



STATE OF ISRAEL

THE INTER-MINISTERIAL TENDER COMMITTEE FOR THE
CONSTRUCTION OF A FACILITY FOR TREATMENT OF
CONTAMINATED GROUNDWATER IN THE VICINITY OF THE
ISRAELI MILITARY INDUSTRY AT RAMAT HASHARON

Date: October 15, 2020

To:

All Participants

Re: Invitation for Pre-Qualification no. 1903/2020 – Addendum no. 5

1. Pursuant to the provisions of Section 2.9 (*Requests for Clarifications of this Invitation*) of the Prequalification Invitation at subject (“**Invitation**”), the Tender Committee hereby informs of the following Clarifications and Addenda.
2. The Amendments made within the framework of this Addendum will be inserted into the following Pre-Qualification Documents:
 - 2.1. The Invitation;
 - 2.2. The Pre-Qualification Forms;
 - 2.3. Pre-Qualification Form 2 Attachment A1 Section A;
 - 2.4. Pre-Qualification Form 2 Attachment A1 Section B.

With respect to both items 2.3 and 2.4 please note the amendments incorporated are technical in nature and are not noted within the table below.

3. For convenience, the Amendments will be inserted into the aforementioned Pre-Qualification Documents in “*track changes*” where, in the Invitation, a footnote shall be added beside each insertion, referencing the respective Addendum items.
4. The Amended Pre-Qualification Documents shall be uploaded onto the Website and are titled:
 - 4.1. PQ no. 1903/2020 – Invitation – Addendum no. 5 – Marked.
 - 4.2. PQ Forms 1-9 – Addendum no. 5 – Marked.
 - 4.3. Pre-Qualification Form 2 Attachment A1 Section A – Addendum no. 5 – Marked.
 - 4.4. Pre-Qualification Form 2 Attachment A1 Section B – Addendum no. 5 – Marked.

5. Furthermore, the uploaded Amended Pre-Qualification Documents shall be uploaded to the Website without mark-up, and are titled:
 - 5.1. PQ no. 1903/2020 - Invitation – Addendum no. 5 – Clean.
 - 5.2. PQ Forms 1-9 – Addendum no. 5 – For editing.
 - 5.3. Pre-Qualification Form 2 Attachment A1 Section A – Addendum no. 5 – For editing.
 - 5.4. Pre-Qualification Form 2 Attachment A1 Section B – Addendum no. 5 – For editing.
6. Participant's attention is drawn to the fact that the URL of the Website has changed. All Pre-Qualification Documents may now be found at: <https://mr.gov.il/ilgstorefront/he/p/648079>. See in this regard item no. 17 in the table below.
7. The Tender Committee reminds the Participants that the Pre-Qualification Submission Date is **October 27, 2020 as of 09:00 until 14:00** (local Israel time).
8. As set forth in Section 2.10.7 of the Invitation, you are requested to acknowledge receipt of this Addendum, no later than two (2) Working Days following receipt thereof, by a written notice to the Tender Committee, in the format attached at the bottom of this Addendum.

Sincerely,



Mr. Yitsik Marmelshtein

Chairman of the Tender Committee

CC: Member of the Tender Committee

Attachments:

- (a) PQ no. 1903/2020 - Invitation – Addendum no. 5 – Marked.
- (b) PQ no. 1903/2020 - Invitation – Addendum no. 5 – Clean.
- (c) The PQ Forms 1-9 – Addendum no. 5 – Marked.

- (d) The PQ Forms 1-9 – Addendum no. 5 – For editing.
- (e) Pre-Qualification Form 2 Attachment A1 Section A – Addendum no. 5 – Marked.
- (f) Pre-Qualification Form 2 Attachment A1 Section A – Addendum no. 5 – For editing.
- (g) Pre-Qualification Form 2 Attachment A1 Section B – Addendum no. 5 – Marked.
- (h) Pre-Qualification Form 2 Attachment A1 Section B – Addendum no. 5 – For editing.

