

STATE OF ISRAEL



**MINISTRY OF TRANSPORT
AND ROAD SAFETY
Economics and Planning**

Tender Number 11/17

**Feasibility Study for an
Offshore Facility for an Airport
and Other Uses
In Israel**

Invitation for Pre-Qualification

May, 2017



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1 Invitation for Pre-Qualification

1.1 On July 4th 2016 the Minister of Transport and Road Safety of Israel gave instructions to examine the feasibility of establishing an artificial island off the Mediterranean seashore of Israel with an airport and other superstructures for other uses (hereinafter – "the Project").

The Ministry of Transport (hereinafter, MOT), therefore, invites interested parties with the required experience and ability, to participate in the prequalification stage of a tender for the preparation of a Feasibility Study of the Project (Phase I). Should the MOT decide to proceed with the statutory planning of the Project on the basis of Phase I, the next phase, Phase II, will include the preparation of planning documents and their submission for approval to the relevant statutory body (including the Editors Committee, Steering Committee and National Council) at the national level (National Outline Plan or equivalent thereof) – hereinafter, Phase I and Phase II or "the Services".

It is expected that the abovementioned Services will incorporate up to three major alternatives for an offshore airport facility based on different geographical locations, technical solutions and demand and capacity levels.

1.2 The Selection Process

The MOT intends to select a Consultant to execute Phase I and optionally Phase II as described above, in the following stages:

- This Pre-Qualification Stage
- The Tender Selection Stage

1.3 General Description of the Project

According to the Transport Comprehensive Master Plan for Israel (2014), it is recommended to examine the feasibility of establishing an airport on an artificial island in the Mediterranean

Sea off the seashore of Israel, in addition to the implementation of other solutions for increasing airport capacity in other airports.

The abovementioned recommendation is based on the need to generate a long term solution for airport capacity in Israel for international flights due to growing demand on the one hand and the capacity of the existing Ben-Gurion Airport and the supplementary airport planned, on the other hand.

There has been a steady increase in the volume of passengers using Ben-Gurion Airport over the years, an average of 5%-7% per year. The number of international passengers in Ben-Gurion Airport during 2016 was 17.3 million (121 thousand aircraft movements) and is expected to exceed 18 million during 2017.

According to the medium/long term forecast as prepared by the Ministry of Transport together with the Ministry's Civil Aviation Authority (CAA), the estimated number of international passengers for the year 2030 ranges between 22 million (low), 26 million (mid) and 40 million (high), reflecting an average annual growth of 2.3%, 3.4% and 6.4%, respectively.

For that forecasted time period, it is planned that the majority of international air traffic will pass through Ben-Gurion Airport, operated by the Israel Airport Authority (IAA – a government authority), and between 15% - 20% of overall traffic will be through the Galilee airport, currently being advanced as an international airport supplementary to Ben-Gurion and expected to be developed and operated by a private entity in forthcoming years, through a BOT scheme.

For the long run (beyond 2030) it is necessary to plan for an additional international airport. An offshore airport facility is one of the main alternatives – and under certain circumstances may even become the country's main international airport facility.

In 2006, TAMA (a National Outline Plan) 15/A (the National Outline Plan for an additional international airport) was presented to and approved by the National Council who instructed that TAMA 15 (National Outline Plan for Distribution of Airports) be amended with the aim of adding an international airport off the

Mediterranean coastline to be declared a site for further examination. Explanatory remarks of the amendment to TAMA 15 state the necessity for preparation of a TAMA that will study the coastline and determine the airport dimensions. The required plan will determine the location of the artificial island to be constructed for the purpose of building an airport, the size of the airport and the conditions necessary for its construction and operation.

An offshore airport facility may be developed in different ways – an airport on a pile-based platform, an airport on an artificial island etc. Establishing an offshore airport facility raises substantial technical, financial, environmental and other challenges that need to be met. Enabling other uses on the offshore facility, beyond airport services, may contribute to the feasibility of the Project.

In order to assess feasibility for the implementation of an offshore facility in Israel for an airport and other uses, the MOT made the decision to procure consulting services through this tender.

The Government of Israel, through various ministries, has prepared a number of relevant studies in relation to the feasibility of implementing an offshore facility in Israel for various public uses and the findings may be available accordingly. These studies do not relate to the detailed technical and economic feasibility of establishing an airport on an offshore facility.

In 2007 the MOT prepared a literature review of airports on offshore facilities.

These studies are in Hebrew.

1.4 The Pre-Qualification Stage

The purpose of this Pre-Qualification Stage is to select the Eligible Participants, who will be invited to participate in the Tender Selection Stage.

As part of the Pre-Qualification Stage, participants will be required to submit Pre-Qualification Submissions in accordance with the provisions of this Invitation, in order to demonstrate their compliance with the Pre-Qualification Requirements.



Pre-Qualification Submissions will be evaluated by the Tender Committee in accordance with the provisions of this Invitation. The Tender Committee shall announce the Eligible Participants, who will be invited to participate in the Tender Selection Stage.

1.5 The Tender Selection Stage

Following completion of the Pre-Qualification Stage, the Tender Committee intends to invite all Eligible Participants to participate in the Tender Selection and submit bids for the Services.

1.6 Anticipated Schedule

Without in any way limiting the right of the Tender Committee to postpone any of the following dates in accordance with the provisions of this Invitation, the anticipated schedule for the Pre-Qualification Stage is as follows:

Publication of PQ	11 th May 2017
Final date - Request for Clarification	1 st June 2017
Pre-Qualification Submission	9 th July 2017
Declaration of Eligible Participants	31 th July 2017

The Tender Committee reserves its right to change the above-mentioned dates at any time at its will by way of an Addendum.

2 Indicative List of Required Services

2.1 Indicative List of Issues for Phase I

2.1.1 Phase I – Feasibility Study will take into account the following issues:

2.1.1.1 Demand – existing and forecasted, based on information and forecast which will be provided by the MOT including, *inter alia*:

2.1.1.1.1 International and domestic flights

2.1.1.1.2 Different scenarios of demand growth

2.1.1.1.3 International flight distance

- Long distance
- Regional

2.1.1.1.4 Airport development in Israel – medium/long term (beyond 2030)

2.1.1.1.5 Demand levels according to different geographical locations

2.1.1.2 Other potential offshore uses

2.1.1.3 Technical implementation method - review of the various methods used for construction of offshore airports worldwide, including conclusions drawn from successes or failures, including the following methods:

- Land reclamation using sand from the sea
- Land reclamation using inland materials
- Platform on piles
- Floating platform
- Other methods

The review will address the economic significance of the various methods, during construction and maintenance, the schedule and the environmental impacts.

2.1.1.4 Offshore geographical location –

The geographical assessment will include the identification of potential geographical locations for the offshore airport and the preferred technical method for each proposed location.

