



**CONSTRUCTION OF
2ND DHAKA-CHITTAGONG NATIONAL HIGHWAY**

IN

BANGLADESH

ON

**BUILD-OPERATE-TRANSFER (BOT) /
BUILD-OWN-OPERATE-TRANSFER (BOOT) /
PRIVATE-PUBLIC PARTNERSHIP (PPP) BASIS**

**INVITATION TO INVESTORS
FOR PRE-QUALIFICATION**

ROADS AND HIGHWAYS DEPARTMENT

**SARAK BHABAN, RAMNA
DHAKA - 1000, BANGLADESH**

[MARCH 2010]

**Government of the People's Republic of Bangladesh
Ministry of Communications
Roads and Highways Department
Office of the Project Director (ACE), RHD
4-Laning of Dhaka-Chittagong Highway Project.
Sarak Bhaban, Ramna, Dhaka.**

Memo No. 4LP/2DCNH/2117

Date: 09.03.2010

**INTERNATIONAL NOTICE FOR INVESTORS' PREQUALIFICATION
INVITATION FOR PRE-QUALIFICATION OF INVESTORS
FOR CONSTRUCTION OF
2ND DHAKA-CHITTAGONG NATIONAL HIGHWAY IN BANGLADESH ON
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PRIVATE-PUBLIC PARTNERSHIP (PPP) BASIS**

Under the authority of the Government of the People's Republic of Bangladesh (GOB), the Roads and Highways Department of Ministry of Communications intends to select potential international investor(s) for the Design, Engineering, Construction, Development, Finance, Operation and Maintenance of "2ND DHAKA-CHITTAGONG NATIONAL HIGHWAY". The project will be implemented on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public Partnership (PPP) Basis. Total cost of the project will be approximately US\$ 3.00 billion as per option 1 the Feasibility Study of which has already been completed and information & documents relating to conceptual design will be available from the office of the Project Director. The Applicant(s) willing to be Prequalified for option-2 shall be required to submit proposal on the Design, Engineering, Construction, Development, Finance, Operation and Maintenance of the project following option 2 after conducting necessary investigations and study.

- Option 1: The alignment follows the existing Dhaka-Chittagong Highway from Jatrabari(Dhaka)-Daudkandi(Hasanpur) then moves towards Kachua (by-passing Gouripur)-Laksham-Nangalkot, by-passing Feni, meeting at Rampur of the Dhaka-Chittagong Highway. Total length of option 1 is 215 km. This alignment from Daudkandi(Hasanpur) to Rampur is a new alignment and reduces the total distance by about 15 km. Besides construction of at-grade level road from Dhaka to Chittagong this option also includes construction of Flyover 1.6 km, mega bridges 4.2 km major bridge 1.5 km minor bridge 1.3 km, culvert & small bridges = 1.4 km, railway over bridge 300 meter etc.
- Option 2: Elevated Expressway of approximately 230 km for the entire length of Dhaka-Chittagong Highway following its existing alignment including construction of necessary by-passes or demolition of any infrastructures (if needed) to minimize the use of land.

Background of the Project:

Dhaka-Chittagong National Highway is considered to be the most important highway and lifeline of commerce in Bangladesh and carries port and other traffic to Dhaka and other places in the country. The existing Dhaka-Chittagong Highway (N1) is 4-lane from Dhaka to Daudkandi except for Meghna and Daudkandi Bridges, which are 2-laned. From Daudkandi onwards it is mostly 2-lane road on a plain terrain and will also be widened into 4 lane by the year 2012 under a separate project named 4 Laning of Dhaka-Chittagong Highway Project. Total AADT for motorised traffic is in the range of 31,276 to 42,890 PCU whereas total value of AADT including motorised and non-motorised traffic varies in the range of 35,615 and 44,785 PCU out of which 60% of commercial traffic and 27% of passenger traffic are through traffic. So the Government has decided to make an independent alignment of Dhaka-Chittagong Highway, a 4-lane divided carriageway with the provision of future 6-lane expansion capable of carrying containers and other traffic from the port city of Chittagong to the distribution center at the capital city of Dhaka with access control. It is envisaged that the implementation of such project will reduce journey time from Dhaka to Chittagong by approximately three (3) hours, reduce congestion and thus improve air quality of the surrounding.

Presently the Roads and Highways Department, as executing authority of the project, is actively involved in the process of engaging private sector for the construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public Partnership (PPP) basis granting concession term of 30 years which shall commence on the first day of the commercial operation termed as Commercial Operations Date (COD) and prior to the commencement of the concession term, the investor shall also avail maximum of 5 years as construction period.

Objective and Scope:

An adequate and efficient transport system is a pre-requisite to further economic development, for expansion and integration of markets and growth of international trade in Bangladesh. This highway, however, is overloaded at the moment by reason of which the Government is willing to develop a 2nd corridor which is envisaged to provide substantial economic and social benefits to south-eastern region in particular through generation of employment, creation of improved facilities for trade and commerce, promotion of social integration and development of tourism and would thus assist economic development and reduction of poverty in the country.

Interested applicants may form consortium with other international firms engaged in the financing, design and construction of road and bridges to enhance their qualification by forming a Joint Venture (JV).

Interested firms or Lead Partners of the JV must have the following experience: -

- Experience in Design, Engineering, Construction, Development, Finance, Operation and Maintenance of at least 40 km highway/expressway in a single BOT/BOOT/PPP project.

Interested firms must provide information indicating that they are qualified to perform the work. Pre-qualification documents should specifically include:

- Background & Registration of the Firm(s)
- Historical Financial Performance of the Firm(s) including Audited Financial Reports of the Firm(s) for the last three (3) years.
- List or summary of Professional Employees with Resume indicating major professional experience and qualification.
- Specific Experience as an Investor in the following fields:-
 - Option-1: Experience in Design, Engineering, Construction, Development, Finance, Operation and Maintenance of at least 40 km highway/expressway in a single BOT/BOOT/PPP project during the last 12 years.
 - Option-2: Experience in Design, Engineering, Construction, Development, Finance, Operation and Maintenance of at least 20 km Elevated Expressway in a single BOT/BOOT/PPP project during the last 12 years.

Interested eligible applicants may obtain further information and documents for pre-qualification application from the Office of the Project Director, 4-Laning of Dhaka-Chittagong Highway Project or from Roads & Highways Department's website www.rhd.gov.bd

Application for Pre-qualification should be submitted in 1 original and 2 copies, and should be delivered to the address below not later than 1100 Hrs on 15 April 2010.

Md. Mafizul Islam
Project Director (ACE), RHD (C.C.)
4-Laning of Dhaka-Chittagong Highway Project
Room # 416, Block-C
Sarak Bhaban, Ramna, Dhaka.
Tel: 8802-9563530, Fax: 8802-9558175
E-mail: pddchp@rhd.gov.bd

Note: *Applicant(s) shall bear all expenses or cost incurred in preparation and submission of Application for Pre-qualification to RHD including any further investigation or study required in connection with preparation of their proposal as per option-1 and option-2. RHD shall not in any way be responsible for the costs incurred by the Applicant(s).*

DISCLAIMER

The information contained in this Request for Qualification (“RFQ”) document or subsequently provided to interested parties [the “Applicant(s)”], whether verbally or in documentary form by or on behalf of representatives of the Roads and Highways Department (RHD) or the Ministry of Communications (MOC), Government of the People’s Republic of Bangladesh (“Government Representatives”) or any of their employees or advisors (“Information”), is provided to Applicant(s) on the terms and conditions set out in this RFQ document and any other terms and conditions subject to which such Information is provided.

This RFQ document is not an agreement and is not an offer or invitation by the Government Representatives to any other party. The purpose of this RFQ document is to provide Applicants with information to assist the formulation of their Application for Qualification (the “Application”). This RFQ document does not purport to contain all the information each Applicant may require. This RFQ document may not be appropriate for all persons, and it is not possible for the Government Representatives, their employees or advisors to consider the investment objectives, financial situation and particular needs of each party who reads or uses this RFQ document. Certain Applicants may have a better knowledge of the proposed Project than others. Each Applicant should conduct its own investigations and analysis and should check the accuracy, reliability and completeness of the information in this RFQ document and obtain independent advice from appropriate sources. The Government Representatives, their employees and advisors make no representation or warranty and shall incur no liability under any law, statute, rules or regulations as to the accuracy, reliability or completeness of the RFQ document.

The Government Representatives may in their absolute discretion, but without being under any obligation to do so, update, amend or supplement the Information including the qualification process in this RFQ document.

RHD or the Government Representatives reserve the right to accept or reject any or all applications without giving any reasons.

RHD or the Government Representatives will not entertain any claim for expenses in relation to the preparation of RFQ submissions.

