

**Tarlac-Pangasinan-La Union
Expressway (TPLEX)
Extension Project**

Instructions to Comparative Proponents

Department of Public Works and Highways

DECEMBER 2023

DISCLAIMER

The information contained in this Instructions to Comparative Proponents [ICP] and other documents subsequently provided to all Prospective Bidder[s] [collectively, the "**Tender Documents**"], whether verbally or in documentary or any other form, by or on behalf of the Department of Public Works and Highways [the "**DPWH**"] or any of its employees or advisors, is provided to the Prospective Bidder[s] on the terms and conditions set out herein and such other terms and conditions subject to which such information is provided.

The Tender Documents are not agreements and are neither offers nor invitations by the DPWH to the Prospective Bidders or any other person. The purpose of the Tender Documents is to provide interested parties with information that may be useful to them in making their offers. The Tender Documents include statements, which reflect various assumptions and assessments arrived at by the DPWH in relation to the Project, as defined herein. Such assumptions, assessments and statements do not purport to contain all the information that each Prospective Bidders may require. The Tender Documents may not be appropriate for all persons, and it is not possible for the DPWH, its employees or advisors to consider the investment objectives, financial situation and particular needs of each party. The assumptions, assessments, statements and information contained in the Tender Documents and associated documents may not be complete, accurate, adequate or correct. Each Prospective Bidder should therefore, conduct its own investigations and analysis and should check the accuracy, adequacy, correctness, reliability and completeness of the assumptions, assessments, statements and information contained in the Tender Documents and obtain independent advice from appropriate sources.

Information provided in the Tender Documents is on a wide range of matters, some of which may depend upon interpretation of law. The information given is not intended to be an exhaustive account of statutory requirements and should not be regarded as a complete or authoritative statement of law. The DPWH accepts no responsibility for the accuracy or otherwise for any interpretation or opinion on law expressed herein.

The DPWH, its employees and advisors make no representation or warranty and shall have no liability to any person, including any Prospective Bidder, under any law, statute, rules or regulations, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expense which may arise from or be incurred or suffered on account of anything contained in the Tender Documents or otherwise, including their accuracy, adequacy, correctness, completeness or reliability and any assessment, assumption, statement or information contained therein or deemed to form part thereof Tender Documents or arising in any way for participation in the Tender Process.

The DPWH also accepts no liability of any nature whether resulting from negligence or otherwise howsoever caused arising from reliance of any Comparative Proponent upon the statements contained in the Tender Documents.

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Republic of the Philippines
DEPARTMENT OF PUBLIC WORKS AND HIGHWAYS

Tarlac – Pangasinan – La Union Expressway (TPLEX) Extension Project

INSTRUCTIONS TO COMPARATIVE PROPONENTS

The Department of Public Works and Highways [“**DPWH**”] invites Prospective Bidders to submit their comparative proposals for the design, finance, construction, operation, and maintenance of the Tarlac – Pangasinan – La Union Expressway (TPLEX) Extension Project [the “**Project**”].

The Project consists of a thirty-four [34] year concession, comprised of the design, financing, construction, and operation and maintenance of a four [4] inner lane, toll expressway structure with a length of 59.4 kilometers passing through Rosario, La Union to San Juan, La Union with three (3) segments, namely: (1) Rosario – Tubao; (2) Tubao – Naguilian; and (3) Naguilian – San Juan, La Union..

The Project will be undertaken using the Build-Operate-Transfer [“**BOT**”] contractual arrangement, a Public-Private Partnership [“**PPP**”] project, under Republic Act [“**RA**”] No. 6957, as amended by RA No. 7718 [the “**BOT Law**”], and its Revised 2022 Implementing Rules and Regulations [the “**Revised 2022 BOT Law IRR**”].

This Instructions to Prospective Bidders [the “**ITPB**”] provide the procedures and requirements, as well as basic information, which Prospective Bidders must be aware of and follow in preparing and submitting their Comparative Proposals for the selection by the DPWH of a Winning Comparative Proponent to design, finance, construct, operate and maintain the Project. The Project shall be awarded through a competitive and comparative bidding process or Swiss Challenge in accordance with Section 5 of the BOT Law and Rule 10 of the BOT Law IRR.

The party which may obtain the Tender Documents are: [1] Prospective Bidder itself, [2] a Consortium Member, [3] a Contractor, [4] an Affiliate of the Prospective Bidder, Consortium Member or Contractor, or [5] an authorized representative or agent of any of these entities.

1.1. The Prequalification, Bids and Awards Committee [“PBAC”] for PPP Projects

The PBAC for PPP Projects of the DPWH created by DPWH Special Order No. 209, Series of 2023 dated 25 September 2023, shall administer the Tender for this Project.

1.2. Documents to be Provided to Comparative Proponents

- a. The Project Tender Documents shall govern the preparation, submission and evaluation of Comparative Proposals, and the selection and award of the Project to the Winning Comparative Proponent. They consist of:
 - (i) This ICP, which includes bid bulletins issued by the PBAC and documents incorporated by references;
 - (ii) The Concession Agreement and its Annexes [the "**Concession Agreement**"] which include, among others, the Minimum Performance Standards and Specifications [the "**MPSS**"], which will set out Technical Requirements for Design, Construction, Operation and Maintenance of the Project throughout the concession period; and
 - (iii) Other technical documents prepared by or on behalf of the DPWH.

The Concession Agreement shall be the principal document governing the contractual relationship between the Special Purpose Corporation (SPC) that shall be formed by the Winning Comparative Proponent in accordance with Section 11.5 of the Revised 2022 BOT Law IRR; and the DPWH in the implementation of the Project, including its termination and the effects thereof. Pursuant to Section 10.11 of the BOT Law IRR, the Concession Agreement is final and non-negotiable.

- b. In addition to the Tender Documents, the following documents will be provided to Prospective Bidders solely to provide background information on the Project [**Background Information Documents**"]. These documents will be accessed through PPP Center of the Philippines' Virtual Data Room (VDR). Neither the DPWH nor any other associated party provides any warranty or assurance of the accuracy or reliability of the information contained in these documents. Neither the DPWH nor any other associated party bound by any of the contents of these documents:
 - (i) Project Information Memorandum;
 - (ii) Conceptual Plan and Profile; and
 - (iii) Cross-section Plan.

The provided Conceptual Drawings, which includes the Plan and Profile, Cross-section Plan and other project drawings prepared by the Original

Proponent shall only serve as reference for Prospective Bidders in determining their own respective Conceptual Plans and/or Financial Proposals.

The Prospective Bidder is obliged to verify the correctness, completeness, accuracy and reliability of the information contained in the Background Information Documents. The DPWH or any other associated party does not provide any warranty or assurance of the correctness, completeness, accuracy or reliability of the information contained in the Background Information Documents. The DPWH or any other associated party shall not be liable to any Prospective Bidders, the Winning Comparative Proponent or any other person for damages caused by that party's reliance on the Background Information Documents regardless of any erroneous, absent, incomplete, inaccurate or unreliable information or documentation provided by the DPWH, even if attended by gross negligence, nor shall such be a ground for the refusal to enter into or rescission of the Concession Agreement by the Winning Comparative Proponent.

1.3. Indicative Milestone Dates

The Tender for the Project will be conducted in accordance with the procurement rules and procedures for public Tender set out in the BOT Law and the BOT Law IRR, the applicable provisions of which are incorporated herein by reference.

The Tender Process shall follow the indicative timetable below:

Milestone	Party Responsible	Target Date
Issuance of Project Tender Documents	DPWH	06 December 2023
Pre-Bid Conference	DPWH, Prospective Bidders	02 February 2024
Site Visit [if necessary]	DPWH	To be scheduled upon request
One-on-One Meetings with the Comparative Proponents [if necessary]	DPWH	To be scheduled upon request
Last day for submission of queries	Prospective Bidders	TBD
Comparative Proposals Submission Date / Opening of Envelope 1 [Qualification Documents]	Comparative Proponents	15 March 2024

Notice of Qualified and Disqualified Comparative Proponents	DPWH	22 March 2024
Opening of Envelope 2 [Technical Proposal]	DPWH, Comparative Proponents	26 March 2024
Issuance of Notice for the Comparative Proponents whose Technical Proposal passed the evaluation	DPWH	01 April 2024
Opening of Envelope 3 [Financial Proposal]	DPWH	05 April 2024
Notice of Winning Comparative Proponent	DPWH	11 April 2024
Notice of results of comparative Bidding to the Original proponent	DPWH	12 April 2024
Notice of Award Issuance (with challenger)	DPWH	31 May 2024
Submission of Post-Award Requirements	Winning Comparative Proponent or Original Proponent	04 June 2024
Notification of Completion of Notice of Award Requirements	DPWH	24 June 2024
Signing Date of Concession Agreement	DPWH, Winning Comparative Proponent or Original Proponent	29 June 2024

The actual schedule may be changed by the DPWH at any time. Prospective Bidders/Comparative Proponents shall be notified by the PBAC of changes in the indicative milestone dates through supplemental bid bulletins.

1.4. **Prospective Bidder**

Prospective Bidders who accomplished the required forms and pay a non-refundable fee of **One Million Philippine Pesos (PHP 1,000,000.00)** payable in manager's check drawn on any Philippines Bank and payable to the order of Department of Public Works and Highways will be allowed to participate in the Tender Process and submit their Comparative Proposals.

1.5. **Responsibility of Prospective Bidders**

- a. Notwithstanding any information given in the Tender Documents and any additional communication from the DPWH, the PBAC or any other

party, including supplemental notices and bid bulletins, it is the sole responsibility of any interested party and Prospective Bidder to:

- (i) Be fully acquainted with the laws, requirements, terms, and conditions of the Tender Process.
 - (ii) Examine all the Tender Documents, including all instructions, forms, schedules, terms, specifications, and drawings.
 - (iii) Familiarize itself with all existing laws, decrees, acts, rules, and ordinances of the Philippines, whether national or local, which may affect the Project.
 - (iv) Determine and satisfy itself, at its own cost and risk, and by such means as it considers necessary and desirable, as to all matters pertaining to the execution of the Project, including but not limited to the location and nature of the Project; the terrain, geological, meteorological, and hydrological conditions; the requirement and availability of labor, materials, equipment, aggregate sources, water, power, roads, communications and other relevant factors; resource requirements; and risks and contingencies that may affect the cost, duration, execution and completion of the Project.
- b. The Prospective Bidder including any Consortium Member, Proposed Construction Contractors, O&M Contractors or Affiliates, the Winning Comparative Proponent [and the special purpose corporation that it may form] shall not be entitled to any claim against the DPWH, or any other associated party, whether on the basis of contract, quasi-contract, delict or quasi-delict, for damages, extensions of time or payments on the grounds:
- (i) Of any misunderstanding or misapprehension in respect of the Tender Documents and/or Background Information Documents; or
 - (ii) That incorrect or insufficient information relating to the Tender Documents and/or Background Information Documents was given to them by the DPWH or any other associated party.
- c. By submitting its Comparative Proposal, a Prospective Bidder shall be presumed to have fully examined and accepted all of the terms and conditions in all of the Tender Documents.

1.6. **Costs and Expenses of Participation**

Prospective Bidders shall bear all costs associated with their participation in the Tender Process including the preparation and submission of their Comparative Proposals, and all possible losses or damages resulting from their participation in the Tender Process. The DPWH shall not be held responsible or liable in any way for such costs or damages incurred by a Prospective Bidder [whether incurred by them directly or by their advisers, contractors, affiliates or other persons] regardless of the results of the Tender Process.

The person authorized by a Prospective Bidder to purchase the Tender Documents must present to the DPWH-PPP Service Office written authorization from the Prospective Bidder.

1.7. **Queries and Supplemental Notices**

- a. Prospective Bidder/s may send queries or comments on any aspect of these documents in writing, by personal delivery or electronic mail, to the Chairperson of the PBAC, with copies furnished to the DPWH-PPP Service, and the PBAC Secretariat at the following addresses:

DPWH-PBAC

Attention : Undersecretary Ador G. Canlas
For Technical Services and Information
Management Service and
PBAC Chairman for PPP Projects

Address : 2nd Floor, DPWH Building, Bonifacio
Drive, Port Area, Manila 1018

E-mail : canlas.ador@dpwh.gov.ph

Telephone : [+63 2] 5304-3266

DPWH PPP Service

Copy : OIC-Director Pelita V. Galvez
Furnished

Address : PPP Service, DPWH
3rd Floor, DPWH Building,
Bonifacio Drive Port Area, Manila 1018

E-mail : galvez.pelita@dpwh.gov.ph

Telephone : [+63 2] 5304 3148/49
Fax: [+63 2] 5304 3140

Copy : Atty. Arjay N. Peralta
Furnished Secretariat Head, PBAC for PPP Projects
Address : PPP Service, DPWH
3rd Floor, DPWH Building,
Bonifacio Drive Port Area, Manila 1018
E-mail : secretariat-tplex-ext@dpwh.gov.ph
Telephone : [+63 2] 5304 3148/49
Fax: [+63 2] 5304 3140

- b. Prospective Bidders must submit their queries and/or comments in sets not later than the last day for submission of queries as indicated in the Indicative Timetable in Section 1.3. using the template in Section 4. for all of its queries/comments:
- c. The Prospective Bidders are requested to separate their queries/comments on the Concession Agreement from their queries/comments on the ICP.
- d. The PBAC are open for public inquiries relating to the Tender Documents available publicly. Inquiries and/or concerns relating to documents such as the Concession Agreement and other technical documents will be only addressed by the PBAC for Prospective Bidders who purchased the Tender Documents.
- e. Although the PBAC will attempt to respond to all reasonable queries received, it is under no obligation to do so. Responses to queries and any modifications to the Tender Documents will be made on a non-attributable basis, and shall be in writing and provided to Comparative Proponents through supplemental notices or bid bulletins issued by the PBAC. All supplemental notices and bid bulletins issued by the PBAC shall be deemed to be incorporated in and made an integral part of the ICP and/or the relevant Tender Documents.

1.8. **Ownership of Documents**

All documents submitted by the Comparative Proponents to the PBAC pursuant to the ICP shall become the property of the DPWH and any information obtained by the DPWH from such documents may be reasonably used by it subject to the confidentiality clause in Section 5.3 of the ICP.

1.9. **Language and Foreign Documents**

- a. The Comparative Proposals and all correspondence and documents submitted to the PBAC in relation to the Tender Documents and Tender Process shall be prepared and written in the English language.
- b. All documents issued by foreign authorities and any all documents executed outside of the Philippines which are required to be notarized under the ICP must be authenticated before a Philippine consular official at the Philippine consulate nearest the place of issue or execution or, as far as applicable, authenticated through an Apostille issued by competent government authority pursuant to the Hague Convention Abolishing the Requirement of Legalization for Foreign Public Documents.
- c. If the foreign document submitted is a foreign law or regulation, the Comparative Proponent should also submit: [a] a certified true copy of the applicable excerpt of such law with a citation of its source, issued by the competent government authority, without need of submitting a copy of the entire law or its translation unless subsequently required by the PBAC; [b] a certification from the embassy or consular office of the relevant foreign country in the Philippines that such law is an accurate copy of the foreign law.
- d. If the document was issued by a foreign authority, the Comparative Proponent should also submit either an original or a certified true copy of such document issued by the same authority, in addition to the authentication by the relevant Philippine consular official or through an Apostille issued by competent government authority (as the case may be).
- e. If the document is written in a foreign language, the Comparative Proponents should submit an accurate English translation of such document authenticated at the relevant Philippine consular office or through an Apostille issued by competent government authority (as the case may be), and accompanied by a notarized certification from the entity submitting the same that such translation is accurate. In case of conflict between the document written in a foreign language and its English translation, the English translation shall prevail.

1.10. **Bid Amount for Toll Rate**

The Initial Opening Toll Rate that a Comparative Proponent may submit shall be in the amount indicated in Philippine Pesos per kilometer, inclusive of VAT, and already assume Income Tax Holiday (ITH).

1.11. Rules of Interpretation

- a. In case of ambiguities or discrepancies within the ICP, the following rules of interpretation shall apply:
 - (i) Between two or more Sections of the ICP, the provisions of a specific Section relevant to the issue under consideration shall prevail over those in other Sections.
 - (ii) Between the Sections of the ICP and the Annexes, the Sections shall prevail.
 - (iii) Between any two Annexes, the Annex relevant to the issue shall prevail.
 - (iv) Between any value written in numerals and that in words, the latter shall prevail.
 - (v) In case of conflict among any of the Bidding Documents, the provisions of the Concession Agreement shall prevail.
- b. The rule of interpretation that a document shall be strictly interpreted against the party who drafted the document shall not apply.

2. SITE VISIT

The PBAC may, upon the request of the Prospective Bidders, conduct a group site visit. The schedule for this visit will be provided to Prospective Bidders through a Special Bid Bulletin. A Prospective Bidder may conduct its own site visit, which will be without assistance from the PBAC.

3. PRE-BID CONFERENCE

The PBAC will conduct a Pre-Bid Conference for the Prospective Bidders for the Prospective Bidders to clarify any part of the Tender Documents and to answer any relevant question from the Prospective Bidders. No provision, term, or condition in the Tender Documents shall be modified by statements made at the Pre-Bid Conference unless these are stated in writing in a supplemental notice or bid bulletin issued by the PBAC. The Pre-Bid Conference shall be held on 02 February 2023 at the Department of Public Works and Highways, Bonifacio Drive, Port Area, Manila.

4. MEETINGS WITH THE DPWH

Upon request of the Prospective Bidders, the PBAC may hold one-on-one meetings. Prospective Bidders who wish to schedule such a meeting may contact representatives of the DPWH listed in Section 1.7, at the office addresses, electronic mail addresses, or telephone numbers provided for in that section. A Prospective Bidder scheduled for one-on-one meeting is requested to submit in writing no later than five [5] working days prior to such meeting, its questions using the following template:

DATE:	[Insert Date of Submission]
COMPARATIVE PROPONENT NAME:	[Insert Name of Comparative Proponent]

TOPIC	[NAME OF DOCUMENT SECTION # OF DOCUMENT]	QUERY/COMMENT	PROPOSED REDRAFT [IF ANY]

Prospective Bidders may submit marked/tracked sections of the Tender Documents in case they have any proposed drafting modifications. Comparative Proponents shall note that pursuant to Section 10.11 of the BOT Law IRR, the Concession Agreement is final and non-negotiable.

5. COMPARATIVE PROSPOSALS SUBMISSION

5.1. Deadline for Submission

Prospective Bidders shall submit their Comparative Proposals to:

Pre-qualification, Bids and Awards Committee for
Public-Private Partnership Projects of the DPWH
3rd Floor, PPP Service Office, DPWH Central Office, Bonifacio Drive, Port
Area, Manila

Comparative Proposals must be submitted from 8:30 a.m. until -2:00 P.M on the Comparative Proposals Submission Date. The date and time of submission shall be recorded through the use of an official clock designated by the PBAC for that purpose. The official clock shall be set up at the place of submission on the day prior to the Comparative Proposals Submission Date. Prospective Bidders are advised to synchronize their time with the official clock.