A. CLARIFICATIONS TO THE INVITATION DOCUMENTS

No.	Reference	Issue to be Clarified	Tender Committee's Clarification	Addenda [as applicable]
1	4.1.1 – Technical Pre-Qualification Requirement no. 1 - Design of a Biological Treatment System	The Tender Committee is kindly requested to allow the Experience Provider to present the experience required under Technical Pre-Qualification Requirement no. 1 by presenting the professional experience that has been obtained by a Professional Related Entity.	The request is rejected. In this context Participants are reminded that reliance upon a Professional Related Entity applies only to Technical Pre-Qualification Requirement no. 2 – Design, Construction and Operation of a Facility.	N/A
2	4.1.2 - Technical Pre-Qualification Requirement no. 2 - Design,	The Experience Provider intends to rely upon the experience of two Professional	The request is rejected. The Professional Related Entity's Means of Control as stipulated under Section 4.1.2.3 (Notes); (iv)	N/A

	<p>Construction and Operation of a Facility)</p>	<p>Related Entities which were incorporated as SPV's for the purpose of the applicable projects. However, since these Professional Related Entities are no longer held by the Experience Provider, such cannot sign the applicable PQ Forms .</p> <p>In light of the foregoing, the Tender Committee is kindly requested to confirm that in case the Experience Provider presents the experience required under Technical Pre-Qualification Requirement no.2 by presenting the</p>	<p>Professional Related Entity are to be held by the Experience Provider upon Pre-Qualification Submission Date. In addition, the Professional Related Entity is required to complete and sign Section B of Pre-Qualification Form 2 Attachment A1 - Information for Determining Compliance of the Experience Provider(s) with the Technical Pre-Qualification Requirements.</p> <p>Without derogating from the aforesaid reference is made to the provisions provided under the definition of "Main Contractor" (see Section 4.1.2.2 (Definitions)) regarding Execution and Responsibility, as defined therein, obtained by a Main Contractor comprised of a joint venture.</p>	
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		<p>professional experience that has been obtained by two Professional Related Entities, each of which is a single Entity, 100% of whose Means of Control were held, directly or indirectly, by the Experience Provider during the period in which said experience was acquired, then only the Experience Provider will be required to sign Pre-Qualification Form “2” Attachments A & Section B of Attachment A (1)</p>		
3	4.2.1.b.2 – Member’s Average Turnover	Calculation of the Average Turnover of a Member which is not a	See amended Section	<p>Section 4.2.1.b.2 is amended as follows:</p> <p><i>“4.2.1.b.2. For any Member in the Participant who is not a Financial Entity and whose Anticipated Holdings in the</i></p>

		Financial Entity and which shall hold 10% of the Anticipated Holdings in the Participant		<i>Participant exceeds are 10% or more – the Member’s Average Turnover shall be calculated as an average of the Member’s annual turnover for the three (3) most recent, consecutive, audited annual Financial Statements, as follows: ...”</i>
4	4.2.4 – Reliance on a Guarantor; Pre-Qualification Form “5”	Completion of Pre-Qualification Form “5” by a Guarantor on whom a Member relies for the purpose of demonstrating compliance with the Financial Pre-Qualification Requirements.	See amended Section	Subsection (c) is added to Section 4.2.4 as follows: <i><u>“(c) If a Member relies on a Guarantor for the purpose of demonstrating compliance with the Financial Pre-Qualification Requirements, such Guarantor shall duly execute, complete and sign Pre-Qualification Form “5” in place of the Member which relies upon it.”</u></i> The instructions to Pre-Qualification Form “5” are amended as follows: <i>“To be completed by the Participant (if the Participant is incorporated on the Pre-Qualification Submission Date) and by each Member, or by the Guarantor of a Member, as applicable)”</i>
5	4.2.8.b.2 – Equity and assets/commitments under management	Exchange Rates to be used for the purpose of converting Unutilized Commitments to NIS.	The Tender Committee clarifies that the exchange rates to be used for the purpose of converting Unutilized Commitments to NIS are as follows:	N/A

	and Unutilized Commitments		<table border="1"> <thead> <tr> <th>Currency</th> <th>NIS (₪)</th> </tr> </thead> <tbody> <tr> <td>1 USD (US \$)</td> <td>3.3860</td> </tr> <tr> <td>1 EUR (€)</td> <td>3.9930</td> </tr> <tr> <td>1 GBP (£)</td> <td>4.4207</td> </tr> <tr> <td>1 HKD (HK \$)</td> <td>0.4374</td> </tr> <tr> <td>1 CNY (¥)</td> <td>0.5029</td> </tr> </tbody> </table>	Currency	NIS (₪)	1 USD (US \$)	3.3860	1 EUR (€)	3.9930	1 GBP (£)	4.4207	1 HKD (HK \$)	0.4374	1 CNY (¥)	0.5029	
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1 CNY (¥)	0.5029															
6	5.1.1 – EPC’S Holdings	The Tender Committee is hereby requested to amend Section 5.1.1 such that the minimum Anticipated Holdings of Experience Providers in the EPC be 50% instead of 51%.	The request is rejected.	N/A												
7*	5.1.2(b) – Treatment Plant Design	The Tender Committee is hereby requested to waive the requirement that the Experience	See amended Section.	Section 5.1.2.(b) is amended as follows: “(b) Treatment Plant Design – the Experience Provider who has demonstrated the Design experience required within the												