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1 DEFINITIONS

The following terms are defined for use in this Pre-qualification Document:

- 1.1 **“Application”** means the application that contains the requirements of this Pre-qualification Document which is submitted by the Investor in order to be pre-qualified to participate in the tender for the Project;
- 1.2 **“Audited Financial Statements”** include all audited financial accounts of parties comprising the Investor;
- 1.3 **“Bangladesh”** means the People’s Republic of Bangladesh;
- 1.4 **“BPSIG”** means Bangladesh Private Sector Infrastructure Guidelines, 2004;
- 1.5 **“Commercial Operations Date” or “COD”** means a date on which the Project starts to provide service commercially.
- 1.6 **“Concession Agreement”** means an agreement to be executed between the RHD and the Project Company for the financing, designing, engineering, construction, operation, maintenance, and then handover of 2nd Dhaka-Chittagong National Highway along with all site improvements, infrastructure, fixtures, fittings and equipment, to the RHD or the Government at the end of the concession term in such condition as will be set out in the Concession Agreement and at no cost either to the RHD or the Government;
- 1.7 **“Government” or “GoB”** means the Government of the People’s Republic of Bangladesh;
- 1.8 **“RHD”** means the Roads and Highways Department under the Ministry of Communications of the Government;
- 1.9 **“ICB”** means the international competitive bidding;
- 1.10 **“Investor”** means a private party (proprietorship firm, membership firm, corporation/limited company, or any joint venture) who plans to invest in infrastructure projects in Bangladesh, and includes the private party whose Tender has been accepted, who is awarded the Project, who has created a Project Company and has committed to invest in the Project Company to develop and/or operate a Private Infrastructure Project;

- 1.11 **“Invitation for Tenders” or “IFT” or “Tender Document”** means a document that will be issued by the RHD to the Pre-qualified Tenderers in order to prepare their tenders and select an Investor for the construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public Partnership (PPP) basis;
- 1.12 **“Highway”** means 2nd Dhaka-Chittagong National Highway in Bangladesh;
- 1.13 **“Lead Investor”** with respect to joint venture association, means the member of the joint venture association who is responsible for pre-qualification and tendering process and who has at least 51% share interest in the joint venture and in the Project Company;
- 1.14 **“Limited Company”** means a company registered under the Companies Act, 1994 of Bangladesh or under the relevant law(s) of the country where it is registered or incorporated;
- 1.15 **“Net Worth”** means the equity of the Investor(s) derived generally as the Total Assets of the Investor(s) minus the Total Liabilities;
- 1.16 **“Pre-qualification”** means is a method by which investors are invited to demonstrate their qualification prior to and as a pre-condition for being shortlisted to participate in the tender;
- 1.17 **“Pre-qualified Tenderer”** means an Investor who has submitted a completed Pre-qualification Statement and has been pre-qualified by the RHD to submit tender for the Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on BOT/BOOT/PPP Basis;
- 1.18 **“Project”** means the development and operation of 2nd Dhaka-Chittagong National Highway in Bangladesh, which is to be financed, designed, constructed, operated and maintained by the Project Company and then transferred to the RHD or the Government at the end of the concession term;
- 1.19 **“Project Company”** means the company duly incorporated under the laws of Bangladesh by the Investor, and will execute the Concession Agreement to build, own, operate and transfer the 2nd Dhaka-Chittagong National Highway in Bangladesh for the term of the Concession Agreement;

- 1.20 **“Tender”** means the Investor’s written offer based on the covenants, terms and conditions as contained in the IFT for the development, construction, operation and maintenance of the 2nd Dhaka-Chittagong National Highway in Bangladesh for the term of the Concession Agreement;
- 1.21 **“Total Assets”** means all fixed assets and current assets shown in the audited balance sheet;
- 1.22 **“Total Liabilities”** means all commercially long term and short term loans and current liabilities shown in the audited balance sheet.

2 PROJECT COUNTRY AND GENERAL INFORMATION

2.1 PROJECT COUNTRY

Bangladesh has a total area of 144,000 sq km and is surrounded to the west, north and east by India, and shares a south-eastern border with Myanmar for 283 km. To the south is the Bay of Bengal. The topography is characterized by alluvial plains, bound by a range of sub-mountain regions and forested hills. The great rivers, the Ganges (or Padma) and Brahmaputra (or Jamuna) divide the country into six major regions, which also correspond to the major government divisions. The alluvial plains that make up 90% of the country are very flat and never rise more than 10m above sea level. The country lies on a major geological fault, although seismic events are rare.

The climate is subtropical and tropical and temperatures range from an average daytime low of 21°C in the cooler months of the year to 35°C in the hottest months. Annual rainfall varies from 1000mm up to 5000mm, with three-quarters of the annual rainfall occurring between May and September. A substantial area of the country is under flood during a normal monsoon season.

The population is close to 120 million, making it one of the most densely populated countries in the world. Bangla is the national language of Bangladesh. Being predominately agricultural, the average per capita income is US\$260. The population is predominately Muslim with some 10% Hindu along with minorities of Buddhism and Christianity.

Major Sea ports: Chittagong is the main busy seaport of Bangladesh. Mongla (near Khulna) is the other seaport, which is being upgraded by GOB.

Land Ports: Benapole, Bhomra, Tamabil, Hilli and Burimari.

Airports: Dhaka & Chittagong are the standard international airports, whereas Sylhet is a smaller international airport with limited facilities.

The Project Road is shown at Page 53: Project Location Map.

Relevant information in respect of the site are given below:

- Approx. Longitude 90°-50' to 91°-45' and Latitude (22°-15' to 23°-40')
- Terrain type: Alluvial-cum Piedmont Plain
- Hottest month: April-May Max Temp: 40°C Min Temp: 23°C
- Coldest month: December-January Max Temp:26°C Min Temp:10°C
- Rainfall Season (monsoon) May to September
- 10 days maximum rainfall: Central zone: 528mm South East zone: 988 mm
- Monthly min. rainfall & month: Central zone: 8mm South East zone: 12mm December
- Annual average rainfall: Central zone: 2,000mm South East zone: 2950mm
- Visibility: Generally clear.
- Occurrence of cyclonic storm with dates (Past 35 years):

May	16-19	1958
Oct.	21-24,	1958
Oct.	09-10,	1960
May	09,	1961
May	11-12	1965
Nov.	12-13,	1970
Nov.	28,	1974
Dec.	10,	1981
Oct.	10,	1983
Nov.	09,	1983
May	05,	1985
Nov.	29,	1988
Apr.	29-30,	1991
- Type of Soil: Sandy silt to Silty sand. Sandy loam to Silty clay.

2.2 GENERAL INFORMATION

Population

The population density of Bangladesh is about 800 per sq. km of land area. The density of population in the immediate influence zone of the project area is about 700 per sq. km. Language spoken is Bangla, about 84% of the population in the area is Muslim.

Labour

A large pool of unskilled labour is available although it shrinks at times of crop harvesting. There is a shortage of skilled labour.

Construction Material

Except for some local soil and sand for embankment construction, all construction materials will require transportation to the project area.

Single grade fine sand is available from rivers/streams within the project area. Well-graded coarse sand is available from the huge fan deposits in the northern part of Sylhet.

Good quality stones as boulder and gravel are available from the fan deposits of rivers in the northern part of Sylhet. No boulders and stones are available in the project area.

There is a scarcity of good quality stone in the country and sometimes stones are required to be imported.

Well-burnt brick aggregates are used in the sub-base and lower part of the base. Brickfields exist within reasonable distances from the project sites. Good quality well-burnt bricks can be available if coal burning is ensured. Coal may require importation.

Bitumen (80/100 grade) is produced only in one refinery in the country. The refinery may also supply bitumen of grade 60/70 if the order is placed for sufficient quantity and well in advance of the requirement. The production of the refinery is not adequate to meet the demand of the country. It may require importation.

3 OBJECTIVES AND BACKGROUND

3.1 Objectives

An adequate and efficient transport system is a pre-requisite to further economic development, for expansion and integration of markets and growth of international trade in Bangladesh. Dhaka-Chittagong National Highway is considered to be the most important highway and lifeline of commerce in Bangladesh and carries port traffic to Dhaka and other places in the country. This highway, however, is overloaded at the moment by reason of which the Government is willing to develop a 2nd corridor by constructing an expressway either at grade level or elevated one, whichever cost-effective, which is envisaged to provide substantial economic and social benefits to south-eastern region in particular through generation of employment, creation of improved facilities for trade and commerce, promotion of social integration and development of tourism and would thus assist economic development and reduction of poverty in the country.