5.2. Format of Submission

The Prospective Bidder shall prepare and submit its Comparative Proposal in the following manner:

- a. Bid forms must be printed either in standard A4 or letter size [8 ½"x 11"] paper, must be paginated, and text must be font size twelve [12]. These requirements relating to paper and font size shall only apply to prescribed forms provided in the ICP and to any other Tender Documents which may be reasonably made to comply with these requirements.
- b. For the documents comprising Envelope 1, as prescribed in Section 6.1, the Prospective Bidder shall prepare and submit one [1] set of the original documents [the "**Original Set**"] and five [5] sets of clear photocopies ["**Photocopies**"]. The Original Set shall be placed in a sealed envelope marked with the Prospective Bidder's name, the name of the Project, and "Envelope 1-Original". The Original Set shall contain the initials of the Prospective Bidder's Authorized Representative on each page. Each of the five [5] sets of Photocopies shall be placed in a sealed envelope marked with the Prospective Bidder's name, the name of the Project, and "Envelope 1 – Copy 1...5", respectively.
- c. The documents comprising Envelope 2, as described in Section 6.2, shall be prepared in the same way as the documents comprising Envelope 1.
- d. For the documents comprising Envelope 3, as described in Section 6.3, the Prospective Bidder shall prepare one [1] set of the original documents. Envelope 3 shall be marked "Envelope 3". The Bid Amount shall be placed in a sealed envelope marked "Envelope 3 – Bid Amount" and the supporting Financial Model together with the project financing plan must be placed in another sealed envelope marked "Envelope 3 – Supporting Financial Model & Project Financing Plan."
- e. Together with Envelopes 1,2 and 3, the Prospective Bidder shall also include five [5] clear electronic copies of their contents which shall be contained in Compact Disc-Read Only Memory [CD-ROMs] and/or flash drives. The electronic copy of the documents comprising Envelopes 1 and 2 must be in Portable Document Format [PDF] files arranged in exactly the same sequence as those of the Original Set. Meanwhile, electronic copy of Envelope 3 shall be in pdf and excel (traceable) files, as the case may be. Each CD and its container [if any] or flash drive must be indelibly marked "E-Copy of Envelope 1, CD/flash drive No. 1 ... 5", and E-Copy of Envelope 2, CD/flash drive No. 1 ... 5", as the case may be.

- f. In case of any conflict between the paper copies and the electronic copies, the paper copy shall prevail.
- g. Each of the Original Sets placed in envelopes marked as "Envelope 1-Original", "Envelope 2 – Original", "Envelope 3 – Bid Amount," and "Envelope 3 – Supporting Financial Model & Project Financing Plan" shall be placed in one [1] outer sealed envelope or box marked as follows:

DEPARTMENT OF PUBLIC WORKS AND HIGHWAYS
 TPLEX EXTENSION PROJECT
 COMPARATIVE PROPOSAL - ORIGINAL

[NAME AND ADDRESS OF COMPARATIVE PROPONENT]

- h. Each of the five [5] sets of Photocopies placed in envelopes marked "Envelope 1 - Copy 1" and "Envelope 2 - Copy 1" shall each be placed in one [1] outer sealed envelope or box marked as follows:

DEPARTMENT OF PUBLIC WORKS AND HIGHWAYS
 TPLEX EXTENSION PROJECT
 COMPARATIVE PROPOSAL - COPY [1..5]

[NAME AND ADDRESS OF COMPARATIVE PROPONENT]

5.3. Confidentiality

- a. Information relating to the examination, evaluation, clarification, and comparison of Comparative Proposals and recommendations concerning the award of the Project shall be not be disclosed to any of the Comparative Proponents or other persons not officially concerned with the Tender Process; provided, that the DPWH and PBAC shall not have the obligation to keep any information submitted by a Comparative Proponent confidential after the signing of the Concession Agreement by the Winning Comparative Proponent or special purpose corporation formed by the Winning Comparative Proponent; or the lapse of one hundred eighty [180] days after Comparative Proposals Submission Date, whichever comes earlier.
- b. The PBAC will not return either the original or the copies of any Comparative Proposal submitted by a Comparative Proponent, other than specified in this Section 9.

6. COMPARATIVE PROPOSALS

6.1. Envelope 1 - Qualification Documents

Envelope 1 shall contain the Qualification Documents of the Comparative Proponents comprised of the following:

- a. Bid Letter [using the form in Annex BL-1];
- b. Notarized authority to Submit Comparative Proposal and Designation of Authorized Representative;
 - (i) For Comparative Proponents that are partnerships or corporations: Authority to Submit Comparative Proposal and Designation of Authorized Representative, using the form in Annex BL-2A; and
 - (ii) For Comparative Proponents that are Consortia: Consortium Member's Authority to Participate in the Consortium and Submit a Comparative Proposal and Designation of Lead Member and Authorized Representative of Consortium, using the form in Annex BL-2B, to be submitted by each Consortium Member.
- c. Business Structure [using the form in Annex QD-1A for partnerships or corporations, or Annex QD-1B for Consortia]. For Consortia, this document must show the Lead Member and all Consortium Members, and the total percentage interest of all Consortium Members must be one hundred percent [100%]. The Business Structure must also indicate the entities nominated to fulfil the Qualification Requirements in Sections 9.4.b and 9.4.c, and any Affiliates of these entities whose projects, experience, or financial capability are being submitted to comply with the Qualification Requirements.
- d. Basic Information Sheet [using the form in Annex QD-2]:
 - (i) To be submitted by all entities listed in all sections of the Business Structure [Form QD-1A or QD-1B],
 - (ii) Required attachments: For all entities submitting this form [including the entities nominated to fulfil the Construction and O&M Experience Requirements]:
 - (a) A certified true copy of its latest General Information Sheet ["**GIS**"], stamped "received" by the SEC or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency

equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity.

The certification may come from either the SEC or its equivalent in a foreign country, the entity's corporate secretary, or authorized representative of such entity. If it comes from the entity's corporate secretary or duly authorized officer, the certification must be under oath and notarized.

If in a particular foreign jurisdiction there is no document equivalent to the GIS, such entity's corporate secretary or authorized representative shall submit a notarized certification stating that there is no document equivalent to the GIS in the foreign country where it is registered, and providing for the information required under the GIS.

- (b) Certified true copy of the SEC Certificate of Incorporation, or for a foreign entity, the equivalent document issued by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The SEC Certificate of Incorporation or the equivalent document for a foreign entity must be certified by the SEC, its equivalent in a foreign country, the entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.
- (c) Certified true copy of the latest Articles of Incorporation, or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The Articles of Incorporation or the equivalent document for a foreign entity may be certified either by the SEC, its equivalent in a foreign country, the entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.
- (d) Certified true copy of the latest By-Laws, or for a foreign entity, the equivalent document submitted to and

acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The By-Laws or the equivalent document for a foreign entity may be certified either by the SEC, its equivalent in a foreign country, the entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.

- (e) In the case of foreign entities, the authorized representative shall submit a notarized certification stating that the documents attached to its Annex QD-2 are the equivalents of those required to be submitted under Section 6.1.d[ii][a] to [d].
- e. Certification of Absence of Unsatisfactory Performance Record [using the form in Annex QD-3]. To be submitted by all entities listed in all sections of the Business Structure [Form QD-1A or QD-1B], except for the Affiliates of entities nominated to fulfil the Construction Experience Requirement and Operation and Maintenance Experience Requirement.
- f. Construction Experience [using the form in Annex QD-4]
 - (i) To be submitted by the entity or entities nominated to fulfil the Construction Experience Requirement in Section 9.4.b[i], as identified in the Business Structure [Form QD-1A or QD-1B], item 3.
 - (ii) Required attachment for each entity submitting this form:
 - (a) Original certificate of project completion from the project's owner, or a copy thereof accompanied by a notarized certification issued by the relevant officer of the project owner, the relevant officer of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certificate of project completion.
 - (b) If the project was completed by an Affiliate of the entity nominated to fulfill the Construction Experience Requirement, evidence of such affiliation, such as, the GIS, or its equivalent in the case of a foreign entity, of the nominated entity and its Affiliate, or, if affiliation is not evident from the GISs of these entities, certificates of

affiliation issued by relevant officers of the nominated entity and its Affiliate specifying the details of such affiliation.

- (c) In case of a Construction Contractor, certified true copy of a valid license issued by the PCAB for Large B and Classification/License Category of at least AAA, in the case of a Filipino entity or, in the case of a foreign entity, an equivalent license issued by an equivalent accreditation institution in the foreign entity's country of origin, provided that such foreign entity must secure a license and accreditation from the PCAB after the Comparative Proponent is awarded the Project. The certified true copy of the PCAB license [or its equivalent in the case of a foreign entity] must be issued by the relevant body issuing such license/certification. A copy of the PCAB license [or its equivalent] will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original license.

In case the entity nominated to meet the Construction Experience Requirement is a foreign entity, and there is no accreditation institution and/or accreditation/licensing system in such foreign entity's country of origin that is equivalent to the PCAB or the accreditation/licensing system established under Republic Act No. 4566 [**"Contractor's License Law"**], as the case may be, then the Prospective Comparative Proponent proposing such foreign entity must submit:

- i. A notarized certification from its corporate secretary or authorized representative of the foreign entity stating that there is no accreditation institution and/or accreditation/licensing system in the foreign entity's country of origin that is equivalent to the PCAB or the accreditation/licensing system established under the Contractor's License Law; and
- ii. A notarized certification from the corporate secretary or authorized representative of the foreign entity certifying that the foreign entity meets the qualifications for securing a PCAB license for Large B Classification/License Category AAA.

- (d) Certified true copy of a valid ISO 9001 certification. The certified true copy of the ISO 9001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 9001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.

For the afore-mentioned ISO 9001, and in case there is no regulatory authority competent to issue the certification, the authorized representative of the entity proposed to meet the Construction Experience Requirement may submit a notarized certification stating that:

- i. there is no centralized regulatory authority in the country where the entity proposed to meet the Construction Experience Requirement was registered for creation or recognition of its juridical personality or capacity that is in the position to assess quality management standards;
 - ii. the laws in such country do not require entities like the entity proposed to meet the Construction Experience Requirement to secure such ISO certification;
 - iii. the entity proposed to meet the Construction Experience Requirement is compliant with the relevant policies, procedures and programs required by applicable laws, rules and regulations of such country; and
 - iv. the entity proposed to meet the Construction Experience Requirement has in place internal procedures and processes equivalent to those required under the ISO 9000 certification.
- (e) Certified true copy of a valid ISO 14001 certification. The certified true copy of the ISO 14001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 14001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.

For the aforementioned ISO 14001, and in case there is no regulatory authority competent to issue the certification, the authorized representative of the entity proposed to meet the Construction Experience Requirement may submit a notarized certification stating that:

- i. there is no centralized regulatory authority in the country where the entity proposed to meet the Construction Experience Requirement was registered for creation or recognition of its juridical personality or capacity that is in the position to assess quality management standards;
 - ii. the laws in such country do not require entities like the entity proposed to meet the Construction Experience Requirement to secure such ISO certification;
 - iii. the entity proposed to meet the Construction Experience Requirement is compliant with the relevant policies, procedures and programs required by applicable laws, rules and regulations of such country; and
 - iv. the entity proposed to meet the Construction Experience Requirement has in place internal procedures and processes equivalent to those required under the ISO 14000 certification.
- g. Construction Contractor's Notarized Statement of Willingness to Participate in, and Capacity to Undertake the Requirements of the Project [using the form in Annex QD-5]. To be submitted by all entities nominated to fulfil the Construction Experience Requirement in Section 9.4.b[i], as identified in the Business Structure [Form QD-1A or Form QD-1B], item 3.
- h. Operation and Maintenance Experience [using the form in Annex QD-6].
- (i) To be submitted by the entity nominated to fulfil the Operation and Maintenance Experience Requirement in Section 9.4.b[ii], as identified in the Business Structure [Form QD-1A or Form QD1B], item 5.
 - (ii) Required attachments:
 - (a) Original certificate of project completion or that the project is in operation from the project's owner, or a copy thereof accompanied by a notarized certification issued by

the relevant officer of the project owner or the authorized representative of the entity nominated to fulfil the Operation and Maintenance Experience Requirement that such copy is a true and faithful reproduction of the original certificate.

- (b) If the project was or is being undertaken by an Affiliate of the entity nominated to fulfil the Operation and Maintenance Experience Requirement, evidence of such affiliation, such as, the GIS, or its equivalent in the case of a foreign entity, of the nominated entity and its Affiliate, or, if affiliation is not evident from the GISs of these entities, certificates of affiliation issued by relevant officers of the nominated entity and its Affiliate specifying the details of such affiliation.
- (c) Certified true copy of a valid ISO 9001 certification. The certified true copy of the ISO 9001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 9001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.

For the afore-mentioned ISO 9001, and in case there is no regulatory authority competent to issue the certification, the authorized representative of the entity proposed to meet the Operation and Maintenance Experience Requirement may submit a notarized certification stating that:

- a. there is no centralized regulatory authority in the country where the entity proposed to meet the Operation and Maintenance Experience Requirement was registered for creation or recognition of its juridical personality or capacity that is in the position to assess quality management standards;
- b. the laws in such country do not require entities like the entity proposed to meet the Operation and Maintenance Experience Requirement to secure such ISO certification;
- c. the entity proposed to meet the Operation and Maintenance Experience Requirement is compliant with the relevant policies, procedures and programs

- required by applicable laws, rules and regulations of such country; and
 - d. the entity proposed to meet the Operation and Maintenance Experience Requirement has in place internal procedures and processes equivalent to those required under the ISO 9000 certification.
 - i. O&M Contractor's Notarized Statement of Willingness to Participate in, and Capacity to Undertake the Requirements of the Project [using the form in Annex QD-7]. To be submitted by all entities nominated to fulfil the Operation and Maintenance Experience Requirement in Section 9.4.b[ii], as identified in the Business Structure [Form QD-1A or Form QD-1B], item 4.
 - j. Key Personnel [using the form in Annex QD-8].
 - (i) The Comparative Proponent shall submit a list of qualified Key Personnel nominated to fulfil the requirements of Section 9.4.b[iii].
 - (ii) More than one name can be submitted for each position; however, there must be at least one name for each position.
 - k. Notarized Statement of Financial Capability [using the form in Annex QD-9].
 - (i) To be submitted by the entity nominated to fulfil the Financial Capability Requirement in Section 9.4.c, as identified in the Business Structure [Form QD-1A or Form QD-1B], item 7.
 - (ii) Required attachments:
 - (a) Certified true copy of latest audited financial statements which must be dated not earlier than 31 December 2022, stamped "Received" by the Bureau of Internal Revenue or for foreign entities, the appropriate government agency equivalent to the Bureau of Internal Revenue in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The certified true copy of the latest audited financial statements may be issued by the relevant officer of the entity which fulfils the Financial Capability requirement.

- (b) Letters from the Comparative Proponent’s potential lenders, in case the Comparative Proponent is a partnership or corporation, or the Lead Member’s potential lenders, in case the Comparative Proponent is a Consortium, expressing their willingness to lend it, or the entity it will form if it becomes the Winning Comparative Proponent, at least _____ Philippine Pesos [PhP_____]. This amount may be reduced by the excess of the Comparative Proponent or related entity’s net worth over _____ Philippine Pesos [PhP_____]. Such a letter or letters should come from a domestic universal/commercial bank or an international bank authorized by the *Banko Sentral ng Pilipinas* (BSP) to transact in the Philippines.
 - (c) If entity nominated to fulfil the Financial Capability requirement will use the financial capability of its Affiliate or Affiliate of the Lead Member of the Consortium to comply with the Financial Qualification Requirements in Section 9.4.c, evidence of such affiliation.
- l. Notarized Application to Submit Comparative Proposal [using the form in Annex QD-10]. To be submitted by the Comparative Proponent.
- m. Notarized Corporate Authorizations and Designation of Authorized Representative:
 - (i) For Partnerships or Corporations: Authority to Submit Comparative Proposal and Designation of Authorized Representative, using the form in Annex QD-11A. To be submitted by the Comparative Proponent.
 - (ii) For Consortia: Consortium Member’s Authority to Participate in Consortium and to Submit a Comparative Proposal, and Designation of Lead Member and Authorized Representative of Consortium, using the form in Annex QD-11B. To be submitted by each Consortium Member.

6.2. Envelope 2 - Technical Proposal

Envelope 2 shall contain the Comparative Proponent’s Technical Proposal and shall include the following documents:

- a. Bid Security as provided for in Section 8, without modification from the form provided for in Annex BL-3.

- b. Conceptual Engineering Design [using the form in Annex TP-2A or by submitting Annex TP-2B].

The Conceptual Engineering Design of the Original Proponent will be made available to Comparative Proponents. Comparative Proponents shall be given the option to either accept the Conceptual Engineering Design of the Original Proponent without modification or prepare their own Conceptual Engineering Design.

Comparative Proponents that opt to accept the Conceptual Engineering Design of the Original Proponent shall submit a Notarized Statement of Acceptance of the Original Proponent's Conceptual Engineering Design using the form in Annex TP-2A.

Comparative Proponents that opt to prepare their own Conceptual Engineering Design shall submit Annex TP-2B. This shall include the following elements of the Conceptual Engineering Design of the Project, which shall conform to the MPSS, presented in the prescribed scales, and provide a level of detail that will enable quantities to be estimated up to the plus/minus fifteen percent [+15%] of the final quantities.

- (i) Conceptual engineering design [A3 size copy] of the expressway and appurtenant structures shall include, but not limited to, the following:
- (a) Layout plan of the expressway, including major structures, at any convenient scale;
 - (b) Plan and Profile for the expressway in relation to the existing ground and structures, at a scale of 1:1000 for Horizontal and 1:100 for Vertical;
 - (c) Cross-sections of the expressway at a scale of 1:100 of 100 meters interval and/or 20 meters at intermediate breaks involving major changes in sectional areas;
 - (d) Plans, elevations and typical cross-sections of drainage and other structures at scales of 1:1000, 1:100 and 1:100 respectively;
 - (e) Preliminary design drawings of roundabout and viaduct, at any convenient scale;

- (f) Preliminary design analyses and computations for the expressway and structures;
 - (g) Quantity estimates for the expressway and structures; and
 - (h) Geocell adaptation or utilization on selected areas to be determined during the conduct of the Detailed Engineering Design.
- (ii) Conceptual design of the toll facilities shall include, but not limited to, the following:
- (a) Layout plan, at a scale of 1:1000, showing the location of the toll facilities, including the toll plaza and traffic safety devices.
 - (b) Conceptual design of the toll plaza:
 - i Layout plan indicating the elements of the toll plaza, including carriageway tapers, platform, lighting, inspection tunnel, control building and parking areas, longitudinal section on the corner line of the plaza;
 - ii Toll platform indicating the layout of the lane area;
 - iii Toll islands indicating the toll booths and protection structures;
 - iv Toll lanes, both entry and exit;
 - v Canopy showing the minimum clearance, shape, form, material and signs;
 - vi Toll plaza building, indicating the layout with approximate areas of each room and elevations of at least two sides;
 - vii Technical gallery for power and data cables;
 - viii Road signs;
 - ix Overhead sign and lighting;
 - x Drainage;
 - xi Water supply;
 - xii Fences;
 - xiii Power; and
 - xiv Lighting.

