



THE FEDERAL GOVERNMENT OF NIGERIA

(REPRESENTED BY NATIONAL SPACE RESEARCH AND DEVELOPMENT AGENCY)

REQUEST FOR QUALIFICATION (RFQ)

FOR

(THE DEVELOPMENT OF A COST-EFFECTIVE SATELLITE SYSTEM FOR THE PROVISION OF RURAL BROADBAND SERVICES IN NIGERIA THROUGH A PPP ARRANGEMENT)

Reference No: NASRDA/RFQ 001

JULY 2021



**National Space
Research and
Development
Agency**



**Infrastructure
Concession
Regulatory
Commission**

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DISCLAIMER

The information contained herein (or subsequently provided) to the Applicant(s), whether verbally or in documentary or any other form, by or on behalf of the Contracting Authority or any of its employees or advisors is provided to Applicant(s) on the terms and conditions set out in this RFQ Package and such other terms and conditions subject to which such information is provided.

This RFQ Package is not an agreement and is neither an offer nor invitation by the Contracting Authority (as hereinafter defined) to the prospective Applicants or any other person. The purpose of this RFQ Package is to provide interested parties with information that may be useful to them in the formulation of their application for qualification under this RFQ Package (the "Application"). This RFQ Package includes statements, which reflect various assumptions and assessments arrived at by the Contracting Authority in relation to the Project. Such assumptions, assessments, and statements do not purport to contain all the information that each Applicant may require. This RFQ Package may not be appropriate for all persons. The assumptions, assessments, statements, and information contained in this RFQ Package may not be complete, accurate, or adequate. Each Applicant may conduct its investigations and analysis and should check the accuracy, adequacy, correctness, reliability, and completeness of the assumptions, assessments, statements, and information contained in this RFQ Package and obtain independent advice from appropriate sources.

Information provided in this RFQ Package to the Applicants is on a wide range of matters, some of which may depend upon the interpretation of the 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 Contracting Authority accepts no responsibility for the accuracy or otherwise for any interpretation or opinion on law expressed herein.

The Contracting Authority, their agencies, and advisors make no representation or warranty and shall have no liability to any person, including any Applicant or Bidder, under any law, statute, rules or regulations or tort, 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 this RFQ Package or otherwise, including the accuracy, adequacy, correctness, completeness or reliability of the RFQ Package and any assessment, assumption, statement or information contained therein or deemed to form part of this RFQ Package or arising in any way with the qualification of Applicants for participation in the qualification process.

The Contracting Authority also accept no liability for any losses suffered by the applicant arising from a reliance of any Applicant upon the statements contained in this RFQ Package. The Contracting Authority may, in their absolute discretion but without being under any obligation to do so, update, amend, or supplement the information, assessment, or assumptions contained in this RFQ Package. The issue of this RFQ Package does not imply that the Contracting Authority is bound to select and short-list qualified Applications for the Project and the Contracting Authority reserve the right to reject all or any of the Applications or Bids without assigning any reasons whatsoever.

The Applicant shall bear all its costs associated with or relating to the preparation and submission of its Application and the Contracting Authority shall not be liable in any manner whatsoever for the

same or any other costs or other expenses incurred by an Applicant in preparation or submission of the Application.

LIST OF DEFINITIONS

Applicant	An interested party, Firm, Company, or Consortium who submits an application in accordance with the provisions of this RFQ.
Application	The submission of an interested party or Consortium in response and in accordance with the provisions of this RFQ.
Authorized Representative	A natural person designated by the Applicant or Consortium who has the legal authority to represent the Applicant or Consortium for all matters relating to the RFQ.
Award	The award by the Contracting Authority of the DFBOT arrangement to the Preferred Bidder.
Bid Documents	RFP and other documents to be provided by the CONTRACTING AUTHORITY. A Bid bond would also be required at the RFP stage
Bidder	A qualified and shortlisted Applicant.
Bidding Process	The two-stage process adopted by the Contracting Authority with the approval of the ICRC, involving the Qualification Stage followed by the Bid Stage.
Bids	<ul style="list-style-type: none"> • Technical and financial offers to be submitted by bidders.
BOO	<ul style="list-style-type: none"> • Build – Own – Operate
BOT	<ul style="list-style-type: none"> • Build – Operate – Transfer
BOLT	<ul style="list-style-type: none"> • Build – Own – Lease – Transfer
BOOT	<ul style="list-style-type: none"> • Build – Own – Operate – Transfer
Build- Operate –Transfer (BOT)	A contractual arrangement whereby the Project Proponent undertakes the designing, financing, construction, and operation, and maintenance of a given infrastructure or development facility. The project Proponent operates the facility over a fixed term during which it is allowed to charge facility users appropriate tolls and fees to recover its total investment on the project, plus a Reasonable Rate of Return (ROR) thereon.
Complete-Build-Operate-Transfer (CBOT)	A contractual arrangement whereby the Project Proponent undertakes the designing, financing, construction, and operation, and maintenance of an existing infrastructure or development facility. The project Proponent operates the facility over a fixed term during which it is allowed to charge facility users appropriate tolls and fees to recover its

	total investment on the project, plus a Reasonable Rate of Return (ROR) thereon.
DFBOT arrangement Agreement	The agreement to be entered between the Contracting Authority and the Preferred Bidder (or the reserved bidder as the case may be) for the execution of the Project.
Contracting Authority	National Space Research and Development Agency
Consortium	Two or more firms, individuals, or companies who jointly respond to this RFQ.
Eligible Project	Works and services involving the development and management of roads and highways in which the Applicant has executed fully or partially during the last five (5) years immediately preceding the RFQ Application.
FBC	Full Business Case
FGN	Federal Government of Nigeria.
FIRS	Federal Inland Revenue Service
ICRC	Infrastructure Concession Regulatory Commission.
IFRS	International Financial Reporting Standards
Lead Member	A Member of a Consortium that has management control of the Project. Designated and authorized as such by the Power of Attorney in the form of FORM VIII.
N4P	National Policy on Public-Private Partnership.
NASDRA	National Space Research and Development Agency
NDA	Non-Disclosure Agreement to be signed by an Applicant before being issued the Bidding Document.
Naira	Nigerian Naira
OBC	Outline Business Case
PDT	Project Delivery Team
PPP	Public-Private Partnership.
Principal Contact Person	A natural person designated by the Applicant or Consortium who acts as the contact person of the Applicant or Consortium for all matters relating to the RFQ.

Swiss Challenge	A process of inviting the initial proponent of the project to match the bid of the winner.
The Project	PPP Approach for Research & Development of Satellite Technology & Equipment for the Provision of Cost-Effective Satellite Broadband Service to Rural Nigeria
Qualification Stage	The first stage of the Bidding Process.
RFP	Request for Proposals.
RFQ	Request for Qualification.
SPV	Special purpose vehicle established by a Consortium.

INTRODUCTION

1.1. Background

The National Space Research and Development Agency (NASDRA) is desirous of development of a cost-effective satellite system for the provision of rural broadband services (Satellite Broadband Penetration Project) in Nigeria through the PPP arrangement. The project was designed as part of the solution towards meeting Nigeria’s aspiration of providing up to 90% of Nigerians with fast, affordable, reliable and high-speed fixed broadband internet at a price not more than N390 per 1GB of data by the year 2025. On completion, the Satellite Broadband Penetration project is expected to increase the fixed-broadband penetration for Nigeria from its current abysmal level of about 0.2%.

In line with Section 9 (1) of the National Policy on Public Private Partnerships (Policy) and Section 2 of the Operational Guidelines (Operational Guide) for PPP Project Development, the NASDRA submitted an Outline Business Case (OBC) to the ICRC for consideration. The ICRC, having assessed and affirmed the bankability of procuring the development of a cost-effective satellite system for the provision of rural broadband services in Nigeria through a PPP arrangement, has issued an OBC Compliance Certificate to enable the NASDRA commence the procurement of a Private Partner for the project.