3.2 Project Background

The only Dhaka-Chittagong National Highway existing at the moment has 2-lane traffic facilities from Daudkandi to Chittagong section with certain stretches having paved shoulders and it will also be widened into 4 lane by the year 2012 under a separate project named 4 Laning of Dhaka-Chittagong Highway Project. This is the most important National Corridor and within 21st century ushering in high traffic demand. So the Government has decided to make an independent alignment of Dhaka-Chittagong Highway, a 4-lane divided carriageway with the provision of future 6-lane expansion or a Elevated Expressway to minimise the use of land, whichever is cost effective, capable of carrying containers and other traffic from the port city of Chittagong to the distribution center at the capital city of Dhaka with access control. It is envisaged that the implementation of such project will reduce journey time from Dhaka to Chittagong by three (3) hours.

Presently the Roads and Highways Department, as executing authority of the project, is actively involved in the process of engaging private sector for the construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) or Private-Public Partnership (PPP) Basis considering any one of the following 2(two) options granting concession term of 30 years which shall commence on the first day of the commercial operation termed as Commercial Operations Date (COD) and prior to the commencement of the concession term, the investor shall also avail maximum of 5 years as construction period:-

Option 1: The alignment follows the existing Dhaka-Chittagong Highway from Jatrabari(Dhaka)-Daudkandi(Hasanpur) then moves towards Kachua (by-passing Gouripur)-Laksham-Nangalkot, by-passing Feni, meeting at Rampur of the Dhaka-Chittagong Highway. Total length of option 1 is 215 km. This alignment from Daudkandi(Hasanpur) to Rampur is a new alignment and reduces the total distance by about 15 km. Besides construction of at-grade level road from Dhaka to Chittagong this option also includes construction of Flyover 1.6 km, mega bridges 4.2 km major bridge 1.5 km minor bridge 1.3 km, culvert & small bridges = 1.4 km, railway over bridge 300 meter etc.

Option 2 :Elevated Expressway of approximately 230 km for the entire length of Dhaka-Chittagong Highway following its existing alignment including construction of necessary by-passes or demolition of any infrastructures (if needed) to minimize the use of land.

The Feasibility Study of option 1 has already been completed but the Applicant(s) willing to be Prequalified for option-2 shall be required to submit proposal on the Design, Engineering, Construction, Development, Finance, Operation and Maintenance of the project following option 2 after conducting necessary investigations and study.

4 PROJECT DEVELOPMENT PROCESS

The process for the development of the Project, including selection of the Investor, shall include the following elements:

- 4.1 The RHD intends to select an Investor to construct the Project on a BOT/BOOT/PPP basis. BOT/BOOT/PPP refer to an arrangement whereby the Project Company set up by the selected Investor undertakes to finance, design and construct the project, and then operate and maintain the various elements of the project for a fixed period of time, at the end of which all assets will be transferred to the RHD at no cost.
- 4.2 On the basis of the Pre-qualification process as set forth herein, the RHD will qualify Investors. Those Investors who submit a completed Pre-qualification Statement as contained in Section 10 of this document will be evaluated in accordance with the criteria outlined in Section 9. The RHD intends to qualify the Applications that meet the pass / fail criteria (Yes / No) as specified in Section 9. The Pre-qualified Tenderers will then be requested to submit technical, commercial and financial proposals for the exclusive right to develop the Project. The Investor will be selected based upon the proposals received and evaluation criteria defined in IFT.
- 4.3 The RHD will finalize and sign the Concession Agreement with the Project Company. And the Investor will take control of the Project Company to be created by it and incorporated/registered in Bangladesh as per applicable law of the country.
- 4.4 The financing of the Project is solely a matter between the Investor, the Project Company and the funding institutions. Neither the GoB nor the RHD shall have any responsibility, obligation or liability whatsoever in connection with such financing.
- 4.5 The Investor / Project Company will be responsible for the arrangement of the financing for the Project. The equity contribution shall be minimum 20% of the total project cost. The total project cost may stand approximately US\$ 3 billion. In case of a joint venture, the equity provided by the Lead Investor shall not be less than 51% of the total equity. And each of the other members will be separately responsible for providing at least 10% of the total equity.

5 TECHNICAL DEFINITION AND DESCRIPTION

5.1 Technical Definition

The detail functional specifications to be met by the Project Company will be defined in the Invitation for Tenders (IFT), but broadly it will consist of the following:

- (a) Site investigation, detailed design and production of all drawings of all project components
- (b) Construction of roads (at grade or elevated) (the highway or elevated expressway, access/approach/connecting roads etc.);
- (c) Construction of required number of bridges with river training;
- (d) Construction of required number of culverts;
- (e) Construction of interchanges;
- (f) Construction of flyovers;
- (g) Construction of toll plazas;
- (h) Installation of computerized toll collection system;
- (i) Development of service areas with all required facilities;
- (j) Adequate lighting of important and strategic locations / sections / points;
- (k) The relocation / resettlement of the inhabitants, owners etc. of approximately 1243.7 hectare of land to be acquired for at grade level road but no study has been done for elevated expressway;
- (l) Construction of RoBs;
- (m) Construction of underpasses and overpasses;
- (n) Safety devices;
- (o) Construction of service roads;
- (p) Construction of wayside amenities
- (q) Construction of Laybys

The Government will be responsible for the acquisition of land and relocation / resettlement of the land owners, inhabitants, etc., where it is necessary for the project work.

The Government or the concerned agencies will also assist the Investor and will take necessary steps to relocate the utility connections i.e. electricity, gas, water, sewerage lines, etc. running through the project site. The sharing of cost

for utilities relocation/diversion will be finalized between the Government of Bangladesh and the Investor during negotiation.

However, Investor shall primarily be assumed to bear the total costs or expenses of the above activities such as land acquisition, relocation, resettlement of PAPs etc.

5.2 Project Description

Chittagong is the 2nd largest city of Bangladesh. It is known as the port city as well as the commercial capital of the country. Chittagong seaport is one of the two seaports of Bangladesh and it handles about 90 percent of the seaborne imports and exports of the country. So it has a great impact on the country's export-import business. An efficient road communication between Chittagong and other parts of the country is extremely important for the country's economic development. The existing Dhaka-Chittagong National Highway is a 2-lane single carriageway except from the Mukti Sarani (Dhaka end) to Daudkandi section which is currently being upgraded to a 4-lane carriageway. Considering the importance of this road, the Government of Bangladesh has decided to upgrade this highway to a 2 dual lane (4-lane) carriageway to cater for the current traffic demand, capable of transporting heavy container traffic from the port of Chittagong to the capital city of Dhaka.

The up-gradation of the existing Dhaka-Chittagong highway has already taken up and expected to be completed by GoB in 2012. However, a 2nd National Highway between Dhaka and Chittagong still needs to be developed to cope with the increased traffic volume as the traffic continues to increase to a great extent. If this 2nd highway is constructed and operated through private sector as a private infrastructure project, then GoB shall not require any investment from the public fund to implement it. The newly constructed highway will then be able to provide an efficient road transport system by reducing the travel time as well as providing high-level travel comfort and convenience. Additionally, the implementation of 2nd Dhaka-Chittagong National Highway will fulfill the future transport needs between these two important cities of the country and contribute to growth of our national economy.

6 SCOPE OF WORK

The Project Company will be responsible for the following activities:

- 6.1 Preparation of phase wise plan of developing 2nd Dhaka-Chittagong National Highway in Bangladesh with all required facilities on the basis of ‘master plan’ or ‘layout plan’ supplied by RHD. It will include land development, construction of all required infrastructures, and other ancillaries.
- 6.2 Carrying out of all design works and construction of 2nd Dhaka-Chittagong National Highway in Bangladesh with all required facilities in phases and commissioning the same at its own risk but to the satisfaction of RHD. The Project Company will also be responsible for ensuring that the project design and construction meet the requirements of the actual site conditions and for overall project management.
- 6.3 Carrying out detail site survey, soil testing and environmental impact assessment studies. The Project Company will carry out the site development. The work will include site leveling and filling to the final elevation level, soil compacting.
- 6.4 Arrangement of the necessary financing, negotiation of the Concession Agreement, construction of 2nd Dhaka-Chittagong National Highway in Bangladesh with all required facilities, procurement of all required equipment, and overall operation of the highway. The Project Company shall also obtain all necessary permits for importation of materials and equipment, construction of the Project and then operation of the Project in accordance with the laws, rules, regulations, orders, policies, guidelines etc. as applicable in Bangladesh.
- 6.5 Studying and implementing measures to comply with Bangladesh environmental regulations and gender considerations, according to the principles of the government of Bangladesh and as may be applied to the project.
- 6.6 The Project Company will be authorized to charge for his services according to the tariff mechanism **[to be decided later]**.
- 6.7 Undertaking any other scope of works, which will be provided in the IFT.