- (iii) Conceptual design of expressway traffic safety devices shall include, but not limited to, the following:
 - i Pavement markings;
 - ii Traffic signs, including regulatory signs, warning signs, guide or informative signs, and signs for road works; and
 - iii Crash cushions.

- c. Construction Plan - Annex TP-3. This shall include, but not limited to, the following elements consistent with the prescribed Minimum Performance Standards and Specifications for Construction:
 - (i) Construction organization for the Project, identifying key personnel and positions;
 - (ii) Construction methodology and procedures;
 - (iii) Quality control system;
 - (iv) Construction schedule, milestones, and S-curve;
 - (v) Major construction equipment to be used;
 - (vi) Traffic management plan during Construction;
 - (vii) Health, safety, and security program for Construction; and
 - (viii) Schedule to secure permits.

- d. Operation and Maintenance Plan – Annex TP-4. This shall include, but not limited to, the plan for the partial and full operation and maintenance of the Project, containing the key performance requirements under the MPSS.

- e. Indicative Right-of-Way Action Plan (RAP) - This shall include, but not limited to: preliminary appraisal of affected parcels of land, structures, trees and crops, and other improvements, profile of affected Project-Affected Persons (PAPs), recommended compensation and entitlement for owners and PAPS, and RAP Implementation Schedule.

The provided Right-of-Way Action Plan (RAP) prepared by the Original Proponent, shall only serve as reference for Prospective Bidders in determining

their own respective Indicative RAP and/or Financial Proposals.

6.3. Envelope 3 - Financial Proposal

Envelope 3 shall contain the Comparative Proponent's Financial Proposal which should include the following documents:

- a. The Bid Amount, as described in Section 1.10, using the form in Annex FP-1, which should be a fixed amount, expressed in Philippine Pesos per kilometer, stated in both words and figures, which shall be indicated up to two [2] decimal points. If there is a discrepancy between the words and figures, the amount in words will prevail.
- b. Supporting Financial Model, using the format in Annex FP-2, to be submitted in both hard copy and electronic form in a CD or flash drive, in Microsoft Excel format, showing all relevant formulas; and
- c. Project Financing Plan, using the format in Annex FP-3, which must show that the proposed financing plan can adequately meet the construction cost, right-of-way acquisition cost, as well as the operation and maintenance costs required for the Project and still enable the Concessionaire to service its debt obligations and fulfil its covenants with its lenders, and meet equity investors' return requirements.

All amounts must be stated in Philippine Pesos.

7. ONE COMPARATIVE PROPONENT, ONE SUBMISSION

Each Comparative Proponent may submit only one Application to submit a Comparative Proposal. A Comparative Proponent may not be a member of another Consortium, nor have an Affiliate which is a member of another Consortium. No Consortium Member may be a member of more than one Consortium, nor have an Affiliate which is a member of another Consortium.

To ensure a level playing field and a competitive Tender, there are restrictions on the extent of affiliation and ownership between Comparative Proponents and members of different Consortia. These are described in greater detail in Section 15.

The restrictions, however, do not cover or limit the participation of proposed Construction Contractors and O&M Contractors, which may be proposed by more than one Comparative Proponent provided such Contractors are not [i] Comparative Proponents, [ii] Consortium Members and [iii] Affiliates of any of the Comparative Proponents or Consortium Member.

8. BID SECURITY

8.1. Form of Bid Security

The Bid Security required to be submitted as part of the Comparative Proposal must be in the form of a Surety Bond in the amount of Two Hundred Thirty-Four Million Pesos [PhP 234,000,000.00]. The Surety Bond must be issued by a universal bank or commercial bank licensed by the Bangko Sentral ng Pilipinas, a list of which can be found in Schedule 1.

8.2. Validity and Purpose

The Bid Security shall be valid for one hundred eighty [180] calendar days from the Comparative Proposals Submission Date. The Bid Security shall guarantee that a Comparative Proponent complies with certain conditions for its participation in this Tender Process as provided in Section 8.3.

8.3. Forfeiture of Bid Security

The Bid Security shall be subject to forfeiture in its entirety in favor of the DPWH upon the occurrence of any of the following events:

- a. The Comparative Proponent withdraws its Comparative Proposal at any time after Comparative Proposals Submission Date; and before issuance of the Notice of Award or lapse of 180 day-period from the Comparative Proposals Submission Date, whichever is earlier;
- b. The Comparative Proponent, any Consortium Member, any proposed Construction Contractor, any proposed O&M Contractor, or any Affiliates of any of these entities, or any of their respective officers, employees, agents, and advisers [i] commits any Corrupt Practice, Fraud, Collusion, Coercive, Undesirable Practice, or Restrictive Practice, [ii] has a Conflict of Interest or [iii] violate the Lock-Up Rules, regardless of the stage of the Tender Process when the violation existed or was committed, and regardless of whether the Comparative Proponent has already been designated as the Winning Comparative Proponent which is issued a Notice of Award, in which latter case the Construction Performance Security in the place at the time of discovery shall be subject to forfeiture;
- c. The Comparative Proponent is disqualified due to a material misrepresentation in any statement made or document submitted as part of its Comparative Proposal;

- d. The Winning Comparative Proponent which is issued a Notice of Award to comply with the Post-Award Requirements within twenty [20] days from receipt of such Notice of Award, or within any extension period granted by the PBAC;
- e. The special purpose corporation formed by the Winning Comparative Proponent which is issued a Notice of Award fails to sign the Concession Agreement within five [5] days from receipt by the Winning Comparative Proponent which is issued a Notice of Award of notice from the PBAC that all of the conditions stated in the Notice of Award have been complied with; or
- f. Other events as described in the ICP and the BOT Law that are causes for forfeiture of the Bid Security.

8.4. Return of Bid Security

Comparative Proponents that do not withdraw their Comparative Proposals prior to one hundred eighty [180] days after the Comparative Proposals Submission Date, but who lose in the Tender, or who are disqualified reasons other than those that result in the forfeiture of the Bid Security as provided in Section 8.3, will have their Bid Security returned to them without interest within ten [10] days from receipt of their disqualification. Within ten [10] days after signing of the Concession Agreement by the Winning Comparative Proponent which is issued a Notice of Award or one hundred eighty [180] days after the Comparative Proposals Submission Date, whichever comes earlier, the Bid Securities of all Comparative Proponents whose Bid Securities have not been forfeited or returned will be returned without any interest, except for that of a Winning Comparative Proponent which is issued a Notice of Award whose deadline for complying with the Post-Award Requirements has not yet expired. Any Comparative Proponent that has not been disqualified may extend the validity of its Bid Security provided that an extension of validity of Bids is considered as necessary. Bidders shall be requested in writing to extend the validity of their Bids before the expiration date. However, Bidders shall not be allowed to modify or revise the price or other substance of their Bids. Bidders shall have the right to refuse to grant such an extension without forfeiting their Bid Security, but those who are willing to extend the validity of their Bids shall also be required to extend the validity of their bid securities by twenty-eight [(28)] days beyond the deadline of the extended bid validity period in accordance with the requirements of the Revised 2022 BOT Law IRR.

9. SUBMISSION, OPENING AND EVALUATION OF COMPARATIVE PROPOSALS

- 9.1. Immediately after 2:00 p.m. on the Comparative Proposals Submission Date, the PBAC will begin the opening proceedings by announcing the names of the Comparative Proponents that have submitted Comparative Proposals and any other matters as the PBAC may consider appropriate.
- 9.2. Comparative Proponents who do not send a representative to witness the opening of Envelope 1 shall be deemed to have waived the opportunity to witness the opening of these envelopes.
- 9.3. The PBAC shall then open Envelope 1 of each Comparative Proponent, one at a time, in the order in which the Comparative Proposals were received, in a public session and in view of all attending Comparative Proponents. The PBAC shall examine the contents of Envelope 1 to determine the completeness of the documents and whether they are substantially responsive to the requirements prescribed in Section 6.1. If Envelope 1 is found to be incomplete in any material aspect or nonresponsive, the PBAC shall automatically disqualify the entire Tender and immediately return the unopened Envelopes 2 and 3 to the Comparative Proponent concerned.
- 9.4. The PBAC shall conduct a detailed evaluation of the Qualification Documents of all Comparative Proponents whose Envelope 1 were not rejected over a period not exceeding twenty [20] calendar days from the date the proposals are opened, in order to determine whether the Comparative Proponents have submitted Qualification Documents which are responsive in accordance to the Legal, Technical and Financial Capability Requirements. Accordingly, the PBAC shall duly inform the Prospective Bidders who have been pre-qualified within five (5) calendar days after approval thereof.

The PBAC shall determine the qualified and disqualified Comparative Proponents and notify them of the result. The Qualified Comparative Proponents shall be informed of the date, time and venue for the opening of the Envelope 2. Disqualified Comparative Proponents shall be informed of the reasons for their disqualification and their Envelope 2 and 3 will be returned unopened.

a. Legal Requirements

The Comparative Proponent must be:

- (i) A partnership or corporation registered with the SEC, or in case of a foreign entity, the appropriate government

agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The Comparative Proponent must certify that it and its Affiliates whose projects and experience/s are being submitted as evidence of fulfilment of the requirements in Section 9.4.b have no Unsatisfactory Performance Record; or

- (ii) A Consortium whose members must be partnerships or corporations registered with the SEC or in case of a foreign entity, the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. Each Consortium Member must certify that it and its Affiliates whose projects and experience/s are being submitted as evidence of fulfilment of the requirements in Section 9.4.b have no Unsatisfactory Performance Record.

There will be no restrictions imposed on the shareholding structure of a Comparative Proponent which is a corporation. However, if the Comparative Proponent proposes an Affiliate to meet any of the Qualification Requirements, such Affiliate must remain an Affiliate of such Comparative Proponent.

Any Comparative Proponent, whether it is a corporation or a Consortium, if the declared the Winning Comparative Proponent which is issued a Notice of Award may form a new special purpose corporation for purposes of signing the Concession Agreement.

If the Comparative Proponent that becomes the Winning Comparative Proponent which is issued a Notice of Award is a partnership or corporation, such new special purpose corporation must be One Hundred Percent [100%] wholly-owned by such Comparative Proponent. If the Comparative Proponent that becomes the Winning Comparative Proponent is a Consortium, it must show proof that the shareholdings of the Consortium Members in the new corporation complies with the equity requirements imposed herein. The Winning Comparative Proponent will have to show proof of incorporation prior to signing the Concession Agreement.

b. Technical Requirements

- (i) Construction Experience Requirement

- (a) The Comparative Proponent or a related entity, as described below, must have satisfactorily

completed the development of Eligible Projects in terms of over-all responsibility for development, design, financing, engineering construction [including construction work on the foundation, substructure and superstructure and works relating to rehabilitation of existing infrastructure) with a cumulative cost, incurred during the Eligible Period, of at least Fifteen Billion Philippine Pesos (PhP15,000,000,000.00) with a minimum eligible project cost of One Billion Philippine Pesos (PhP1,000,000,000.00) . Eligible Projects means highways/expressways/tollways/viaducts/flyovers/bridges. Eligible Period means fifteen years (15) years prior to Comparative Proposals Submission Date.

- (b) The entity nominated to fulfil the Construction Experience Requirement may be:
 - i. If the Comparative Proponent is a partnership or corporation:
 - 1. The Comparative Proponent itself; or
 - 2. A Construction Contractor nominated under Annex QD-1A or QD-1B.
 - ii. If the Comparative Proponent is a Consortium:
 - 1. A Consortium Member with at least ten percent [10%] interest in the Consortium; or
 - 2. A Construction Contractor nominated under Annex QD-1A or QD-1B.
- (c) For the purpose of determining whether the Comparative Proponent fulfils the Construction Experience Requirement, a project completed by an Affiliate of the Comparative Proponent, Consortium Member with at least ten percent [10%] interest in the Consortium, or Construction Contractor will be considered as having been completed by such Comparative Proponent, Consortium Member, or Construction Contractor.

- (d) The Comparative Proponent shall be allowed to propose not more than three [3] entities to meet the Construction Experience Requirement. Each entity nominated should meet the entire Construction Experience Requirements described in Section 9.4.b[i][a].
- (e) If the Comparative Proponent nominates a Construction Contractor to meet the Construction Experience Requirement, the proposed Construction Contractor must provide a statement of its willingness to participate in, and capacity to undertake the requirements of the Project.
- (f) The entity nominated to fulfil the Construction Experience Requirement, whether the Comparative Proponent, Consortium Member, or Construction Contractor:
 - i. Must certify that they have no Unsatisfactory Performance Record; and
 - ii. Must possess the following:
 - 1. A valid license issued by the PCAB for Large B Classification/License Category AAA, in the case of a Filipino Construction Contractor; or by an equivalent accreditation institution in the Construction Contractor's country of origin, in the case of a foreign Construction Contractor, provided that such foreign Construction Contractor must secure a license and accreditation from the PCAB after the Comparative Proponent is awarded the Project.
 - 2. A valid ISO 9001 certification.
- (g) The Entity or entities proposed to meet the Construction Experience Requirement which are pre-qualified by the PBAC will be identified in the Concession Agreement. The Concessionaire may use the entity or entities which are identified in the Concession Agreement without need for further consent from the DPWH. The use of any

Construction Contractors other than those identified in the Concession Agreement will require prior written consent of the DPWH, and will be subject to the Concessionaire's demonstration that the proposed Construction Contractor meets the requirements in Section 9.4.b[i][a].

- (ii) Operation and Maintenance Experience Requirement
 - (a) The Comparative Proponent or a related entity, as described below, nominated to meet the Operation and Maintenance Experience Requirement must each have local or international experience in the overall responsibility of operation and maintenance of a toll expressway of at least five (5) kilometres in length, using either manual or RFID , or a combination of two (2), for a period of at least three (3) full consecutive years within the past (5) years prior to the Comparative Proposals Submission Date.
 - (b) The entity nominated to fulfil the Operation and Maintenance Requirement may be:
 - i If the Comparative Proponent is a partnership or corporation:
 - 1. The Comparative Proponent itself
 - 2. An O&M Contractor nominated under Annex QD-1A or QD1B.
 - ii If the Comparative Proponent is a Consortium:
 - 1. A Consortium Member with at least 10% interest in the Consortium; or
 - 2. An O&M Contractor nominated under Annex QD-1A or QD-1B.

The O&M Contractor fulfilling the Operation and Maintenance Experience Requirement need not have any equity participation in the Comparative Proponent that is a Consortium.

- (c) For the purpose of determining whether the Comparative Proponent fulfils the Operation and

Maintenance Experience Requirement, a project operated and maintained by an Affiliate of the Comparative Proponent, Consortium Member with at least ten percent [10%] interest in the Consortium, or O&M Contractor will be considered as having been operated and maintained by such Comparative Proponent, Consortium Member or O&M Contractor.

- (d) The Comparative Proponent shall be allowed to propose not more than three [3] entities to meet the Operation and Maintenance Experience Requirement. Each entity nominated should meet the entire Operation and Maintenance Experience Requirement described in Section 9.4.b[ii][a].
- (e) If the Comparative Proponent nominates an O&M Contractor to meet the Operation and Maintenance Experience Requirement, the proposed O&M Contractor must provide a statement of its willingness to participate in, and capacity to undertake the requirements of the Project.
- (f) The entity nominated to fulfil the Operation and Maintenance Experience Requirement whether the Comparative Proponent, Consortium Member, or O&M Contractor:
 - i Must certify that they have no Unsatisfactory Performance Record; and
 - ii Must possess a valid ISO 9001 certification.
- (g) The entity or entities proposed to meet the Operation and Maintenance Experience Requirement which are qualified by the PBAC will be identified in the Concession Agreement. The Concessionaire may use the entity or entities which are identified in the Concession Agreement without need for further consent from the DPWH. The use of any O&M Contractors other than those identified in the Concession Agreement will require the prior consent of the DPWH, and will be subject to the Concessionaire's demonstration that the proposed O&M Contractor meets the requirements in Section 9.4.b[ii][a].

(h) The Facility Operator may be any of the following:

- i Any of the entities qualified by the PBAC as having met the Operation and Maintenance Experience Requirement.
- ii A third party entity, provided that at least twenty percent [20%] of such entity's capital is owned by at least one of the entities which was qualified by the PBAC as having met the Operation and Maintenance Experience Requirement for a period of five [5] years from the issuance of the Toll Operation Certification for the Project, unless it obtains prior written from DPWH.

(iii) Key Personnel

The Comparative Proponent, its Consortium Members, proposed Designer, Construction, O&M, or their Affiliates, must have among their personnel, individuals with the following required qualifications and experience:

POSITION	MINIMUM QUALIFICATIONS AND TYPE OF EXPERIENCE
Design	Registered Civil Engineer with a minimum of ten (10) year-experience, more than five (5) years of which as designer of expressways, and with one (1) year experience of either viaducts, flyovers or bridges.
Construction	Registered Civil Engineer with a minimum of twenty (20) year-experience, more than five (5) years of which as project manager of expressways, and with one (1) year experience of either viaducts, flyovers or bridges.
Operation and Maintenance	Must have been the General or Operations Manager for at least five (5) years, with at-least one (1) project involving the operation and maintenance of expressways or tollways.

The personnel identified in Section 9.4.b[iii] may be employed or engaged by the Comparative Proponent, a Consortium Member or any of their proposed contractors or Affiliates.

c. Financial Capability Requirements

(i) To participate in the Tender for the Project, the Comparative Proponent or a related entity, as described below, must:

(a) Have a net worth of at least _____ Philippine Pesos [PhP _____] or its equivalent as of its latest audited financial statements, which must be dated not earlier than 31 December 2022.

(b) Provide evidence that it has the capability to avail of credit facilities of at least _____ Philippine Pesos [PhP _____] for the Project. This amount can be reduced by the excess of the Comparative Proponent or related entity's net worth over _____ Philippine Pesos [PhP _____].

(ii) The entity which fulfils this requirement may be:

(a) If the Comparative Proponent is a partnership or corporation:

i The Comparative Proponent itself; or

ii An Affiliate of the Comparative Proponent.

(b) If the Comparative Proponent is a Consortium:

i The Lead Member; or

ii An Affiliate of the Lead Member.

(iii) The Lead Member must be the Consortium Member with the largest equity interest in the Consortium, and this interest must be at least thirty-three percent [33%].

(iv) The prospective Comparative Proponent and/or the Consortium Member must provide a minimum amount of

equity to the project measured in the latest net worth of the company, or in the case of consortia, the net worth of the lead member or the combined net worth of members, or a set aside deposit equivalent to the minimum equity required.

