition or pursuant to such acquisition no longer owns Assets and Know-How of similar nature and is no longer developing business operations in the applicable fields.</p>	Section 4.4 (Rolling Stock Experience)
	A:	The Tender Committee so confirms.	
6.	Q:	The Tender Committee was requested to clarify that the Contract Value of Infrastructure Projects presented for the purpose of demonstrating compliance with the provisions of Section 5.4, shall be calculated as the aggregate amount of the External Financing provided to the respective Entity and the equity contributed by the shareholders of such Entity.	Section 5.4 (Securing Finance for an Infrastructure Project)

	A:	The Tender Committee so clarifies.	
7.	Q:	The Tender Committee was requested to clarify that a newly incorporated Entity, which is a Private Investment Fund, shall not be required to submit Pre-Qualification Form “13” and/or its Financial Statements, and can rely on its General Partner or Fund Manager for the purpose of Section 5.4 and the amount of Assets under Management required to be presented in Section 5.5, and that reference to the last day of its “most recent annual financial statements” be deleted.	Section 5.5 (Private Investment Fund)
	A:	The Tender Committee rejects the request. The Provisions of Section 5.5 remain unchanged.	
8.	Q:	Pursuant to clarification no. 10 of Addendum no. 8, the Tender Committee was requested to clarify that a potential Guarantor which was only incorporated during 2015, may submit such Guarantor’s Financial Statements for the year 2016, and with respect to the years 2014 and 2015, it may submit the combined Financial Statements of the Entities which previously issued guarantees (bonds) for the Member (without derogating from the other requirements included in the Tender Committee’s response).	Section 5.7 (Reliance on a Guarantor)
	A:	The Tender Committee accepts the request, provided that in addition to the auditor statement referenced in clarification no. 10 of Addendum no. 8, any partial report issued for the Guarantor for the year 2015, will also be submitted as part of the Pre-Qualification Submission.	
9.	Q:	The Tender Committee was requested to amend the provisions of the Section so that an Experience Provider can demonstrate referenced projects executed by SPV’s in which it held twenty four percent (24%) or more of all Mean of Control directly or indirectly (through a fully owned Subsidiary).	Section 6.1A (Presentation of Referenced Projects)
	A:	The Tender Committee rejects the request.	
10.	Q:	The Tender Committee was requested to clarify that in the event, amounts specified in a contract were denominated in a currency which is not referenced in table 5 to Annex 3 and/or the applicable contract was executed in a year which is not presented in table 5 to Annex 3, the Contract Value shall be completed (in Pre-Qualification Forms “10” and “14”), in the original currency.	Section 6.2 (Exchange of Currency)
	A:	The Tender Committee so clarifies.	
11.	Q:	The Tender Committee was requested to publish a form of Pre-Qualification Form “1” to be used by the Members in the event that the Participant is not incorporated by the Pre-Qualification Submission Date.	Pre-Qualification Form "1"
	A:	The attention of the Participants is drawn to the form of Pre-Qualification Form “1” attached hereto. Without derogating from the foregoing, the Tender Committee clarifies, it will also accept the original form of Pre-Qualification Form “1”, executed by each Member separately.	