



STATE OF ISRAEL

THE INTER-MINISTERIAL TENDER COMMITTEE FOR SOLAR ENERGY PROJECTS

May 21, 2023

All Participants

Re: **Invitation for Pre-Qualification for a Tender for the Finance, Design, Construction, Operation, Maintenance and Transfer of a Solar PV Power Plant issued on March 2023 (the "Invitation")**

Addendum No. 4

Capitalized terms used and not otherwise defined herein shall have the meaning ascribed to them in the Invitation.

Pursuant to the provisions of Section 2.9 (*Requests for Clarifications*) and Section 2.10 (*Addenda*) of the Invitation, the Participants attention is drawn to the following:

- A. The clarifications and answers to Requests for Clarification received from Participants, attached as **Attachment 1** hereto; and
- B. The revised Invitation, attached hereto as **Attachment 2**.

In accordance with the provisions of the Invitation, you are kindly requested to acknowledge receipt of this Addendum, no later than 2 (two) Business Days following receipt thereof, via email reply to DimonaPV@inbal.co.il.

Respectfully Yours,


Amit Mirzai

Chairman of the Tender Committee

Cc: Members of the Tender Committee

Attachment 1

Invitation				
1.	Q:	The Tender Committee was requested to replace the requirement for "one (1) land-based photovoltaic power plant (PV) with a gross power output of at least thirty (30) MW DC" with a mandate for "three (3) land-based photovoltaic (PV) power plants, each connected with a single connection, with a combined gross power output of no less than twenty-nine (29) MW DC".	Invitation	Sections 1.4.2.2, 1.4.2.3 (i)
	A:	The Tender Committee has rejected the request.		
2.	Q:	The Tender Committee was requested to provide the following information regarding the site visit or Conference: A. Confirmation that no site visit or Conference has been scheduled or conducted as of the request date. B. Anticipated time and location of the site visit or Conference, as applicable.	Invitation	Section 2.11.1
	A:	The Tender Committee clarifies that no site visit or Conference has been scheduled or conducted to date and that no site visit or Conference is expected to be held prior to the Pre-Qualification Submission Date.		

3.	<p>Q: The Tender Committee was requested to confirm that if a Financial Entity acts as a Guarantor for a Member which is not a Financial Entity, the applicable requirements that apply to the Guarantor are those that apply to a Financial Entity.</p> <p>A: The Tender Committee so confirms.</p>	Invitation	Section 4.1
4.	<p>Q: The Tender Committee was requested to remove the "CF_{C-2}" figure from the formula or modify the formula for the Average Operating Cash Flow in order to allow a Member, that is not a Financial Entity and which was not incorporated before 2021, and therefore does not have pre-2021 Financial Statements, to demonstrate compliance with Average Operating Cash Flow requirement.</p> <p>A: The Tender Committee has rejected the request. In the circumstances described the Member may demonstrate compliance pursuant to Section 4.1.3 and/or 4.1.4 of the Invitation.</p>	Invitation	Section 4.1.1.2
5.	<p>Q: The Tender Committee was requested to confirm that each Participating Entity who is not a Financial Entity, that chooses to demonstrate its compliance with the Financial Pre-Qualification Requirements according to Alternative B, or is a Financial Entity shall only be required to submit its most recent Financial Statements.</p> <p>A: The Tender Committee so confirms. The Participants attention is drawn to the amendments made to the referenced Section.</p>	Invitation	Section 4.2.1

6.	<p>Q: The Tender Committee was requested to provide the exchange rates for operating cash flow for 2019 and exchange rates for equity and Unutilized Commitments for 2021.</p> <p>A: The Participants' attention is drawn to the amendments made to the referenced Section.</p>	Invitation	Section 4.2.6
7.	<p>Q: The Tender Committee was requested to confirm that a signed copy of the Invitation and Addenda do not need to be included in the Pre-Qualification Submission.</p> <p>A: The Tender Committee so confirms and clarifies that the Pre-Qualification Submission should consist of the Pre-Qualification Forms, their annexes, appendices and attachments, and the Financial Statements.</p>	Invitation	Section 5
8.	<p>Q: The Tender Committee was requested to confirm that, other than pages that include designated places for signatures, the authorized signatories of the Participant and each of its Members may sign the pages of the Pre-Qualification Submission by affixing their initials.</p> <p>A: The Tender Committee so confirms.</p>	Invitation	Section 6.4.1