PROJECT OVERVIEW Requirement	Description
Asset Type	The Satellite Baseband HUB, Teleport (including installation), and VSATs including installations. Also required Wifi hot spots and solar-powered power supplies.
Project Location	The Satellite Baseband HUB and Teleport installation will be located at a suitable site within the premises of NASDRA while the VSAT installation and deployment will be at different sites but within the premises of the user who will provide the site and be responsible for the security. These remote sites will provide the bandwidth access to the end users.
Development Objectives	The Objective of the project is to provide up to 90% of Nigerians with fast, affordable, reliable and high-speed fixed broadband internet at a price not more than N390 per 1GB of data by the year 2025.
Transaction Procedure	Privately Initiated Public Private Partnership (PIIP) Project using the Swiss Challenge method: International Competitive Tender
Investment Structure	Incorporated privately-owned companies

PPP approval	Approval for specific rights to design, finance, build, operate and transfer of a fast, affordable, reliable and high-speed fixed satellite broadband internet based on a suitable mature satellite broadband technology through the design, finance, build, operate & transfer PPP arrangement.
PPP Partners	Be an Original Equipment Manufacturer (OEM), or the Nigerian authorized representative of the OEM, supplier and/or seller, of Geo-satellite broadband communications ground-equipment systems (Baseband Hub, Teleport, VSATs, etc.), with capacity and track record of deployment, installation, and provision of related services and after sales support.
General Obligations of PPP Partner	<ul style="list-style-type: none"> • Design (and hold relevant capacity thereof) of the Satellite Network Infrastructure architecture and usage landscape; • Establish (and hold relevant capacity thereof) the Satellite Network Ground Infrastructure; Installation and configuration of Baseband Hub, Teleport, and Installation and deployment of VSATs at remote rural areas; • Building (and hold relevant capacity thereof) facilities of VSAT Assembly line, Logistic Centre, Support Centre, NOC and R&D lab; • Perform (and hold relevant capacity thereof) local manufacturing of VSATs in Nigeria; • Deliver (and hold relevant capacity thereof) training and skills acquisition to NASRDA personnel; • Perform (and hold relevant capacity thereof) Technology Transfer and Research & Development activity in Nigeria related to satellite broadband technology; • Establish presence and technical team (office/Technical center) in each of the 36 states (or at least in 18 states) where VSATs will be deployed • Operate the network and the facilities to provide high quality and cost-effective broadband service to customers; provide robust, responsive and professional maintenance and support for users for maximum usability, user satisfaction and optimal value for money. • Provide the Project Financing
Obligations of NASDRA	<p>Provision of:</p> <ul style="list-style-type: none"> • site within its premises for the location of Satellite Baseband HUB and Teleport installation; • site within its premises for the location of Assembly line, Logistic Centre, Support Centre, Network Operating Centre (NOC) and R&D

	Lab
Project Vehicle	Legal entity to which the DFBOT rights are granted
Principal Project Agreements	<ul style="list-style-type: none"> • DFBOT Agreement. • Financing Agreements.
Financing	<ul style="list-style-type: none"> • Shareholders of the Project Vehicle will provide equity financing for the Project. Additional capital requirements are expected to be raised from other financing sources.

In accordance with the N4P, a Project Delivery Team (PDT) for the Project tasked with the responsibility of supervising the evaluation process has been established. Further thereto, the Contracting Authority now issues a Request for Qualification (“RFQ”) and seeks Applications from reputable and interested companies/consortiums to express interest in the Development of a Cost-Effective Satellite System for the Provision of Rural Broadband Services in Nigeria through the BOT/DFBOT arrangement”.

2.0 Bidding Process

- 2.1 The NASDRA, with the approval of the ICRC, has adopted a two-stage bidding process (collectively referred to as the “**Bidding Process**”) for the selection of the Bidder for the award of the Project. The first stage (the “**Qualification Stage**”) of the process involves qualification (the “**Qualification**”) of interested parties/consortia who submits an Application in accordance with the provisions of this RFQ (the “**Applicant**”, which expression shall, unless repugnant to the context, include the Members of the Consortium). At the end of this stage, the Contracting Authority expects to announce a short-list of suitable qualified Applicants who shall be eligible for participation in the second stage of the Bidding Process (the “**Bid Stage**”) comprising of the Request for Proposals (the “**Request for Proposals**” or “**RFP**”).
- 2.2 In the Qualification Stage, Applicants would be required to furnish all the information specified in this RFQ. Only those Applicants that are qualified and short-listed by the Contracting Authority shall be invited to submit their bids for the Project. Those who are shortlisted must execute a Non-Disclosure Agreement.
- 2.3 In the RFP Bid Stage, the Bidders will be invited to submit their technical and financial offers (the “**Bids**”) in accordance with the RFP and other documents to be provided by the Contracting Authority (collectively the “**Bidding Documents**”).
- 2.4 During the Bid Stage, Bidders are invited to examine the Project in greater detail and to carry out, at their cost, such studies as may be required for submitting their respective Bids for implementation of the Project.
- 2.5 As part of the Bidding Documents, the NASDRA will provide the draft PPP Agreement as well as other information pertaining/ relevant to the Project.

2.6 The winning bid will be subjected to Swiss Challenge procurement methodology

2.6 Details of the process to be followed at the Bid Stage and the terms thereof will be spelled out in the Bidding Documents.

3.0 Schedule of Selection Process

A schedule for the selection process for this RFQ application is provided below:

	DATE
Issuance of Request for Qualification (RFQ)	TBD*
RFQ Submission Deadline	19 th August 2021

The dates above are tentative and subject to change by NASDRA at its sole discretion

Key Milestone	Date
Deadline for requesting Bidding Clarifications	8th August 2021
NASRDA response to Bidding queries latest by	12th August 2021

* To be decided

4.0 Invitation to Pre-Qualify

The Contracting Authority hereby invites your Firm/Company/Consortium to make an Application in accordance with the terms of this RFQ for the purpose of demonstrating your technical and financial capabilities to execute the Project.

Applicants should review the entire RFQ, prepare their responses in strict compliance therewith and submit their Applications in the form specified in the RFQ.

B. INSTRUCTIONS TO APPLICANTS

5.0 Scope of Application

- 5.1.** This RFQ Package is issued for reputable and qualified applicants to submit applications for qualification in respect of the Project.
- 5.2.** Shortlisted Applicants may subsequently be invited to submit bids for the Project under the RFP stage.

6.0. Eligibility of Applicants

- 6.1.** An Applicant may be a single entity or a group of entities (“**Consortium**”) coming together to submit an application for the implementation of the Project. However, no Applicant applying individually or as a member of a Consortium can be a member of another Applicant team. The term Applicant used herein would apply to both a single entity and a Consortium.
- 6.2.** An Applicant may have the nationality of any country, subject to the restrictions pursuant to Sub-clause 6.5. An Applicant shall be deemed to have the nationality of a country if the Applicant is constituted, incorporated, or registered and operates in conformity with the provisions of the laws of that country, as evidenced by its Certificate of Incorporation/Registration or any other equivalent document evidencing the registration of the company or companies (for a Consortium) in the country of registration, Articles of Incorporation, Charters, or any document constituting its constitutional documents.
- 6.3.** An Applicant will be disqualified if it (or in the case of a Consortium, any of its members) does not meet any of the following exclusion criteria:
 - 6.4.1.** the Applicant must not be in a state of bankruptcy or liquidation.
 - 6.4.2.** the Applicant must not be subject to a bankruptcy application.
 - 6.4.3.** the Applicant or a Director has not been found guilty of an offense that raises doubts about the professional integrity of the Applicant, its shareholders, or member(s).
 - 6.4.4.** the Applicant has not committed a grave error in the performance of its profession.
 - 6.4.5.** the Applicant has met its obligations with regard to the payment of social security contributions or taxes, in accordance with the legal requirements in the country in which it is established.
 - 6.4.6.** the Applicant has not been guilty of making false statements in the provision of information, including statements made for the purpose of an application and the information submitted on the basis thereof.

The following factors shall be applied to determine the eligibility of Applicants to qualify for the Project:

- 6.4.7.** the Applicant should not be Nigerian Government wholly owned, majority owned or controlled;
- 6.4.8.** in the case of a Consortium, all Consortium Members have applied only once and are not Applicants in their own right or Consortium Member of another Applicant.

6.5. Any Applicant found to have a Conflict of Interest in respect of this process shall be disqualified. An Applicant shall be deemed to have a Conflict of Interest, if:

6.5.1. such Applicant has the same legal representative for purposes of this Application as any other Applicant; or

6.5.2. such Applicant or any officer thereof has a relationship with another Applicant, or any officer thereof, directly or through common third-party/ parties, that puts either or both of them in a position to have access to each other's information about, or to influence the Application of either or each other; or

6.5.3. such Applicant or any officer thereof has participated as a consultant to the Contracting Authority in the preparation of any documents, design, or technical specifications of the Project; or

6.5.4. the Applicant engages any adviser that has previously advised the Contracting Authority or any of their agencies in any manner in relation to the project.

6.5.5. A group of entities forming a Consortium must provide evidence thereto by a Letter of Intent to enter into a Consortium Agreement or an existing Consortium Agreement specifically entered into by all the entities for this application. However, when the preferred Applicant is selected, the Consortium shall be required to establish a special purpose vehicle ("SPV") in order to sign the PPP Agreement. A Consortium must have a Lead Member with full powers and authority to commit the Members of the consortium in all respects. All parties in a Consortium shall be jointly and severally liable for the relevant obligations in respect of the Application. Changes in the membership of a Consortium (whether by way of exit of existing members or entry of new members or internal reapportionment of the participation percentages) following the submission of the Application must be notified to the Contracting Authority no later than the submission of the Bids during the Bid Stage and provided:

- i the Consortium continues to fulfil the minimum technical and minimum financial criteria set out under this RFQ; and
- ii any notification to the Contracting Authority in relation to any change in the membership of a Consortium by way of entry of new members must be accompanied by the necessary supporting documents as applicable otherwise the change shall not be approved. The formation of a new Consortium by any way following the submission of Application by the Applicant is not permitted

6.5.6. TECHNICAL CAPACITY: For demonstrating technical capacity and experience (the "Technical Capacity"), the Applicant shall, over the past 20 (twenty) years preceding the Application Deadline, have:

6.5.6.1. Be an Original Equipment Manufacturer (OEM), or the Nigerian authorized representative of the OEM, supplier and/or seller, of Geo-satellite broadband communications ground-equipment systems (Baseband Hub, Teleport, VSATs, etc.), with capacity and track record of deployment, installation, and provision of related services and after sales support.