- 6.8 At the end of the concession term of 30 years, the Project Company will be required to handover the 2nd Dhaka-Chittagong National Highway in Bangladesh with all facilities developed, to RHD or GoB in such condition as will be set out in the Concession Agreement and at no cost either to RHD or GoB.

In addition to the above The Applicant(s) willing to be Prequalified for option-2 shall be required to submit proposal on the Design, Engineering, Construction, Development, Finance, Operation and Maintenance of the project following option 2 after conducting necessary investigations and study.

Applicant(s) shall bear all expenses or cost incurred in preparation and submission of Application for Pre-qualification to RHD including any further investigation or study required in connection with preparation of their proposal as per option-1 and option-2. RHD shall not in any way be responsible for the costs incurred by the Applicant(s).

7 TENTATIVE TIMELINE

The speculated timeline of the Project is as follows:

1	Pre-qualification Document available for issue to Potential Investors	0	0
2	Time to prepare Pre-qualification Statements	60	60
3	Receipt of Pre-qualification Statements by the RHD	60th day	60
4	Evaluation of Pre-qualification Statements	21	81
5	Approval of Pre-qualification Statement's Evaluation Report	10	91
6	Notification of Shortlisted Potential Investors and Issue Tender Documents	5	96
7	Pre-tender Conference	30	126
8	Time to prepare Tenders	90	186
9	Receipt of Tenders by the RHD	186th day	186
10	Evaluation of Tenders	30	216
11	Approval of Tender Evaluation Report	21	237
12	Issuance of Letter of Intent	7	244
13	Finalisation of Concession Agreement	45	289
14	Vetting of Concession Agreement by the Ministry of Law, Justice and Parliamentary Affairs (MoLJPA)	21	310
15	Signing of Concession Agreement	5	315

8 INSTRUCTIONS TO POTENTIAL INVESTORS

8.1 General

- 8.1.1 Investors shall submit their queries concerning the Pre-qualification Document (if any) and the Pre-qualification Statement in writing to the RHD in English. Information in any other language shall be accompanied by its translation in English and must be authenticated/attested by the Foreign Ministry of the Investor's home country or Bangladesh Embassy in their home country or their embassy in Dhaka.
- 8.1.2 Any written requests for information, clarification etc. and / or questions must be submitted to RHD no later than ten (10) days prior to the closing date.
- 8.1.3 Complete information, data, documents, evidence and other necessary papers required under this Pre-qualification Document must be provided in the Pre-Qualification Statement.
- 8.1.4 An investor, in its individual capacity or as member of a joint venture, can participate only in one application.
- 8.1.5 Investor must authorize a person or persons to sign each page of the Pre-qualification Statement on behalf of the Investor. Such authorization shall be provided in a Power of Attorney.
- 8.1.6 All documents submitted by Investors shall be treated as confidential, and will not be returned.
- 8.1.7 In case of a joint venture association, the Investor's Pre-Qualification Statement must be submitted in the name of the joint venture association.
- 8.1.8 Pre-Qualification Statement shall be prepared in an orderly manner by using the Forms provided in this Pre-qualification Document to pre-qualify for the Project.
- 8.1.9 The Pre-Qualification Statement shall consist of the following Forms:

- Form I Notice of Receipt of Pre-qualification Document**
- Form II Forwarding Letter**
- Form III Power of Attorney to the Signatory**

- Form IV Affidavit**
- Form V Investor’s Organization and Documentary Evidence**
- Form VI Curriculum Vitae of Key Personnel**
- Form VI(a) Personnel Capabilities**
- Form VI(b) Details of Personnel Capabilities**
- Form VII Project Management Plan**
- Form VII(a) Structure and Organization**
- Form VIII Financial Information of the Investor**
- Form VIII(a) Source of Financing**
- Form IX Experience Records**
- Form IX(a) General Construction Experience**
- Form IX(b) Similar Construction Experience**
- Form X Historical Contract Non-performance**
- Form XI Equipment Capabilities**
- Form XI(a) Details of Proposed Equipment**
- Form XII Summary Sheet: Current Contract Commitments**

8.1.10 An Investor’s financial capacity will be judged on the basis of its net worth, fixed assets, net current asset and profitability. For determining the combined financial capability of a joint venture association, each member shall complete and submit its most recent Audited Financial Statements for the previous 5 years.

8.1.11 The Pre-Qualification Statement shall be submitted to:

Project Director (Additional Chief Engineer)
Roads and Highways Department
4-Laning of Dhaka-Chittagong Highway Project
Room No. 416, Block – C, Sarak Bhaban, Ramna
Dhaka - 1000, Bangladesh.

Investors must submit all questions and requests for clarification in writing to RHD at address mentioned above before two-third of time allowed for preparation and submission of Tender elapse.

RHD will respond to Investors' clarification requested within a reasonable time following its receipt and will post on the Website responses to those questions of general application and requests for clarifications which RHD deems to be material and not adequately addressed in previously provided documents.

- 8.1.12 The deadline for submission of Pre-qualification Statement is **1100 Hrs BST on 15 April 2010. One (1) original, two (2) copies and one (1) soft copy of Compact Disc (CD) of the Pre-Qualification Statement must be submitted in sealed envelope on or before the deadline and be clearly marked as “Pre-qualification Statement to Pre-qualify for the Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public Partnership (PPP) Basis”.**

In the event of any discrepancy between the original and the copies, the original shall prevail.

- 8.1.13 Pre-Qualification Statements received after the deadline indicated in the preceding section (Section 8.1.12) will not be considered and the Investor(s) will be so notified.
- 8.1.14 The Pre-qualification Statement can be delivered only by pre-paid mail, courier, or authorized person(s). In no case, Pre-Qualification Statements submitted by facsimile or e-mail shall be accepted.
- 8.1.15 The RHD will inform each Investor of the disposition of its Pre-Qualification Statement. The RHD reserves the right to accept or reject any Pre-Qualification Statement and to reject all Pre-Qualification Statements, without incurring any liability to the affected Investors or any obligation to inform the Investors of the grounds for its action. The RHD reserves the right not to award or enter into any contract or agreements with any Investor, and may terminate the pre-qualification and tendering process at any time without incurring any liability to any Investor. The RHD may contact any Investor for further clarification of information or data submitted in the Pre-Qualification Statement.

- 8.1.16 The RHD shall pre-qualify the Investors as Pre-qualified Tenderers who have passed all the tests of pre-qualification criteria set out in this Pre-qualification Document.
- 8.1.17 The RHD reserves the right to contact and verify Investor's information and references for the purpose of pre-qualification.
- 8.1.18 Failure of an Investor to submit the complete information as requested by the RHD in the Pre-qualification Document may lead to rejection of the Pre-qualification Statement in its entirety.
- 8.1.19 Investors should be aware that the RHD reserves the right to use and interpret the documentation it receives in accordance with its own judgment and its own methods to arrive at pre-qualification selection, and to decide alone and without any potential Investor being entitled to any recourse, which Investor will be selected, if any, to receive the IFT.
- 8.1.20 Experience and resources of subcontractors shall not be taken into account in determining the Investor's compliance with the Pre-qualification criteria.
- 8.1.21 The RHD may conditionally pre-qualify Investor(s) if the information and document submitted do not materially affect the Investor's assessment during pre-qualification process. In such situation, the RHD will ask the respective Investor(s) to provide information and document before the purchase of Tender Document (IFT).

8.2 Joint Venture

- 8.2.1 The Investor can be a single entity or a group of entities (hereinafter referred to as joint venture), coming together to implement the Project;
- 8.2.2 Members of joint venture shall nominate a member as "Lead Investor" and once nominated shall not be cancelled or changed in any circumstances during project period;
- 8.2.3 No change in the structure or composition of a joint venture shall be permitted between the submission of tender and the award of the contract. Any change in the composition of the joint venture in the above mentioned period shall lead to rejection of tender and the forfeiture of Tender Security;

8.2.4 Applications submitted by a joint venture shall comply with the following additional requirements:

- (a) Subject to Sections 9.2.2 and 9.2.4, the information required for the Investor shall be submitted for each member of the joint venture;
- (b) the Application should include a signed joint venture agreement committing the members to the objectives and purposes of the formation of the joint venture and describing the roles and responsibilities of the Lead Investor and other members including their respective share interest in the joint venture and the Project Company;
- (c) a member of a joint venture shall not be a member of any other joint venture;
- (d) the Lead Investor of the joint venture shall be nominated as being in charge to act on behalf of the joint venture and this authorization shall be supported by the joint venture agreement as per the format provided in Form V (Sl. No.11) under Section 10.5;

8.2.5 The Tender Security, the tender, and in case of a successful tender, the Concession Agreement shall be signed by the Project Company so as to be legally binding on all members jointly and severally;

8.2.6 All members of the joint venture shall be liable jointly and severally for the execution of the Concession Agreement;

8.2.7 The number of members of the joint venture shall not be more than 5 who are to provide equity for the Project in the following manner:

- Lead Investor to provide minimum of 51% of the total equity
- Member 1 to provide minimum of 10% of the total equity
- Member 2 to provide minimum of 10% of the total equity
- Member 3 to provide minimum of 10% of the total equity
- Member 4 to provide minimum of 10% of the total equity

All the members of a joint venture shall be jointly and severally liable for raising the minimum equity.