The geographical assessment regarding construction will include reference to:

- Current uses and approved development plans;
- Sea conditions – currents, waves, sand movement.
- Available aviation corridors.
- Impact of the offshore facility on the coastline.
- Effect of the airport on land use along the coastline.

2.1.1.5 Estimated costs -

- Construction of infrastructure and superstructure
- Maintenance of infrastructure and superstructure
- Operation
- Other costs

2.1.1.6 Public Private Partnership alternative schemes

2.1.1.7 Environment related issues:

- Aircraft noise near the seashore
- Sediment transport
- Marine fauna and flora
- Other environmental issues

2.1.1.8 Aviation related issues:

- Runway length, approach and design
- Aircraft parking apron plan
- Terminal area
- Airside space

- Wind related issues
- Other aviation related issues

2.1.1.9 Safety related issues;

2.1.1.10 Inland transport access - the MOT will provide all available medium and long term plans (up to 2040) for the development of the national transport system including rail and highways as well as urban mass transit systems. This information will serve as a basis for the evaluation of the inland transport access of each of the alternatives. If necessary, additional solutions will be proposed accordingly by the consultant.

2.1.2 It is expected that Phase I will incorporate up to three alternatives for an offshore airport facility based on different geographical locations, technical solutions and demand and capacity levels.

2.2 Indicative List of Issues for Phase II

Phase II – preparation of a plan for the offshore airport and other recommended uses:

- 2.2.1 A National Outline Plan for the offshore facility will be prepared on the basis of the proposed alternative/s in Phase I.
- 2.2.2 The plan will determine the location/s of the alternative/s of the offshore facility, permitted land use with emphasis on an international airport and access to the offshore facility, ways of dealing with the consequences of the offshore facility and aviation activity, and all additional assessments required for the national outline planning stage.
- 2.2.3 The plan will include marine evaluations and aviation estimations for the airport plan, including air route coordination and related restrictions.

2.2.4 The plan will include all required solutions for land access to the offshore facility, including road/rail and mass transit system connections.

2.2.5 It should be emphasized that all documents required for presentation to planning bodies including statutory documents and environmental impact assessment, are to be in the Hebrew language.

2.3 Team experts

It is expected that the participant will be required to include as part of its team at least the following experts:

2.3.1 A Senior Team Manager with at least 10 years of proven experience in project management and in the project management of at least 3 significant infrastructure projects, of which at least one is in the field of transport, with the capital cost of each project being no less than 100 million US dollars. All projects must have been accepted by the relevant planning authority with at least one being fully implemented.

2.3.2 A Statutory Planning Expert with proven experience of at least 10 years, and with experience in statutory planning of at least 3 infrastructure projects in Israel, of which at least one is in the field of transport. The capital cost of each project must be no less than 100 million US dollars. All projects must have been accepted by the relevant planning authority.

2.3.3 A multi-disciplinary team of experts each of which has proven substantial experience in their field of expertise as follows:

2.3.3.1 Maritime expertise including:

2.3.3.1.1 Maritime engineering with experience in the planning of offshore facilities

2.3.3.1.2 Marine ecology

2.3.3.1.3 Marine modeling

2.3.3.1.4 Marine sediment geology

2.3.3.2 Aviation expertise including:

2.3.3.2.1 Airport master planning including capacity analysis

2.3.3.2.2 Airport design and construction

2.3.3.2.3 Air traffic forecasting and route development

2.3.3.3 Land Transport Planning including accessibility to an international airport or a facility with a high level of use which is equivalent to an international airport.

2.3.3.4 Bridge engineering

2.3.3.5 Environmental expertise

2.3.3.6 Transport Economics

2.3.3.7 Risk assessment expertise including relating to safety and security issues

The Tender Committee intends to include in the Tender Selection Stage a requirement from eligible participants to demonstrate compliance with all or some of the abovementioned team expertise requirements, and will determine required experience and abilities.

3 Rules and Procedures

3.1 Governing Law and Jurisdiction

3.1.1 Governing Law

The Pre-Qualification Stage shall be governed and construed in accordance with the provisions of all applicable Laws in Israel.

3.1.2 Jurisdiction

The authorized court in the Jerusalem district shall have sole jurisdiction over all matters and all disputes arising in connection with this Pre-Qualification Stage.

3.2 Preparation for Submission

- 3.2.1 Participants are responsible for examining, with appropriate care, this Invitation (including all annexes and forms), Clarifications and Addenda thereto, and for informing themselves with respect to any and all conditions which may in any way affect their participation in the Pre-Qualification Stage, including in the preparation and submission of the Pre-Qualification Submissions. By submitting a Pre-Qualification Submission the Participant confirms that it has received the complete Invitation, which it has read, considered and understood, and it accepts its terms and conditions and all obligations and undertakings specified or implied therein.
- 3.2.2 Each Participant is assumed to have obtained legal advice. The Participants and the Pre-Qualification Submissions shall abide by the Laws of the State of Israel. Participants shall be subject to any changes in any Laws, should such changes be introduced during the Pre-Qualification Stage.

3.3 The Invitation

The Invitation comprises this Invitation for Pre-Qualification, the Pre-Qualification Forms, and all other documents published by the Tender Committee in the framework of the Pre-Qualification Stage. Without derogating from the provisions of clauses 7.4.1 (*Compliance with the Requirements of the Invitation*) and 7.4.2 (*No Unauthorized Modification*) the Pre-Qualification Forms shall additionally be provided to all Participants in MS-Word format.

3.4 Priority of Documents

In the event of discrepancies within the Invitation, the following order of priority shall apply:

- 3.4.1 this invitation including its clarifications and addenda;
- 3.4.2 the Pre-Qualification Forms.

3.5 Severability

If any of the provisions of this Invitation are or become invalid, illegal or unenforceable against any person, party or under any circumstances, the remainder of the Invitation and the validity, legality and enforceability of such provisions to other persons, parties or circumstances, shall not be affected or impaired in any way thereby. Each provision of the Invitation shall, except as otherwise herein provided, be valid and enforceable to the fullest extent permitted by Law.

3.6 Cost of Participation in the Pre-Qualification Stage

Any and all costs and expenses incurred by any Participant and anyone on its behalf or connected to its participation in the Pre-Qualification Stage will be borne by them. Participants or anyone on its behalf will not be reimbursed by the Tender Committee or by the State of Israel for any costs or expenses so incurred thereby, including in the event of the cancellation of the Pre-Qualification Stage for any reason whatsoever.

3.7 Language of the Tender Documents

3.7.1 This Invitation is published in English. The Tender Committee reserves the right to issue a Hebrew version of this Invitation or any part thereof. In any case of contradictions, the English version shall prevail.