- (v) The Comparative Proponent may propose only one entity to meet the Financial Capability Requirement, which entity meets all of the requirements enumerated in paragraph [a] above.
- (vi) The entity nominated to fulfill the Financial Capability Requirement, and its Affiliate, if applicable, must certify that it has no Unsatisfactory Performance Record, but only in relation to paragraphs [2] and [3] of Section 19 of the ICP.

9.5. The PBAC shall then open Envelope 2 of the Comparative Proponents whose Qualification Documents were not rejected, one at a time, in the order in which the Comparative Proposals were received, in a public session and in view of all attending Comparative Proponents. The PBAC shall conduct a preliminary examination of the Technical Proposal to determine the completeness of the documents. The first document to be evaluated for Envelope 2 shall be the Bid Security, which should be submitted without any change or deviation from the form as provided for in Annex BL-3. If the Bid Security has been evaluated to have been modified or if Envelope 2 is found to be incomplete in any material aspect, the PBAC shall automatically disqualify the entire Bid, and immediately return the unopened Envelope 3 to the concerned Comparative Proponent.

9.6. The PBAC shall conduct a detailed evaluation of the Technical Proposals of all the Qualified Comparative Proponents, over a period of no longer than twenty [20] calendar days from the date Envelope 2 of the Comparative Proponents are opened, in order to determine whether the Comparative Proponents have submitted Technical Proposals which are responsive, focusing particularly on the following:

- a. Conceptual Engineering Design.

The PBAC shall verify whether all required elements of the Conceptual Engineering Design, as listed in Section 6.2[b], were submitted, and conform to the MPSS.

b. Construction Plan.

The PBAC shall verify whether all the required elements of the Construction Plan, as listed in Section 6.2[c], were submitted, and conform to the MPSS.

c. Operation and Maintenance Plan.

The PBAC shall verify whether all of the required elements in Section 6.2[d], were submitted and conform to the MPSS.

- 9.7. The PBAC shall inform the Comparative Proponents that passed the technical evaluation within five [5] working days from the completion of the review. The PBAC shall return to the disqualified Comparative Proponents their unopened Envelope 3 and Bid Security, unless the reason for the disqualification constitutes a ground for forfeiture of the Bid Security as provided in Section 8.3, in which case Envelope 3 shall be retained and the Bid Security shall be forfeited.
- 9.8. The PBAC shall inform the Comparative Proponents that passed the technical evaluation of the date, time, and venue for the opening of Envelope 3 and invite them to witness the same. All Comparative Proponents that pass the technical evaluation may send a representative to observe the opening of Envelope 3. Comparative Proponents that do not send a representative are deemed to have waived the opportunity to witness the opening of Envelope 3.
- 9.9. The PBAC shall then open Envelope 3 of each Comparative Proponent that passed the Technical Evaluation, in the order in which the Comparative Proposals were received, in a public session and in view of all attending Comparative Proponents. The PBAC shall examine the contents of Envelope 3 to determine completeness of the documents and whether they are substantially responsive to the requirements prescribed in Section 6.3. If Envelope 3 is found to be incomplete in any material respect or nonresponsive, the PBAC shall automatically disqualify the entire Bid and immediately return the unopened Envelope 3-Bid Amount to the Comparative Proponent concerned.

- 9.10. The PBAC shall then open Envelope 3 – Bid Amount of the Comparative Proponents whose proposals were not rejected, in the order in which the Comparative Proposals were received, in a public session and in view of all attending Comparative Proponents. The PBAC shall determine if the Bid Amount submitted by each Comparative Proponent that passed the Technical Evaluation and whose Financial Proposals are deemed complete and substantially responsive to the requirements in Section 6.3, is “complying”, i.e. must be in accordance with the requirements in Section 1.10. If the Bid Amount is not in accordance with the requirements in Section 1.10, the Financial Proposal shall be rated as “non-complying” and shall be disqualified. The decision to disclose the price or financial proposal of the Original Proponent in the Tender Documents shall be mutually agreed upon between the Agency/LGU and the Original Proponent. If the Original Proponent’s price proposal was not disclosed in the Tender Documents, it should be revealed upon the opening of the financial proposals of the Comparative Proponent in accordance with the requirements in Section 10.17.
- 9.11. The PBAC shall then rank the Bid Amounts of the Comparative Proponents with “complying” Financial Proposals and the Comparative Proponent that offers the lowest opening toll rate with VAT to the DPWH shall be considered the best complying Proposal, provided that the Comparative Proponent’s offer should be lower than the price proposal of the Original Proponent.
- 9.12. In the event of a tie, the Comparative Proponents who have tied for the best complying Proposal shall be requested to resubmit their Financial Proposals within three [3] hours from the time the PBAC declares the tie on the price proposal. Immediately upon the resubmission of the Financial Proposals of the tied Comparative Proponents, the revised Financial Proposals shall be opened and ranked by the PBAC, and the best complying Proposal shall be determined in the same manner provided in Section 9.11. The same procedure shall be followed until the tie is broken.
- 9.13. In the case that two [2] Comparative Proponents with the same offer did not submit within three [3] hours from the opening of the financial proposal, the PBAC shall then proceed to the flipping of coin and the Comparative Proponent who predicted correctly the face of the coin will be declared as the Winning Comparative Proponent.

- 9.14. The PBAC shall review and verify the Supporting Financial Model & Project Financing Plan of the Comparative Proponent with the best complying Proposal to determine whether the Supporting Financial Model & Project Financing Plan are responsive to the requirements under Section 6.3 within a period not to exceed within 15 calendar days from the date when Envelope 3 was opened. Upon confirmation by the PBAC that the Supporting Financial Model & Project Financing Plan of the Comparative Proponent with the best complying Proposal are responsive to the requirements under Section 6.3, the PBAC shall declare such Comparative Proponent as the Winning Comparative Proponent and issue the corresponding notice to the Winning Comparative Proponent, a copy of which shall be furnished to the Original Proponent
- 9.15. During the examination and evaluation of the Comparative Proposals, the PBAC reserves the right to, at its discretion:
- a. Request Comparative Proponents to submit clarifications on the form and contents of any documents in their Comparative Proposals;
 - b. Make inquiries with any person, government authority, client organization, consortium member, officer, director, employee or other agent of any Comparative Proponent for the purpose of clarifying any matter included in its Comparative Proposal;
 - c. Invite Comparative Proponents to a meeting[s] to provide clarifications and/or confirmations; or
 - d. Request Comparative Proponents to verify the submitted documents.

The PBAC shall make all requests clarifications, meetings, confirmations or verifications in writing. Clarifications by a Comparative Proponent shall be limited to providing explanations and/or supporting documentation for information already included as part of the Comparative Proposal, but shall not add elements to or modify any aspect of its Comparative Proposal. Responses received from the relevant Comparative Proponent shall be included as part of its Comparative Proposal with a clear reference to the section of the Comparative Proposal for which the clarification/verification is provided.

All submitted information and any clarifications requested by the DPWH shall be assessed against the criteria for qualification and rated on a "pass-or-fail" basis. The overall rating for the evaluation will be "qualified" if each criterion is rated "passed" and each required Qualification Document and attachment is completely submitted. The

overall rating will be “disqualified” if any criterion is rated “failed” or any required Qualification Document and attachment is missing.

9.16. If no Comparative Proposal or no complying Proposal is received by the DPWH, the PBAC shall recommend to the DPWH Secretary that the Original Proponent be issued a Notice of Award. In the event that the DPWH receives a comparative proposal and declares a Winning Comparative Proponent, the Original Proponent shall be given thirty [30] working days from receipt of notice of the results of the Tender within which to submit written notice to the DPWH of its willingness to match the amount of toll rate offered by Winning Comparative Proponent. If the Original Proponent fails to match the amount of the toll rate offered by the Winning Comparative Proponent within the foregoing thirty [30] working day period, then the PBAC shall recommend to the DPWH Secretary that the Winning Comparative Proponent be issued a Notice of Award. On the other hand, if the Original Proponent matches the amount of the toll rate offered by the Winning Comparative Proponent within the foregoing thirty [30] working day period, then the PBAC shall recommend to the DPWH Secretary that the Original Proponent be issued a Notice of Awards

9.17. Within fifteen (15) working days from receipt of the “Notice of Disqualification,” a disqualified Bidder may Appeal its disqualification to the DPWH Secretary by filing of a non-refundable appeal fee of One Hundred Seventeen Million pesos, Php [117,000,000.00], which is no less than one-half of one percent (0.5%) of the project cost as approved by the NEDA Board. The appeal will be resolved following the procedure laid down in the BOT Law.

10. NOTICE OF AWARD, POST-AWARD REQUIREMENTS, AND EXECUTION OF CONCESSION AGREEMENT

10.1. Notice of Award and Post-Award Requirements

a. Immediately upon approval of the award by the DPWH Secretary, the DPWH shall issue the Notice of Award to the Original Proponent or Winning Comparative Proponent, as the case may be. The Notice of Award shall prescribe that, within twenty calendar [20] days from receipt of the Notice of Award, the Original Proponent or Winning Comparative Proponent, as the case may be, shall submit the following documents to the PBAC as conditions precedent for the execution and signing of the Concession Agreement:

(i) Notice of Award signed by the authorized representative of the Original Proponent or Winning Comparative Proponent, as the case may be.

- (ii) Construction Performance Security, to replace the Bid Security.
- (iii) In the case of the Winning Comparative Proponent, evidence of the formation of a special purpose corporation which will be the Concessionaire, consisting or certified true copies issued by the SEC of the certificate of incorporation, articles of incorporation and by-laws of the Concessionaire and the Registration Data Sheet or a photocopy of the page[s] showing entries in the Concessionaire's stock and transfer book, certified true by the corporate secretary, wherein the shareholders of the Concessionaire and their respective percentage shareholdings should be the same as those provided in Annex BL-2B and BL-4. A Winning Comparative Proponent that is a corporation shall not be required to form a special purpose corporation if: [a] such Winning Comparative Proponent was incorporated no earlier than six [6] months prior the Comparative Proposals Submission Date; and [b] the PBAC is satisfied that the Winning Comparative Proponent was incorporated specifically for participation in the Project. In such case, the Winning Comparative Proponent shall be considered the "special purpose corporation" that will be the Concessionaire for the Project.
- (iv) Certified true copies issued by the authorized officer of the Concessionaire, duly notarized, of resolutions adopted by the board of directors of the Concessionaire: [a] attesting that the Concessionaire conducted an organizational meeting of its stockholders and elected its regular board of directors and corporate officers and [b] authorizing the execution, delivery and performance of the Concession Agreement and the Transaction Documents [as this term is defined in the Concession Agreement]; and
- (v) Letters of intent and term sheets from reputable financial institutions that they will provide sufficient credit facilities to the Concessionaire.
- (vi) If the Winning Bidder is a Consortium: (i) an agreement, using the form in Annex CP-1, indicating that the Consortium Members are jointly and severally liable for the obligations of the Concessionaire under the Concession Agreement, and (ii) an undertaking of the

members thereof to infuse the required equity contribution to the consortium.

- (vii) If the Winning Bidder is a corporation: (i) a treasurer's affidavit attesting to the actual paid-up capital of the Concessionaire and (ii) subscription agreement between the Winning Bidder and the Concessionaire or shareholders agreement between the Winning Bidder and the Concessionaire.
 - (viii) Submission of Tax Clearance Certificate (for PBAC's consideration)
- b. The Agency/LGU PBAC shall submit a recommendation of award to the Head of Agency/LGU no later than three (3) calendar days following the day the financial evaluation is completed. The PBAC must create and submit a thorough evaluation/assessment report outlining its reasoning for the bid review, along with clear explanations in accordance with the requirements in Section 11.1. Accordingly, the award will be decided by the Head of Agency/LGU within three (3) calendar days of PBAC submitting the recommendation. The winning bidder will receive a "Notice of Award" signed by the approval officer within five (5) calendar days of the bid being approved. The decision of the Agency/LGU to award the contract to the selected Project Proponent will be communicated in writing to all unsuccessful bidders. When asked, the public will be allowed to access this ruling in accordance with the requirements in Section 11.2.
- c. Failure to comply with the requirements described in the Notice of Award within the prescribed twenty [20] day period within receipt of the Notice of Award, or within any extensions granted by the PBAC, without reasonable justification acceptable to the DPWH, shall result in the forfeiture of the Original Proponent's or Winning Comparative Proponent's, as the case may be, Bid Security and the withdrawal of the Notice of Award. Within five [5] days from the DPWH's receipt of the requirements in the Notice of Award, the DPWH Secretary shall determine and notify the Original Proponent or Winning Comparative Proponent, as the case may be, of its compliance with all of the requirements stated in the Notice of Award.

10.2. Execution of Concession Agreement

Within five [5] days from its receipt of notification of compliance with the Post-Award Requirements, the Original Proponent or Winning Comparative Proponent, as the case may be, through its special purpose corporation, shall execute the Concession Agreement within the prescribed period shall be a ground for the forfeiture of the Original Proponent's or Winning Comparative Proponent's, as the case may be, Bid Security and the withdrawal of the Notice of Award.

11. PROCESS TO BE FOLLOWED FOR NON-COMPLIANCE OF POST AWARD REQUIREMENTS OF THE OP

- 11.1. In the event that the Original Proponent which is issued a Notice of Award does not comply with the Post-Award Requirements within the timeframe specified in Section 10.1, or for any reason the Notice of Award is withdrawn due to the fault of the Original Proponent, then the Winning Comparative Proponent shall be issued a Notice of Award, and shall comply with the Post-Award Requirements.
- 11.2. If the Winning Comparative Proponent that is issued a Notice of Award does not comply with the Post-Award Requirements within the timeframe specified in Section 10.1, or for any reason the Notice of Award is withdrawn due to the fault of the Winning Comparative Proponent, then the next best complying Proposal shall, after fulfilment of the requirements in Section 9.13, be declared the new Winning Comparative Proponent and the Original Proponent shall be given the right to match the amount of toll rate offered by the new Winning Comparative Proponent following the procedure under Section 9.15.
- 11.3. The foregoing process may again be repeated with the third best complying Proposal and so on.
- 11.4. If there is no other Proposal left, then the PBAC shall recommend to the DPWH Secretary that the Original Proponent be issued a Notice of Award.
- 11.5. The DPWH reserves the right, at its sole direction, to cancel the Tender, reject any or all Proposals or not to award the Concession Agreement to any Comparative Proponent or the Original Proponent.

12. PROCESS TO BE FOLLOWED IF NO COMPARATIVE PROPOSAL IS SUBMITTED OR THERE IS NO COMPLYING PROPOSAL

If no comparative proposal or no complying Proposal is received by the DPWH, the PBAC shall recommend to the DPWH Secretary that the Original Proponent be issued a Notice of Award.

13. GENERAL CONDITIONS AND PROHIBITIONS

By submitting a Comparative Proposal, the Comparative Proponent acknowledges and agrees that:

- a. It, including all Consortium Members, proposed Construction and O&M Contractors, their Affiliates, and their respective officers, employees, agents and advisers shall observe the highest standard of ethics during the Tender Process;
- b. It, including all Consortium Members, proposed Construction and O&M Contractors, their respective officers, employees, agents and advisers shall not commit any Corrupt Practice, Fraud, Collusion, Coercion, Undesirable Practice or Restrictive Practice;
- c. It, including all Consortium Members, proposed Construction and O&M Contractors, their Affiliates, and their respective officers, employees, agents and advisers, shall not engage in any form of political or other lobbying with respect to the Project or attempt to influence the outcome of the Tender Process;
- d. It waives its right to seek and obtain a writ of injunction or prohibition or restraining order against the DPWH or the PBAC to prevent or restrain the holding of a bidding or any proceedings related thereto, award and execution of the contract to the Winning Bidder or the Original Proponent, as the case may be, and the carrying out of the awarded Concession Agreement. Such waiver shall, however, be without prejudice to the right of a disqualified or losing Bidder to question the lawfulness of its disqualification or the rejection of its Bid by appropriate administrative or judicial processes not involving the issuance of a writ of injunction or prohibition or restraining order.
- e. It accepts all the terms and conditions of the Tender Documents; and
- f. The PBAC has the right to modify any of the Tender Documents at any time in accordance with Section 1.7.

14. CORRUPT PRACTICE, FRAUD, COLLUSION, COERCION, UNDESIRABLE PRACTICE AND RESTRICTIVE PRACTICE

If a Comparative Proponent, any Consortium Member, any proposed Construction Contractor, any proposed O&M contractor, or any Affiliate of any of these entities, or the Concessionaire, as the case may be, is found to have directly or indirectly or through an agent, engaged in any Corrupt Practice, Fraud, Collusion, Coercion, Undesirable Practice, or Restrictive Practice as defined in Republic Act 3019 [otherwise known as the Antigrift and Corrupt Practices Act] and other related laws, during the Tender Process, or after the issuance of the Notice of Award or the execution of the Concession Agreement, the PBAC/DPWH shall:

- a. Reject or disqualify the Comparative Proposal of or Withdraw the Notice of Award to such Comparative Proponent, without being liable in any manner whatsoever to the Comparative Proponent;
- b. Forfeit and appropriate the Bid Security of such Comparative Proponent, without prejudice to any other right or remedy that may be available to the DPWH;
- c. Seek to impose the maximum penalties for civil and criminal liability available under the applicable law on individuals and/or entities involved in such practice; and
- d. Prohibit or disqualify individuals and/or entities involved in such practices from participating in any bidding of the DPWH from the date that they are found to have directly or indirectly engaged in any such practices.

15. CONFLICT OF INTEREST

Comparative Proponents and Consortium Members, including their proposed Contractors and Affiliates, must not have any Conflict of Interest. Without limiting the generality of Conflict of Interest, any of the following will be considered a Conflict of Interest:

- a. A Comparative Proponent, any of its Consortium Members, or any of their Affiliates [of either a Comparative Proponent or any of its Consortium Members] is a member of another Consortium, or an Affiliate of a member of another Consortium.
- b. A Comparative Proponent, any of its Consortium Members, or any of their Affiliates [of either a Comparative Proponent or any of its Consortium Member] is proposed as a Construction Contractor or O&M Contractor of another Comparative Proponent.

- c. A Comparative Proponent, any of its Consortium Members, or any of their Affiliates [of either a Comparative Proponent or any of its Consortium Members] which has ownership interest of at least twenty percent [20%] in any other Comparative Proponent, any Consortium Member of any Comparative Proponent, or any of their Affiliates [of either the other Comparative Proponent or any of its Consortium Member] is: 1] in the same nature of business as that being contemplated by the Project, or 2] nominated to meet the technical or financial requirements for the project.
- d. Another Comparative Proponent, any Consortium Member of another Comparative Proponent, or any of their Affiliates [or either the other Comparative Proponent or any of its Consortium Members] which has ownership interest of at least twenty percent [20%] in a Comparative Proponent, any of its Consortium Members, or any of their Affiliates [of either the Comparative Proponent or any of its Consortium Member] is [1] in the same nature of business as that being contemplated by the Project, or [2] nominated to meet the technical or financial requirements for the Project.
- e. A member of the board of directors, partner, officer, employee, professional advisor or agent of a Comparative Proponent, any Consortium Member, or any of their Affiliates [of either the Comparative Proponent or any of its Consortium Members], is also directly involved in any capacity related to the Tender Process for the Project for another Comparative Proponent, any Consortium Member of any other Comparative Proponent, or any of their Affiliates [of either the Comparative Proponent or any of its Consortium Members], within a period beginning [] and ending on financial close of the Project.