9 PRE-QUALIFICATION REQUIREMENTS AND CRITERIA

9.1 Pre-qualification Requirements

The Investor must demonstrate its experience in the following field:-

- Option-1: Experience in Design, Engineering, Construction, Development, Finance, Operation and Maintenance of at least 40 km highway/expressway 4-lane dual carriageway in a single BOT/BOOT/PPP project.

and/or

- Option-2: Experience in Design, Engineering, Construction, Development, Finance, Operation and Maintenance of at least 20 km Elevated Expressway 4-lane dual carriageway in a single BOT/BOOT/PPP project.

If the Investor is in the form of a joint venture, then the experience of the joint venture partners shall have to be provided. The following criteria will be used in the evaluation of Pre-qualification Statements:

9.1.1 *Legal Status*

The Investor or the association must submit all necessary papers and documents required in accordance with the laws, rules, regulations, orders, policies, guidelines etc. as applicable in Bangladesh to prove its legal status. List of documents to be provided is mentioned in Section 9.2.1 and Form V under Section 10.5.

9.1.2 *Technical and Managerial Capability*

The Investor shall provide evidence of having within its organization the technical capability to manage, as a project owner on BOT/BOOT/PPP basis, the financing, design, engineering, construction, operation and maintenance of a toll expressway/road project of the scale and size similar to the proposed expressway/ elevated expressway i.e. a minimum 40 km highway/expressway 4-lane dual carriageway **and/or** 20 km Elevated Expressway 4-lane dual carriageway, during the preceding twelve years. A list of key personnel (lead personnel in the areas of construction / engineering, finance, operation and project management) which the Investor intends to employ during the development of the Project shall be submitted for evaluation. The Investor

shall also provide a project management plan including an organization chart, financing plan, construction plan, and operation and maintenance plan.

9.1.3 Financial Capability

The Investor must have adequate capability to sustain the financing requirements for the design, engineering, construction and operation phases of the Project. The capability shall be measured in terms of proof of the ability of the Investor to provide a **minimum equity** to the Project, plus **10%** of the total project cost etc. In addition, the Investor shall also indicate experience in raising debt from commercial banks or financial institutions for one or more similar green field BOT/BOOT/PPP Expressway / toll road projects.

9.1.4 Development, Operation and Maintenance Capability, and Current Ownership in Investment

The Investor must demonstrate that it has the experience of successfully developing, and carrying out operation and maintenance of toll highway/ expressway having minimum length of 40 km **and/or** Elevated Expressway having minimum length of 20 km. Additionally, the Investor ought to establish its ownership in one or more toll expressway / road project companies. Current ownership shall be measured by multiplying the percentage of equity contributed by the Investor in the highway/expressway or similar project(s) with the capacity of such highway/ expressway or similar project(s) in calculation.

9.2 Pre-qualification Criteria and Tests

Pre-qualification will be based on the Investor's Pre-qualification Statement meeting all the Pre-qualification criteria regarding the Investor's legal status, technical and managerial capability, financial capability with ability to raise debt and equity for the Project of the scale and size similar to the proposed highway/expressway i.e. a minimum 40 km highway/expressway (at grade level) **and/or** a minimum 20 km Elevated Expressway both having minimum 4-lane dual carriageway and current ownership experience in investment. The RHD reserves the right to waive any minor deviations, if they do not materially affect the capability of an Investor to perform the Project.

9.2.1 Legal Status

The Investor shall provide all documentary evidence in support of its legal status in the country of its incorporation and business. The documentary

evidence includes but not limited to: (a) Certificate of Incorporation (if applicable); (b) Company legal documents such as registration under local authority, membership deed, Memorandum of Association and Articles of Association, Joint Venture Agreement, etc.; (c) Tax Payment Clearance Certificate from the relevant governmental authority; (d) Legal proof (Notary Certificate etc.) that there is no bar on the Investor to execute a contract with RHD and others.

9.2.2 *Technical and Managerial Capability*

The Investor shall provide evidence of having within its organization the technical capability to manage the financing, design, engineering, construction, operation and maintenance of a toll expressway / road project of the scale and size similar to the proposed highway i.e. a minimum 40 km highway/ expressway 4-lane dual carriageway **and/or** a minimum 20 km Elevated Expressway 4-lane dual carriageway. **In case of a joint venture, capability of each member shall be additive.** A list of suitably qualified key personnel (lead personnel in the areas of construction / engineering, finance, operation and project management) which the Investor intends to employ during the development of the Project shall be submitted for evaluation in accordance with the requirements provided in the table below . The investors shall supply information on a prime candidate and an alternative for each position, both of whom should meet the minimum experience requirements specified in the following Table:

Personnel Experience Requirement

Position	No. of Positions	Total Experience (Years)	Experience in similar works of bridge/road (Year)	Experience in developing countries (Year)	Experience in specified position (Year)
Project Manager / Team Leader	1	20	10	5	5
Senior Highway Engineer	2	15	8	3	5
Senior Engineer Bridge/Structure	2	15	8	3	5
Senior Material and Quality	2	15	8	3	5

Control Engineer					
Senior Road Safety Engineer	1	10	8	3	5
Senior Environmental & Social Specialist	1	10	8	3	5
Senior Hydrologist	1	10	8	3	5
Manager (Operations)	1	10	8	3	5
Manager (Finance)	1	10	8	3	5
Software Engineer	1	10	8	3	5

The Investors shall provide curriculum vitae of important staff, which must meet the above experience requirements.

The Investors shall provide the curriculum vitae of key personnel and other required information in Form VI under Section 10.6. The information of curriculum vitae shall be provided in a format provided in the above-mentioned form. The Investors shall also provide a project management plan including an organization chart, financing plan, construction plan, and operation and maintenance plan in Form VII under Section 10.7.

9.2.3 Financial Capability, and Ability to Raise Debt and Equity

- (a) The Investor's audited annual balance sheets for the last **three (3)** years shall be submitted and must demonstrate that the Investor is in a sound financial position. The Investor shall confirm that it will be in a position to provide, as a minimum: (i) at least **20%** of the total project cost or equivalent in other currency as equity; (total project cost **US\$ 3 billion** approx.) (ii) an additional **10%** of the total project cost (to meet unforeseen expenses incurred during the implementation of the Project etc.); (iii) the COD Performance Guarantee to RHD on the day of signing the Concession Agreement.

- (b) Financial statements, prospectus and other supporting data and information from one or more similar greenfield BOT/BOOT/PPP toll expressway / road projects, which confirm that Investor has raised a value equal to **US\$ 500 million** (or equivalent in other currency) or above, at developing countries (Asia, Africa and Latin America), in debt and equity as evidenced by financial closures in the last **twelve (12)** years.

In case of a joint venture, capability of each member shall be additive in both case.

9.3 Ineligibility of Investors

An investor shall be ineligible to participate in the pre-qualification process if the investor, or any of its members if formed as a joint venture:

- (a) is not a physical or juridical individual (proprietorship), membership or limited company (public or private);
- (b) is a physical or juridical individual (proprietorship), membership or limited company (public or private) based, headquartered, constituted, registered or incorporated in Israel;
- (c) does not have legal capacity to enter into contract with the RHD and other persons;
- (d) is the one who had assisted the RHD in the feasibility study or in the preparation of Tender Document and Concession Agreement for this Project;
- (e) has been under a declaration of ineligibility at anytime for corrupt, fraudulent, collusive or coercive practices in Bangladesh or any other country published by the Government of Bangladesh, the respective governments or any international body respectively. The term “corrupt”, “fraudulent”, “collusive” or “coercive” has the meaning as defined in the Public Procurement Regulations, 2008;

- (f) is to be insolvent, be in receivership, be bankrupt or being wound up, its business activities is to be suspended and it is to be the subject of legal proceeding for any of the foregoing;
- (g) is the one with whom the RHD previously had entered into a contract for some other purpose and later terminated the contract prior to the expiry of the contract due to the event of default on the part of the investor;
- (h) is the one which has been involved in any litigation in the previous 5 years with any Executing Authority in any country for any purpose;
- (i) is the one which has history of non-performance of work in the previous 5 years;

9.4 Disqualification of Pre-Qualification Statement

The Pre-qualification Statement may be disqualified from the Pre-qualification process, if:

- (a) the Pre-qualification Statement is received after the required deadline;
- (b) any material inconsistencies of information are found in the Pre-qualification Statement;
- (c) any misrepresentations are found in the Pre-qualification Statement and supporting documentation;
- (d) the Investor participates in more than one application;
- (e) the Investor, through separate legal entities, participates in more than one application but where all such legal entities have substantially common ownership.