		<p>Provider who has demonstrated the Design experience required under Section 4.1.2, enter into an agreement with the EPC Company according to which the Experience Provider shall be directly responsible for the execution of the design of all aspects of the Project other than the BTS, in the event that said Experience Provider holds Means of Control in the EPC Company.</p>		<p><i>framework of the Technical Prequalification Requirement stipulated under section 4.1.2 [Technical Pre-Qualification Requirement no. 2 – Design, Construction and Operation of a Facility] shall engage in an agreement with the EPC Company (irrespective of whether or not the Experience Provider holds any of the EPC’s holdings per Section 5.1.1 [EPC’s Holdings – Experience Provider(s)s Anticipated Holdings of the EPC]) according to which the Experience Provider shall be directly responsible for the execution of the design of all aspects of the Project other than the BTS – and shall bear all the risks related to the design thereof, on a back-to-back basis, including the employment and coordination of all the required contractors and employees.</i></p> <p><u><i>However, in the event that said Experience Provider itself holds at least 30% of the EPC Company’s Means of Control per Section 5.1.1 [EPC’s Holdings – Experience Provider(s)s Anticipated Holdings of the EPC], then it shall not be required to enter into the aforesaid agreement with the EPC Company, provided that all members of the EPC Company be jointly and severally responsible for the design works, while maintaining the Experience Provider’s direct responsibility for the execution of</i></u></p>
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				<p><i>the design of all aspects of the Project other than the BTS, and shall bear all risks related thereto as stated above.</i></p> <p><i>The foregoing in no way derogates from the requirement of Section 5.1.1 [EPC’s Holdings – Experience Provider(s)s Anticipated Holdings of the EPC] with respect to Experience Providers’ minimum holdings of the EPC Company’s Means of Control.</i></p> <p>...”</p>
8*	5.1.2(c) Construction	– The Tender Committee is hereby requested to waive the requirement that the Experience Provider who has demonstrated the Construction experience required under Section 4.1.2, enter into an agreement with the EPC Company according to which the Experience Provider shall be directly	See amended Section	<p>Section 5.1.2(c) is amended as follows:</p> <p><i>“(c) Construction – the Experience Provider who has demonstrated the Construction experience required within the framework of the Technical Prequalification Requirement stipulated under Section 4.1.2 [Technical Pre-Qualification Requirement no. 2 – Design, Construction and Operation of a Facility] shall engage in an agreement with the EPC Company, (irrespective of whether or not the Experience Provider holds any of the EPC’s holdings per Section 5.1.1 [EPC’s Holdings – Experience Provider(s)s Anticipated Holdings of the EPC]) according to which the Experience Provider shall be directly responsible for the execution of the Project’s Construction and shall bear all the risks related to the construction thereof, on a</i></p>