The phrase “directly involved in any capacity related to the Tender Process for the Project” found in Section 15.3[d] includes the act of voting by a director on any matter related to the Tender Process, including but not limited to the approval of the relevant entity’s participation in the Tender.

For purposes of this section, an Independent Director appointed by the Comparative Proponent, any Consortium Member, or any of their Affiliates appointed in compliance with governance policies shall not be considered a member of the board of directors.

- f. A Comparative Proponent, any of its Consortium Members, any of its proposed Construction Contractors or O&M Contractors, or any Affiliates of any of these has participated as a consultant to the DPWH in the preparation of any documents, design, or technical specifications of the Project or in connection with the Tender Process.

- g. A Comparative Proponent, any of its Consortium Members, any of its proposed Construction Contractors or O&M Contractors, or any Affiliates of any of these, engages any legal, financial, or technical adviser of DPWH in relation to the Project, or anyone who is or was an employee of DPWH less than one year before his or her engagement by the Comparative Proponent, any of its Consortium Member, any of its proposed Construction Contractors or O&M Contractors, or any Affiliates of any of these.

If at any time prior to the signing of the Concession Agreement, any Comparative Proponent or Consortium Member, Proposed Construction Contractor or O&M Contractor, or any Affiliate of any of these, is found to have a Conflict of Interest as defined in this Section, it shall be disqualified from further participating in the Tender Process. If the Conflict of Interest involves another Comparative Proponent, then both Comparative Proponents shall be disqualified.

16. LOCK-UP RULES

The following rules [**“Lock-Up Rules”**] shall apply from Comparative Proposals Submission Date to execution of the Concession Agreement:

- a. For a Comparative Proponent that is a corporation or partnership, no changes shall be made in the equity or ownership structure of such Comparative Proponent, as provided in the Comparative Proponent’s original or revised Business Structure [Annex QD-1A of the ICP] and Basic Information Sheet [Annex QD-2 of the ICP] submitted to and approved by the PBAC; provided, that if the Comparative Proponent is listed with the Philippine Stock Exchange or other foreign stock exchange, ordinary course changes in equity ownership shall be permitted, so long as such changes in equity do not cause a change in Control of the Comparative Proponent.
- b. For a Comparative Proponent that is a Consortium, no changes shall be made in the composition of the Consortium or in the percentage interest of each Consortium Member in the Consortium as provided in the Comparative Proponent’s original or revised Business Structure [Annex QD-1B of the ICP] submitted to and approved by the PBAC.

Any violation of the Lock-Up Rules shall be a ground for disqualification from the Tender.

17. OUTSTANDING DISPUTE WITH GOVERNMENT

For the purpose of Evaluation of Tender Documents, an “Outstanding Dispute” refers to any pending judicial, administrative or alternative dispute resolution proceeding, including suspension or blacklisting proceedings between the Comparative

Proponent, any Consortium Members or any of their Affiliates that are directly involved with the Project, any of their proposed Contractors, or Consortium on the one hand, and the national government, any of its offices, agencies or instrumentalities, or any government-owned or controlled corporation, arising out of, or in connection with any bidding, project or contract of the national government, any of its instrumentalities or any government-owned or controlled corporation:

- a. Which is intended to provide a critical basic necessity
- b. Which is of paramount public interest and importance
- c. Where the Comparative Proponent, any of its Consortium Member, or any of their Affiliates has committed a default or breach of:
 - (i) contract,
 - (ii) any representation,
 - (iii) any warranty

and where, in the opinion of the DPWH, such dispute would be an impediment to the successful implementation of the Project.

18. GOVERNING LAW AND RULES

The provisions of the BOT Law, BOT Law IRR, and other applicable Philippine laws shall govern all matters not specifically covered by the ICP and other Tender Documents.

19. DEFINITIONS

The following words or terms shall have the following meanings in this Instruction to Comparative Proponents and other Invitation Documents:

- a. **"Affiliate"** means a corporation or entity effectively Controlled by or Controlling the Comparative Proponent or associated with the Comparative Proponent under common ownership and Control.
- b. **"Annex QD" or "QD"** along with the relevant number refers to the relevant Qualification Documents submitted by the Comparative Proponent.
- c. **"Background Information Documents"** are those documents as described in Section 1.2.b.
- d. **"Bid" or "Comparative Proposal"** means a valid offer to undertake the Project to be submitted by a Comparative Proponent.

- e. **"Bid Security"** means the instrument provided by the Comparative Proponent to guarantee that if it should win the Tender it will enter into the Concession Agreement with the DPWH within the time prescribed.
- f. **"Comparative Proponent"** means any partnership, corporation, or Consortium which participates in the Tender Process.
- g. **"BOT Law"** means Republic Act No. 6957, otherwise known as "An Act Authorizing the Financing, Construction, Operation and Maintenance of Infrastructure Projects by the Private Sector and for Other Purposes, as amended by Republic Act No. 7718, and its 2022 Revised IRR.
- h. **"Comparative Proposal"** means the Bid Letter, Qualification Documents, Bid Security, and additional requirements for consortia with new Members, Technical Proposal and Financial Proposal to be submitted by the Comparative Proponents pursuant to Section 6.
- i. **"Comparative Proposals Submission Date"** means the day to be set by the DPWH for the submission of the Comparative Proposals.
- j. **"Concession Agreement"** means the contract to be executed between the DPWH and the Winning Comparative Proponent or the legal entity formed by the Winning Comparative Proponent.
- k. **"Concessionaire"** means the counter-party of the DPWH under the Concession Agreement and which will undertake the Project.
- l. **"Conflict of Interest"** is defined in Section 15.
- m. **"Consortium"** means an unincorporated association of natural or juridical persons bound by contract or law, solitarily undertaking by mutual written agreement a common enterprise which is to participate in the Tender Process.
- n. **"Consortium Member"** means any of the natural or juridical persons or group of persons comprising a Consortium, each having a definite interest in the common undertaking, solidarily liable in the Proposal and whose interest will be converted into an equivalent equity participation in the corporation that will become the Concessionaire if the Consortium is awarded and accepts the Project.
- o. **"Construction"** means all aspects of construction work and activities relating to the Project, as provided in the Concession Agreement.

- p. **"Construction Contractor"** means an entity which may be engaged by the Concessionaire to undertake the Construction, in accordance with the Concession Agreement.
- q. **"Construction Experience Requirement"** refers to the Technical Qualification Requirements that must be met by a Comparative Proponent, as provided in Section 9.4.b[i][a].
- r. **"Control"** means, for purposes of defining an Affiliate, the power to direct or cause the direction of the management policies of a body corporate whether through: [i] ownership of more than fifty percent [50%] of the outstanding voting shares and voting rights of these shares; [ii] the ability to elect a majority of the members of the Affiliate's board of directors; or [iii] any legal agreement entered into at least one year before Comparative Proposals Submission Date, which has an arrangement with similar effect as in [i] or [ii] above. In determining ownership of shares in a corporation, shares held both directly and indirectly will be counted. For purposes of determining the existence of a Conflict of Interest, only agreements which are in effect at any point in time during the Tender Process will be considered.
- s. **"Corrupt Practice, Fraud, Collusion, Coercion, Undesirable Practice, and Restrictive Practice"** are each defined in Section 14.
- t. **"Day"** means a calendar day, unless otherwise specified.
- u. **"Detailed Engineering Design"** means the Detailed Engineering Design for the Project, which shall be prepared by the Concessionaire pursuant to the Concession Agreement and the Minimum Performance Standards and Specifications.
- v. **"DPWH"** means the Department of Public Works and Highways.
- w. **"Facility Operator"** means the entity authorized by the Toll Board to handle all aspects of the Operation and Maintenance of the TPLEX Extension Project, which must be a corporation organized under Philippine laws. **"Financial Proposal"** means the contents of Envelope 3 as provided for in Section 6.3.
- x. **"Government"** means the Government of the Republic of the Philippines.
- y. **"ISO"** means the International Organization for Standardization.

- z. **“Lead Member”** means, for a Comparative Proponent which participates in the Tenders as a Consortium, the Consortium Member having the highest percentage of interest in the Consortium, which should not be less than thirty three percent [33%], and which should be designated in writing as such by the other Consortium Members.
- aa. **“Legal Qualification Requirements”** refers to the structural Qualification Requirements that must be met by a Comparative Proponent, as provided in Section 9.4.a.
- bb. **“Maintenance”** means the day-to-day upkeep and repair of the Project necessary or required for its safe and proper operation, including the provision of labor, materials, equipment, and supervision, in accordance with the Concession Agreement.
- cc. **“Minimum Performance Standards and Specifications” or “MPSS”** means the set of minimum performance or functional standards and specifications that the Concessionaire must comply with in undertaking the Design, Construction, Operation and Maintenance of the Project.
- dd. **“Notice of Award”** is defined in Section 10.1.
- ee. **“O&M Contractor”** means an entity identified by a Comparative Proponent to establish Operation and Maintenance Experience under the ICP, and which entity may eventually be engaged as Facility Operator or have at least twenty percent [20%] interest in the Facility Operator.
- ff. **“Operation”** means the day-to-day administration and management of the Project for its use by motorists, including the collection of authorized tolls from users of the TPLEX Extension and the utilization of necessary manpower, equipment and materials, in accordance with the Concession Agreement.
- gg. **“Operation and Maintenance Experience Requirement”** refers to the Technical Qualification Requirements that must be met by a Comparative Proponent, as provided in Section 9.4.b[ii][a].
- hh. **“Original Proponent”** means the San Miguel Holdings Corporation.

- ii. **"PBAC"** means Pre-qualification, Bids and Awards Committee for Public-Private Partnership Projects of the DPWH reconstituted under DPWH Special Order No. 209, Series of 2023 dated 25 September 2023.
- jj. **"Post-Award Requirements"** means the requirements that must be complied with by the Winning Comparative Proponent as a pre-condition to the execution of the Concession Agreement, as described in Section 10.1.
- kk. **"Project"** means the financing, design, construction, and operations and maintenance of the TPLEX Extension Project.
- ll. **"Prospective Bidder"** means a party which has purchased the Participation Fee who pay a non-refundable fee of One Million Philippine Pesos [PhP 1,000,000.00].
- mm. **"Qualification Documents"** mean the documents required to be submitted by the Comparative Proponent to be contained in Envelope 1.
- nn. **"Qualification Requirements"** means the criteria which a Comparative Proponent must meet in order to proceed to the opening of Envelopes 2 and 3 of its Comparative Proposal, which includes Legal Qualification Requirements, Technical Qualification Requirements and Financial Capability Qualification Requirements.
- oo. **"SEC"** means the Securities and Exchange Commission.
- pp. **"Technical Proposal"** shall be those documents contained in Envelope 2 as described in Sec. 9.6.
- qq. **"Tender Documents"** means the documents enumerated in Section 1.2.a which may be purchased by Comparative Proponents.
- rr. **"Tender Process"** or **"Tender"** means the process beginning from the publication of the Invitation to Submit Comparative Proposals until the signing of the Concession Agreement.
- ss. **"TPLEX Project"** means the existing solicited project with 89.207 km. expressway from Tarlac City, Tarlac to Rosario, La Union.
- tt. **"TPLEX Extension Project"** means the 59.4km four (4)-lane TPLEX Extension Project from Rosario to San Juan, La Union

- uu. **“Unsatisfactory Performance”** means any of the following:
1. Within the last five [5] years prior to the Comparative Proposals Submission Date:
 - (i) failure to satisfactorily perform any of its material obligations on any contract, as evidenced by the imposition of a judicial pronouncement or arbitration award;
 - (ii) expulsion from any project or contract;
 - (iii) termination or suspension of any of its projects or contracts due to breach of its obligations; or
 - (iv) material violation of laws and/or regulations applicable to any of its projects or contracts, including but not limited to environmental, health, safety, labor and social welfare laws and regulations;
 2. Inclusion in a blacklist issued by any governmental agency of the Philippines or in the Debarred and Cross-Debarred Firms & Individuals list posted in the World Bank website [www.worldbank.org/debarr], whether as an individual contractor, partnership or corporation or as a member of a joint venture or consortium; or
 3. Involvement in any Corrupt Practice, Fraud, Collusion, Coercion, Undesirable Practice, and Restrictive Practice or having Conflicts of Interest.
- vv. **“Winning Comparative Proponent”** means the Comparative Proponent determined by the DPWH, and confirmed by the PBAC, whose Technical Proposal was rated passed and submitted the best complying Proposal.

ANNEX BL-1: Form of Bid Letter

[Letterhead]

Republic of the Philippines]

]

s.s.

I, [insert name],[insert citizenship], of legal age, with office address at [insert address], as the authorized representative of [insert Comparative Proponent], a [corporation/partnership or Consortium] [if a corporation, "organized and existing under and by virtue of the laws of [insert place of incorporation/registration]" and if a consortium state "under the [caption, date and other details to make clear reference to the consortium agreement] among its Consortium Members], after having been duly sworn according to law, hereby declare for and on behalf of [name of Comparative Proponent] that:

1. In accordance with the Tender Documents for the TPLEX Extension Project [hereinafter referred to as the "Project"], [Name of Comparative Proponent], a [partnership/ corporation/Consortium] with business address at _____, hereinafter referred to as the Comparative Proponent, submits its Comparative Proposal to finance, design, construct, operate and maintain the Project in accordance with the ICP.
2. Comparative Proponent's Proposal consists of the following components:
 - a. Envelope No. 1 – Qualification Documents
 - b. Envelope No. 2 - Technical Proposal
 - c. Envelope No. 3 - Financial Proposal
3. [Name of Comparative Proponent] declares that all statements made and the information and documents submitted in its Comparative Proposal are true and correct as of the date of this statement, and any misrepresentation or false statement made therein shall be a ground for its disqualification.
4. [Name of Comparative Proponent] authorizes the DPWH to conduct any inquiries or investigations to verify the statements, documents, and information submitted in its Comparative Proposal, and to seek clarification from its clients and bankers regarding any technical and financial aspects. [Name of Comparative Proponent] also permits third parties to supply information required to verify statements and information submitted in its Comparative Proposal.
5. [Name of Comparative Proponent]'s Comparative Proposal is unconditional and unqualified. We understand and accept all terms, conditions and other provisions of the Invitation Documents and Tender Documents.

6. [Name of Comparative Proponent] acknowledges the right of the DPWH to reject its Proposal without assigning any reason and to cancel the Tender process at any time, without incurring any liability to the [Name of Comparative Proponent].
7. [Name of Comparative Proponent], including all its Consortium members, and all of the entities it has identified to comply with the Qualification Requirements under the ICP as submitted as part of its Comparative Proposal, have not at any time engaged in any Corrupt, Fraudulent, Collusive, Coercive, Undesirable, or Restrictive Practices, nor have a Conflict of Interest, will comply with the Lock-up Rules under Section 16 of the ICP, and has no Unsatisfactory Performance Record.
8. [Name of Comparative Proponent] waives any right to and shall not seek or obtain any restraining order, writ of injunction or prohibition or any other form of coercive judicial, quasi-judicial or administrative writ, process or issuance against the DPWH to restrain, prevent, suspend, or in any manner forestall, hinder or render inconvenient the Tender Process, the award of the contract to the Winning Comparative Proponent or the Original Proponent, as the case may be, and the implementation of the Concession Agreement. [Name of Comparative Proponent] acknowledges that the DPWH is undertaking this Tender in the performance of its functions to ensure the provision of a critical basic necessity and that, therefore, the Project is of paramount public interest and importance and that the DPWH will suffer serious and irreparable damage on account of any breach by us of these undertakings, and agree that the breach of these undertakings shall result in our automatic disqualification to participate in the Tender for the Project.
9. [Name of Comparative Proponent] agrees to keep its Comparative Proposal valid for one hundred and eight [180] days from the Comparative Proposals Submission Date.
10. In the event that [Name of Comparative Proponent] is issued a Notice of Award for the Project, [Name of Comparative Proponent] agrees to comply with the requirements of Section 10 of the ICP and execute the final Concession Agreement with the DPWH within the deadlines set in ICP.

[Date and Place of Execution.]

For and on behalf of [Name of Comparative Proponent/Name of Consortium and List of Consortium Members]

By:

[Name, Designation and Signature of Authorized Representative]

SUBSCRIBED AND SWORN TO before me this _____ day of [month and year] at [place], affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations] issued at [City] on [date].

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ANNEX BL-2A: Authority to Submit Comparative Proposal and Designation of Authorized Representative [for Comparative Proponents which are partnerships or corporations]

1. To be submitted by all Comparative Proponents which are partnerships or corporations.

[Letterhead]

I, [Corporate Secretary or equivalent officer], after having been duly sworn according to law, hereby depose and state that:

1. I am a [Filipino] citizen, of legal age and a resident of [•];

2. I am the duly elected [Corporate Secretary or equivalent officer] of [name of Comparative Proponent] [the "Comparative Proponent"], a [corporation/partnership] organized and existing under and by virtue of the laws of [the Philippines];

3. At a regular/special meeting of the Board of Directors of the Comparative Proponent, held on [date] at [place], in which meeting a quorum was present and acting throughout, the following Resolutions were unanimously passed and approved:

RESOLVED, AS IT IS HEREBY RESOLVED, that [name of Comparative Proponent] [the "Comparative Proponent"] be, and is, authorized to submit Comparative Proposal for the TPLEX Extension Project [hereinafter called the "Project"] of the Department of Public Works and Highways;

RESOLVED FURTHER, that in the event the Comparative Proponent is issued a Notice of Award for the Project, it commits to [a] fulfil all the requirements in the ICP, including the submission and completion of the Post-Award Requirements, within twenty [20] days from receipt of the Notice of Award, and [b] execute and deliver the Concession Agreement with the DPWH immediately after being notified by the DPWH Secretary that it has complied with the Post-Award Requirements.

RESOLVED FURTHER, that [Name of Comparative Proponent's Representative] be and is hereby appointed as the authorized representative of the Comparative Proponent throughout the Tender Process for the Project and its incidents until the signing of the Concession Agreement, authorized to execute, sign, and receive documents for, and otherwise act in the name of, the Comparative Proponent.

RESOLVED, FINALLY, that any and all acts done and/or performed by [Name of Comparative Proponent's Representative] under and by virtue of this resolution be, as they are hereby, confirmed and ratified.

4. These resolutions have not been revoked, amended or modified and remain valid and binding on the Firm;

5. That the above resolutions are in accordance with the records of the Firm.

[Place, Date of Execution].