3.7.2 Without derogating from the foregoing, the Tender Committee reserves the right to issue the Tender Documents in a Hebrew version only.

3.8 Requests for Clarification of this Invitation

3.8.1 Participants may raise questions and request clarifications or interpretations to this Invitation ("RFC"), in writing in the form attached as "RFC Form", from the Tender Committee, by no later than the deadline for the submission of requests for clarifications, as set forth in clause 1.6 (*Anticipated Schedule*). Such RFCs shall be submitted by email only addressed to:

Offshore-airport@mot.gov.il



- 3.8.2 The RFC shall be delivered in the format as appears in "RFC Form", in pdf files, and in Word files which are open to editing.
- 3.8.3 The Tender Committee may not reply to RFCs which do not comply with the above format requirements.
- 3.8.4 The Tender Committee has no obligation to clarify or interpret this Invitation or to publish the RFCs. The Tender Committee may rephrase any RFC, add or omit to its contents as it sees fit. In any event, no interpretation of the Invitation shall be implied to the published version of the RFCs, unless otherwise so specified in the clarification.
- 3.8.5 The Tender Committee may issue Clarifications and Addenda, in accordance with the provisions of clause 3.9 (*Clarifications and Addenda*). Participants shall acknowledge receipt of any Clarification and Addendum in the manner set forth in clause 3.9 (*Clarifications and Addenda*).
- 3.8.6 The decision whether to respond to any questions, or any requests for clarifications or interpretation of this Invitation, raised by Participants will be at the sole discretion of the Tender Committee, including with respect to questions and requests for clarifications, or interpretations, raised by the Participants at a date later than the deadline for the submission of requests for clarifications as provided in clause 1.6 (*Anticipated Schedule*).
- 3.8.7 The Tender Committee shall not be bound by, and Participants shall not rely on, any oral interpretation or clarification to this Invitation.

3.9 Clarifications and Addenda

- 3.9.1 The Tender Committee reserves the right to revise, modify, amend, clarify, add, eliminate or otherwise change this Invitation or any part thereof, including, but not limited to, any instruction, requirement, specification, Pre-Qualification Requirement(s) or date contained therein, up to the dates set

for the submission of Pre-Qualification Submissions. Such revisions, if any, shall be announced by written clarification or addenda to this Invitation (“Clarifications” and “Addenda”, respectively) and will be deemed an integral part of the Invitation.

- 3.9.2 In order to receive clarification and addenda which will be published by the tender committee during the PQ stage, each Participant is required at its sole responsibility to send by email its contact details and to receive accordingly confirmation by a return email message. The Clarifications and Addenda shall be published on the www.mr.gov.il website.
- 3.9.3 Should any Clarification or Addendum result from any request for clarification or interpretation submitted by a Participant, the identity of that Participant shall not be disclosed.
- 3.9.4 Participants are required to acknowledge receipt of any Clarifications and any Addenda in writing no later than two (2) working days following receipt thereof by a returned email to the Tender Committee in the abovementioned e-mail address. In addition, Participants shall acknowledge receipt of all Clarifications and Addenda to this Invitation in their Pre-Qualification Submission Letters, specifically detailing each Clarification and Addendum number and the date of receipt thereof.
- 3.9.5 Receipt of requests submitted by entities or Participants in accordance with the provisions of clause 3.8 (*Requests for Clarification of this Invitation*) will not restrict the discretion of the Tender Committee in any way, and it will be free to exercise its right under this clause 3.9 (*Clarifications and Addenda*) whenever it is of the opinion that this Invitation or any part thereof requires amendment or revision.
- 3.9.6 Without derogating from the generality of the provisions of clause 1.6 (*Anticipated Schedule*) and the aforesaid in clause 3.9.7, the date set for the submission of Pre-Qualification

Submissions may be postponed by a period as shall be necessary, in the opinion of the Tender Committee, to enable the Participants to revise their Pre-Qualification Submissions as a result of any Clarification or Addendum issued. The announcement of such new date, if any, will be included in the Addendum.

- 3.9.7 Without derogating from the rights reserved to the Tender Committee and without in any way limiting its discretion, the Tender Committee shall endeavor not to issue Addenda to this Invitation during the 7 working days prior to the Pre-Qualification Submission Date.

3.10 Intellectual Property

The Invitation documents and any and all intellectual property rights therein are exclusively owned by the State of Israel and are supplied to the Participants solely for the purpose of participation in the Pre-Qualification Stage.

3.11 Information Supplied to Participants

- 3.11.1 The description of the Project as detailed in the Invitation is general and indicative only. The actual scope of works and further particulars shall be provided to the Eligible Participants during the Tender Selection Stage.
- 3.11.2 The State of Israel and the Tender Committee do not represent or warrant that the information contained in the Invitation or any other information which is made available to Participants is either complete or accurate.
- 3.11.3 It is expressly clarified that any reliance by the Participants on any such information which is made available by the State of Israel and the Tender Committee, is at the Participant's sole responsibility.
- 3.11.4 The State of Israel and the Tender Committee shall not be responsible in any respect for any loss or damage whatsoever suffered by the Participants, their employees, officers, agents, or any other persons for whom Participants may be contractually or legally responsible or accountable, by reason

of any use of information contained in the Invitation or provided in connection therewith, or any action or forbearance in reliance thereon.

4 General Provisions Relating to Participants

4.1 Potential Participants:

The legal entities eligible to participate in this pre-qualification stage are as follows:

- 4.1.1 a single entity demonstrating compliance with all pre-qualification requirements;
- 4.1.2 a joint venture – a registered partnership or company held by a number of legal entities demonstrating compliance with the professional pre-qualification requirements of the different relevant disciplines (e.g. a company specializing in airport planning and a company specializing in off-shore facility planning) (hereinafter, the Members), and compliance with all other pre-qualification conditions as set forth in clause 5 (*Pre-Qualification Requirements*);
- 4.1.3 a single entity with a contractually bound associated subcontractor/s (hereinafter - Associated Subcontractor/s) demonstrating together compliance with the professional pre-qualification conditions, and compliance with all other pre-qualification conditions as set forth in clause 5 (*Pre-Qualification Requirements*).

In any case, one legal entity will be signatory to the contract.