		<p>responsible for the execution of the Project's Construction, in the event that said Experience Provider holds Means of Control in the EPC Company.</p>		<p><i>back-to-back basis, including the employment and coordination of all the required contractors and employees.</i></p> <p><u><i>However, in the event that said Experience Provider itself holds at least 30% of the EPC's Company's Means of Control per Section 5.1.1 [EPC's Holdings – Experience Provider(s)s Anticipated Holdings of the EPC], then it shall not be required to enter into the aforesaid agreement with the EPC Company, provided that all members of the EPC Company be jointly and severally responsible for the construction works, while maintaining the Experience Provider's direct responsibility for the execution of the Project's Construction, and shall bear all risks related thereto as stated above.</i></u></p> <p><u><i>The foregoing in no way derogates from the requirement of Section 5.1.1 [EPC's Holdings – Experience Provider(s)s Anticipated Holdings of the EPC] with respect to Experience Providers' minimum holdings of the EPC Company's Means of Control.</i></u></p> <p>...”</p>
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9*	5.1.4 – Initial Operation Period Execution	The Tender Committee is hereby requested to allow the O&M Company to undertake the responsibility for the Project’s Initial Operation Period toward the EPC Company, rather than the Experience Provider who has demonstrated the Operation experience required under Section 4.1.2, provided that such Experience Provider bear sole responsibility, or joint and several responsibility with the other members of the O&M Company, for the execution of the	See amended Section.	<p>Section 5.1.4 is amended as follows:</p> <p><i><u>“5.1.4. Initial Operation Period Execution – in the event an Initial Operation Period will be required, then either the Experience Provider who has demonstrated the Operation experience required within the framework of the Technical Prequalification Requirement stipulated under Section 4.1.2 [Technical Pre-Qualification Requirement no. 2 – Design, Construction and Operation of a Facility] or the O&M Company shall engage in an agreement with the EPC Company according to which the Experience Provider shall be directly responsible for the execution of the Project’s Initial Operation Period, and shall bear all the risks related thereto, on a back-to-back basis, including the employment of all the required contractors and employees and the coordination thereof.</u></i></p> <p><i><u>Should such agreement be entered into by the O&M Company, the Experience Provider directly shall bear the aforementioned responsibilities and risks jointly and severally with the other members of the O&M Company.</u></i></p> <p><i><u>However, if said Experience Provider holds at least 30% of the EPC Company’s Means of Control per Section 5.1.1 [EPC’s Holdings – Experience Provider(s) Anticipated Holdings of the EPC], then the Experience Provider shall be entitled to</u></i></p>
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		Project's Initial Operation Period.		<p><u>undertake the above risks and responsibilities without it or the O&M Company entering into the abovementioned agreement with the EPC Company. In such case, the Experience Provider shall remain directly responsible for the execution of the Project's Initial Operation Period, and shall bear all risks related thereto as stated above.</u></p> <p><u>The foregoing in no way derogates from the requirement of Section 5.1.1 [EPC's Holdings – Experience Provider(s) Anticipated Holdings of the EPC] with respect to Experience Providers' minimum holdings of the EPC Company's Means of Control.</u></p> <p>(irrespective of whether or not the Experience Provider holds any of the EPC's holdings per Section 5.1.1 [EPC's Holdings – Experience Provider(s) Anticipated Holdings of the EPC]) according to which the Experience Provider shall be directly responsible for the execution of the Project's Initial Operation Period and shall bear all the risks related thereto, on a back-to-back basis, including the employment of all the required contractors and employees and the coordination thereof.”</p>
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10*	5.2.2 – Operation and Maintenance as of PTO	The Tender Committee is hereby requested to waive the requirement that the Experience Provider who has demonstrated the Operation experience required under Section 4.1.2 must engage in an agreement with the O&M Company according to which the Experience Provider shall be directly responsible for all Operation and Maintenance.	See amended Section	Section 5.2.2 is amended as follows: <i>“5.2.2. Operation and Maintenance as of PTO – all Operation and maintenance works shall be under the responsibility of the Experience Provider who has demonstrated the Operation experience required within the framework of the Technical Prequalification Requirement stipulated under Section 4.1.2 [Technical Pre-Qualification Requirement no. 2 – Design, Construction and Operation of a Facility] and shall hold at least 51% of the O&M Company’s Means of Control. This Experience Provider shall irrespective of its said holdings engage in an agreement with the O&M Company, according to which the Experience Provider shall be directly responsible for all Operation and Maintenance and shall bear all the risks related thereto, on a back-to-back basis, including the employment and coordination of all the required contractors and employees. <u>The above shall not derogate from the joint and several responsibility of all members of the O&M Company for the Operation and Maintenance of the Project.</u> ...”</i>
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11	5.2.2 – Operation and Maintenance as of PTO	The Tender Committee is hereby requested to amend the minimum Anticipated Holdings of the Experience Provider who demonstrated the Operation experience required under Section 4.1.2 of the Invitation in the O&M Company from 51% to 50%.	The request is rejected.	N/A
12	7.6 – Authorization of Signatures by Attorney	The Tender Committee is kindly requested to allow remote attorney/public notary confirmation of the Pre-Qualification Forms by electronic means.	The request is hereby rejected.	N/A
13	7.7 – Submission of Financial Statements;	The Tender Committee is hereby requested to either:	Both requests are rejected. All Demonstrating Entities which are required to submit their Financial	N/A