[Corporate Secretary or Equivalent Officer]

SUBSCRIBED AND SWORN TO before me this ____ day of [month and year] at [place], affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations] issued at [City] on [date].

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ANNEX BL-2B: Consortium Member’s Authority to Participate in the Consortium and Submit a Comparative Proposal and Designation of Lead Member and Authorized Representative of Consortium [for Comparative Proponents which are Consortia]

1. To be submitted by each Consortium Member

[Letterhead]

SWORN CERTIFICATION OF RESOLUTIONS

I, [Corporate Secretary or equivalent officer], after having been duly sworn according to law, hereby depose and state that:

1. I am a [Filipino] citizen, of legal age and a resident of [●];
2. I am the duly elected [Corporate Secretary or equivalent officer] of [Consortium Member] [the “Company”], a [corporation/partnership] organized and existing under and by virtue of the laws of [the Philippines];
3. At a regular/special meeting of the [Authorized Body] of the Company, held on [date] at [place], in which meeting a quorum was present and acting throughout, the following Resolutions were unanimously passed and approved:

RESOLVED, AS IT IS HEREBY RESOLVED, that the [Consortium Member] [the “Company”], be, and is, authorized to participate, through a Consortium consisting of the following Members and their respective nationalities and percentage interests in the Consortium, in the Tender Process for the financing, design, construction, operation and maintenance of the TPLEX Extension Project [hereinafter called the “Project”] of the Department of Public Works and Highways:

Name of Consortium Member	% Interest

RESOLVED FURTHER, that the Company authorizes the Consortium described above to submit a Comparative Proposal for the Project;

RESOLVED FURTHER, that the Company shall maintain its percentage interest in the Consortium until the signing of the Concession Agreement, and thereafter shall comply with the requirements and restrictions on

changes in ownership of the Concessionaire as stated in the Concession Agreement;

RESOLVED FURTHER, that in the event the Consortium is issued a Notice of Award, the Company will cooperate with the other Consortium Members to register a domestic corporation with the Philippine Securities and Exchange Commission and comply with all other requirements specified in the ICP and the Concession Agreement;

RESOLVED FURTHER, that the Company jointly and severally binds itself with the Consortium Members listed above in undertaking the obligations of the Consortium in the tender for the Project until, if the Consortium is issued a Notice of Award, the corporation formed by the Consortium signs the Concession Agreement and/or fulfils the Closing Requirement, or if the Consortium is not declared as the Winning Comparative Proponent within 180 days after the Comparative Proposals Submission Date, until 180 days after the Comparative Proposals Submission Date.

RESOLVED FURTHER, that [Name of Company's Representative] be and is hereby appointed as the authorized representative of the Company, authorized representative of the Company throughout the Tender Process for the Project and its incidents, until the signing of the Concession Agreement, authorized to execute, sign, and receive documents for, and otherwise act in the name of, the Company;

RESOLVED FURTHER, that the Firm in the exercise of its interest in the Consortium hereby:

- (a) designates [Name of Lead Member of Consortium] as Lead Member of the Consortium with the authority to represent Consortium throughout the Tender Process for the Project;
- (b) authorizes [Name of Authorized Representative of Name of Lead Member of Consortium] as representative of the Consortium in relation to the Tender Process for the Project, and for such purpose shall have the authority to execute, sign and receive documents for, and otherwise act in the name of the Consortium.

RESOLVED, FINALLY, that any and all acts done and/or performed by [Name of Lead Member of Consortium] and [Name of Company's Authorized Representative] under and by virtue of this resolution be, as they are hereby, confirmed and ratified.

4. These resolutions have not been revoked, amended or modified and remain valid and binding on the Company;

5. That the above resolutions are in accordance with the records of the Company.

[Place, Date of Execution.]

[Corporate Secretary or Equivalent Officer]

SUBSCRIBED AND SWORN TO before me this _____ day of [month and year] at [place], affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [City] on [date].

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ANNEX BL-3: Form of Bid Security

[Letterhead of Insurance Company]

Department of Public Works and Highways
Philippines

Place:

Surety Bond No. _____

Date:

Gentlemen:

We, [●], a corporation organized and existing under the laws of the Republic of the Philippines [the "Issuer"], hereby establish our Surety Bond No. [●] [the "Surety Bond"] in your favor and for the account of [insert name of Comparative Proponent or Consortium's Lead Member] [the "Comparative Proponent"] relating to the obligations of the Comparative Proponent under the Instructions to Comparative Proponents [ICP] a period of at least one [1] year from Comparative Proposals Submission Date.

Capitalized terms used in this Surety Bond shall have the meanings given to them in the ICP, except as otherwise expressly defined herein.

1. The maximum aggregate amount available under this Surety Bond is Two Hundred Thirty-Four Million Pesos [PhP 234,000,000] [the "Stated Amount"].
 2. Subject to the other provisions of this Surety Bond, DPWH is hereby irrevocably authorized to make one or more drawings under this Surety Bond by presenting to the Issuer, at its address set forth above, a demand for payment from DPWH in substantially the form attached as Annex A, duly completed, and that is in the form of a letter on DPWH's letterhead signed by any of its authorized signatories.
 3. The Issuer shall be deemed to have honored a drawing hereunder if the Issuer deposits the amount of such drawing in the account [the "Designated Account"] designated by DPWH in accordance with Annex A. Forthwith upon any such drawing being honored as aforesaid, this Surety Bond shall be deemed to be amended to effect a reduction in the Stated Amount hereunder equal to the amount of such drawing. Any such drawing made hereunder shall be free and clear of all interest and charges and any sums due to the Issuer.
 4. We hereby agree to honor each drawing hereunder made in compliance with this Surety Bond notwithstanding any objection that the Comparative Proponent might raise against DPWH's entitlement to payment, by transferring in immediately available funds to the Account the amount specified in a
-

demand for payment at the opening of business on the first or second Business Day succeeding the date of such demand. As used herein, the term "Business Day" means any day other than [i] a Saturday or Sunday or [ii] a day on which banking institutions in Metropolitan Manila, Philippines are authorized or obligated by law or executive order to remain closed.

5. If a demand for payment hereunder does not, in any instance, conform to the terms and conditions of this Surety Bond, we shall give prompt notice [but within the first Business Day succeeding the date of such demand] to DPWH that the demand for payment was not effected in accordance with the terms and conditions of this Surety Bond, stating the reasons therefor and that we will upon your instructions hold the documents at your disposal or return the same to you. Upon being notified that a demand for payment was not effected in conformity with this Surety Bond, DPWH may attempt to correct any such non-conforming demand and re-submit such demand in accordance with the terms and conditions hereof.
6. This Surety Bond shall expire, unless otherwise extended in accordance with the provisions hereof, on the earliest of [i] 5 p.m. at the place of presentation one [1] year from Comparative Proposals Submission Date [ii] the date on which we receive confirmation from DPWH that the Stated Amount has been reduced to zero, [iii] the date on which we have honored a drawing or drawings in an aggregate amount equal to the Stated Amount, and [iv] the date when we receive a written notice from DPWH that a replacement Surety Bond, which is in full force and effect, has been substituted for this Surety Bond [the "Expiration Date"].
7. All documents presented to the Issuer in connection with any drawing hereunder, as well as all notices and other communications to the Issuer in respect of this Surety Bond, shall be in writing and addressed and presented to the Issuer at its address set forth above, or at such other address as the Issuer shall have specified in writing to DPWH. Such documents, notices, and communications shall make specific reference to this Surety Bond by number.
8. This Surety Bond may not be cancelled or amended without the prior written consent of the Issuer and DPWH.
9. This Surety Bond sets forth our undertaking and our agreement with DPWH and such undertaking and such agreement may not in any way be modified, amended, amplified, or limited by reference to any other document, instrument, or agreement referred to herein.
10. The Issuer hereby agrees that it shall have no recourse to DPWH if the Comparative Proponent fails at any time to pay any amounts which may from time to time be due and payable by it to the Issuer in relation to this Surety Bond.

11. References in this Surety Bond to the ICP or any other document or instrument, except to the Annexes hereto, are for identification purposes only. The ICP and such other documents and instruments are not incorporated herein, nor are they made a part of this Surety Bond.

IN WITNESS WHEREOF, we have caused these presents to be executed in our name and our corporate seal to be affixed by our attorney-in-fact on this [●] day of [●] 2023.

[Issuing Bank]

By

SUBSCRIBED AND SWORN TO before me this _____ day of [*month and year*] at [*place*], affiant exhibiting to me his/her [*proof of identity acceptable under Philippine notarial regulations*], issued at [*city*] on [*date*].

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**SCHEDULE 1: LIST OF UNIVERSAL BANKS OR COMMERCIAL BANKS
LICENSED BY THE BANGKO SENTRAL NG PILIPINAS**

No.	Institution	Type	Contact Person and Position	Address and No. of Offices
1.	Rizal Commercial Banking Corporation	Universal Banks [Ubs]	Mr. Lorenzo V. Tan <i>President and Chief Executive Officer</i>	46 th Floor, Yuchengco Tower, RCBC Plaza, 6819 Ayala Ave., Makati City 0727 <i>No. of Offices: 276</i>
2.	Security Bank Corporation	Universal Banks [Ubs]	Mr. Alfonso L. Salcedo, Jr. <i>President and Chief Executive Officer</i>	Security Bank Centre, 6776 Ayala Avenue, Makati City 0719 <i>No. of Offices: 254</i>
3.	Union Bank of the Philippines	Universal Banks [Ubs]	Mr. Victor B. Valdepeñas <i>President and Chief Operating Officer</i>	Union Bank Plaza, Meralco Avenue cor. Onyx & Sapphire Roads, Pasig City 1605 <i>No. of Offices: 191</i>
4.	United Coconut Planters Bank	Universal Banks [Ubs]	Mr. Jeronimo U. Kilayko <i>President and Chief Executive Officer</i>	UCPB Bldg., 7907 Makati Ave., Makati City 0728 <i>No. of Offices: 188</i>
5.	Al-Amanah Islamic Investment Bank of the Philippines	Universal Banks [Ubs]	Mr. Alex P. Bangcola <i>CEO and Chairman</i>	PHIDCO A. Building Veterans Avenue, Zamboanga City [Executive Office: 4 th Floor Development Bank of the Philippines Sen. Gil J. Puyat Avenue corner Makati Avenue Makati City 1200] <i>No. of Offices: 9</i>
6.	Development Bank of the Philippines	Universal Banks [Ubs]	Mr. Gil A. Buenaventura <i>President and CEO</i>	Sen. Gil. J. Puyat Avenue corner Makati Avenue Makati City <i>No. of Offices: 113</i>
7.	Land Bank of the Philippines	Universal Banks [Ubs]	Ms. Gilda E. Pico <i>President and Chief Executive Officer</i>	LandBank Plaza Bldg., 1598 M. H. Del Pilar cor. Dr. J. Quintos Sts., Malate, Manila 1004 <i>No. of Offices: 370</i>
8.	Australia and New Zealand Banking Group Limited	Commercial Banks [Kbs]]	Mr. Jesus Plaridel F. Santiago, Jr.	14th Floor Solaris One Building, 130 Dela Rosa

			<i>Country Head</i>	Street, Legaspi Village, 1229 Makati City No. of Offices: 1
9.	Deutsche Bank AG	Universal Banks [Ubs]	Mr. Enrico S. Cruz <i>Chief Country Officer and Managing Director, Global Markets</i>	26 / F Ayala Tower One, Ayala Triangle, Makati City 1226 <i>No. of Offices: 1</i>
10.	ING Bank N.V.	Universal Banks [Ubs]	Ms. Consuelo D. Garcia <i>Country Manager</i>	21 / F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City 1226 <i>No. of Offices: 1</i>
11.	Mizuho Bank, Ltd. – Manila Branch	Universal Banks [Ubs]	Mr. Masato Tsunoda <i>General Manager</i>	25 th Floor, The Zuellig Building, Makati Avenue corner Paseo de Roxas, 1225 Makati City <i>No. of Offices: 1</i>
12.	Standard Chartered Bank	Universal Banks [Ubs]	Mr. Anirvan Ghosh Dastidar <i>Chief Executive Officer</i>	The Sky Plaza Bldg., 6788 Ayala Ave., Makati City 1226 <i>No. of Offices: 6</i>
13.	The Hongkong & Shanghai Banking Corporation	Universal Banks [Ubs]	Mr. Jose Arnulfo A. Veloso <i>President and CEO Philippines</i>	HSBC Centre, 3058 Fifth Avenue West, Bonifacio Global City, Taguig City 1634 <i>No. of Offices: 7</i>
14.	Asia United Bank Corporation	Universal Banks [Ubs]	Mr. Manuel A. Gomez <i>President</i>	JN Bldg. Joy Nostalgy Center, 17 ADB Avenue, Ortigas Center, Pasig City <i>No. of Offices: 232</i>
15.	Bank of Commerce	Commercial Banks [KBs]	Mr. Robert C. Benares <i>President</i>	San Miguel Properties Centre [SMPC], No. 7 Saint Francis Street, Mandaluyong City 1550 <i>No. of Offices: 125</i>
16.	BDO Private Bank, Inc.	Commercial Banks [KBs]	Ms. Josefina N. Tan <i>President and Chief Executive Officer</i>	BDO Private Bank 2/F BDO Equitable Tower 8751 Paseo De Roxas Makati City <i>No. of Offices: 6</i>
17.	Philippine Bank of Communications	Commercial Banks [KBs]	Ms. Patricia May T. Siy <i>President / CEO / Director</i>	5/F PBCom Tower, 6795 Ayala Avenue, Makati City 1200 <i>No. of Offices: 85</i>
18.	Philippine Veterans	Commercial	Mr. Roberto F.	PVB Bldg. 101 V. A. Rufino

	Bank	Commercial Banks [KBs]	De Ocampo <i>Chairman and Chief Executive Officer</i>	cor. Dela Rosa Sts., Legaspi Village, Makati City 1229 <i>No. of Offices: 60</i>
19.	Robinsons Bank Corporation	Commercial Banks [KBs]	Mr. Elfren Antonio S. Sarte <i>President / Chief Executive Officer / Director</i>	17/F Galleria Corporate Center, EDSA cor. Ortigas Avenue, 1110 Quezon City <i>No. of Offices: 94</i>
20.	CTBC [Philippines] Bank Corporation	Commercial Banks [KBs]	Mr. Steve Tsai <i>President and CEO</i>	16 th to 19 th Floors, Fort Legend Towers, 31 st Street cor. 3 rd Ave., Bonifacio Global City, Taguig City <i>No. of Offices: 24</i>
21.	Maybank Philippines, Inc.	Commercial Banks [KBs]	Mr. Herminio M. Famatigan, Jr. <i>President and Chief Executive Officer</i>	Maybank Corporate Centre 7 th Avenue Corner 28 th Street, Bonifacio High Street Central, Bonifacio Global City, Taguig City 1634 Metro Manila <i>No. of Offices: 79</i>
22.	Bangkok Bank Public Co. Ltd.	Commercial Banks [KBs]	Mr. Varot Samakoses <i>Branch Manager and Vice President</i>	10 / F The Enterprise Center, Tower 2, 6766 Ayala Avenue, Makati City <i>No. of Offices: 1</i>
23.	Bank of America, N.A.	Commercial Banks [KBs]	Mr. Henry T. Pelaez <i>Senior Vice President and Country Manager</i>	27 / F Philamlife Tower, 8767 Paseo de Roxas, Makati City 1226 <i>No. of Offices: 1</i>
24.	Bank of China Limited-Manila Branch	Commercial Banks [KBs]	Mr. Deng Jun <i>President and Country Head</i>	36 / F Philamlife Tower, 8767 Paseo de Roxas, Makati City <i>No. of Offices: 1</i>
25.	Citibank, N.A.	Commercial Banks [KBs]	Mr. Aftab Ahmed <i>Country Officer</i>	9F Citibank Tower, 8741 Paseo de Roxas St., Makati City 1226 <i>No. of Offices: 13</i>
26.	JP Morgan Chase Bank, N.A.	Commercial Banks [KBs]	Mr. Roberto L. Panlilio <i>Senior Country</i>	30/F Zuellig Building, Makati Avenue corner Paseo de Roxas, Makati City 1225 <i>No. of Offices: 1</i>

			<i>Officer</i>	
27.	Korea Exchange Bank	Commercial Banks [KBs]	Mr. Kyoung Tae Lee <i>General Manager</i>	21 st Floor, Zuellig Building, Makati Avenue corner Paseo de Roxas Street, Makati City <i>No. of Offices: 2</i>
28.	Mega International Commercial Bank Co., Ltd.	Commercial Banks [KBs]	Mr. Roger Rong-Hwa Lin <i>Vice President and General Manager</i>	3 / F Pacific Star Bldg., Sen. Gil Puyat Ave., Makati City <i>No. of Offices: 1</i>
29.	The Bank of Tokyo-Mitsubishi UFJ, Ltd.	Commercial Banks [KBs]	Mr. Tadahiro Miyamoto <i>General Manager</i>	15 / F Makati Sky Plaza Building 6788 Ayala Avenue, Makati City 1226 <i>No. of Offices: 1</i>
30.	Bank of the Philippine Islands	Universal Banks [Ubs]	Mr. Cezar P. Consing <i>President and Chief Executive</i>	BPI Bldg., Ayala Avenue cor. Paseo de Roxas, Makati City 0720 <i>No. of Offices: 673</i>
31.	BDO Unibank, Inc.	Universal Banks [Ubs]	Mr. Nestor V. Tan <i>President</i>	BDO Corporate Center, 7899 Makati Avenue, Makati City <i>No. of Offices: 939</i>
32.	China Banking Corporation	Universal Banks [Ubs]	Mr. Ricardo R. Chua <i>President and Chief Executive Officer</i>	8745 Paseo de Roxas cor. Villar Street, Makati City 1226 <i>No. of Offices: 314</i>
33.	East West Banking Corporation	Universal Banks [Ubs]	Mr. Antonio C. Moncupa, Jr. <i>President and Chief Executive Officer</i>	The Beaufort, 5 th Avenue Corner 23 rd Street, Fort Bonifacio Global City, Taguig City <i>No. of Offices: 413</i>
34.	Metropolitan Bank & Trust Company	Universal Banks [Ubs]	Mr. Fabian S. Dee <i>President</i>	Metrobank Plaza, Sen. Gil J. Puyat Avenue, Makati City 1200 <i>No. of Offices: 683</i>
35.	Philippine National Bank	Universal Banks [Ubs]	Atty. Reynaldo A. Maclang <i>President and CEO</i>	PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City 1305 <i>No. of Offices: 661</i>
36.	Philippine Trust Company	Universal Banks [Ubs]	Mr. Jaime DC. Laya <i>President and Chairman of the Board</i>	1000 Philtrust Bank Building, United Nations Avenue corner San Marcelino St., Manila 1007 <i>No. of Offices: 59</i>

ANNEX QD-1A: Business Structure

[for a Comparative Proponent which is a partnership or corporation]

- 1. Name of Comparative Proponent:
- 2. Contact Information of Comparative Proponent

a. Address	
b. Website	
c. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

- 3. Entity nominated to fulfil the Construction Experience Requirement

a. Name of Entity	
b. Relationship to Comparative Proponent	
c. Address	
d. Website	
e. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

Note: If this requirement is fulfilled by the Comparative Proponent proposing a Construction Contractor or Construction Contractors, list at least one and up to three [3] Construction Contractors and provide the information above for each of them.