6.5.6.2. Specific track record and details of technical capacity in Geo-satellite communication and Broadband Internet Service Provision project development with inbuilt financing and capital recovery arrangement in satellite communication sector.

6.5.6.3. Submit verifiable evidence of financing and executing a major Geo-satellite Broadband Communication and Internet Service Provision project to the tune of Naira 10,000,000,000 (Ten Billion Naira), with inbuilt financing and capital recovery arrangement.

6.5.7. FINANCIAL CAPACITY: The Applicant shall have:

6.5.7.1 a minimum Net Worth (the “**Financial Capacity**”) of Evidence of adequate financial resources to finance investment: interested applicants must have:

6.5.7.2 Turnover of at least Naira 5,000,000,000 (Five Billion Naira) per annum.

6.5.7.3 Minimum net worth of at least Naira 2,000,000,000 (Two Billion Naira) or its equivalent as shareholders;

6.5.8. The Applicants shall enclose with the application, to be submitted the following:

- i Certificate(s) from its statutory auditors or the concerned client(s) stating the payments made/received or works commissioned, as the case may be, during the past 5 years in respect of
- ii In case a particular job/contract has been jointly executed by the Applicant (as part of a consortium), it should further support its claim for the share in the work done for that particular job/contract by producing a certificate from its statutory auditor or the relevant client; and
- iii The Applicant should submit a Power of Attorney as per the format at FORM VIII authorizing the signatory of the Application to commit the Applicant. In the case of a Consortium, the Members should submit a Power of Attorney in favour of the Lead Member as per format at FORM IX. Where the Applicant is a single entity, it may be required to form an appropriate SPV. In cases where the Applicant is a Consortium, it shall, in addition to forming an SPV, comply with the following additional requirements:

a. May be in the order of their equity contribution;

b. subject to the provisions of sub-clause (a) above, the Application should contain the information required for each member of the Consortium;

c. members of the Consortium shall nominate one member as the lead member (the “Lead Member”). The nomination(s) shall be supported by a Power of Attorney, as per the format at FORM VIII, signed by all the other members of the Consortium;

- d. the Application should include a brief description of the roles and responsibilities of individual members, particularly with reference to financial, technical, and O&M, obligations;
- e. an individual Applicant cannot at the same time be a member of a Consortium applying for pre-qualification under this RFQ. Further, a member of a particular Applicant Consortium cannot be a member of any other Applicant Consortium applying for pre-qualification;
- f. the members of a Consortium shall form an appropriate SPV to execute the Project if awarded to the Consortium;
- g. members of the Consortium shall enter into a binding Joint Bidding Agreement, substantially in the form specified at FORM X (the “Jt. Bidding Agreement”), for the purpose of making the Application and submitting a Bid in the event of being short-listed. The Jt. Bidding Agreement, to be submitted along with the Application, shall, inter alia:
 - i. convey the intent to form an SPV in accordance with this RFQ, which would enter into the DFBOT arrangement and subsequently perform all the obligations of the PPP Partner in terms of the DFBOT Agreement, and in the event, the DFBOT arrangement to undertake the Project is awarded to the Consortium; clearly outline the proposed roles and responsibilities, if any, of each member;
 - ii. clearly outline the proposed roles and responsibilities, if any, of each member
 - iii. commit the minimum equity stake to be held by each member;
 - iv. include a statement to the effect that all members of the Consortium shall be liable jointly and severally for all obligations of the PPP Partner in relation to the Project until the Financial Close of the Project is achieved in accordance with the DFBOT Agreement; and
 - v. except as provided under this RFQ and the Bidding Documents, there shall not be any amendment to the Jt. Bidding Agreement without the prior written consent of the Contracting Authority.

6.5.9. Any entity and/or director of the member company which has been barred by the Federal Government of Nigeria (or any authority) including a development funding institution, or any entity controlled by it, from participating in any project (BOT or otherwise), and the bar subsists as on the date of Application, would not be eligible to submit an Application, either individually or as member of a Consortium. Any Application made which is found by the Contracting Authority to have been submitted in breach of this provision shall be automatically disqualified.

6.5.10. An Applicant including any Consortium Member or Associate should, in the last 3 (three) years, have neither failed to perform on any contract, as evidenced by the imposition of a penalty by an arbitral or judicial authority or a judicial pronouncement or arbitration award against the Applicant, Consortium Member or Associate, as the case may be, nor has been expelled from any project or contract by any public entity nor have had any contract terminated any public entity for breach by such Applicant, Consortium Member or Associate.

6.5.11. The following conditions shall be adhered to while submitting an Application:

6.5.12. Notwithstanding anything to the contrary contained herein, in the event that the Application Deadline falls within three months of the closing of the latest financial year of an Applicant, it shall ignore such financial year for the purposes of its Application and furnish all its information and certification with reference to the 5 (five) years or 1 (one) year, as the case may be, preceding its latest financial year. For the avoidance of doubt, the

a) Applicants should attach clearly marked and referenced continuation sheets in the event that the space provided in the prescribed forms in the Annexes is insufficient. Alternatively, Applicants may format the prescribed forms making provision for the incorporation of the requested information;

b) information supplied by an Applicant (or other constituent Member if the Applicant is a Consortium) must apply to the Applicant, Member, or Associate named in the Application and not, unless specifically requested, to other associated companies or firms. Where applicable, the RFP will be issued only to Applicants whose identity and/ or constitution is identical to that at pre-qualification;

c) in responding to the pre-qualification submissions, Applicants should demonstrate their capabilities in accordance with the criteria provided in this RFQ; and

d) where the Applicant is a Consortium, each Member should substantially satisfy the pre-qualification requirements to the extent specified herein.

e) financial year shall, for the purposes of an Application hereunder, means the accounting year followed by the Applicant in the course of its normal business.

7.0. Changes in Composition of Consortium

7.1. Where the Applicant is a Consortium, any change(s) in the composition of the Consortium may be permitted by the Contracting Authority prior to the Application Deadline, only where:

7.1.1. the Lead Member continues to be the Lead Member of the Consortium;

7.1.2. the substitute (in the case of substitution) is at least equal, in terms of Technical and/or Financial Capacity required by this RFQ, to the Consortium Member/Associate who is sought to be substituted and the modified Consortium shall continue to meet the pre-qualification criteria for Applicants; and

7.1.3. the new Consortium Member(s) expressly adopt(s) the Application already made on behalf of the Consortium as if it were a party to it originally and is not a Member and/or Affiliate of any other Consortium bidding for the Project.

7.2. Notwithstanding the provisions of paragraph 7.1 above, approval for change in the composition of a Consortium shall be at the sole discretion of the Contracting Authority.

8.0. Acknowledgment of Applicants

8.1. It shall be deemed that by making the Application, the Applicant has:

(a) made a complete and careful examination of the RFQ; and

(b) agreed to be bound by the undertakings provided by it under and in terms hereof.

8.2. The Contracting Authority shall not be liable for any omission, mistake, or error in respect of any of the above or on account of any matter or thing arising out of or concerning or relating to the RFQ, including any error or mistake therein or in any information or data given by the Contracting Authority.

9.0. Clarification of RFQ and Pre-Application Meeting

9.1. Applicants may request clarifications on any information contained in the RFQ Package no later than 19th August, 2021. An Applicant requiring any clarification on this RFQ shall contact the Contracting Authority (via email: - satpen.ppp@nasrda.gov.ng) to raise inquiries during the Pre-Application Meeting (*if required*). The Contracting Authority shall forward copies of its response to all Applicants who have been issued with this RFQ; including a description of the inquiry but without identifying its source. Should the Contracting Authority deem it necessary to amend the RFQ as a result of a request for clarification, it shall do so following the procedure under Clause 10 below.

9.2. Each Applicant's designated representative is required to attend a Pre-Application Meeting at such date, time, and venue to be communicated via an email by the Contracting Authority no later than 7 days before the Pre-Application Meeting. The purpose of the meeting will be to clarify issues and to answer questions on any matter that may be raised at that stage (*if deemed required*).

9.3. Minutes of the Pre-Application Meeting, including the text of the questions raised, without identifying the source, and the responses given, together with any responses prepared after the meeting, will be transmitted promptly to all Applicants who have acquired/been issued with this RFQ. Any modification to this RFQ that may become necessary as a result of the Pre-Application Meeting shall be made by the Contracting Authority exclusively through the issue of an addendum to this RFQ which will be shared via the email addresses of the Applicants, and not through the minutes of the Pre-Application Meeting. Non-attendance of the Pre-Application Meeting will not be a cause for disqualification of an Applicant.

10.0. Amendment to RFQ Package

10.1. The Contracting Authority may for any reason, whether at its initiative or in response to clarifications requested by an Applicant, amend the RFQ Package by issuing an addendum by the 19th August, 2021 for submission of applications.