9.	<p>Q: The Tender Committee was requested to clarify whether in the event the Member and the Participant are the same entity such entity will be required to sign twice on each page.</p> <p>A: The Tender Committee clarifies that if the Member and Participant are the same entity two signatures will be required in designated places for signatures, one in the capacity of Participant and another in the capacity of Member, other pages may be signed once by such entity.</p>	Invitation	Section 6.4.1
10.	<p>Q: The Tender Committee was requested to confirm that a printed copy of the Pre-Qualification Submission, that contains digital signatures, would be acceptable as a "hard original copy".</p> <p>A: The Tender Committee so confirms.</p>	Invitation	Sections 6.4.1, 6.7.1
11.	<p>Q: The Tender Committee was requested to confirm that if the Participant's Pre-Qualification Submission does not contain commercially sensitive information it is not necessary to include a separate USB storage device in the Pre-Qualification Submission, as stated in the Section.</p> <p>A: The Tender Committee so confirms.</p>	Invitation	Section 6.7.2
12.	<p>Q: The Tender Committee was requested to either delete the entire referenced Section or to remove the phrase 'in the opinion of the Tender Committee' from the referenced Section.</p> <p>A: The Tender Committee has rejected the request.</p>	Invitation	Section 7.4.5.8

13.	<p>Q: The Tender Committee was requested to clarify in the referenced Section that only a material hinder may be considered as a disqualifying event.</p> <p>A: The Tender Committee has rejected the request.</p>	Invitation	Section 7.4.5.10
14.	<p>Q: The Tender Committee was requested to amend the referenced Sections to ensure that any additional Pre-Qualification Requirements are clearly stated prior to the Bid Submission Date, and that no new requirements will be added following the Bid Submission Date.</p> <p>A: The Tender Committee has rejected the request.</p>	Invitation	Sections 8.3.1, 8.3.7
15.	<p>Q: The Tender Committee was requested to amend the referenced Section and specify that it does not apply to damages or losses resulting from the Tender Committee's gross negligence or willful misconduct.</p> <p>A: The Tender Committee has rejected the request.</p>	Invitation	Section 8.3.6
16.	<p>Q: The Tender Committee was requested to amend the Section and specify that any information required in accordance with the Tender Committee's instructions must be submitted within the timeframe specified by the Tender Committee, regardless of the Bid Submission Date.</p> <p>A: The Tender Committee has rejected the request.</p>	Invitation	Section 8.5.1.1

17.	The Participants' attention is drawn to the amendments made to the referenced Section.		Invitation	Section 8.5.1.1
18.	<p>Q: The Tender Committee was requested to clarify the minimum Anticipated Holdings required for the Original Member(s) of the Participant, if three (3) or more Eligible Participants shall request to act jointly as a single Participant for the Bid submission, following the completion of the Pre-Qualification Process.</p> <p>A: The Participants' attention is drawn to the amendments made to the referenced Section. In addition, the Tender Committee clarifies that each request will be assessed on its own merits, with due consideration given to the number of remaining Eligible Participants and the success of the tender.</p>		Invitation	Section 8.5
19.	<p>Q: The Tender Committee was requested to either provide a list of considerations that may 'raise concerns', or to amend the Section such that only a 'going concern notice' included in the Member and/or Guarantor's most recent Financial Statements is considered as "raising concerns".</p> <p>A: The Tender Committee has rejected the request.</p>			