4.2 Participation – General Requirements

Each Participant shall comply with all the following requirements:

- 4.2.1 It must be a duly organized and validly existing entity under the laws of the jurisdiction in which it is organized;
- 4.2.2 There are no actions or proceedings pending nor, to the best knowledge of the Participant and after due investigation, actions or proceedings which might result in any material or adverse change in the Participant's, its Members' or its Associated Subcontractors' business, operations, affairs,

condition, assets, prospects, cash flow or any of its properties or assets;

- 4.2.3 The Participant, its Members, its Associated Subcontractors, any interested party, directors and managers thereof are not residents or nationals of a hostile state which does not have diplomatic relations with the State of Israel;
- 4.2.4 The Participant, its Members, its Associated Subcontractors, any interested party and any directors or managers thereof, who may be involved in the Pre-Qualification Submission or the Tender Selection Stage, have not been convicted in an offence that the limitation period of which has not yet elapsed, and no criminal proceedings with respect to an offence are being conducted against any of them.
- 4.2.5 A Participant incorporated in the State of Israel, or registered in Israel as a Foreign Company as defined under the Corporation Law 5759-1999, shall provide all relevant approvals and statements as required in accordance with the provisions of the Public Entities Transactions Law, 5736-1976, and an ascertainment of regular reports of revenues to the tax assessor and the director of V.A.T. in transactions that are taxable under the Value Added Tax Law 5736-1975 – Pre-Qualification Form “I” (Affidavit According to Public Bodies Transactions Law, 5736-1976) and Pre-Qualification Form “J” (Confirmation of Proper Bookkeeping Practices).
- 4.2.6 Each Participant shall provide an authenticated copy of its certificate of incorporation and articles of association, or if an entity is not incorporated in the State of Israel it shall provide the equivalent approvals and statements regarding its corporate registration in accordance with the laws of its state of origin. In the event such foreign entity is registered in Israel as a Foreign Company under the Israel Corporation Law 5759-1999, or as a foreign partnership under the Israeli Partnership Ordinance, 1975, such entity shall also attach the appropriate certification of registration accordingly. All such



documents of incorporation shall be submitted under Pre-Qualification Form “K” (Incorporation Documents).

4.3 Nomination of an Authorized Representative

- 4.3.1 Each Participant shall nominate an authorized representative for the purpose and with the authority as described below (“Authorized Representative”). The Participant's Authorized Representative shall be responsible for all communication with the Tender Committee during the Pre-Qualification Stage. The Tender Committee shall not be responsible for any communication held with or by any other person other than the Authorized Representative.
- 4.3.2 All correspondence on behalf of the Tender Committee shall be communicated to the Authorized Representative, according to the contact details provided by the Participants in Form "B" (The Participant).
- 4.3.3 A Participant may replace its Authorized Representative by prior written notice to the Tender Committee, signed by said Participant. The appointment of an Authorized Representative may not be terminated prior to the receipt by the Tender Committee of the notice with respect to the appointment of a replacement.

4.4 Participation in One Pre-Qualification Submission

- 4.4.1 Each Participant may submit only one Pre-Qualification Submission.
- 4.4.2 Each Member, Associated Subcontractor, Senior Team Manager and Statutory Planner may participate in only one Pre-Qualification Submission.



5 Pre-Qualification Requirements

The Participant shall comply with the following professional and financial Pre-Qualification Requirements:

5.1 Professional Experience: Experience in the Planning of an Offshore Airport and/or its Substantial Elements:

The Participant, its Members or its Associated Subcontractors must demonstrate compliance with the relevant experience requirements as follows:

5.1.1 The Participant has experience in planning an offshore international airport which has been implemented or accepted by the relevant planning authority, of which the estimated capital cost of the project was at least USD 2 billion.

Or

5.1.2 The Participant or its Members have experience in the planning of the two substantial elements related to the project, or, the participant or its Members have experience in only one substantial element and an Associated Subcontractor has experience in the other substantial element. Substantial elements will be considered as follows:

5.1.2.1 A major international airport design, for at least 15 million passengers annually, planned during the last 15 years and operational; and

5.1.2.2 A major offshore facility of no less than 20 meter depth – planned during the last 15 years and operational, of which the estimated capital cost of the infrastructure elements of the project was at least USD 1 billion.

Or

5.1.3 The Participant is a project management company with at least 15 years' experience in the management of at least 10 infrastructure projects, of which at least one is in the field of transport, each with a capital cost of no less than 100 million

USD, and its Associated Subcontractors with experience stated in clause 5.1.1 or in clauses 5.1.2.1 and 5.1.2.2.

5.2 Team Experience

The participant is required to include as part of his team at least the following experts:

- 5.2.1 A senior team manager with at least 10 years of proven experience in project management and in the project management of at least 3 significant infrastructure projects, of which at least one is in the field of transport. The capital cost of each project must be no less than 100 million US dollars. All projects must have been accepted by the relevant planning authority, and at least one of them fully implemented.
- 5.2.2 A Statutory Planning Expert with proven experience of at least 10 years and with experience in statutory planning of at least 3 infrastructure projects in Israel, of which at least one is in the field of transport. The capital cost of each project must be no less than 100 million US dollars. All projects must have been accepted by the relevant planning authority.

5.3 Financial Pre-Qualification Requirements

The Participant is required to demonstrate compliance with financial pre-qualification requirements through the following parameters:

5.3.1 Turnover

The Participant is required to have an average annual turnover of at least twenty million New Israeli Shekels (NIS 20,000,000) (or the equivalent thereof), in its three (3) latest financial statements, which shall not be earlier than 2013. In case of a Joint Venture as set forth in clause 4.1.2 compliance with the turnover requirement can be demonstrated also by the Members. In this case the turnover will be calculated as the weighted average of the turnover of each of the Members according to the holding percentage.

5.3.2 Operating cash flow

The Participant and all of its Members are required to demonstrate compliance with one of the following requirements:

- 5.3.2.1 An average annual operating cash flow in its three (3) latest financial statements, which shall not be earlier than 2013, is not negative.

Or:

- 5.3.2.2 The ratio between the absolute value of the average operating cash flow during the fiscal years 2013-2015, based on financial statements and equity at the last day of the fiscal year 2015, is lower than twenty percent (20%), so that:

$$|(CF_{2013}+CF_{2014}+CF_{2015})/3|/Equity_{31 Dec 2015} < 20\%$$

For the calculation of the equivalent amount in NIS the exchange rates of Euro and US dollar are as follows:

	2013	2014	2015	2016
USD	3.611	3.578	3.887	3.841
EURO	4.797	4.748	4.314	4.250

5.3.3 Going Concern Notice

The Participant, its Members and its Associated Subcontractors are not under any voluntary or involuntary bankruptcy (liquidation or reorganization), or receivership, or commencement of a similar insolvency proceeding, and the Participant's and its Members' and Associated Subcontractors' latest audited financial statements does not include a going concern notice.