10 INVESTOR'S PRE-QUALIFICATION STATEMENT

FOR

**CONSTRUCTION OF 2ND DHAKA-CHITTAGONG
NATIONAL HIGHWAY IN BANGLADESH
ON
BUILD-OPERATE-TRANSFER (BOT) /
BUILD-OWN-OPERATE-TRANSFER (BOOT) /
PRIVATE-PUBLIC-PARTNERSHIP (PPP) BASIS**

SUBMITTED BY: _____

ADDRESS: _____

TELEPHONE: _____

FACSIMILE: _____

E-MAIL ADDRESS: _____

This Pre-qualification Statement consists of the following forms:

- Form I Notice of Receipt of Pre-qualification Document**
- Form II Forwarding Letter**
- Form III Power of Attorney to the Signatory**
- Form IV Affidavit**
- Form V Investor's Organization and Documentary Evidence**
- Form VI Curriculum Vitae of Key Personnel**
- Form VI(a) Personnel Capabilities**
- Form VI(b) Details of Personnel Capabilities**
- Form VII Project Management Plan**
- Form VII(a) Structure and Organization**
- Form VIII Financial Information of the Investor**
- Form VIII(a) Source of Financing**
- Form IX Experience Records**
- Form IX(a) General Construction Experience**
- Form IX(b) Similar Construction Experience**
- Form X Historical Contract Non-performance**
- Form XI Equipment Capabilities**
- Form XI(a) Details of Proposed Equipment**
- Form XII Summary Sheet: Current Contract Commitments**

10.1 FORM I: NOTICE OF RECEIPT OF PRE-QUALIFICATION DOCUMENT

**CONSTRUCTION OF 2ND DHAKA-CHITTAGONG
NATIONAL HIGHWAY IN BANGLADESH
ON
BUILD-OPERATE-TRANSFER (BOT) /
BUILD-OWN-OPERATE-TRANSFER (BOOT) /
PRIVATE-PUBLIC-PARTNERSHIP (PPP) BASIS**

The undersigned received the above captioned Pre-qualification Documentation on _____. We have reviewed the package and we [do/do not]¹ intend to submit a Pre-qualification Statement.

Furthermore, we understand that our Pre-qualification Statement will be due on [The Date].

(Signature)
[The Name]

[Designation]

[Name of the Investor / Lead Investor (if applicable)]

[Address and Contact Details]

¹ Keep the appropriate word(s) in the square bracket and delete the square bracket and other word(s).

10.2 FORM II: FORWARDING LETTER

[on letter head of the applicant or lead partner responsible for a joint venture, including full postal address, telephone no., and cable address]

Date: *[insert day, month, year]*

To:

The Project Director (Additional Chief Engineer)
Roads and Highways Department
4-Laning of Dhaka-Chittagong Highway Project
Room No. 416, Block – C, Sarak Bhaban, Ramna
Dhaka - 1000, Bangladesh

Being duly authorized to represent and act on behalf of (hereinafter “The Applicant”), and having reviewed and fully understood all the pre-qualification information provided, the undersigned hereby apply to be pre-qualified for the **Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public-Partnership (PPP) Basis** and declare that:

- (a) we have examined and have no reservations to the Pre-qualification Document, including Addendum(s) No(s). (if applicable). *[insert the number and issuing date of each addendum]*.
- (b) we, including any subcontractors or suppliers for any part of the contract resulting from this pre-qualification, do not have any conflict of interest.
- (c) we, including any subcontractors or suppliers for any part of the contract resulting from this pre-qualification, have not been declared ineligible by any Employer or under the Employer’s country laws, official regulations.
- (d) *[insert either “we are not a Government owned entity” or “we are a Government entity]*.
- (e) we plan to subcontract the following key activities and / or parts of the works:
[insert any of the key activities which the Investor intends to subcontract]
- (f) Your Agency and its authorized representative are hereby authorized to conduct any inquiries or investigations to verify the statements, documents, and information submitted in connection with this application, and to seek clarification, from our bankers and clients regarding any financial and technical aspects. This letter of application will also serve as authorization to any individual or authorized representative of any institution referred to in the supporting information, to provide such information deemed necessary and requested by yourselves to verify statements and information provided in this

application, or with regard to the resources, experience, and competence of the Applicant.

- (g) Your Agency and its authorized representatives may contact the following persons for further information or clarification.⁽¹⁾

General and Managerial Inquiries

Contact 1: _____ Tel No. : _____

Contact 2: _____ Tel No. : _____

Personnel Inquiries

Contact 1: _____ Tel No. : _____

Contact 2: _____ Tel No. : _____

Financial Inquiries

Contact 1: _____ Tel No. : _____

Contact 2: _____ Tel No. : _____

⁽¹⁾ Applications by joint ventures should provide, on a separate sheet, equivalent information for each party to the application.

- (h) This application is made in the full understanding that:
 - (a) bids by pre-qualified applicants will be subject to verification of all information submitted for pre-qualification at the time of bidding;
 - (b) your Agency reserves the right to amend the scope and value of this project.
- (i) We confirm that if we bid, that bid and as well as any resulting contract will be:
 - (a) signed so as to legally bind all partners, jointly and severally; and
 - (b) submitted with a joint venture agreement providing the joint and several liability of all partners in the event the contract is awarded to us.
- (j) We understand that you may cancel the pre-qualification process at any time and that you are neither bound to accept any application that you may receive nor to invite the pre-qualified Investors to bid for the contract subject of this pre-qualification, without incurring any liability to the Investors.
- (k) The undersigned declare that the statements made and the information provided in the duly completed application are complete, true and correct in every detail.

Signed: _____ Name: _____

For and on behalf of: _____
(Name of Applicant or leading investor of a joint venture)

Signed: _____ Name: _____

For and on behalf of: _____
(partner of a joint venture)

Signed: _____ Name: _____

For and on behalf of: _____
(partner of a joint venture)

Signed: _____ Name: _____

For and on behalf of: _____
(partner of a joint venture)

Signed: _____ Name: _____

For and on behalf of: _____
(partner of a joint venture)

Note: The applicant must know that not more than five firms are allowed to make a Joint Venture under this Project.

10.3 FORM III: POWER OF ATTORNEY TO THE SIGNATORY²

TO WHOM IT MAY CONCERN

Mr. _____(name of the person(s)), residing at _____(address), acting as _____(designation and name of the organization), and whose signature is authorized below, shall be the person on behalf of _____(name of the Investor) to provide information and respond to inquiries etc. as may be required by the Roads and Highways Department, Ministry of Communications or any governmental authority in connection with the **“Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public-Partnership (PPP) Basis”** and is also hereby authorized to sign and file relevant documents in response to the above.

(Authorized signature to be given here)

Name:

Designation:

Organization:

Seal of the Organization:

² Power of Attorney to be provided on a non-judicial stamp of Taka 150 / or as permissible under the laws of the respective country.

10.4 FORM IV: AFFIDAVIT³

The undersigned, *[name of the official]*, of legal age, and residing at *[address]* after having been duly sworn deposed states:

- (i) that he/she is the *[official capacity]* of *[name of the Investor]*, duly organized under the laws of *[name of the country]*.
- (ii) that personally, and as *[official capacity]* for and on behalf of the *[name of the Investor]*, he/she hereby certifies:
 - (a) that all statements, representations, information and other matters of fact made in this Pre-qualification Statement including any attachments and enclosures are true, complete and accurate;
 - (b) that this statement is made for the express purpose of pre-qualifying *[name of the Investor]* as a responsible Investor by the RHD for the “**Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public-Partnership (PPP) Basis**”;
 - (c) that the Investor will make himself/herself available to the RHD and to the Government of the People’s Republic of Bangladesh or any other of its authorized agencies any information they may find necessary to verify any item in this statement or regarding its competence and general reputation;
 - (d) that the Investor has accepted the Pre-qualification criteria laid out in the Pre-qualification Document;
 - (e) that the Investor waives its right to seek and obtain court injunction or restraining order against the RHD or the Ministry of Communications to prevent

³ Affidavit to be provided on a non-judicial stamp of Taka 150 / as admissible under the laws of the respective country.

or restrain the Pre-qualification process, the holding of a Tender, the award of the Contract or any proceedings related thereto;

- (f) that the undersigned is duly authorized by the Investor or, if applicable, by all the members of the joint venture to make these representations and sign the Pre-qualification Statement to be pre-qualified for the “**Construction of 2nd Dhaka-Chittagong National Highway in Bangladesh on Build-Operate-Transfer (BOT) / Build-Own-Operate-Transfer (BOOT) / Private-Public-Partnership (PPP) Basis**”.
- (g) that the Investor has not applied for liquidation or not been ordered to liquidate by any court or other authority;
- (h) that the Investor is not legally restrained to execute a contract;
- (i) that the Investor has not been involved in any litigation in the previous 5 years with any Executing Authority in any country for any purpose;
- (j) that the Investor does not have a history of non-performance of work in the previous 5 years;
- (k) that the Investor is not in the process of merger with / acquisition by other entity (applicable for foreign investors only).