10.2. Any addendum issued shall be part of the RFQ Package and shall be communicated in writing via email to all Applicants who have obtained the RFQ Package and all applicants would be required to acknowledge receipt of the addendum by sending a signed copy of the acknowledgment page of the addendum (scanned via email).

10.3. The Contracting Authority may, at its discretion, extend the deadline for the submission of applications in order to give prospective Applicants reasonable time to take an addendum into account in preparing their applications.

11.0. Preparation of Application

11.1. Number of Application

No Applicant shall submit more than one Application for the Project. An applicant applying individually or as a member of a Consortium shall not be entitled to submit another Application either individually or as a member of any Consortium, as the case may be.

11.2. Cost of Application

The Applicant shall bear all costs associated with the preparation and submission of the Application. The Contracting Authority will not be responsible or liable for those costs, regardless of the conduct or outcome of the prequalification process.

11.3. Language of Application

The Application as well as all correspondence and documents relating to the RFQ exchanged by the Applicant and the Contracting Authority, shall be written in the English language.

11.4. Currency

All amounts and calculations in this Application shall be presented in the Nigerian Naira (“**NGN**”). In case the base currency is not denominated in ~~NGN~~, the Applicant shall indicate the exchange rate(s) applied and the corresponding date(s) of the exchange rate(s).

11.5 Procurement Law

This RFQ is issued in line with the Infrastructure Concession Regulatory Commission (ICRC) Establishment Act 2005 and the National Policy on Public Private Partnership (N4P).

12.0. Documents Comprising the Application

The Application shall comprise the following Forms in Section F:

- (a) Application Response Form (Form I);
- (b) Documentary evidence establishing the Applicant’s eligibility (Forms II to IV)
- (c) Documentary evidence establishing the Applicant’s qualification (Forms V to VII); and
- (d) Applicant’s Legally binding form (Forms VIII to X).

13.0. Application Form

13.1. The Applicant shall prepare an RFQ Application using the forms furnished (Section E. Application Forms). The Application Forms must be completed without any alteration to their format.

13.2. The application shall include the submission (via courier) of one (1) printed and bound copy in a sealed and signed envelope clearly marked “Name of Company/Consortium.

13.3. The Contracting Authority will not accept any responsibility for not processing any application submitted that was not identified as stated in Clause 13.2 above.

13.4. Applicants shall mark as “CONFIDENTIAL”, all information in their Applications that is confidential to their business. This may include proprietary information, trade secrets, or commercial or financially sensitive information.

14.0. Modification and Withdrawal of Applications

14.1. An Applicant may withdraw, substitute, or modify its Application after it has been submitted by sending a written notice, duly signed by an authorized representative. The corresponding substitution or modification of the Application must accompany the respective notice.

14.2. All notices must be:

14.2.1. submitted and clearly marked “WITHDRAWAL”, “SUBSTITUTION”, “MODIFICATION”, as applicable; and

14.2.2. received by the Contracting Authority prior to the Application Deadline.

14.3. Any alteration or modification in the Applications or additional information supplied subsequent to the Application Deadline, unless the same has been expressly sought for by the Contracting Authority, shall be disregarded.

15.0. Deadline for Submission of Applications

15.1. Applications shall be submitted no later than 12:00noon (GMT+1) on the 19th August, 2021.

15.2. The Contracting Authority may, at its discretion, extend the deadline for the submission of applications by amending the RFQ package, in which case all rights and obligations of the Contracting Authority and the Applicants subject to the previous deadline shall thereafter be subject to the deadline as extended.

16.0. Late Submissions

Any Application received by the Contracting Authority after the deadline for submission of Applications prescribed in this instruction shall not be eligible for consideration and shall be disqualified.

17.0. Contact Information

The application shall state the name and the contact details of the Applicant as per the format in FORM II, and the Applicant’s authorized representative and the Applicant’s principal contact person and his/her designated alternate as per the format in FORM V. The Contracting Authority shall communicate with the principal contact person and copy his/her designated alternate in every correspondence.

18.0. Acceptance/Rejection of Bids

18.1. Notwithstanding anything contained in this RFQ package, the Contracting Authority reserves the right to accept or reject any Application, annul the qualification process and reject all Applications, at any time without any liability or any obligation for such acceptance, rejection, or annulment, and without assigning any reasons thereto.

18.2. The Contracting Authority reserves the right to reject any, and disqualify an Applicant if:

18.2.1. At any time, a material misrepresentation is made or uncovered, or

- 18.2.2.** the Applicant does not provide, within the time specified by the Contracting Authority, the supplemental information sought by the Contracting Authority for the evaluation of the Application.
- 18.3.** Where an Applicant who is a Consortium Lead Member has been disqualified in accordance with paragraph 18.2 above, then its entire Consortium may be disqualified.
- 18.4.** In the event that the disqualification of an Applicant and rejection of its Application occurs after the Applications have been opened, the Contracting Authority reserves the right to take any other measure as may be deemed fit in its sole discretion.
- 18.5.** The Contracting Authority reserves the right to verify all statements, information, and documents submitted by any Applicant in response to the RFQ. Any such verification or lack of such verification by the Contracting Authority shall not relieve the Applicant of its obligations or liabilities hereunder, nor will it affect any rights of the Contracting Authority thereunder.

C. EVALUATION PROCESS

19.0. Opening and Evaluation of Applications

- 19.1.** The Contracting Authority shall open the Applications on a date after the deadline for submission of Applications. The Contracting Authority shall prepare a record of the opening of Applications which shall include, as a minimum, the name of the Applicant(s).
- 19.2.** Information relating to the evaluation of RFQ submissions, and recommendation for qualification, shall not be disclosed to Applicants or any other persons not officially concerned with such process or who is not a retained professional advisor advising the Contracting Authority in relation to, or on matters arising out of, or concerning the Bidding Process. The Contracting Authority will treat all information, submitted as part of the Application, in confidence and will require all those who have access to such material to treat the same in confidence. The Contracting Authority may not divulge any such information unless it is directed to do so by any statutory entity that has the power under law to require its disclosure or to enforce or assert any right or privilege of the statutory entity and/or the Contracting Authority or as may be required by law or in connection with any legal process.
- 19.3.** From the deadline for submission of RFQ until the time of notification of the results of the qualification, the Contracting Authority will not entertain any correspondence on any matter related to the RFQ process whether or not in writing or through email.
- 19.4.** To assist in the evaluation of RFQ submissions, the Contracting Authority may, at its discretion, ask any Applicant for a clarification of its submission which shall be submitted within a stated reasonable period of time. Any request for clarification and all clarifications shall be in writing.
- 19.5.** When an Applicant does not provide clarifications of the information requested by the date and time set in the Contracting Authority's request for clarification, its application may be rejected. In case the Application is not rejected, the Contracting Authority may proceed to evaluate the Application by construing the particulars requiring clarification to the best of its understanding, and the Applicant shall be barred from subsequently questioning such interpretation of the Contracting Authority.
- 19.6.** The Contracting Authority may reject any Application which is not responsive to the requirements of the RFQ Package and no request for alteration, modification, substitution or withdrawal shall be entertained by the Contracting Authority in respect of such Application. An application shall be considered responsive only if:
- 19.6.1.** it is submitted prior to the deadline for submission of Applications;
 - 19.6.2.** it contains all the information and documents (complete in all respects) as requested in this RFQ;
 - 19.6.3.** it contains information in formats same as those specified in this RFQ Package;
 - 19.6.4.** it does not contain any condition or qualification.

19.7. The Contracting Authority shall use the factors, methods, criteria, and requirements defined in Section B, Qualification Criteria, and Requirements to evaluate the qualifications of the Applicants. Qualification Criteria in Section B are indicative of the qualification factors and may be amended prior to the deadline for submission of applications. Any amendments shall be communicated to all

Applicants in accordance with Section B Clause 10.2.

19.8 Qualifications of subcontractors that have been identified in the Application may not be considered in the evaluation of an Applicant except they are members of the Consortium.

19.9 Any information contained in the Application shall not in any way be construed as binding on the Contracting Authority, its agents, successors, or assigns, but shall be binding against the Applicant if the Project is subsequently awarded to it on the basis of such information.

19.10 The Contracting Authority reserves the right to accept or reject any Application and to annul the qualification process and/or any other process before the execution of definitive/project agreements and reject all Applications at any time, without thereby incurring any liability to the Applicants.

19.11 Applicants are advised that the qualification of Applicants will be entirely at the discretion of the Contracting Authority. Applicants will be deemed to have understood and agreed that no explanation or justification on any aspect of the Bidding Process or selection will be given.

19.12 All Applicants whose applications have met or exceeded (“passed”) the specified threshold requirements will be qualified by the Contracting Authority.

20.0. Confidentiality

20.1. Information relating to the clarification or evaluation of Applications and recommendation of any Applicant (s) shall not be disclosed to Applicants and/or any other person who is not officially concerned with the Selection/Bidding Process or is not a retained professional adviser advising the Contracting Authority in relation to matters arising out of or concerning the Selection/Bidding Process, until and unless information pertaining to the Selection/Bidding Process is officially transmitted by the Contracting Authority.