5.4 General Pre-Qualification Requirements

- 5.4.1 Approvals and affidavits pursuant to the Public Entities Transaction Law [applies to legal entities incorporated in Israel and registered foreign companies as defined under the Corporations Law 5759-1999] - the Participant and each one

of the Members meets all the applicable requirements under the Public Entities Transaction Law, 5736 - 1976 (‘ חוק 1976- תשל"ו, עסקאות גופים ציבוריים, תשל"ו-1976’) (hereinafter: the "Public Entities Transactions Law"), as follows:

- 5.4.1.1 Have all relevant approvals pursuant to the Public Entities Transactions Law, testifying to proper bookkeeping practices, in accordance with the Income Tax Ordinance and the Value Added Tax Law, 5736 - 1975.
- 5.4.1.2 Meet the requirements under Article 2B to the Public Entities Transactions Law regarding lawful employment of foreign workers and payment of minimum wage

6 Demonstrating Compliance with the Pre-Qualification Requirements

6.1 Demonstration of Professional Pre-Qualification Requirements:

- 6.1.1 In order to demonstrate compliance with the Professional Pre-Qualification Requirements as set in clause 5.1 (*Experience in the Planning of an Offshore Airport and/or its Substantial Elements*), Pre-Qualification Forms, “E” (Professional Experience: Planning of an Offshore International Airport), “E1” (Professional Experience: Planning of a Major International Airport), and “E2” (Professional Experience: Planning of a Major Offshore Facility) shall be duly completed and signed by the Participant.
- 6.1.2 In order to demonstrate compliance with the Professional Pre-Qualification Requirements (as set in clause 5.2 Team Experience), Pre-Qualification Forms “F” (Team Experience: Senior Team Manager), and “G” (Team Experience: Statutory Planning Expert), shall be duly completed and signed by the Participant.

6.2 Demonstration of Financial Pre-Qualification Requirements

In order to demonstrate compliance with the Financial Pre-Qualification Requirements, the following shall apply:

- 6.2.1 The Chief Financial Officer or the accountant auditor of the Participant and of each Member (as applicable) shall duly complete and sign Pre-Qualification Form "H" (Financial Pre-Qualification Requirements).

In addition, the Participant and its Members shall submit a complete copy of the three (3) most recent available Financial Statements (for the removal of doubt, which are not earlier than 2013) of each Member, duly prepared and presented in accordance with one of the following:

- 6.2.1.1 Israeli GAAP (including, with respect to the cash flow statements, Standard No. 51 of the Institute of Certified Public Accountants in Israel); or
- 6.2.1.2 US GAAP (including, with respect to the cash flow statements, FAS (Financial Accounting Standards) No. 95); or
- 6.2.1.3 International GAAP (including, with respect to the cash flow statements, IAS (International Accounting Standards) IAS No. 7 and IFRS updates);

Participants or Members presenting Financial Statements which are based on accounting principles different to those listed in clauses 6.2.1.1-6.2.1.3 above, are required to submit a specific request to the Tender Committee to approve submission of such Financial Statements, until the Deadline for Submission of Requests for Clarification set forth in clause 1.6 (*Anticipated Schedule*); the Tender Committee will consider each request on a case by case basis and may issue an Addendum as a result thereof.

- 6.2.2 Without derogating from clause 6.2.1 above, the Financial Statements must include a balance sheet, profit and loss and cash flow statements, auditor's report and notes.

- 6.2.3 The Financial Statements will be provided either in English or in Hebrew, but not in any other language.

Without derogating from the rights of the Tender Committee under the Invitation and under Law, in the event of a contradiction between the Financial Statements of a Participant or a Member submitted within the Pre-Qualification Submission, and the Pre-Qualification Forms or any other document submitted within the Pre-Qualification Submission, the Financial Statements will prevail.

6.2.4 Currency Conversion

All financial data shall be submitted in NIS terms. In the event that the Financial Statements are presented in any currency other than NIS, the Participant or Member shall be required to complete the Pre-Qualification Forms in NIS, in accordance with the following provisions:

- a) **Turnover and Operating Cash Flow.** The Turnover and the Operating Cash Flow will be converted to NIS according to the following average exchange rates of the relevant year:

	2013 Average*	2014 Average*	2015 Average*	2016 Average*
	NIS			
1 US\$	3.611	3.578	3.887	3.841
1 EURO	4.797	4.748	4.314	4.250

* Exchange Rates Sources. The source for the exchange rates is the Bank of Israel.

- b) **Conversion of Other Currencies.** Participants or Members whose financial data is presented in currencies other than NIS/US\$/€ (the exchange rates specified above), are required to submit a specific request to the Tender Committee for other currency conversion rates to NIS until the Deadline for Submission of Requests for Clarification set forth in clause 1.6 (*Anticipated Schedule*). Such a request shall contain all the relevant information, including exchange rate tables and a reference to the source thereof. The Tender Committee will consider each request on a case by case basis and may issue an Addendum as a result thereof.
- c) **Conversion rates for years which do not end on December 31st.** A Participant or a Member, whose financial data in the Financial Statements is provided for

years which are not parallel to the above specified calendar years, is required to submit a specific request to the Tender Committee for applicable conversion rates to NIS, until the Deadline for Submission of Requests for Clarification set forth in clause 1.6 (*Anticipated Schedule*). Such a request shall contain all the relevant information, including exchange rate tables and a reference to the source thereof. The Tender Committee will consider each request on a case by case basis and may issue an Addendum as a result thereof.

7 Prequalification Submission

7.1 Pre-Qualification Submission Letter

Each Participant shall attach to its Pre-Qualification Submission the Pre-Qualification Submission Letter as provided in Pre-Qualification Form "A" (the pre-qualification submission letter), duly completed and signed.

7.2 Description of the Participant, Members and the Associated Subcontractors

In order to demonstrate compliance with the provisions of clause 4.1 (*Potential Participants*), each Participant shall submit Pre-Qualification Forms "B" (*The Participant*), "C" (*The Members of the Participant*) and "D" (*Associated Subcontractor/s*) duly completed and signed.

7.3 Identification of Sensitive or Classified Information

- 7.3.1 Without derogating from the generality of the provisions of Regulation 21(5) of the Mandatory Tender Regulations 5753 - 1993 (and the discretion granted thereunder to the Tender Committee), Participants will detail, within the Pre-Qualification Form "A" (Pre-Qualification Submission Letter), in a clear, complete and legible manner, all information contained in their Pre-Qualification Submissions that they consider to be of a commercially sensitive or secret nature not to be disclosed to the other Participants. General confidentiality statements will be disregarded.



- 7.3.2 In addition, in the event that a Pre-Qualification Submission contains classified information for national security reasons, then all such classified information shall be submitted by the Participant in a separate sealed envelope indicating the classification level of the information contained therein.
- 7.3.3 Nevertheless, any such indication shall not bind the Tender Committee, and it is hereby emphasized that the Tender Committee, at its sole discretion, may disclose any document which is required to be disclosed in order to meet the requirements of the Law and this Invitation.
- 7.3.4 Participants should note that, in the scope of the review process, they will not be entitled to review the parallel materials of other Participants which they themselves identified as confidential as part of their Pre-Qualification Form “A” (Pre-Qualification Submission Letter), unless otherwise determined by the Tender Committee, at its sole discretion. The aforesaid shall apply also in the event that information identified by the Participant as confidential was not approved as such by the Tender Committee.