[Official Capacity]

WITNESSES:

1. _____ 2. _____

SUBSCRIBED AND SWORN TO before me this ____ day of ____ 20... ____ at ____.

Notary Public

10.5 FORM V: INVESTOR'S ORGANIZATION AND DOCUMENTARY EVIDENCE

1. Name of the Investor or, Joint Venture (if applicable);
2. Name of the Lead Investor (if applicable);
3. Type of organization;
4. Date and place of incorporation;
5. Address of the Lead Investor (if applicable);
6. Details of the Investor (including brochure(s), if any);
7. Names of the shareholders of the Investor and size of their holdings;
8. Roles and responsibilities of the Lead Investor (if applicable);
9. Roles and responsibilities of other Investors (in case of a joint venture);
10. Certificate of Incorporation, and Memorandum of Association and Articles of Association, or Membership Deed as the case may be for each Investor member of the joint venture;
11. The Joint Venture Agreement must be written on non-judicial stamp duly notarized / registered in their respective country. Joint Venture Agreement shall contain but is not to be limited to the following:
 - (b) Name of the joint venture (Investor);
 - (c) Address of the joint venture;
 - (d) Name of the Lead Investor;
 - (e) Share control of the joint venture and in the proposed Project Company;
 - (f) Major roles and responsibilities of each member of the joint venture;
 - (g) Effective date;
 - (h) Termination provision (the joint venture must remain valid until the formation and incorporation of the company under the Bangladesh law, provided that the joint venture wins the tender);
 - (i) Provision for several and joint liability for any action taken by any member of the association.
12. Tax certificate from the relevant governmental authority;
13. Certificate for non-liquidation from the relevant authority (applicable for foreign investors only);
14. Certificate for non-merger with / non-acquisition by other entity (applicable for foreign investors only).

10.6 FORM VI: CURRICULUM VITAE OF KEY PERSONNEL

The Investor shall provide curriculum vitae of key personnel of its organization or some reputable firms likely to be engaged by the Investor for the Project. If the key personnel are hired from other firms, the Investor shall provide brochures of the firm and a letter of interest of the firm to provide such expertise to the Investor as and when required. The curriculum vitae for each person must be signed by that person, denoting his/her willingness for the proposed position, and not be more than two pages in length in the attached form VI(b) – Details of Personnel Capabilities:

Form VI(a) : PERSONNEL CAPABILITIES

Name of Applicant:

For specific positions essential to contract implementation, the Investors should provide the names of a prime candidate and an alternate qualified to meet the specified requirements stated for each position. Members of a joint venture should decide their best candidates from among the partners and propose only a Prime and one Alternative candidate for each position. The data on their experience should be supplied in separate sheet (on Form VI(b) for each candidate).

1	Title of Position	Project Manager
	Name of Prime Candidate	
	Name of Alternate Candidate	
2	Title of Position	Senior Highway Engineer
	Name of Prime Candidate	
	Name of Alternate Candidate	
3	Title of Position	Senior Engineer Bridge/Structure
	Name of Prime Candidate	
	Name of Alternate Candidate	
4	Title of Position	Senior Material and Quality Control Engineer
	Name of Prime Candidate	
	Name of Alternate Candidate	
5	Title of Position	Senior Road Safety Engineer
	Name of Prime Candidate	
	Name of Alternate Candidate	
6	Title of Position	Senior Environmental & Social Specialist
	Name of Prime Candidate	
	Name of Alternate Candidate	
7	Title of Position	Senior Hydrologist
	Name of Prime Candidate	
	Name of Alternate Candidate	
8	Title of Position	Manager (Operations)
	Name of Prime Candidate	
	Name of Alternate Candidate	
9	Title of Position	Manager (Finance)
	Name of Prime Candidate	
	Name of Alternate Candidate	
10	Title of Position	Software Engineer
	Name of Prime Candidate	
	Name of Alternate Candidate	

Form VI(b) DETAILS OF PERSONNEL CAPABILITIES

Prime / Alternate Candidate
(Delete as appropriate)

Name of Applicant

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Proposed Position	<u>Candidate</u>			
	Prime	Alternate		
Candidate information	1. Name of Candidate		2. Date of Birth :	
	3. Citizenship :		4. Total Experience:..... years	
	3. Educational qualification (last two degrees):			
Present Employment	4. Name of Employer:			
	5. Address of Employer			
	Telephone No.:		Contact (Manager/Personnel Officer)	
	Fax No.:		E-mail:	
Present Job Title of Candidate:		Years with Present Employer:		
Proficiency in		* Read	* Write	* Speak
English Language				

* state whether excellent, very good, good or fair.

Summarize professional experience in reverse chronological order, indicate particular technical and managerial experience relevant to the Project (main responsibilities and duties in three most recent positions/organizations).

From	To	Company/Project/Position/ Relevant Technical & Managerial Experience

10.7 FORM VII: PROJECT MANAGEMENT PLAN

The Investor shall narrate the preliminary organization and implementation plan for the proposed Project in accordance with Section 9.2.2 to carry out the Project activity in the most efficient way. The Investor shall propose an organization chart including the personnel proposed in Form VI / VI(a) for the Project that will be able to maintain the full activities of different phases of the Project. Such narration should not be less than five (5) pages or more than ten (10) pages, excluding diagrams, charts, drawings etc.

FORM VII(a): STRUCTURE AND ORGANIZATION

Attach an organization chart of each partner showing the company's structure including the position of the directors and key personnel if relevant.

Name of partner of a joint venture

10.8 FORM VIII: FINANCIAL INFORMATION OF THE INVESTOR

Each incorporated Investor member shall provide audited financial statements to demonstrate that they meet requirements stated in the instructions to potential investors (Section 8). Each partner of a JV must fill in this form. If necessary, use separate sheets to provide complete banker information. A copy of audited balance sheets and statement of profit and losses for the last three (3) years should be attached. Firms owned by individuals and partnerships may submit their balance sheets certified by a registered accountant and supported by copies of tax returns, if audits are not required by the laws of their country of origin.

1. Name of banker : _____

2. Banker's Address: _____

Tel : _____ Fax: _____ E-mail: _____

3. Contact name and title: _____

[Provide the same information for other bankers in a separate sheet.]

Summarize actual assets and Liabilities converted into US dollars (at the rate of exchange current at end of each year) for the previous three (3) years. Based on known commitments, summarize projected Assets and Liabilities converted into US dollars for the next two years.

(Figure in Million US\$)

Financial Information in US Dollars Equivalent	Previous Three Years			Projected Two Years	
	1	2	3	4	5
1. Gross Revenues / Turnover					
2. Total Assets					
3. Current Assets					
4. Total Liabilities					
5. Long Term Loans					
6. Current Liabilities					
7. Net Worth (Row 2–Row 4)					
8. Net Current Assets (Row 3 - Row 6)					
9. Cash at Hand and Bank					
10. Net Income before Interest & Taxes					
11. Net Income after Interest & Taxes					
12. Paid-up Capital					

FORM VIII(a) : SOURCE OF FINANCING (Tentative Financing Plan)

Specify proposed sources of financing to meet the cash flow demands of the Project, net of current commitments of other contracts.:

	Sources of financing	Amounts (US\$ equivalent)
1.
2.
3.
4.

Applicant should submit a bank reference letter and a bank consent letter from a reputable commercial bank of Bangladesh or a foreign bank having a corresponding bank in Bangladesh to the effect that such bank certifies the financial capability of the applicants to meet their financial obligation to perform the said contract, if the contract is awarded to the applicants.

10.9 FORM IX: EXPERIENCE RECORDS

The Investor shall describe and provide evidence of its successful experience of raising debt and equity, reliable operating history and ownership experience in minimum 40 km highway/expressway (at grade level) **and/or** a minimum 20 km Elevated Expressway both having minimum 4-lane dual carriageway in accordance with Sections 9 in the following manner:

- (a) Type, nature and location of the project;
- (b) Product or service produced or delivered by the project;
- (c) Capacity or ability of the project;
- (d) Technical data/information on major equipment installed;
- (e) Description of role performed by the Investor on the project;
- (f) Total investment cost, financing structure, debt and equity raised for the project;
- (g) Construction time for the project;
- (h) Name and address of the Lead Investor including other shareholders of the project;
- (i) Date of commercial operation;
- (j) Present status of the project;
- (k) Certificate of Incorporation, and Memorandum of Association and Articles of Association;
- (l) Audited Financial Statements⁴ (including Annual Report, if any) of the project during the time of experience asked for.