20.2. The Contracting Authority shall treat all information submitted by the Applicants as confidential and will require all those who have access to such material to treat the same accordingly. The Contracting Authority shall not divulge any such information unless it is directed to do so by any statutory entity that has the power under law to require its disclosure or is to enforce or assert any right or privilege of the statutory entity and/or the Contracting Authority or as may be required by law or in connection with any legal process.

20.3 Any effort by an Applicant to influence the Contracting Authority in the evaluation of the Applications may result in the rejection of its Application.

20.4. Notwithstanding the foregoing, following the Application Opening, any Applicant may contact the Contracting Authority in writing from time to time on any matter related to the Selection/Bidding Process.

21.0. Qualification and Bidding

- 21.1.** After the evaluation of applications, the Contracting Authority would notify short-listed qualified Applicants (Bidders) who will be eligible for participation in the RFP Bid Stage and publish their list on the project websites: <https://nasrda.gov.ng>. At the same time, the Contracting Authority would notify the other Applicants that they have not been short-listed. Subject to Section A Sub-clause 2.2, Applicants whose Application has been rejected may seek inclusion in a Consortium that has been qualified. The Contracting Authority will not entertain any query or clarification from Applicants who fail to qualify.
- 21.2.** Bidders will be required to execute a Non-Disclosure Agreement (NDA) prior to being issued the Bidding Document. The Bidders will be requested to submit a Bid in the form and manner to be set out in the Bidding Documents. Only qualified Applicants shall be invited by the Contracting Authority to submit their Bids for the Project. The Contracting Authority is likely to provide a comparatively short time span for submission of the Bids for the Project. The Applicants are therefore advised to visit the site and familiarize themselves with the Project by the time of submission of the Application.
- 21.3.** All documents and other information supplied by the Contracting Authority or submitted by an Applicant to the Contracting Authority shall remain or become the property of the Contracting Authority. Applicants are to treat all information as strictly confidential and shall not use it for any purpose other than for preparation and submission of their Application. The Contracting Authority will not return any Application or any information provided along therewith.
- 21.4.** Save and except as provided in this RFQ, the Contracting Authority shall not entertain any correspondence with any Applicant in relation to the acceptance or rejection of any Application

D. CRITERIA FOR EVALUATION OF APPLICATIONS

22.0. Evaluation Parameters

22.1. Only those Applicants who meet the eligibility criteria specified herein shall qualify for evaluation under this Section. Applicants who do not meet these criteria shall be rejected.

22.2. The Applicant's competence and capability are proposed to be established by the following parameters:

- **Technical capacity;** and
- **Financial capacity.**

23.0. Technical Capacity

23.1. For a project to qualify as an Eligible Project;

(a) it should have been undertaken as a PPP project on BOT, CBOT, BOLT, BOO, BOOT, DBFOMT, or other similar arrangements in geo-satellite broadband communication for providing its output or services to a public sector entity or for providing non-discriminatory access to users.

(b) the cumulative capital cost of the project should be not less than NGN10 billion;

23.2.2. the Applicants must provide the necessary information relating to the Technical Capacity, as per FORM IV.

Details of Experience

24.0. Financial information for purposes of evaluation

24.1. This Application must be accompanied by the IFRS (or an internationally accepted) complaint Audited Annual Reports of the Applicant (of each Member in case of a Consortium) for the last 3 (three) financial years, preceding the year in which the application is made. (This includes 2017,2018,2019. The year 2020 may be provided if available)

24.2. In case the annual accounts for the latest financial year are not audited and therefore the Applicant cannot make it available, the Applicant shall give an undertaking to this effect and the statutory auditor shall certify the same. In such a case, the Applicant shall provide the Audited Annual Reports for 3 (three) years preceding the year for which the Audited Annual Report is not being provided.

24.3. The Applicant must establish the minimum Net Worth as per the format of FORM III.

25.0. Short-listing of Applicants

25.1. The Contracting Authority may, in its discretion, maintain a reserve list of pre-qualified Applicants who may be invited to substitute the short-listed Applicants in the event of their withdrawal from the Selection/Bidding Process or upon such Applicants' failure to conform to the conditions specified herein; provided that a substituted Applicant shall be given at least 30 (thirty) days to submit its Application.

Eligibility and Qualification Criteria		Compliance Requirements		Documentation		
No.	Subject	Requirement	Single Entity	Consortium/ Venture (JV)	Joint	Submission Requirements
Lead Partner						
1. Declaration						
1.1	Letter of Response	The letter must be signed without changes, additions, and/or subtractions.	Compulsory requirement	Compulsory requirement		Form I
2. Capabilities of Applicant						
2.1	Business Information	All boxes must be filled. Where not applicable it shall be so stated.	Compulsory requirement	Compulsory requirement		Form II
2.2	Financial Capability	All boxes must be filled. Required certificates and/or forms must be attached.	Compulsory requirement	Compulsory requirement		Form III
2.3	Authorized Representative	Contact details of authorized representative(s) must be given.	Compulsory requirement	Compulsory requirement		Form V
2.4	Consortium Summary	Details of Consortium.	N/A	Compulsory requirement		Form VI

3.CURRICULUM VITAE OF KEY PERSONNEL					
3.1	Curriculum Vitae of Key Personnel Intended for This Project	Experience and Expertise of Key Personnel as illustrated by Curriculum Vitae (CV) of key management staff with relevant experience working on similar projects and at least 10 years in a relevant industry.	Compulsory requirement	Compulsory requirement	Form VII

E. CONFLICT OF INTEREST AND FRAUD & CORRUPT PRACTICES

26. Conflict of Interest 26.1. Each Applicant (including any of its associates), shall at all times hold the Contracting Authority's interest's paramount, strictly avoid conflicts with other assignments or its own corporate interests, act without any consideration for future work, and must not have a conflict of interest ("COI"). Any Applicant found to have a COI in respect of this RFQ process shall be disqualified.

26.2. An Applicant shall be deemed to have a COI, if:

26.2.1. Such Applicant has the same legal representative for purposes of this Application as any other Applicant (s); and/or

26.2.2. Such Applicant or any officer thereof has a relationship with another Applicant, or any officer thereof, directly or through a common third party/parties, that puts either or both of them in a position to have access to each other's information about, or to influence the Application of either or each other; and/or

26.2.3. Such Applicant or any officer thereof has participated as a consultant to the Contracting Authority in the preparation of any documents, design, or technical specifications of the Project; and/or

26.2.4. Any other situation in which an Applicant provides biased professional advice to the Contracting Authority in order to obtain from the Contracting Authority an undue benefit for itself or its Associate(s) in relation to the Project.

27. Corrupt Practices

27.1. The Contracting Authority requires that Applicants and the Applicants' officers shall observe the highest standard of ethics during the implementation of the RFQ process and the execution of the Project.

27.2. In pursuance of this requirement, the Contracting Authority shall:

27.2.1. exclude an Applicant from participation in the RFQ process concerned or reject a proposal for the award; and

27.2.2. declare an Applicant ineligible, either indefinitely or for a stated period, from participation in the RFP process;

27.3. Should any Corrupt Practice or Fraudulent Practice of any kind come to the knowledge of the Contracting Authority, it shall, in the first place, allow the Applicant to provide an explanation and shall take appropriate actions only if it, at any time, determines that the Applicant has, directly or through an agent, engaged in Corrupt Practice, Fraudulent Practice, Collusive Practice, Coercive Practice, or Obstructive Practice in competing for, or in executing the Project. When a satisfactory explanation is not received. Such exclusion and the reasons for it, shall be recorded in the record of the Application process and promptly communicated to the Applicant concerned.

27.4. Any communications between the Applicant and the Contracting Authority related to matters of alleged Fraudulent Practice or Corrupt Practice shall be in writing.

27.5. The Contracting Authority requires that its personnel have an equal obligation not to solicit, ask for, and/or use coercive methods to obtain personal benefits in connection with the Application process or the execution of the Project.

F. APPLICATION FORMS

This letter must be signed without changes, additions, and/or subtractions, except the field, indicated in square brackets.

FORM I (Letter of Response)

[Date]

The Director General,

The National Space Research and Development Agency,

Obasanjo Space Centre

Umaru Musa Yar'adua Expressway, Lugbe, Abuja.

Email: satpen.ppp@nasrda.gov.ng

Attn: Engr Olabode Ogundipe, 08024969069, bodeaogundipe@gmail.com.

Dear Sir / Madam,

RE: Request for Qualification - PUBLIC PRIVATE PARTNERSHIP (PPP) APPROACH FOR RESEARCH & DEVELOPMENT OF SATELLITE TECHNOLOGY & EQUIPMENT FOR THE PROVISION OF COST-EFFECTIVE SATELLITE BROADBAND SERVICE TO RURAL NIGERIA (NASDRA/RFQ 001)

1. I (the undersigned) am duly authorized to represent and act on behalf of [] (“**Applicant**”), and have reviewed and fully understood all information provided in the Request for Qualification Package (“**RFQ Package**”), hereby apply to be qualified as a proponent for the above-mentioned Project. The Application is unconditional and unqualified.
2. We hereby submit our qualification Application, which comprises the following:
 - (a) Form II – Details of Applicant (Business Information and Experience);
 - (b) Form III – Financial Strength;
 - (c) Form IV A– Investment, Development, Management & Operating Experience;
 - (d) Form V – Particulars of Authorized Representative;
 - (e) Form VI – Consortium Summary;
 - (f) Form VII – Curriculum Vitae of Key Personnel;
 - (g) Form VIII – Power of Attorney for Signing of Submission;
 - (h) Form IX – Power of Attorney for Lead Member of Consortium;
 - (i) Form X – Joint Bidding Agreement; and
 - (j) Form I – Letter of Response;
 - (k) Other details and supporting documents as applicable.