- 4. Affiliates, if any, of the entity nominated to fulfil the Construction Experience Requirement, whose completed projects are being submitted as evidence of that entity's construction experience.

Name	
Address	
Contact Person	
Telephone Number	
Email	

5. Entity which fulfils the Operation and Maintenance Experience Requirement

a. Name of Entity	
b. Relationship to Comparative Proponent	
c. Address	
d. Website	
e. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

Note: If this requirement is fulfilled by the Comparative Proponent proposing an O&M Contractor or O&M Contractors, list at least one and up to three [3] O&M Contractors and provide the information above for each of them.

6. Affiliate, if any, of the entity nominated to fulfil the Operation and Maintenance Experience Requirement whose experience is being submitted as evidence of that entity's operation and maintenance experience.

Name	
Address	
Contact Person	
Telephone Number	
Email	

7. Entity nominated to fulfil the Financial Capability Requirement

a. Name of Entity	
b. Relationship to Comparative Proponent	
b. Address	
c. Website	
d. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

8. Affiliate, if any, of the entity nominated to fulfil the Financial Capability Qualification Requirement, whose financial capability is being submitted as evidence of that entity's financial capability.

Name	
Address	
Contact Person	
Telephone Number	
E-mail	

For and on behalf of [Name of Comparative
Proponent]

[Signature of Authorized Representative]
[Name, Title, and Date]

ANNEX QD-1B: Business Structure

[for a Comparative Proponent which is a Consortium]

Name of Consortium:

1. Consortium Members

	Lead Member	Other Member	Other Member	Other Member
Name				
Percentage Interest in the Consortium				
Type of Legal Entity [corporation/ partnership]				

2. Contact Information of Consortium Members

a. Lead Member	
b. Address	
c. Website	
d. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

a. Consortium Member	
b. Address	
c. Website	
d. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

a. Consortium Member	
b. Address	
c. Website	
d. Contact Person	
i. Telephone	
ii. Fax	

iii. E-mail	
-------------	--

a. Consortium Member	
b. Address	
c. Website	
d. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

3. Entity nominated to fulfil the Construction Experience Requirement

a. Name of Entity	
b. Consortium Member to which this entity is related	
c. Relationship to Consortium Member	
d. Address	
e. Website	
f. Contact Person	
i. Telephone	
ii. Fax	
iii. E-mail	

Note: If this requirement is fulfilled by the Comparative Proponent proposing a Construction Contractor or Construction Contractors, list at least one and up to three [3] Construction Contractors and provide the information above for each of them.

4. Affiliates, if any, of the entity nominated to fulfil the Construction Experience Requirement, whose completed projects are being submitted as evidence of that entity's construction experience.

Name	Address	Contact Person	Telephone Number	E-mail

5. Entity nominated to fulfil the Operation and Maintenance Experience Requirement

a. Name of Entity	
b. Consortium Member to which this entity is related	
c. Relationship to Consortium Member	
d. Address	
e. Website	
f. Contact Person	
Telephone	
Fax	
E-mail	

Note: If this requirement is fulfilled by the Comparative Proponent proposing an O&M Contractor or O&M Contractors, list at least one and up to three [3] O&M Contractors and provide the information above for each of them.

6. Affiliate, if any, of the entity nominated to fulfil the Operation and Maintenance Experience Requirement, whose experience is being submitted as evidence of that entity’s operation and maintenance experience.

Name	
Address	
Contact Person	
Telephone Number	
Email	

7. Affiliate, if any, of the Lead Member, whose financial capability is being submitted as evidence of that entity’s financial capability.

Name	
Address	
Contact Person	
Telephone Number	
E-mail	

For and on behalf of [Name of Comparative Proponent/if Consortium, Name of Consortium and Lead Member]

[Signature of Authorized Representative]
[Name, Title and Date]

ANNEX QD-2: Basic Information Sheet

- a. To be submitted by all entities listed in all sections of the Business Structure [Form QD-1A or QD-1B],
- b. Required attachment: For all entities submitting this form:
 - (a) A certified true copy of its latest General Information Sheet [**"GIS"**], stamped "received" by the SEC or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity.

The certification may come from either the SEC or its equivalent in a foreign country, the entity's corporate secretary, or authorized representative of such entity. If it comes from the entity's corporate secretary or duly authorized officer, the certification must be under oath and notarized.

If in a particular foreign jurisdiction there is no document equivalent to the GIS, such entity's corporate secretary or authorized representative shall submit a notarized certification stating that there is no document equivalent to the GIS in the foreign country where it is registered, and providing for the information required under the GIS.

- (b) Certified true copy of the SEC Certificate of Incorporation, or for a foreign entity, the equivalent document issued by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The SEC Certificate of Incorporation or the equivalent document for a foreign entity must be certified by the SEC, its equivalent in a foreign country, the entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.
- (c) Certified true copy of the latest Articles of Incorporation, or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The Articles of Incorporation or the equivalent document for a foreign entity may be certified either by the SEC, its equivalent in a foreign country, the

entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.

- (d) Certified true copy of the latest By-Laws, or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The By-Laws or the equivalent document for a foreign entity may be certified either by the SEC, its equivalent in a foreign country, the entity's corporate secretary, or authorized representative. If it comes from the entity's corporate secretary or authorized representative, the certification must be under oath and notarized.

- (e) In the case of foreign entities, the authorized representative shall submit a notarized certification stating that the documents submitted attached to its Annex QD-2 are the equivalents of those required to be submitted under Section 6.1.d[ii][a] to [d].

1. Name of Entity	
2. Type of entity [please check one]	<input type="checkbox"/> Partnership <input type="checkbox"/> Corporation
3. Consortium Member or not? [please check one]	<input type="checkbox"/> Yes <input type="checkbox"/> No
4. Construction Contractor or not? [please check one]	<input type="checkbox"/> Yes <input type="checkbox"/> No
5. O&M Contractor or not? [please check one]	<input type="checkbox"/> Yes <input type="checkbox"/> No
6. Affiliate of an entity listed in QD-1A or QD1B?	<input type="checkbox"/> Yes, Affiliate of
	<input type="checkbox"/> No
7. Place of Incorporation or Registration	
8. Year of Incorporation or Registration	
9. Principal Purposes or Businesses	

10. Shareholder or Partner Information

Name of Shareholder or Partner	Nationality	Percentage of shareholding or interest

[Insert rows as necessary]

11. Information on Beneficial Owners who own more than 5% Beneficial Interest

Name of Beneficial Owner	Nationality	Percentage total of Beneficial ownership

[Insert rows as necessary]

For and on behalf of [Name of Entity]

For and on behalf of
[Name of Comparative Proponent/if
Consortium, Name of Consortium and Lead
Member]

[Signature of Authorized
Representative]
[Name, Title, and Date]

[Signature of Authorized
Representative]
[Name, Title, and Date]

ANNEX QD-3: Notarized Certification of Absence of Unsatisfactory Performance Record

- a. To be submitted by all entities listed in all sections of the Business Structure [Form QD-1A or QD-1B], except for Affiliates of entities nominated to fulfil the Construction Experience Requirement and Operation and Maintenance Experience Requirement.

Comparative Proponent:	
Entity which fulfils a Qualification Requirement:	
Relationship to Comparative Proponent:	

Republic of the Philippines]
] s.s.

Certification of Absence of Unsatisfactory Performance Record

I, [name],[citizenship], of legal age, with office address at [address], as the [position/designation] of [name of company represented], a [corporation/partnership] organized and existing under and by virtue of the laws of [place of incorporation/registration]hereby certify, for and on behalf of [name of company represented], that [name of company represented] does not have any record of unsatisfactory performance on any of its projects and contracts. "Unsatisfactory Performance".

Date and Place of Execution.

For and on behalf of [Name of Entity]

[Signature of Authorized Representative]

[Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [] day of [month and year] at [place],affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [city] on [date].

Notary Public

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ANNEX QD-4: Construction Experience

- a. To be submitted each entity nominated to fulfil the Construction Experience Requirement as identified in the Business Structure [Form QD-1A or QD-1B], item 3.
- b. Required attachment for each entity submitting this form:
 - (i) Original certificate of project completion from the project's owner, or a copy thereof accompanied by a notarized certification issued by the relevant officer of the project owner, the relevant officer of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certificate of project completion.
 - (ii) If the project was completed by an Affiliate of the entity nominated to fulfil the Construction Experience Requirement, evidence of such affiliation, such as, the GIS, or its equivalent in the case of a foreign entity, of the nominated entity and its Affiliate, or, if affiliation is not evident from the GISs of these entities, certificates of affiliation issued by relevant officers of the nominated entity and its Affiliate specifying the details of such affiliation.
 - (iii) Certified true copy of a valid license issued by the PCAB for Large B Classification/License Category AAA, in the case of a Filipino entity or, in the case of a foreign entity, an equivalent license issued by an equivalent accreditation institution in the foreign entity's country of origin, provided that such foreign entity must secure a license and accreditation from the PCAB after the Comparative Proponent is awarded the Project. The certified true copy of the PCAB license [or its equivalent in the case of a foreign entity] must be issued by the relevant body issuing such license/certification. A copy of the PCAB license [or its equivalent] will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original license.
 - (iv) Certified true copy of a valid ISO 9001 certification. The certified true copy of the ISO 9001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 9001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.

- (v) Certified true copy of a valid ISO 14001 certification. The certified true copy of the ISO 14001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 14001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.

1. Entity which fulfils the Construction Experience Requirement as identified in item 3 of the Business Structure [Form QD-1A or QD1B].

Comparative Proponent:	
Entity which fulfils the requirement:	
Relationship to Comparative Proponent:	Comparative Proponent / Consortium Member / Construction Contractor]

2. Project Completed:

Name of Project	
Location	
Description	
Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	
Name of Entity* which Completed Project	

*Please attach Certificate of Project Completion

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach

3. Other Projects

- a. Name of Project:

Location	
Description	

Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	
Name of Entity* which Completed Project	

*Please attach Certificate of Project Completion

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of such affiliation.

b. Name of Project:

Location	
Description	
Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	
Name of Entity* which Completed Project	

*Please attach Certificate of Project Completion

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of such affiliation.

c. Name of Project:

Location	
Description	
Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	

Name of Entity* which Completed Project	
---	--

*Please attach Certificate of Project Completion

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of such affiliation.

d. Name of Project

Location	
Description	
Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	
Name of Entity* which Completed Project	

*Please attach Certificate of Project Completion

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of such affiliation.

e. Name of Project

Location	
Description	
Date of Contract	
Nature of Involvement	
Client*	
Cost of Contract	
Value of work actually completed	
Name of Entity* which Completed Project	

*Please attach Certificate of Project Completion

** Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of such affiliation.

For and on behalf of [Name of Entity]

For and on behalf of [Name of Comparative Proponent / if Consortium, Name of Consortium and Lead Member]

[Signature of Authorized Representative]
[Name, Title, and Date]

[Signature of Authorized Representative]
[Name, Title, and Date]

ANNEX QD-5: Construction Contractor’s Notarized Statement of Willingness to Participate In, and Capacity to Undertake the Requirements of, the Project

- a. To be submitted by each entity nominated to fulfil the Construction Experience Requirement as identified in the Business Structure [Form QD-1A or Form QD-1B], item 3.

Comparative Proponent:	
Entity which fulfils the requirement:	
Relationship to Comparative Proponent:	

Republic of the Philippines]
] s.s.

Notarized Statement of Willingness to Participate in, and Capacity to Undertake the Requirements of, the Project

I, [name], [citizenship], of legal age, with office address at [address], as the [position/designation] of [name of Construction Contractor], a [corporation/partnership] organized and existing under and by virtue of the laws of [insert place of incorporation/registration] hereby declare for and on behalf of [name of Construction Contractor] that:

1. [Name of Construction Contractor] is willing to participate, through the [Name of Comparative Proponent] in the Tender Process for the TPLEX Extension Project in accordance with the ICP.
2. [Name of Construction Contractor] has the required experience and capacity to undertake the requirements for its services in the Project in accordance with the provisions of the Invitation Documents.
3. Based on my personal knowledge or authentic documents, that the information provided in form QD-4 to QD-5 are true and correct.
4. If selected by [Name of Comparative Proponent], [name of Construction Contractor] shall formally enter into a contract with the Concessionaire to perform the obligations and assume the attendant liabilities as Construction Contractor for the TPLEX Extension Project.

Date and Place of Execution.

For and on behalf of [Name of Entity]
 [Signature of Authorized Representative]
 [Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [] day of [month and year] at [place],
affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial
regulations], issued at [city] on [date].

Notary Public

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ANNEX QD-6: Operation and Maintenance Experience

- a. To be submitted by each entity nominated to fulfil the Operation and Maintenance Experience Requirement as identified in the Business Structure [Form QD-1A or Form QD1B], item 5.
- b. Required attachments for each project:
 - (i) Original certificate of project completion or that the project is in operation from the project's owner, or a copy thereof accompanied by a notarized certification issued by the relevant officer of the project owner or the authorized representative of the entity nominated to fulfil the Operation and Maintenance Experience Requirement that such copy is a true and faithful reproduction of the original certificate.
 - (ii) If the project was or is being undertaken by an Affiliate of the entity nominated to fulfil the Operation and Maintenance Experience Requirement, evidence of such affiliation.
 - (iii) Certified true copy of a valid ISO 9001 certification. The certified true copy of the ISO 9001 certification must be issued by the relevant body issuing such certification. A copy of the ISO 9001 certification will be accepted, provided that it is accompanied by a notarized certification issued by the authorized representative of the entity nominated to fulfil the Construction Experience Requirement that such copy is a true and faithful reproduction of the original certification.
1. Entity nominated to fulfil the Operation and Maintenance Experience Requirement in Section 9.4.b[iii], as identified in item 5 of the Business Plan [Form QD-1A or QD-1B]

Comparative Proponent	
Entity which fulfils the requirement	
Relationship to Comparative Proponent	

2. Completed or ongoing project consisting of an elevated toll expressway of at least five (5) kilometres in length, using either manual or automatic toll collection system, or a combination of the two, for a period of at least three (3) full consecutive years within the past five (5) years prior to the Comparative Proposals Submission Date. [*DPWH to insert technical qualification for O&M*].

Name of Project	
Location	
Description	
Start Date of Operation Period	
End Date of Operation Period	
Nature of Involvement	
Client*	
Cost of Contract	
Name of Entity which Completed the Project**	

*Please attach Certificate of Project Completion or Ongoing project from Owner

**Must be the Entity identified in #1 or an Affiliate. If an Affiliate, please attach evidence of Affiliation

For and on behalf of [Name of Entity]

For and on behalf of

[Name of Comparative Proponent/if Consortium, Name of Consortium and Lead Member]

[Signature of Authorized Representative]

[Signature of Authorized Representative]

[Name, Title, and Date]

[Name, Title, and Date]

ANNEX QD-7: O&M Contractor’s Notarized Statement of Willingness to Participate In, and Capacity to Undertake the Requirements of, the Project

- a. To be submitted by each entity nominated to fulfil the Operation and Maintenance Experience Requirement as identified in the Business Structure [Form QD-1A or Form QD-1B], item 5.

Comparative Proponent:	
Entity which fulfils the requirement:	
Relationship to Comparative Proponent:	

Republic of the Philippines]
] s.s.

Notarized Statement of Willingness to Participate in, and Capacity to Undertake the Requirements of, the Project

I, [name], [citizenship], of legal age, with office address at [address], as the [position/designation] of [name of O&M Contractor], a [corporation/partnership] organized and existing under and by virtue of the laws of [place of incorporation/registration], after having been duly sworn according to law, hereby declare for and on behalf of [name of O&M Contractor], that:

1. [Name of O&M Contractor] is willing to participate, through the [Name of Comparative Proponent], in the Tender for the TPLEX Extension Project in accordance with the ICP.
2. [Name of O&M Contractor] has the required experience and capacity to participate in the Project in accordance with the provisions of the Invitation Documents.
3. Based on my personal knowledge or authentic documents that the information provided in form QD-6 and QD-7 is true and correct.
4. If selected by [Name of Comparative Proponent], [Name of O&M Contractor] shall formally enter into a contract with the Concessionaire to perform the obligations and assume the attendant liabilities as Facility Operator for the TPLEX Extension Project, or own at least twenty percent [20%] of the Facility Operator which will be engaged by Concessionaire, for at least five years starting from issuance of the Toll Operation Certificate for the Project.

Date and Place of Execution.

For and on behalf of [Name of O&M Contractor]

[Signature of Authorized Representative]

[Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [____] day of [month and year] at [place], affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [city] on [date].

Notary Public

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ANNEX QD-8: Key Personnel

Name of Comparative Proponent : _____

1. _____

a. Name	
b. Employer	
c. Position	
d. Nationality	
e. Date of Birth	

Key Experience [add columns as necessary]

Employer	
Position	
Start Date	
End Date	
Description of Projects Undertaken	

Educational Background

College Degree:	School:	Year Graduated:
Graduate Studies:	School:	Year Graduated:
Professional License:	Year:	

2. _____

a. Name	
b. Employer	
c. Position	
d. Nationality	
e. Date of Birth	

Key Experience [add columns as necessary]

Employer	
Position	
Start Date	

End Date	
Description of Projects Undertaken	

Educational Background

College Degree:	School:	Year Graduated:
Graduate Studies:	School:	Year Graduated:
Professional License	Year	

3. _____

a. Name	
b. Employer	
c. Position	
d. Nationality	
e. Date of Birth	

Key Experience [add columns as necessary]

Employer	
Position	
Start Date	
End Date	
Description of Projects Undertaken	

Educational Background

College Degree:	School:	Year Graduated:
Graduate Studies:	School:	Year Graduated:
Professional License:	Year:	

For and on behalf of [Name of Comparative Proponent/if Consortium, Name of Consortium and Lead Member]

[Signature of Authorized Representative]
[Name, Title, and Date]

ANNEX QD-9: Notarized Statement of Financial Capability

To be submitted by the entity nominated to fulfil the Financial Capability Requirement as identified in the Business Structure [Form QD-1A or Form QD-1B], item 7.

- a. Required attachments:
 - (i) Certified True Copy of audited financial statements for the year ending December 31, 2022 stamped “received” by the Bureau of Internal Revenue or for foreign entities, the appropriate government agency equivalent to the Bureau of Internal Revenue in the foreign country where the foreign entity was registered for recognition or creation of its juridical personality or capacity. The certified true copy of the latest audited financial statements may be issued by the relevant officer of the entity which fulfils the Financial Capability requirement.
 - (ii) Letters from the Comparative Proponent or Lead Member’s banks or potential lenders expressing their willingness to lend it, or the entity it will form if it becomes the Winning Comparative Proponent that is issued a Notice of Award, at least _____ Philippine Pesos [PhP_____]. This amount can be reduced by the excess of the Comparative Proponent or related entity’s net worth over _____ Philippine Pesos [PhP_____].