In case of raising debt and equity for a project, the Investor shall also provide copies of the loan agreements and shareholders' agreement on equity contribution in addition to the above requirements.

The Investor can provide any other data and information that would assist the RHD to assess the experience and capability of the Investor.

For the construction related experience the Investor shall also fill up and submit Forms IX(a) and Forms IX(b).

FORM IX(a): GENERAL CONSTRUCTION EXPERIENCE

[The following table shall be filled in for the Investor and for each member of a joint venture]

Investor's / joint venture member's legal name: [insert full name]

Investor joint venture party legal name: [insert full name]

Page [insert page number] of [insert total number] pages

[Identify contracts that demonstrate continuous construction work over the past **ten** years. List contracts chronologically, according to their commencement (starting) dates.]

Starting Month / Year	Ending Month / Year	Contract Identification	Role of Investor
[indicate month/ year] _____	[indicate month/ year] _____	Contract name: [insert full official name] Contract Number: [insert official number] Brief Description of the Works performed by the Investor: [describe works performed briefly] Amount of contract: [insert actual contract amount and its US\$ equivalent] Name of Employer: [indicate full name] Address: [indicate full mailing address] Telephone/Fax : E-mail: Web:	[insert "Contractor," or "Subcontractor;" or "Contract Manager"] _____
_____	_____	Contract name: Brief Description of the Works performed by the Investor: Amount of contract: Name of Employer: Address: Telephone/Fax : E-mail: Web:	_____
_____	_____	Contract name: Brief Description of the Works performed by the Investor: Amount of contract: Name of Employer: Address: Telephone/Fax : E-mail: Web:	_____

Starting Month / Year	Ending Month / Year	Contract Identification	Role of Investor
_____	_____	Contract name: Brief Description of the Works performed by the Investor: Amount of contract: Name of Employer: Address: Telephone/Fax : E-mail: Web:	_____
_____	_____	Contract name: Brief Description of the Works performed by the Investor: Amount of contract: Name of Employer: Address: Telephone/Fax : E-mail: Web:	_____

FORM IX(b): SIMILAR CONSTRUCTION EXPERIENCE

[The following table shall be filled in for contracts performed by the Investor, each member of a joint venture, and specialist subcontractors]

Investor's / joint venture member's legal name: [insert full name]

Date: [insert day, month, year]

Joint venture party name: [insert full name]

ICB no. and title: [insert ICB number and title]

Page [insert page number] of [insert total number] pages

Similar Contract No. ___[insert number] of [insert number of similar contracts]	Information		
Contract Identification	_[insert contract name and number, if applicable]_		
Award date	_[insert day, month, year, i.e., 15 June, 2015]_		
Completion date	_[insert day, month, year, i.e., 03 October, 2017]_		
Role in Contract [check the appropriate box]	Contractor	Management Contractor	Subcontractor
Total Contract Amount	___[insert total contract amount]		US\$ ___[insert total contract amount in US\$ equivalent]
If member in a joint venture, or subcontractor, specify participation in total contract amount	[insert a percentage amount] _____	[insert total contract amount] _____	[insert total contract amount in US\$ equivalent] _____
Employer's Name:	___[insert full name]___		
Address:	[indicate street / number / town or city / country]		
Telephone / fax number	[insert telephone / fax numbers, including country and city area codes]		
E-mail:	[insert e-mail address, if available]		
Web:	[insert e-mail address, if available]		

Similar Contract No. __[insert number] of [number of similar contracts] ____	Information
Description of the similarity in accordance with the above:	
1. Amount	__[insert amount in US\$ in words and in figures]__
2. Physical size	__[insert physical size of activities]__
3. Complexity	__[insert description of complexity]__
4. Methods/Technology	__[insert specific aspects of the methods/technology involved in the contract]__
5. Other Characteristics	__[insert other characteristics as described in Section 5, Scope of Works]__

10.10 FORM X: HISTORICAL CONTRACT NON-PERFORMANCE

[The following table shall be filled in for the Investor and for each member of a joint venture]

Investor's legal name: [insert full name]

Date: [insert day, month, year]

Joint venture member legal name:[insert full name]

Page [insert page number] of [insert total number] pages

Non-Performing Contracts			
Year	Non performed portion of contract	Contract Identification	Total contract amount (current value, US\$ equivalent)
[insert year]	[insert amount and percentage]	Contract identification: [indicate complete contract name / number, and any other identification] Name of Employer: [insert full name] Address of Employer: [insert street / city / country] Reason(s) for non-performance: [indicate main reason(s)]	[insert amount]
Pending Litigation			
No pending litigation			
Litigation pending are specified below:			
Year	Outcome as percent of total assets	Contract Identification	Total contract amount (current value, US\$ equivalent)

[insert year] -----	[insert percentage] -----	Contract Identification: [indicate complete contract name, number, and any other identification] Name of Employer: [insert full name] Address of Employer: [insert street/city/country] Matter in dispute: [indicate main issues in dispute]	[insert amount] -----
-----	-----	Contract identification: Name of employer: Address of employer: Matter in dispute:	-----

FORM XI : EQUIPMENT CAPABILITIES

Name of Applicant

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[The Applicant should list below the key items of equipment and facilities which he would propose to complete the major works as given hereunder within the specified period.]

The Applicant shall own, or have assured access (through hire, lease, purchase agreement, or other means) to key equipment and facilities in full working order and must demonstrate that, based on known commitments, they will be available for use in the proposed contract. The Applicant shall fill up the columns of Name of Equipment/Facility, Type/Size/Capacity and Required Numbers of Units in the Table below:

The Applicant should also demonstrate how he has assured access to such equipment in separate sheets (on Form XIA for each equipment).

Major Works	Name of Equipment/Facility	Type/Size/Capacity	Required Number
(1) Road Earthwork			
(2) Road Pavement Sub-base/Base Course			
(3) Road Pavement Asphalt Pavement			
(4) Aggregate Supply and Transport			
(5) Concrete Supply and Transport			

FORM XI(a) : DETAILS OF PROPOSED EQUIPMENT

Name of Applicant

The Applicant should provide adequate information to demonstrate clearly that it has the capability to meet the requirements for each and all items of Equipment proposed in Form XI. A separate Form XIA shall be prepared for each key item of equipment proposed by the Applicant.

Item of equipment: _____

1. Manufacturer: _____ 2. Model and power rating: _____

3. Capacity : _____ 4. Year of manufacture: _____

5. Current Condition and Location: _____

1. Details of Current Commitments: _____

6. In case the Applicant is a joint venture, indicate the name of the partner who will provide this particular equipment :

7. Indicate whether equipment is owned or to be hired, leased, manufactured especially, or through other means:

8. Owner : _____

[Omit the following information for equipment owned by the Applicant, including partners of a joint venture]

9. Owners address: _____

Tel: _____ Fax: _____

Contract Person (Name and Title) : _____

10. Details of hire/lease/manufacture agreements specific to the project

**FORM XII : SUMMARY SHEET: CURRENT CONTRACT COMMITMENTS/
WORKS IN PROGRESS**

Names of Partner of a joint venture _____

All partner to an application should provide information on their current commitments on all contracts that have been awarded, or for which a letter of intent or acceptance has been received, or contracts approaching completion but for which an unqualified, full completion certificate has yet to be issued.

	<u>Name of Contract</u>	Value of Outstanding Work (US\$ equivalent)	Estimated Completion Date
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____
4.	_____	_____	_____
5.	_____	_____	_____
6.	_____	_____	_____
7.	_____	_____	_____
8.	_____	_____	_____
9.	_____	_____	_____
10.	_____	_____	_____

[use additional sheets as necessary]

**ATTACHMENT-1 : PROPOSAL FOR ELEVATED EXPRESSWAY AS
PER OPTION-2 (OPTIONAL)**

The Applicant(s) willing to be Prequalified for option-2 shall be required to submit proposal on the Design, Engineering, Construction, Development, Finance, Operation and Maintenance of the project following option 2* after conducting necessary investigations and study.

*** Option 2:**

Elevated Expressway of approximately 230 km for the entire length of Dhaka-Chittagong Highway following its existing alignment including construction of necessary by-passes or demolition of any infrastructures (if needed) to minimize the use of land.

Location Map of 2nd Dhaka-Chittagong National Highway