We acknowledge that soft copy submissions of our Application are required in accordance with the Instruction to Applicants.

3. *[Applicable in case of a Consortium]* The Lead Member of the Consortium applicant is...
4. We confirm that the Contracting Authority and/or any of their authorized representatives are hereby authorized to conduct any inquiries or investigations to verify the statements, documents, and information submitted in connection with this Application, and to seek clarification from our bankers and clients regarding any financial and technical aspects.

This Letter of Response will also serve as authorization to any individual or authorized representative of any entity referred to in the supporting information, to provide such information deemed necessary and requested by yourself to verify statements and information provided in this Application, or with regard to the resources, experience, and competence of the Applicant.

5. We declare that:
- (a) none of the director(s) of the Applicant has/have ever been convicted by any court of law;
 - (b) none of the officers of NASDRA or any agencies of the FGN is presently a director/staff of the Applicant [or any Member of the Consortium];
 - (c) the Applicant [and each Member of the Consortium] is not in receivership or under any other bankruptcy proceedings before any court of law.

6. We understand that:
- (a) all information submitted in this Application shall remain binding upon us at the time of submission;
 - (b) the Contracting Authority and/or the Contracting Authority(s) may in their absolute discretion accept or reject my/our Application, and cancel the prequalification process at any time before the execution of definitive/ project agreements without any liability to us;
 - (c) whilst every effort will be made to protect the confidentiality of the information submitted by the Applicant, the Contracting Authority and its authorized representatives cannot be held liable for any breach of confidentiality;
 - (d) Contracting Authority has the right to reject our Application without assigning any reason or otherwise and hereby waive, to the fullest extent permitted by applicable law, our right to challenge the same on any account whatsoever.

7. We understand and agree that prospective proponents who are shortlisted must execute a Non-Disclosure Agreement and submit payment of any applicable administrative fees as advised by the Contracting Authority before receiving a copy of the Request for Proposal (“RFP”) documents.
8. We declare that all statements made by us and all the information pursuant to this Application are complete, true, and accurate to the best of our knowledge and beliefs and nothing has been omitted which renders such information misleading; and all documents accompanying such Application are true copies of their respective originals.

For and on behalf of (name of Applicant or Lead Member of a Consortium Applicant)

Signed []

Name []

Designation []

Date []

For a Consortium, where only the lead member signs, the power(s) of attorney/letter of intent/consortium agreement/document(s) authorizing the lead member to sign on behalf of the respective members shall be attached.

FORM II (Details of Applicant)

All boxes must be filled. Where not applicable it shall be so stated

An application can be rejected if an Applicant does not include the following information or if it is incomplete.

All prospective proponents and each Member of a Consortium wishing to participate in the Bidding Process must complete the following:

<i>Please use a separate sheet for each member of a Consortium or Joint Venture (JV). Name of Applicant (or Member of a Consortium or JV)</i>	
Nature of Entity	
Business No./ Company No./ Other Identification No.	
Certificate of Incorporation / Registration <i>[Evidence of Certificate of Incorporation/Registration or any other equivalent document evidencing the registration of the company or companies (for a Consortium) in the country of registration]</i>	
Registered Office Address	
Company Profile	
Website Address	
List of Major Shareholders	
Telephone 1	Name of Authorized Representative
Telephone 2	Email
Place of Incorporation / Registration	Year of Incorporation / Registration
Number of Staff	
Organizational Structure <i>[To attach that of the Company and, if a Consortium, then that of each member of the Consortium]</i>	

1. Resolution of the Board of Directors or any other equivalent governing body of the company or companies (for a Consortium) evidencing approval/authority to submit an application
2. Letter of Confirmation issued by the Applicant disclosing that the company does not have any director who has been convicted in any country for any criminal offense relating to the fraud of financial impropriety or criminal misrepresentation or falsification of acts relating to any matter
3. Letter of Confirmation issued by the Applicant disclosing whether or not any official of the FGN, NASDRA, or any of its agencies is a former or present director, shareholder, or has any pecuniary interest in the bidder and confirmation that all information presented in the bid are true and correct.

The requirements set out below shall not apply to non-Nigerian companies and consortia.

- Certified true copies of the current Form CAC 2A (Return of Allotment – Post Incorporation); Form 7A (Notice of Change of Directors etc.) and Memorandum and Articles of Association of the company or companies (for a Consortium)
- Evidence of Current Pension Clearance from the National Pension Commission (PENCOM)
- Evidence of Company Tax
- Clearance Certificate for the last three (3) years preceding this application
- Evidence of Current Certificate of Compliance in respect of the Industrial Training Fund Act CAP I9, LFN 2004 (the “IDTF Act”) (as amended by the Industrial Training Fund Amendment Act, 2011)

FORM III (Financial Strength)

All boxes must be filled. Required certificates and/or forms must be attached.

The Applicant shall be in a good financial position at the close of the preceding financial year and provide a letter of financial support from a credible financial institution that supports its ability to execute the Project.

In the case of a Consortium, the Member(s) nominated to be the financier of the Project, must provide financial information to demonstrate that they meet the requirements of good financial standing.

Please attach a detailed audited financial statement for the past three (3) years.

Name of Applicant (or Member of a Consortium or JV)

Audited account and Tax Clearance Certificates for the last three (3) years (2017, 2018, 2019, and 2020 if available) of the company or companies (for a Consortium) [Attach the required information to this FORM

III]

Summarize Profit & Loss, actual assets and liabilities in reported currency for the latest three (3) years. Financial Information	Formula	(Latest Financial Year) Year 1	Year 2	Year 3	Average for the last 3 financial years
Total Capital			Long-Term Debt + Equity		
Net-worth			Total Assets – Short Term Liabilities – Long Term Liabilities		
Long Term Debt					
Gearing Ratio -			Long Term Liabilities / (Long Term Liabilities + Equity)		
Annual Total Revenue					
Profit Before Tax					

Note: To state Exchange Rate applied for any conversion. All calculations to be converted to NGN

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

Evidence of financial capability, support, and line of credit from credible financing institutions in support of your ability to develop, manage and/or toll the route	Name of Financing Institution
Address of Banker	
Telephone	Contact Name and Position
Email	

Applicants, including each member of a Consortium, must provide information on any history of litigation or arbitration resulting from contracts executed during the last five (5) years or currently under execution.

Use a separate sheet for each member of a Consortium or Joint Venture (JV).

Year	Award FOR or AGAINST Proponent	Name of client, cause of litigation, and matter in dispute	Disputed amount (current value in USD or National Currency)
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Please attach details of any financial commitments of a material nature that can reasonably be expected to influence adversely on the financial performance of any relevant Consortium Member.

- Please attach audited financial statements for the past three (3) years.
- Note: Where the audited financial statement is not in the English language, it is to be translated and certified by the external financial auditors of the submitting party.

FORM IV- A (Investment, Development, Management & Operating Eligibility)

All boxes must be filled.

An applicant or in the case of a Consortium, all Member(s) nominated to provide the development, management, and operating capacity for the Project must provide extensive Geo-satellite Broadband Communication project and internet service provisioning development, management, and operating experience to demonstrate that they meet the requirements stated in this RFQ Package.	
Name of Applicant (or Member of a Consortium or JV)	
Investment Experience	
Company has experience in experience in Geo-satellite broadband communication project development and service provisioning.	Yes <input type="checkbox"/> No
Project Name	
(1)	
(2)	
(3)	
(4)	
(5)	
Details of Project (1)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	
Funding share (Company %: Partners' %)	
Supporting documents	<i>Please list documents here and attach them to the application</i>
Type of project	

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

Project commencement date	
Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	
Funding share (Company %: Partners' %)	
Supporting documents	<i>Please list documents here and attach them to the application</i>
Details of Project (3)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	
Funding share (Company %: Partners' %)	
Supporting documents	<i>Please list documents here and attach them to the application</i>
Development Experience	
The company has experience in <u>PPP financing and capital recovery arrangement</u> in the satellite Broadband communications sector and Internet Service Provisioning	Yes <input type="checkbox"/> No
Project Name	
(1)	
(2)	
(3)	
(4)	
(5)	

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

Details of Project (1)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	
Company's role in the development	
Experience in Conceptual design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Detail design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Installation & Deployment	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Greenfield or Brownfield project	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Supporting documents	<i>Please list documents here and attach them to the application</i>
Details of Project (2)	Type of project
Project commencement date	

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	
Company's role in the development	
Experience in Conceptual design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Detail design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Installation & Deployment	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Broadband project	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Supporting documents	<i>Please list documents here and attach them to the application</i>
Details of Project (3)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Project value	
Name of Partner(s) if applicable	