Comparative Proponent:	
Entity which fulfils the requirement:	
Relationship to Comparative Proponent:	

Republic of the Philippines]
] s.s.

Notarized Statement of Financial Capability

I, [name], [citizenship], of legal age, with office address at [address], as the [position/designation] of [name of entity], a [corporation/partnership] organized and existing under and by virtue of the laws of [place of incorporation/registration], after having been duly sworn according to law, hereby certify for and on behalf of [name of entity] that the information stated in this Notarized Statement of Financial Capability is true and that the attached documents are genuine and true copies of the original.

- 1. The Financial Summary of [Name of Entity] from 2020-2022 is as follows:

Financial Information	2020	2021	2022
[indicate last day of accounting year]			
1] Total Assets			
2] Total Liabilities			
3] Total Net Worth			
4] Profits before Taxes			
5] Profits after Taxes			

2. The Comparative Proponent or Lead Member is a customer in good standing in the following banks [provide the names of at least two banks]:

Name of Bank	
Address	
Contact Person	

Name of Bank	
Address	
Contact Person	

Date and Place of Execution.

For and on behalf of [Name of Entity]

[Signature of Authorized Representative]
 [Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [] day of [month and year] at [place], each affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [city] on [date].

Notary Public

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ANNEX QD-10: Notarized Application to Submit a Comparative Proposal

a. To be submitted by the Comparative Proponent.

[Letterhead]

Republic of the Philippines]

] s.s.

Notarized Application to Submit a Comparative Proposal for TPLEX Extension Project

I, [name],[citizenship], of legal age, with office address at [address], as the authorized representative of [name of Comparative Proponent], a [corporation/partnership or Consortium] [organized and existing under and by virtue of the laws of [place of incorporation/registration] or organized by agreement among its Consortium Members], as indicated by the authorization certificate attached as [Annex QD-11A [for a partnership or corporation]: Authority to Submit a Comparative Proposal and Designation of Authorized Representative] or Annex QD-11B [for a Consortium Comparative Proponent, to be submitted by each Consortium Member]: Consortium Member's Authority to Participate in Consortium and to Submit a Comparative Proposal, and Designation of Lead Member and Authorized Representative of Consortium], after having been duly sworn according to law, hereby certify for and on behalf of [name of Comparative Proponent] that:

1. In accordance with the Tender Documents for the TPLEX Extension Project [hereinafter referred to as the "Project"], the [Name of Comparative Proponent], a partnership/corporation/Consortium with business address at, is applying to participate in the Tender for the Project and submit its Comparative Proposal.
2. [Name of Comparative Proponent] confirms that all statements made and the information and documents provided in its Qualification Documents, including statements made by all Consortium Members, their Affiliates, proposed Construction Contractors, and proposed O&M Contractors in any of the Qualification Documents are true and correct, and any misrepresentation or false statement made therein shall be a ground for its disqualification.
3. [Name of Comparative Proponent] authorizes the DPWH to conduct any inquiries or investigations to verify the statements, documents, and information submitted in its Qualification Documents, and to seek clarification from its clients and bankers regarding any technical and financial aspects. [Name of Comparative Proponent] also permits third parties to supply information required to verify statements and information submitted in its Qualification Documents.
4. [Name of Comparative Proponent] acknowledges the right of the DPWH to reject its Qualification Documents without assigning any reason and to cancel the Tender Process at any time, without incurring any liability, and accepts all the terms and conditions of the ICP and other Tender Documents.
5. [Name of Comparative Proponent], including the entities it has identified to comply with the Qualification Requirements under the ICP, have not at any

time engaged in any Corrupt, Fraudulent, Coercive, Undesirable, or Restrictive Practices, nor have a Conflict of Interest.

6. [Name of Comparative Proponent] waives any right to and shall not seek or obtain any restraining order, writ of injunction or prohibition or any other form of coercive judicial, quasi-judicial or administrative writ, process or issuance against the DPWH to restrain, prevent, suspend, or in any manner forestall, hinder or render inconvenient the Tender Process.
7. [Name of Comparative Proponent] acknowledges that the DPWH is undertaking this Tender Process in the performance of its functions to ensure the provision of a critical basic necessity and that, therefore, the Project is of paramount public interest and importance and that the DPWH will suffer serious and irreparable damage on account of any breach by [Name of Comparative Proponent] of these undertakings, and agree that the breach of these undertakings shall result in [Name of Comparative Proponent]'s automatic disqualification to participate in the Tender for the Project.
8. [Name of Comparative Proponent] certifies that it or any of its Consortium Members or its any juridical entity that the Consortium Member Controls have any [or do not have any, if none] pending litigated or arbitrated dispute, or disputes which have been decided with finality or settled within two [2] years from the Comparative Proposals Submission Date, with the National Government and/or any of its agencies, involving an amount above _____ Philippine Pesos [PhP_____].
9. [Name of Comparative Proponent] certifies the completeness and accuracy of the following list of litigated or arbitrated disputes the Comparative Proponent/Consortium Members'/Affiliates or entity under its Control and the disputed amounts involved [disregard if not applicable]. [The list must include the Title and Number of the Case, the Court or tribunal handling the dispute, the identity of the parties, the nature and amount of the claim, venue of litigation or arbitration, and status].

For and on behalf of

[Name of Comparative Proponent/ Name of Consortium / List of Consortium Members]

[Signature of Authorized Representative]

[Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [] day of [month and year] at [place], each affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [city] on [date].

Notary Public

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ANNEX TP-2A: Notarized Statement Acceptance of the Original Proponent’s Conceptual Engineering Design

a. To be submitted by the Comparative Proponent that opts to accept the Conceptual Engineering Design of the Original Proponent in lieu of submission of Annex TP-2B.

[Letterhead]

Republic of the Philippines]
] s.s.

Notarized Statement of Acceptance

Capitalized terms used but not otherwise defined, herein shall have the meanings given to them in the ICP.

I, [name],[citizenship], of legal age, with office address at [address], as the authorized representative of [name of Comparative Proponent], a [corporation/partnership or Consortium] [organized and existing under and by virtue of the laws of [place of incorporation/registration] or organized by agreement among its Consortium Members], as indicated by the authorization certificate attached as [Annex QD-11A [for a partnership or corporation]: Authority to Submit a Comparative Proposal and Designation of Authorized Representative] or Annex QD-11B [for a Consortium Comparative Proponent, to be submitted by each Consortium Member]: Consortium Member’s Authority to Participate in Consortium and to Submit a Comparative Proposal, and Designation of Lead Member and Authorized Representative of Consortium], after having been duly sworn according to law, hereby certify for and on behalf of [name of Comparative Proponent] that:

1. [Name of Comparative Proponent] certifies that it has reviewed the Conceptual Engineering Design of the Original Proponent, has found the same to be compliant with the MPSS, and is able to construct the Project in accordance with the Conceptual Engineering Design of the Original Proponent.
2. [Name of Comparative Proponent] accepts and adopts the Conceptual Engineering Design of the Original Proponent as its own Conceptual Engineering Design, which shall form part of the Toll Concession Agreement with the DPWH if [Name of Comparative Proponent] is declared the Winning Comparative Proponent and issued a Notice of Award.

For and on behalf of [Name of Comparative Proponent /
Name of Consortium and List of Consortium Members]

[Signature of Authorized Representative]
[Name] [Designation]

SUBSCRIBED AND SWORN TO before me this [] day of [month and year] at [place], each affiant exhibiting to me his/her [proof of identity acceptable under Philippine notarial regulations], issued at [city] on [date].

Notary Public

Doc. No.: _____
Page No.: _____
Book No.: _____
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ANNEX TP-2B: CONCEPTUAL ENGINEERING DESIGN

Name of Project: TPLEX Extension Project

Name of Comparative Proponent:

1. Conceptual engineering design for TPLEX Extension Project [A3 size copy] of the expressway and appurtenant structures, including, but not limited to the following:
 - (a) Layout plan of the expressway, including major structures, at any convenient scale.
 - (b) Plan and Profile for the expressway in relation to the existing ground and structures, at a scale of Horizontal-1:1000 and Vertical-1:100.
 - (c) Cross-sections of the expressway at a scale of 1:100 of 100 meters interval and/or 20 m, and at intermediate breaks involving major changes in sectional areas.
 - (d) Plans, elevations, and typical cross-sections of drainage and other structures at a scale of 1:1000, 1:100, and 1:100, respectively.
 - (e) Preliminary design drawings of roundabout and viaduct, at any convenient scale.
 - (f) Preliminary design analyses and computations for the expressway and structures.
 - (g) Quantity estimates for the expressway and structures.
2. Conceptual design of the toll facilities [if approved DED of toll plaza will not be adopted]:
 - (a) Layout plan, at a scale of 1:1000, showing the location of the toll facilities, including the toll plaza and traffic safety devices.
 - (b) Conceptual design of the toll plaza:
 - i. Layout plan indicating the elements of the toll plaza, including carriageway tapers, platform, lighting, inspection tunnel, control building and parking areas; longitudinal section on the corner line of the plaza.
 - ii. Toll platform indicating the layout of the lane area.
 - iii. Toll islands indicating the toll booths and protection structures.
 - iv. Toll lanes, both entry and exit.

- v. Canopy showing the minimum clearance, shape, form, material
- vi. Toll plaza building, indicating the layout with approximate areas of each room and elevations of at least two sides.
- vii. Technical gallery for power and data cables.
- viii. Road signs.
- ix. Overhead sign and lighting.
- x. Drainage.
- xi. Water supply.
- xii. Fences.
- xiii. Power.
- xiv. Lighting.

3. Conceptual design of expressway traffic safety devices.

- (a) Pavement markings.
- (b) Traffic signs, including regulatory signs, warning signs, guide or informative signs, and signs for road works.
- (c) Crash cushions.

For and on behalf of [Comparative Proponent/Lead Member]

[Signature of Authorized Representative]

[Name]

[Designation]

ANNEX TP-3: CONSTRUCTION PLAN

Name of Project: TPLEX Extension Project

Name of Comparative Proponent:

1. Construction organization for the Project, identifying key personnel and positions, and subcontractors.
2. Construction methodology and procedures.
3. Quality control system.
4. Construction schedule, milestones, and S-curve.
5. Major construction equipment to be used.
6. Traffic management plan during Construction.
7. Health, safety and security program for Construction.
8. Schedule to secure permits

For and on behalf of [Comparative Proponent/Lead Member]

[Signature of Authorized Representative]

[Name]

[Designation]

ANNEX TP-4: OPERATION AND MAINTENANCE PLAN

Name of Project: TPLEX Extension Project

Name of Comparative Proponent:

1. Project Description
2. Expressway Operations
 - (a) Toll collection system
 - (b) Traffic safety and control system
 - (c) Power and other utilities
3. Expressway Maintenance
 - (a) Maintenance of expressway structures
 - (b) Maintenance of toll plazas and buildings
 - (c) Maintenance of operating equipment and utilities
4. Others
 - (a) Coordination, interconnection and inter-operation with other toll facilities
 - (b) Uninterrupted operations
 - (c) Customer service and satisfaction
 - (d) Environmental compliance program
 - (e) Aesthetics
 - (f) Operation and maintenance manuals
 - (g) Asset register
 - (h) To meet Key Performance Indicators for Operations
 - (i) To meet Key Performance Indicators for Maintenance

Note: Annex TP-4 is only a guide. Comparative Proponents may adopt their own format for the Operations and Maintenance Plan, provided it contains all the requirements of the MPSS.

ANNEX FP-1: STATEMENT OF COMPARATIVE PROPONENT ON BID AMOUNT

I, [insert name], [insert citizenship], of legal age, with office address at [insert address], as the authorized representative of [insert Comparative Proponent], a [corporation/partnership or Consortium] [organized and existing under and by virtue of the laws of [insert place of incorporation/registration] or organized by agreement among its Consortium Members], hereby declare for and on behalf of [name of Comparative Proponent] that in accordance with the Tender Documents for the TPLEX Extension Project [hereinafter referred to as the "Project"], [Name of Comparative Proponent], a [partnership/ corporation/ Consortium] with business address at _____, [hereinafter referred to as the "Comparative Proponent"], submits the Bid Amount. The Bid Amount in the initial toll opening rate shall be expressed in Php per kilometer, inclusive of VAT and already assume Income Tax Holiday (ITH).

Bid Amount in words	
Bid Amount in figures	

For and on behalf of [Name of Comparative Proponent/Name of Consortium / List of Consortium Members]

By:

[Name and Signature of Authorized Representative]

Date: _____

ANNEX FP-2: FINANCIAL MODEL

Name of Project: TPLEX Extension Project

Name of Comparative Proponent:

[Note: All amounts in Philippine pesos and in 2022 prices.]

Hard copy and electronic copy of the Comparative Proponent's Financial Model with the following minimum information per year from 2024-2058

A. Project Costs	
Engineering Design	
Civil Works	
Toll Collection System	
Insurance Costs	
Others	
B. Key Operating Assumptions	
Toll rate for Class I	
Toll rate for Class II	
Toll rate for Class III	
Inflation	
Average vehicles per day, Class I	
Average vehicles per day, Class II	
Average vehicles per day, Class III	
C. Projected Income	
Toll Revenues	
Other Revenues	
Total Revenues	
Operating expenses	
Routine maintenance expenses	
Periodic maintenance expenses	
Insurance expenses	
Others	
Depreciation and amortization	
Total Expenses	

Operating income	
Interest expenses	
Other expenses	
Net income before tax	
Tax	
Net income after tax	
D. Projected Balance Sheet	
Assets	
Current Assets	
Long-Term Assets	
Other Assets	
Total Assets	
Liabilities and Stockholder's Equity	
Short-term Debt	
Current Portion of Long-Term Debt	
Other current liabilities	
Long-term debt	
Other long-term liabilities	
Total Liabilities	
Total Stockholder's Equity	
Total Liabilities and Stockholder's Equity	
Debt / Total Capital Ratio	
E. Projected Cashflow Statement	
Cashflow from Operations	
Cash inflows from toll revenues	
Other operating cash inflows	

Cash operating and maintenance costs	
Net Cashflow from Operations	
Cashflow from Investing	
Cash inflows from investing activities	
Capital expenditure	
Other cash outflows from investing activities	
Net Cashflow from Investing Activities	
Cashflow from Financing	
Interest Income	
Interest Expense	
Gross Borrowing	
Gross Debt Repayment	
Equity contributions	
Payments to Shareholders	
Net Cashflow from Financing Activities	
Net Cashflow	
Cash at beginning	
Cash at end	

F. Rates of Return

Project IRR and Weighted Average Cost of Capital
 [please show calculations to derive the project IRR and breakdown of WACC in each year]

Equity IRR
 [please show calculations to derive the equity IRR and compare with cost of equity]

For and on behalf of [Comparative Proponent/Lead Member]

[Signature of Authorized Representative]

[Name]

[Designation]

ANNEX FP-3: PROJECT FINANCE PLAN

The financial plan provided by the Comparative Proponent will describe the sources of funds and the terms of financing for both debt and equity as applicable for implementing the TPLEX Extension Project. For the avoidance of doubt, shareholder loans will be treated as equity provided that they are subordinated to all other debt. The Comparative Proponent will provide details on the financing sources as outlined in the below Table 1. The financing should be in an amount sufficient to cover all estimated Project costs.

Financing will be in the form of equity and debt. At least twenty percent [20%] of the total financing, inclusive of contingencies, will be in the form of equity and the remainder in debt or subordinated debt.

Table 1

SOURCES OF FUNDS					
Items/Sources	USD	+	Local Currency	=	Equivalent Total in Philippine Peso [PHP]
1.1 Total Project Costs [Excluding stand-by credit facility]					
1.2 Equity					
Lead Member Name:					
[Consortium Member] Name:					
[Consortium Member] Name:					
Contractor / Supplier Name:					
Contractor / Supplier Name:					
Philippine Sources Name:					
Other Sources Name:					

SOURCES OF FUNDS					
Items/Sources	USD	+	Local Currency	=	Equivalent Total in Philippine Peso [PHP
Total Equity:					
1.3 Debt Financing					
Export Credit Agencies [list individually]					
Export Credit Agency Name:					
Export Credit Agency Name:					
Export Credit Agency Name:					
Export Credit Agency Name:					
Commercial Sources [list individually]					
Commercial Source Name:					
Commercial Source Name:					
Commercial Source Name:					
Multilateral Sources [list individually]					
Multilateral Source Name:					
Multilateral Source Name:					
Other Sources [list individually]					
Other Source Name:					
Total Debt:					

2.0 DOCUMENTATION

In support of the financing plan provided above, the following documentation is to be provided.

- 2.1 Financial Plan certified by the Chief Executive Officer or Treasurer /Controller of each of the companies verifying that the company will provide the amount of equity stated in Section 1.2 of Table 1 at the relevant time.
- 2.2 Letters of willingness to lend, with term sheets, from financial institutions verifying the amount of debt financing stated in Section 1.3 of Table 1. The document should also indicate the repayment period and interest rates [fixed or variable] applicable to the commitment. The letter of willingness to lend must substantially conform to the format attached as Annex FP-3 Annex A [Form of Willingness to Lend].
- 2.3 If the Comparative Proponent has obtained an underwriting for all or part of the amount, a letter from the financing institution of such undertaking shall be provided.
- 2.4 If the Comparative Proponent has appointed a financial advisor/arranger for the Project, the Comparative Proponent shall provide the name of the organization, the lead person who will perform the services from the organization, and the qualification statement for the organization and the lead person.
- 2.5 Should the Comparative Proponent plan to have financing for the Project at a later date, details of financing arrangements prior to the long-term financing being effective shall be provided. Note: If necessary, Comparative Proponents may provide for a separate document or annexes for their financial model and project finance plan.

Note: If necessary, Comparative Proponents may provide for a separate document or annexes for their financial model and project finance plan.

Annex A to Annex FP-3-A [Form of Willingness to Lend]

[Name of Institution]

[Date]

ADOR G. CANLAS

Undersecretary for Information Management and
Technical Services
Chairperson, PPP PBAC
Department of Public Works and Highways Bonifacio
Drive, Port Area, Manila

Gentlemen:

In connection with the participation of [Comparative Proponent] in the Tender Process for the TPLEX Extension Project, we wish to indicate our willingness to provide and/or arrange the following credit and/or other finance facilities for the Concessionaire that the Comparative Proponent will incorporate, if and when it is declared the Winning Comparative Proponent, as follows:

[Names and amounts of Facilities]

as described in the attached Term Sheet[s] [Term sheet[s] of credit facilities to be attached to letter, including amount[s], interest rate[s] and margin[s], tenor[s] and other terms]

Very truly yours,

[Signature of Authorized Representative]

[Name]

[Designation]