20.	<p>Q: The Tender Committee was requested to confirm that the Successful Bidder will not be responsible for, nor bear the expenses of, connecting the military base to the Dimona WWTP. Additionally, the Tender Committee was requested to provide clarification on the expected timeframe for the connection to be completed.</p> <p>A: The Tender Committee clarifies that the connection of the military base to the Dimona WWTP is not under the scope of work of the Successful Bidder, and that additional information regarding the expected timeframe for the connection will be published during the Tender Process.</p>	Annex A	General Description of the Project
21.	<p>Q: The Tender Committee was requested to clarify whether the State will be buying the sand from the Concessionaire, or the Concessionaire will be entitled to sell the sand to third parties.</p> <p>A: The Tender Committee clarifies that the EPC Contractor will be required to assume full responsibility for all sand utilization works on a back-to-back basis and shall be the sole owner of the sand removed from the Site. The Tender Committee further clarifies that the State will not be buying the sand and that the EPC Contractor may use the sand for any purpose permitted by Law, including selling it to third parties, subject to the payment of royalties to Israel Land Authority and the payment of municipal taxes to the Ministry of Dimona.</p>	Annex A	General Description of the Project

22.	<p>Q: The Tender Committee was requested to confirm that the Successful Bidder shall have the obligation to remove the landfill and any unauthorized waste dumping located at the Site.</p> <p>A: The Tender Committee so confirms.</p>	Annex A	General Description of the Project
23.	<p>Q: The Tender Committee was requested to confirm that in the event a Participant is not incorporated at the time of the Pre-Qualification Submission Date, the Members may sign the Forms on its behalf.</p> <p>A: The Tender Committee so confirms. The Participants are referred to Section 3.1.1 of the Invitation.</p>	Pre-Qualification Forms "1" (The Pre-Qualification Submission Letter), "2" (The Participant) and "5" (Form of Affidavit)	
24.	<p>Q: The Tender Committee was requested to clarify the term "Addenda".</p> <p>A: The Tender Committee clarifies that term Addenda refers to all the Addendum which are published by the Tender Committee prior to the Bid Submission Date.</p>	Pre-Qualification Form "1" (The Pre-Qualification Submission Letter)	Section 7
25.	<p>Q: The Tender Committee was requested to clarify the requirement to list all entities controlling the Participating Entity "up to the ultimate controlling party".</p> <p>A: The Tender Committee clarifies that the requirement is to list all entities that Control the Member, up to the top of the holding structure, in accordance with the definition of "Control" as set forth in the Securities Law, 1968.</p>	Pre-Qualification Form "3" (The Members of the Participant and Guarantors)	Section 4

26.	<p>Q: The Tender Committee was requested to clarify whether in a situation where a Participant is not incorporated at the time of the Pre-Qualification Submission Date, the Form shall only be submitted by the Members of the Participant.</p> <p>A: The Tender Committee refers Participants to Section 3.1.1 of the Invitation and clarifies that in the event a Participant is not incorporated prior to the Pre-Qualification Submission Date, the Form should be completed and signed by the Member/s of the Participant in both the capacity of Participant and the capacity of Member.</p>	Pre-Qualification Form "5" (Form of Affidavit)	
27.	<p>Q: The Tender Committee was requested to clarify who should sign the Form and whether it should be the Member or the Guarantor, or their respective CEO/ CFO.</p> <p>A: The Tender Committee clarifies that the Form should be signed by the CEO/CFO of the Participating Entity, on behalf of such Participating Entity and shall include the stamp of the Participating Entity.</p>	Pre-Qualification Form "6" (The Members of the Participant and Guarantors)	General

28.	<p>Q: The Tender Committee was requested to confirm that in case where a Member relies entirely on a Guarantor (i.e., the Guaranteed Portion is 100%), only the Guarantor should complete and sign the Form, and not the Relying Member.</p> <p>A: The Tender Committee confirms and clarifies that this does not relieve the Relying Member of its obligation to submit its Financial Statements along with those of the Guarantor unless the Relying Member has not issued the applicable Financial Statement.</p>	Pre-Qualification Form "6" (The Members of the Participant and Guarantors)	General
29.	<p>Q: The Tender Committee was requested to clarify whether the Successful Bidder will be permitted to sell the electricity generated by the Project to a Supplier other than the System Manager, particularly in situations where the Successful Bidder is required to add an Energy Storage System to the Project.</p> <p>A: The Tender Committee clarifies that details regarding bilateral agreements will be provided in the Tender Process Documents.</p>	Addendum No. 1 (Electricity Price)	General