Company's role in the development	
Experience in Conceptual design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Detail design	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Installation & Deployment	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Experience in Broadband project	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Supporting documents	<i>Please list documents here and attach them to the application</i>

Management and Operating Experience	
The company has experience in managing Geo-satellite broadband project development and internet service provisioning globally.	Yes <input type="checkbox"/> No
Project Name	
(1)	
(2)	
(3)	
(4)	

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

(5)	
Details of Project (1)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Brief description of management and operating experience	
Experience in managing and operating Geo-satellite broadband project development and service provisioning globally.	Yes <input type="checkbox"/> No Description:
Experience in Geo-satellite broadband project development and service provisioning globally.	Yes <input type="checkbox"/> No Description:
Experience in successfully securing off-takers for the deployment of Geo-satellite broadband project development and service provisioning .	Yes <input type="checkbox"/> No
Name	Description of relationship/partnership
(1)	
(2)	
(3)	

(4)	
(5)	
Experience in business positioning in Geo-satellite broadband project development and service provisioning management market	Yes <input type="checkbox"/> No Description:
Experience in integrating Geo-satellite broadband project development and service provisioning with local businesses (i.e. employing local companies providing services.)	Yes <input type="checkbox"/> No Description:
Relevant recognition, accolades, and rankings on size of operations and performance	Yes <input type="checkbox"/> No Description:
Supporting documents	<i>Please list documents here and attach them to the application</i>
Details of Project (2)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Brief description of management and operating experience	
Experience in operating Geo-satellite broadband project development and service provisioning globally.	Yes <input type="checkbox"/> No

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

	Description:
Experience in Provision of Facility Management services for Geo-satellite broadband project development and service provisioning	Yes <input type="checkbox"/> No Description:
Experience in successfully securing off-takers for a Geo-satellite broadband project development and service provisioning	Yes <input type="checkbox"/> No
Name	Description of relationship/partnership
(1)	
(2)	
(3)	
(4)	
(5)	
Experience in business positioning in the international facility Geo-satellite broadband project development and service provisioning market	Yes <input type="checkbox"/> No Description
Experience in integrating Geo-satellite broadband project development and service provisioning with local businesses (i.e. employing local companies providing services.)	Yes <input type="checkbox"/> No Description
Relevant recognition, accolades, and rankings on size of operations and performance	Yes <input type="checkbox"/> No Description
Supporting documents	<i>Please list documents here and attach them to the application</i>

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

Details of Project (3)	Type of project
Project commencement date	
Project completion date (or ongoing)	
Location	
Brief description of management and operating experience	
Experience in operating Geo-satellite broadband project development and service provisioning.	Yes <input type="checkbox"/> No Description:
Experience in Provision of Management services for Geo-satellite broadband project development and service provisioning and ISP deployment	Yes <input type="checkbox"/> No Description:
Experience in successfully securing off-takers for a Geo-satellite broadband project development and service provisioning	Yes <input type="checkbox"/> No
Name	Description of relationship/partnership
(1)	
(2)	
(3)	
(4)	
(5)	
Experience in business positioning in the international facility Geo-satellite broadband project development	Yes <input type="checkbox"/> No

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

and service provisioning market	Description:
Experience in integrating Geo-satellite broadband project development and service provisioning operations with local businesses (i.e. employing local companies providing services.)	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Relevant recognition, accolades, and rankings on size of operations and performance	<p>Yes <input type="checkbox"/> No</p> <p>Description:</p>
Supporting documents	<i>Please list documents here and attach them to the application</i>

FORM V (Particulars of Authorized Representative)

Contact details of authorized representative(s) must be given.

All prospective proponents are to provide the following information for their Authorized Representative.

In the case of a Consortium, this shall be the individual authorized to represent and act on behalf of the Consortium.

Name of Applicant (or Member of a Consortium or JV)

Authorized Representative's name

Designation

Company

Citizenship

Address

Telephone

Certified copy of National Identification Instrument or International Passport

Email

All prospective Applicants are to provide the following information for the individual who would serve as the Principal Contact Person for all communications with the Contracting Authority/Contracting Authority.

Principal Contact Person's name
Designation
Company
Citizenship
Address
Telephone
Certified copy of National Identification Instrument or International Passport
Email

A prospective Applicant may designate another individual who would serve as an alternate to the Principal Contact Person to stand-in for communications with the Contracting Authority

Alternate Principal Contact Person's name
Designation
Company
Citizenship
Address
Telephone
Certified copy of National Identification Instrument or International Passport
Email

FORM VI (Consortium Summary)

For Consortium Applicant, the name of members and information regarding the role of each Member of the Consortium are to be provided in the table below:

Name of Applicant (or Member of a Consortium or JV)	
Consortium Agreement or Letter of Intent	<i>[This should identify the principal Member of the Consortium authorised to submit the RFQ and should show that all the Members of the Consortium shall be jointly and severally bound in relation to the RFQ process.]</i>
Names of All Members of a Consortium	Intended Roles, Responsibilities, and Relationships of each Member of a Consortium
1	Lead Member*
2	Member
3	Member
4	Member
5	Member

Selected applicants for the RFP submission may adjust their Consortium by

1. Including new Members; and/or
2. Including Members which have not made it to the shortlist; and/or
3. Changing the individual positions within their Consortium.

Selected applicants for the RFP submission may **not**

1. Remove existing Members from their Consortium (without approval from the Contracting Authority).
2. Change the Lead Member in the Consortium.
3. Include Members which would render the Consortium non-compliant to exclusion and minimum criteria.

FORM VII (Curriculum Vitae of Key Personnel)

Experience and Expertise of Key Personnel (in case of a consortium, three personnel for each member) as illustrated by Curriculum Vitae (CV) of key management staff with relevant experience working on similar projects and at least 15 years in the relevant industry.

Use a separate sheet for each key personnel.

Name of Staff	<i>[Insert full name; underline surname]</i>
Nationality	
Name of Firm/Company	<i>[Insert name of firm/company proposing the staff]</i>
Proposed Position	
Education	<i>[Indicate college/university and other specialized education of staff member, giving names of institutions, degrees obtained, and dates of obtainment]</i>
Membership of Professional Associations	
Other Training	<i>[Indicate significant training since degrees indicated in the "Education" field were obtained]</i>
Countries of Work Experience	<i>[List countries where the staff has worked in the last ten years]</i>
Languages	<i>[For each language, indicate proficiency: good, fair, or poor in speaking, reading, and writing]</i>
Employment Record	<i>[Starting with present position, list in reverse order every employment held by staff member since graduation, giving for each employment (see *format here below): dates of employment, name of employing organization, and positions held.]</i>
<i>*Format:</i>	
From [Year]:	
To [Year]:	
Employer:	

Positions held:	
Detailed Tasks Assigned	<i>[List all tasks to be performed under this assignment]</i>
Work Undertaken that Best Illustrates Capability to Handle the Tasks Assigned	<i>[Among the assignments in which the staff has been involved, indicate the following information for those assignments that best</i>

REQUEST FOR QUALIFICATION PROVISION OF RURAL BROADBAND SERVICES (RFQ) FOR IN NIGERIA THROUGH A PPP ARRANGEMENT JULY 2021

	<i>illustrate staff capability to handle the tasks listed under the "Detailed Tasks Assigned" field]</i>
<i>*Format:</i>	
Name of assignment or project:	
Year:	
Location:	
Client:	
Main project features:	
Positions held:	
Activities performed:	
Certification: I, the undersigned, certify that to the best of my knowledge and belief, this Curriculum Vitae correctly describes myself, my qualifications, and my experience. I understand that any willful misstatement described herein may lead to my disqualification of this Application.	
Signature	
Name	
Date	<i>[Day/Month/Year]</i>

- (i) signing and submission of all Applications, bids and other documents and writings;
- (ii) ii. participate in Pre-Application Meetings and other conferences and providing information/responses to the Contracting Authority;
- (iii) iii. representing us in all matters before the Contracting Authority, signing and submission of all documents and providing information/responses to the Contracting Authority and execution of all contracts including the BOT/DFBOT arrangement Agreement and undertakings consequent to acceptance of our application, and
- (iv) iv. generally deal with the Contracting Authority in all matters in connection with or relating to or arising out of our bid for the said Project and/or upon award thereof to us and/or till the entering into of the DFBOT arrangement Agreement with the Contracting Authority.

FORM VIII (Power of Attorney for Signing of Submission)

BY THIS POWER OF ATTORNEY given on the day of20...., We..... (name of the firm and address of the registered office) do hereby irrevocably constitute, nominate, appoint and authorize Mr/Ms/Messrs, of....., who is presently employed with us/the Lead Member of our Consortium and holding the position of , as our true and lawful attorney (hereinafter referred to as the “Attorney”) to do in our name and on our behalf, all such acts, deeds and things as are necessary or required in connection with or incidental to our Application for qualification for the DFBOT arrangement under the Research and Development of Satellite Technology and Equipment for the Provision of Cost-Effective Broadband Services as proposed by the Contracting Authority including but not limited to:

WE agree to and do hereby ratify and confirm all acts, deeds, and things done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and all acts, deeds and things done by our said Attorney in exercise of the powers conferred hereof shall always be deemed to have been done by us.