7.4 Method of Submission

The Pre-Qualification Submission shall be submitted in accordance with the following provisions:

7.4.1 Compliance with the Requirements of the Invitation

Participants shall prepare their Pre-Qualification Submissions in strict conformity with the requirements of this Invitation. Participants shall answer all applicable parts of the Pre-Qualification Submission in an accurate and detailed manner, disclosing all the information requested, as well as any additional information or data required to clarify, substantiate and, in general, support the Pre-Qualification Submission submitted by the Participant.

Without derogating from the generality of the above, Participants shall submit all forms attached to this Invitation.

7.4.2 No Unauthorized Modification

Participants shall not modify or supplement the instructions of this Invitation. Unauthorized conditions, limitations, modifications, supplements, reservations, disclaimers or provisions attached to a Pre-Qualification Submission may cause the Pre-Qualification Submission to be deemed non-compliant with this Invitation. For the purposes of this clause 7.4.2 (*No Unauthorized Modification*), any conditions, limitations, modifications, supplements, reservations, disclaimers or provisions attached to the Pre-Qualification Submission, which were not submitted by the Participant to the Tender Committee in accordance with the provisions of clause 3.8 (*Requests for Clarification of this Invitation*) and approved by the Tender Committee in the form of a clarification or an Addendum to this Invitation, issued in accordance with the provisions of clause 3.9 (*Clarifications and Addenda*), may be deemed unauthorized and may result in disqualification of the Pre-Qualification Submission.

7.4.3 Language of the Pre-Qualification Submission

The Pre-Qualification Submissions, including the Pre-Qualification forms and statements contained therein shall be in English. Supporting documents and printed literature furnished by a Participant in any other language should be accompanied by a translation to English (authenticated by a Notary Public), in which case, for purposes of interpretation, the translation to English shall prevail.

Notwithstanding the above, official documents and authenticated certificates of Israeli corporations may be submitted in Hebrew.

7.4.4 Signing of the Pre-Qualification Submission

- 7.4.4.1 Each page of the Pre-Qualification Submission and all forms submitted by the Participant shall be duly signed by the Participant.



7.4.4.2 The Participants shall sign each of the copies of the Pre-Qualification Submission and the sealed envelope containing each such copy.

7.4.5 Table of Contents

All pages of the Pre-Qualification Submission will be enumerated, and the Pre-Qualification Submission will include a detailed table of contents.

7.4.6 Authorization of Signatures by an Attorney

Adjacent to each signature (excluding signatures in initials only) of the Participants, their Members and Associated Subcontractors (if applicable) within the Pre-Qualification Submission, there shall be a confirmation by an attorney that the signatory is authorized to commit such entity in relation to the document on which such signatures appear.

7.4.7 Number of Pre-Qualification Submission Copies

7.4.7.1 Pre-Qualification Submissions must be submitted, and clearly marked so, as an original and four (4) identical copies (five (5) altogether).

7.4.7.2 In addition, the Pre-Qualification Submission shall include five (5) CDs or flash drives each containing a copy of the Pre-Qualification Submission in original PDF format (i.e. not scanned) and in Word format.

7.4.7.3 In the event of a discrepancy between the original and the other Pre-Qualification Submission documents, and/or the digital documents on the CDs or on the flash drives, the original shall prevail.

7.4.8 Sealing and Marking of Pre-Qualification Submissions

7.4.8.1 Participants shall seal the original and each of the four (4) copies of the Pre-Qualification Submissions in separate envelopes. In addition, classified information shall be sealed in a separate envelope in accordance with the provisions of clause 7.3 (Identification of Sensitive or Classified Information). The envelopes

shall then be sealed in an outer envelope or a box, clearly indicating: 'Tender Number 11/17 - Feasibility Study for an Offshore Facility for an Airport and Other Uses in Israel - Pre-Qualification Submission'. No other details shall be indicated on the outer envelope or box.

- 7.4.8.2 The envelopes and boxes shall be submitted to the Tender Committee, at the allocated tender box to be placed in Ministry of Transport, at the following address:

The Tender Committee

Ministry of Transport

5 Bank Israel St.

Jerusalem

Attention Mr. Opher Eliashar

- 7.4.8.3 Upon submission of the Pre-Qualification Submissions, each Participant shall be handed a form of acknowledgement of receipt of its submission. It is the responsibility of the Participant to request and receive such form of acknowledgement recording the date and time of its submission.

7.4.9 Pre-Qualification Submission Date

- 7.4.9.1 Pre-Qualification Submissions should be submitted at the address noted in clause 7.4.8 (*Sealing and Marking of Pre-Qualification Submissions*) on the date designated for such submission, as set forth in clause 1.6 (*Anticipated Schedule*), no later than 12:00 noon, Israel time ("Pre-Qualification Submission Date").

- 7.4.9.2 The Tender Committee may, at its sole discretion, extend the Pre-Qualification Submission Date by issuing an Addendum in accordance with the provisions of clause 3.9 (*Clarifications and Addenda*).

7.4.9.3 Pre-Qualification Submissions which were submitted after the Pre-Qualification Submission Date as set out in clause 7.4.9.1 above, may be opened by the Tender Committee solely for the purpose of identifying the relevant Participant. The Pre-Qualification Submission shall be returned to the Participant who shall consequently be disqualified from participating in the Tender Selection Stage.

7.4.10 Opening of Pre-Qualification Submissions

The Pre-Qualification Submissions shall be kept in the tender box until they are opened. The opening of the Pre-Qualification Submissions submitted by the Submission Date shall be documented in a protocol.

8 Examination of the Pre-Qualification Submissions

8.1 Examination of the Pre-Qualification Submissions by the Tender Committee:

8.1.1 The Tender Committee shall examine the Pre-Qualification Submissions in order to determine whether each of the Participants meets the requirements of this Invitation, including all Pre-Qualification Requirements.

8.1.2 The Pre-Qualification Submissions will not be graded by the Tender Committee. Pre-Qualification Submissions shall either “pass” or “fail” the Pre-Qualification Stage.

8.2 Requests for Clarifications of the Pre-Qualification Submissions:

8.2.1 The Tender Committee may request a Participant or any other entity to clarify any item contained in the Participant’s Pre-Qualification Submission and to submit any additional information necessary, in the opinion of the Tender Committee, for the evaluation of its Pre-Qualification Submission.

8.2.2 Participants will comply with the requests of the Tender Committee and will submit all clarification and additional

information requested by email within the time period stipulated in the request.