	PQ Form "4" Section 2	(a) allow Demonstrating Entities which are publicly traded companies to provide a URL link to its public published Financial Statements, in place of submission of hard copies of the Financial Statements with the Pre-Qualification Submission; or (b) allow Demonstrating Entities which are publicly traded companies to submit hard copies of its Financial Statements without authentication thereof by a Notary or external auditor.	Statements, must submit hardcopies thereof, authenticated by a Notary or an external auditor.	
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14	Pre-Qualification Form "2" Section 6 and Attachment B Section 8.	The Tender Committee is requested to clarify whether a Guarantor which is a publicly traded company is required to fill out Section 6 and Attachment B Section 8 of PQ Form "2" (<i>Interested Parties in the Participating Entity</i>). In the event that such is required, the Tender Committee is requested to confirm that such Guarantors which are publicly traded companies are only required to specify the identity of its directors and senior management.	The Tender Committee clarifies that Guarantors which are publicly traded companies are required to fill out Section 6 and Attachment B Section 8 of PQ Form "2," and are required to specify all Interested Parties (as such term is defined under Section 1.1.28 of the Invitation), of the Guarantor.	N/A.
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15	Pre-Qualification Form “2”	The status of Sections 7.10-7.12	See amended Sections	<p>Sections 7.10 – 7.12 are amended as follows:</p> <p>“7.10 <u>7.9.1</u> <i>The Pre-Qualification Submission submitted by the Participant is not made in the interest of, or on behalf of, any undisclosed person, corporation, company, voluntary association, partnership, trust, or unincorporated association;</i></p> <p>7.11 <u>7.9.2</u> <i>The Pre-Qualification Submission is genuine and not collusive or sham; and</i></p> <p>7.12 <u>7.9.3</u> <i>All the information contained in the Pre-Qualification Submission is true, accurate, complete and current as of the Pre-Qualification Submission Date.”</i></p>
16	Pre-Qualification Form “2” Attachment B	Eligible Participants	See amended Section	<p>Section 6 is amended as follows:</p> <p><i>“6. In the event the Tender Committee determines that the Pre-Qualification Submission submitted by the Participant complied with the requirements of the Invitation, and that the Participant, its Members and Experience Providers demonstrated compliance with the Pre-Qualification Requirements, and the Participant will be announced Eligible Participant and invited to submit a bid in accordance with the provisions of the Tender Documents, <u>and should the Participant decide to submit a bid,</u> the Guarantor hereby undertakes to issue the Tender Committee, within the bid to be submitted by the Participant, with the</i></p>

				<i>Member’s undertaking that shall be detailed under the Tender Process Documents.”</i>
17	2.6.1 – Access to Documents and Participation Fee	Website	See amended Section	Section 2.6.1 is amended as follows: “2.6.1. 2.6.1. Copies of the Pre-Qualification Documents may be downloaded at: https://www.mr.gov.il/OfficesTenders/Pages/SearchOfficeTenders.aspx https://mr.gov.il/ilgstorefront/he/p/648079 (the “Website”), for no charge.”
<p>* Note that the clarifications contained in these items are provided in principle only and shall be further detailed in the Tender Process Documents pursuant to Section 5.5 of the Invitation. Save for the anticipated holdings in the EPC Company, as to be listed in Attachment A to Pre-Qualification Form 2, all other requirements under these provisions shall be implemented in the form and at the time which shall be set forth under the Tender Process Documents.</p>				



STATE OF ISRAEL

THE INTER-MINISTERIAL TENDER COMMITTEE FOR THE
CONSTRUCTION OF A FACILITY FOR TREATMENT OF
CONTAMINATED GROUNDWATER IN THE VICINITY OF THE
ISRAELI MILITARY INDUSTRY AT RAMAT HASHARON

ACKNOWLEDGEMENT OF RECEIPT

To:

Mr. **Yitsik Marmelshtein**,

Chairman of the Tender Committee

E-mail: PPP-Taas@inbal.co.il

Re: Invitation to Pre-Qualification no. 1903/2020

Addendum no. 5

Pursuant to the provisions of Section 2.10.7 of the Invitation, we hereby acknowledge receipt of Addendum no. 5.

Name of the Participant

Name and signature of the Participant's
Authorized Representative