IN WITNESS WHEREOF WE,, THE ABOVE-NAMED PRINCIPAL HAVE EXECUTED THIS POWER OF ATTORNEY ON THE DAY AND YEAR FIRST ABOVE WRITTEN.

SIGNED, SEALED AND DELIVERED

For

.....

(Signature, name, designation, and address)

Witnesses:

- 1.
- 2.

.....

(Signature)

(Name, Title, and Address of the Attorney)

Before Me

.....

Notary Public

FORM IX (Power of Attorney for Lead Member of Consortium)

THIS POWER OF ATTORNEY is given this day of20... by(name of Company) having our registered office at..... and..... (name of Company) having our registered office at..... (Collectively the Consortium and hereinafter referred to as the “Principal” which expression shall where the context so admits include their successors in title and assigns) to (name of Lead Member of Consortium) having its registered office at..... (Hereinafter referred to as the “Attorney”).

WHEREAS the Contracting Authority has invited Applications from interested parties for the DFBOT arrangement under the Research and Development of Satellite Technology and Equipment for the Provision of Cost-Effective Broadband Services (the “Project”).

WHEREAS,, and (Collectively the “Consortium”) being Members of the Consortium are interested in applying for the Project in accordance with the terms and conditions of this Request for Qualification document (RFQ), Request for Proposal (RFP) and other connected documents in respect of the Project.

WHEREAS it is necessary for the Members of the Consortium to designate one of them as the Lead Member with all necessary power and authority to do for and on behalf of the Consortium, all acts, deeds and things as may be necessary in connection with the Consortium’s bid for the Project and its execution.

NOW THEREFORE:

We, the Principal do hereby irrevocably designate, nominate, constitute, appoint and authorize the Attorney, being one of the Members of the Consortium, as the Lead Member and lawful attorney of the Consortium to perform, execute or do all or any of the following acts or things in our name and on our behalf:

- i i. conduct all business(es) for and on behalf of the Consortium and any one of us during the Application process and, in the event the Consortium is awarded the DFBOT arrangement, during the execution of the Project and in this regard, to do on our behalf and on behalf of the Consortium, all or any of such acts, deeds or things as are necessary or required or incidental to the prequalification of the Consortium and Application of its bid for the Project, including but not limited to signing and submission of Application and other documents and writings;
- ii ii. participate in bidders and other conferences, respond to queries, submit information/ documents, sign and execute contracts and undertakings consequent to acceptance of the bid of the Consortium and;
- iii iii. generally to represent the Consortium in all its dealings with the Contracting Authority, and/or any other government agency or any person, in all matters in connection with or relating to or arising out of the Consortium’s Application for the Project and/or upon award thereof till the DFBOT Agreement is entered into with the Contracting Authority.

WE agree to and do hereby ratify and confirm all acts, deeds, and things done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and all acts, deeds and things done by our said Attorney in exercise of the powers conferred hereof shall always be deemed to have been done by us. IN WITNESS WHEREOF WE,, THE ABOVE-NAMED PRINCIPAL HAVE EXECUTED THIS POWER OF ATTORNEY ON THE DAY AND YEAR FIRST ABOVE WRITTEN.

SIGNED, SEALED AND DELIVERED

For

.....

(Signature, name, designation, and address)

Witnesses:

- 1.
- 2.

.....

(Signature)

(Name, Title, and Address of the Attorney)

(Executants)

(To be executed by all the Members of the Consortium)

Before Me

.....

Notary Public

FORM X (Joint Bidding Agreement)

The members of a consortium are collectively referred to as the “**Parties**” and each is individually referred to as a “**Party**”

WHEREAS:

A. The Contracting Authority has invited submissions (the “**Application s**”) by its Request for Qualification No. dated (the “**RFQ**”) for Qualification and short-listing of Applicants for designing, building, financing, operation and maintenance and transfer arrangement under the Research and Development of Satellite Technology and Equipment for the Provision of Cost-Effective Broadband Services) (the “**Project**”) through public-private partnership.

B. The Parties are interested in jointly applying for the Project as members of a Consortium and in accordance with the terms and conditions of this RFQ document and other documents in respect of the Project, and

C. It is a necessary condition under the RFQ document that the members of the Consortium shall enter into a Joint Bidding Agreement on being selected for the next stage (RFP) of the DFBOT arrangement programme and furnish a copy thereof with the RFP.

NOW IT IS HEREBY AGREED as follows:

1. Definitions and Interpretations

In this Agreement, the capitalized terms shall, unless the context otherwise requires, have the meaning ascribed thereto under the RFQ.

2. Consortium

2.1 The Parties do hereby irrevocably constitute a consortium (the “**Consortium**”) for the purposes of jointly participating in the Selection/Bidding Process for the Project.

2.2 The Parties hereby undertake to participate in the Selection/Bidding Process only through this Consortium and not individually and/or through any other consortium constituted for this Project, either directly or indirectly or through any of their Associates.

3. Covenants

The Parties hereby undertake that in the event the Consortium is declared the selected Bidder and awarded the Project, it shall incorporate a Special Purpose Vehicle (the “**SPV**”) under the Companies and Allied Matters Act, 2020 for entering into a DFBOT Agreement with the Contracting Authority and for performing all its obligations as the PPP Partner in terms of the DFBOT Agreement for the Project.

4. Role of the Parties

The Parties hereby undertake to perform the roles and responsibilities as described below:

a. Party of the First Part shall be the Lead member of the Consortium and shall have the power of attorney from all Parties for conducting all business for and on behalf of the Consortium during the Selection/Bidding Process and until the Appointed Date under the DFBOT arrangement when all the obligations of the SPV shall become effective;

b. Party of the Second Part shall be the Technical Member (EPC Contractor and Designer) of the Consortium;

c. Party of the Third Part shall be the Financial Member of the Consortium;

d. Party of the Fourth Part shall be the Operations & Maintenance Member of the Consortium; and

6. Representation of the Parties

a. Such Party is duly organized, validly existing, and in good standing under the laws of its incorporation and has all requisite power and authority to enter into this Agreement;

5. Joint and Several Liability

The Parties do hereby undertake to be jointly and severally responsible for all obligations and liabilities relating to the Project and in accordance with the terms of the RFQ, RFP (if selected from RFQ stage) and the DFBOT arrangement, till such time as the Financial Close for the Project is achieved under and in accordance with the DFBOT Agreement.

Each Party represents to the other Parties as of the date of this Agreement that:

b. The execution, delivery, and performance by such Party of this Agreement have been authorized by all necessary and appropriate corporate or governmental action and a copy of the extract of the charter documents and board resolution/power of attorney in favour of the person executing this Agreement for the delegation of power and authority to execute this Agreement on behalf of the Consortium Member is annexed to this Agreement, and will not, to the best of its knowledge:

(i) require any consent or approval not already obtained;

(ii) ii. violate any applicable law presently in effect and having applicability to it;

(iii) violate the memorandum and articles of association (or its equivalent), by-laws, or other applicable organizational documents thereof;

(iv) violate any clearance, permit, DFBOT arrangement, grant, license or other governmental authorization, approval, judgment, order or decree or any mortgage agreement, indenture or any other instrument to which such Party is a party or by which such Party or any of its properties or assets are bound or that is otherwise applicable to such Party; or

(v) create or impose any liens, mortgages, pledges, claims, security interests, charges or Encumbrances or obligations to create a lien, charge, pledge, security interest, encumbrances or mortgage in or on the property of such Party, except for encumbrances that would not, individually or in the aggregate, have a material adverse effect on the financial condition or prospects or business of such Party so as to prevent such Party from fulfilling its obligations under this Agreement;

c. This Agreement is the legal and binding obligation of such Party, enforceable in accordance with its terms against it; and

d. There is no litigation pending or, to the best of such Party's knowledge, threatened to which it or any of its Affiliates is a party that presently affects or which would have a material adverse effect on the financial condition or prospects or business of such Party in the fulfillment of its obligations under this Agreement.

7. Termination

This Agreement shall be effective from the date hereof and shall continue in full force and effect until the Financial Close of the Project is achieved under and in accordance with the DFBOT arrangement, in case the Project is awarded to the Consortium. However, in case the Consortium is either not qualified for the Project or does not get selected for award of the Project, the Agreement will be terminated.

8. Miscellaneous

The Parties acknowledge and accept that this Agreement shall not be amended by the Parties without the prior written consent of the Contracting Authority.

IN WITNESS WHEREOF THE PARTIES ABOVE NAMED HAVE EXECUTED AND DELIVERED THIS AGREEMENT AS OF THE DATE FIRST ABOVE WRITTEN.

SIGNED, SEALED, AND DELIVERED

For and on behalf of

LEAD MEMBER by:

(Signature)

(Name)

(Designation)

(Address)

SIGNED, SEALED AND DELIVERED

SECOND PART

(Signature)

(Name)

(Designation)

(Address)

SIGNED, SEALED AND DELIVERED

For and on behalf of

THIRD PART

(Signature)

(Name)

(Designation)

(Address)