8.2.3 The requests for clarifications will be in writing, delivered to the Participants by e-mail to the Authorized Representative,. Their receipt should be confirmed by return mail, to the e-mail address noted in clause 3.8.1 above, within forty-eight (48) hours of receipt.

8.2.4 **Deviations, Omissions and Additions**

In the event that a Participant's Pre-Qualification Submission contains any deviation, the Tender Committee may act as it deems appropriate, including without limitation, in any one or more of the following ways:

8.2.4.1 Disqualify the Participant's Pre-Qualification Submission;

8.2.4.2 Ignore all or part of a deviation and, notwithstanding anything stated to the contrary in the Pre-Qualification Submission, evaluate such Pre-Qualification Submission without taking into account such Deviation;

8.2.4.3 View all or part of a deviation as technical errors which do not conflict with the principle of equality;

8.2.4.4 Require the Participant to correct all or part of the deviation;

8.2.4.5 The Tender Committee may decide whether to act or refrain from acting in any one or more of the alternatives listed above. The Tender Committee shall have the sole discretion to apply the abovementioned alternatives in whole or in part or in stages, and to treat differently different deviations in the same Pre-Qualification Submission or in different Pre-Qualification Submission. It is hereby clarified that there is no binding preferential order which applies to the alternatives, or which restricts the Tender Committee from exercising its full discretion. If the

Tender Committee chooses to proceed in any of the alternatives above, and the Participant refrains from implementing the Tender Committee's decision, the Tender Committee may, at any stage, and without derogating from any of its other rights (including the right to conduct negotiations), disqualify the Pre-Qualification Submission.

- 8.2.5 The Tender Committee may exercise its right under this clause 8.2 (*Requests for Clarifications of the Pre-Qualification Submissions*) any number of times during the examination of the Pre-Qualification Submissions.

8.3 Announcement of Eligible Participants:

- 8.3.1 Upon the completion of its examination of the Pre-Qualification Submissions, the Tender Committee will announce those Participants which the Tender Committee deemed to successfully comply with the requirements of this Invitation, including with all Pre-Qualification Requirements and which were not disqualified thereby in accordance with the provisions of clauses 8.4 (*Rejection of the Pre-Qualification Submissions*) ("Eligible Participant").
- 8.3.2 Without derogating from the generality of the provisions of clause 8.7 (*Reservation of Rights*), following the publication of the Tender Documents, the Eligible Participants will be invited to submit a bid in accordance with the provisions of the Tender Documents.
- 8.3.3 Participants who will be deemed by the Tender Committee to have failed to meet any one of the Pre-Qualification Requirements will not be announced as Eligible Participants.
- 8.3.4 The Pre-Qualification Submission shall be deemed an integral part of the Tender Proposal submitted by any Eligible Participant.

8.4 Rejection of the Pre-Qualification Submissions:

Without derogating from the Tender Committee's rights under the Invitation and under Law, the Tender Committee reserves the right:



- 8.4.1 to reject any or all Pre-Qualification Submissions;
- 8.4.2 to reject any Pre-Qualification Submission in the event that the Tender Committee is of the opinion that the information provided therein indicates that the Participant may not have the professional and/or financial ability to execute the Project;
- 8.4.3 to waive or correct minor irregularities or errors in any Pre-Qualification Submission if it appears to the Tender Committee that such irregularities or errors were made inadvertently or are of a minor nature;
- 8.4.4 Without derogating from the rights of the Tender Committee under this Invitation and under Law, the Tender Committee will be entitled to disqualify any Participant, or impose any condition or instruction with respect to its participation in the Pre-Qualification Stage and/or the Tender Selection Stage in the following events:
 - 8.4.4.1 Any changes of the Members or their holdings in the Participant; change of an entity demonstrating compliance with any or all of the Pre-Qualification Requirements; or change of the Associated Subcontractors; without the prior approval of the Tender Committee;
 - 8.4.4.2 The commencement of bankruptcy, receivership, liquidation or reorganization proceedings against a Participant, a Member or an Associated Subcontractor, or any similar situation, as determined by the Tender Committee, or if an interim or permanent receiver or liquidator is appointed over one or more of these entities, or if one or more of these entities has become insolvent;
 - 8.4.4.3 The commencement of any voluntary action for the liquidation of any Participant, Member or an Associated Subcontractor, except for the purposes of merger or restructuring on terms approved by the Tender Committee in writing;

- 8.4.4.4 In the event that a Participant, a Member or an Associated Subcontractor, has been convicted in an offence, or in the event any criminal proceedings with respect to an offence are being conducted against such entity;
- 8.4.4.5 In the event that a Participant, a Member or an Associated Subcontractor (including interested parties therein, directors or managers thereof) is a resident or national of a hostile state which does not have diplomatic relations with the State of Israel or of a country which does not have full trade relations with the State of Israel;
- 8.4.4.6 In the event of unusual events which materially and adversely affect, to the Tender Committee's judgment, a Participant, a Member or an Associated Subcontractor and/or the their professional or financial ability to execute the Project;
- 8.4.4.7 Any material breach of the provisions of the Invitation including but not limited to the submission of any false, incomplete, or misleading information to the Tender Committee
- 8.4.4.8 Any material change in the Participant's or its Members' compliance with the financial requirements or other requirements, as per the Pre-Qualification Submissions, based on which such Participant was declared an Eligible Participant.
- 8.4.4.9 In the event that the latest audited financial statements of a Participant or a Member include a going concern notice.
- 8.4.4.10 Any other reason for which the Tender Committee deems that a Participant will not be capable of executing the Project, or any other event or circumstances which the Tender Committee may consider at its sole discretion as justifying disqualification of the Participant; and

8.4.4.11 Any other reason for which the Tender Committee deems that a Participant is unfit to be declared as an Eligible Participant, including but not limited to, for reasons such as a lack of credibility or reliability of the Participant in the Pre-Qualification Stage or the Tender Selection Stage. With respect to the reliability aspect, the Tender Committee shall be entitled to take under consideration any action, omission, information, conduct, etc. by the Participant during the Pre-Qualification Stage or the Tender Selection Stage.

The Participant shall be required to notify the Tender Committee of the existence, during the Pre-Qualification Stage, of any of the events described in this clause 8.4.4, within a reasonable period of time, under the circumstances. The Tender Committee may base its decision under this clause 8.4 (*Rejection of the Pre-Qualification Submissions*) on the information provided by the Participant as well as on any other information available to it, and may request the Participant to provide it with additional information, as the Tender Committee deems fit.

8.5 Disclosure of Documents

- 8.5.1 In accordance with clause 21(e) of the Mandatory Tenders Regulations 5753 - 1993, each Participant shall be entitled to review the documentation as specified therein within the period of 30 days from the date of the announcement of Eligible Participants.
- 8.5.2 Participants shall not be entitled to review those parts of the Tender Committee's decisions or parts of the Eligible Participants' submissions, which could, in the opinion of the Tender Committee, reveal a trade secret or a professional secret, or harm State security or its foreign relations or economy or public security.
- 8.5.3 Review of the documents shall take place in the offices which address is detailed in clause 7.4.8.2., subject to prior written request for review of documents, coordination of

such review with the Tender Committee Coordinator whose details are found in clause 3.8.1.

8.6 Issuance of the Tender Documents; Update Statement

8.6.1 General

8.6.1.1 Without derogating from the generality of the provisions of clause 8.7 (*Reservation of Rights*), it is expected that pursuant to the Tender Documents, each Eligible Participant will be required to include a statement detailing any and all changes with respect to the Participant, its Members, and its Associated Subcontractors, which will have occurred since the date of the Pre-Qualification Submission. It is expected that even in the absence of any changes, a statement to that effect will be required.

8.6.1.2 The Tender Committee will review the information and, without derogating from its rights under Law or under the Tender Documents, shall be entitled to either disqualify any Eligible Participant in the event that such Eligible Participant will no longer meet the requirements of this Invitation or impose any condition or instruction on its participation in the Tender Selection Stage.

8.6.2 Updated Financial Statements

8.6.2.1 Pursuant to the Tender Documents each Eligible Participant shall be required to submit its or its Members' most recent available audited Financial Statements on the Tender Selection Stage submission date.

8.6.2.2 The Tender Committee may request a Participant or any of its Members, to clarify, complete or add any information or documents, as it sees fit, for the purpose of examining the updated Financial Statements. The Tender Committee may disqualify a Participant at any stage, limit or restrict its continuing

participation in the Tender Selection Stage upon any conditions it deems fit, including in the event that concerns regarding the capability of the Participant to execute the Project arise out of the updated Financial Statements of the Participant or any of its Members.

8.6.2.3 The above shall not derogate from the Tender Committee's discretion to act upon significant economic developments or shifts in the financial or business environment.

8.7 Reservation of Rights

8.7.1 All Participants acknowledge that the Project description and the description of the Services as specified in this Invitation are general and indicative only. All Participants further acknowledge that at the date of issuance of this Invitation, the Services are not completely formulated and the Tender Documents have not been completed and/or legally approved. The issuance of this Invitation is not intended to give rise to or create any representation, undertaking or warranty on behalf of the Tender Committee or anyone on its behalf with respect to the Services.

8.7.2 Furthermore, the Tender Committee reserves the right to redefine and/or change the Services, the terms and conditions for the Services' execution, and the terms and conditions for the selection of the Consultant (including additional Pre-Qualification or mandatory requirements), as it shall deem appropriate.

8.7.3 The Tender Committee reserves the right to conduct negotiations or clarification meetings with the Participants or any of them, within the framework of the tender clarification process or at any time thereafter.

8.7.4 For the avoidance of doubt, participation in this Pre-Qualification Stage shall not confer upon any entity, a Participant, a Member, or an Associated Subcontractor any right with respect to the Services or to the Project or any future proceedings which will be conducted with respect



thereto, including the Tender Selection Stage (except the right of Eligible Participants to participate in the Tender Selection Stage).

- 8.7.5 Even though the Tender Committee expresses its intention to carry out a Tender Selection Stage for the selection of a Consultant for the Services, the issuance of this Invitation is not intended to guarantee the initiation, execution or the implementation of the Services or any part thereof. It is to be expressly understood that any reliance by any entity or Participant on any information or intention in their Pre-Qualification Submissions and the making of any deductions, interpretations or conclusions from the intention or information which is made available by the Tender Committee is at the entity or Participant's sole responsibility. The Tender Committee and/or anyone on their behalf, shall not be responsible in any respect to any loss or damage whatsoever suffered by any entity or Participant, their employees, officers, agents, or any other persons for whom any entity or Participant may be contractually or legally responsible or accountable, by reason of any use of information contained in this Invitation or provided in connection therewith, or any action or forbearance in reliance thereon.
- 8.7.6 Without derogating from the generality of the above, the Tender Committee reserves the right not to proceed with this Pre-Qualification Stage, or with the Tender Selection Stage for the Services or any part thereof, and may terminate or cancel this Invitation or any other proceedings which are conducted with respect thereto, or with respect to the Services, at any time, as it shall deem appropriate.
- 8.7.7 Under the circumstance described herein, neither the Tender Committee nor anyone on its behalf shall be responsible in any respect, for any loss or damage whatsoever suffered by any entity or Participant, their employees, officers, agents, or any other persons for whom any entity or Participant may be contractually or legally responsible or accountable, and shall

not be required to compensate the entity or the Participant, their employees, officers, agents, or any other persons for whom the entity or Participant may be contractually or legally responsible or accountable.

- 8.7.8 The Tender Committee may publish a new invitation to Pre-Qualify or other proceedings with respect to the Services, which may include other Pre-Qualification Requirements, or require additional Pre-Qualification or mandatory requirements in the Tender Documents.

8.8 Further Prerogatives of the Tender Committee

Without derogating from any other provision herein, the Tender Committee may at its sole discretion, act upon any of the following prerogatives, whether at the Pre-Qualification Stage or at the Tender Selection Stage as applicable. The exercise of such prerogatives shall not entitle any Participant Member or Associated Subcontractor to any compensation whatsoever.

- 8.8.1 The Tender Committee has sole discretion to determine the requirements of the Pre-Qualification Stage and the Tender Selection Stage. Accordingly this may include additional Pre-Qualification Requirements to those set in the Invitation, or new conditions thereof, instructions of a change in the Participant for the purpose of compliance with the Tender Selection Stage requirements, etc. This prerogative may be exercised by the Tender Committee at any time, including after the issuance of the Tender Documents and up to the submission of the Tender Proposals.
- 8.8.2 The Tender Committee shall have the right to examine, at any stage, whether or not any particular Pre-Qualification Submission meets the requirements of the Pre-Qualification Stage, including the right to re-examine Pre-Qualification Submissions (or parts thereof) that have already been reviewed by the Tender Committee, to request additional details, request the correction of deviations, to re-open decisions that have already been taken by the Tender



Committee and replace them with different decisions, all for any reason as the Tender Committee may deem fit.

- 8.8.3 The Tender Committee shall have the right, at any time, to instruct that any of the Pre-Qualification Stage requirements or any part, or conditions thereof shall be cancelled, if in the Tender Committee's opinion such cancellation shall serve to improve the Pre-Qualification Stage process, and as long as such instruction applies equally to all Participants and is made in accordance with Law. For the avoidance of doubt such exercise of prerogative shall be made at the discretion of the Tender Committee alone.