

## Request for Qualification (RFQ)



المركز الوطني للتخصيص  
NATIONAL CENTER FOR PRIVATIZATION & PPP



## Mawani Priority Concessions

Response to clarifications & Addendum # 2

Release Date: 30-January-2022

S. No	RFQ Section	Category	Query	Mawani Response
1	<b>Section 2.2 Overview of the different concessions</b>	Information on concessions	Could you please clarify the handling volume data provided in this section is about the whole port or the specific terminal for the tender?	The cargo volumes specified under section 2.2 of the RFQ document are related to the specific terminals under the Priority Concessions and not for the entire port
2	<b>Section 5.1 TQC2 and TQC3</b>	Qualification - Technical	In the TQC 2 & TQC 3, it states that "(in case the Applicant is a Consortium, any Consortium Member)", does it mean any one of the consortium members (either lead member or other member) provides eligible project reference will be sufficient?	The understanding is correct for TQC-2 (b) and TQC-3 (a). Reference to any Consortium Member means either the Lead Member or any other Consortium Member
3	<b>Section 2.2 Overview of the different concessions</b>	Information on concessions	Could you please reveal the name of each terminal to be included in the project at this stage, as such information is critical to mobilize resources that are hard to change in later tender stages.	<p>The current terminals that are part of the Priority Concessions Project are as follow :</p> <p>King Abdulaziz Port Dammam: East General Cargo Terminal - Central General Cargo Terminal</p> <p>Jeddah Islamic Port: Northern General Cargo Terminal - Southern General Cargo Terminal</p> <p>King Fahad Industrial Port Yanbu: General Cargo &amp; Containers Terminal</p> <p>King Fahad Industrial Port Jubail: General Cargo Terminal</p> <p>Jubail Commercial Port: General Cargo and Grain Bulk Terminal</p> <p>Yanbu Commercial Port: General Cargo Terminal</p> <p>Jizan Port: General Cargo Terminal</p> <p>Ras Al-khair Port: General Cargo Terminal</p>
4	<b>Section 5.2 FQC2</b>	Qualification - Financial	Can the applicant use parent's or affiliate company's financial experience?	Yes, the Applicant can use Parent or Affiliate company's financial statements to fulfil Financial Qualification Criteria 1 (FQC-1 & FQC-2).

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				However, in such as case, the Applicant will be required to demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.
5	<b>Section 5.1 TQC</b>	Qualification - Technical	In the TQCs, it requires handling volume information for the last 5 years. Can a project that operates less than 5 years be considered as eligible project?	Yes, Eligible Projects with less than 5 years of volume handling data can be considered for TQCs provided that the Applicant is able to provide volume handling data for each of the last 5 years across Eligible Projects.
6	<b>Section 2.2 Priority Concessions</b>	Information on concessions	Please share knowledge of (1) the mechanism that the relevant terminal CURRENTLY operate, including management, personnel and major contractual structure; and (2) requirements and principal that can be expected for the extension, termination and re-negotiation, to the extent that may be necessary, under the new concession.	Details of the terminal, management, personnel etc. will be provided to the Qualified Applicants at the RFP stage
7	<b>Eligibility</b>	Eligibility criteria	<p>We can see from the indicative timelines for procurement that letters of EOI submission date was on July 2021.</p> <p>In case we missed that date are we still able to submit for the RFQ or we aren't eligible?</p>	This is a public procurement and the RFQ is open to all interested parties and not restricted to whoever participated in the EOI process. As per section 4.2 (Format of Submission) of the RFQ, under footnote 8, each Applicant needs to submit a request to Mawani at <a href="mailto:priority.concession@mawani.gov.sa">priority.concession@mawani.gov.sa</a> by 31-January-2022, in order to receive the Datasite credentials to submit the Application. All Applications need to be submitted through Datasite.
8	<b>Extension of submission</b>	Timelines	we kindly ask for an extension of two months for us make our final preparations.	The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.
9	<b>5.2</b>	Qualification - Financial	Please kindly assist on whether the financial strength and experience of parent companies can be used for the	Yes, the Applicant can use Parent or Affiliate company's financial statements to fulfil Financial Qualification Criteria 1 (FQC 1). However, in such as case, the Applicant will be required to

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			demonstration of the financial strength and experience of the applicant.	demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.
10	4	Submission	Please kindly assist to clarify on whether there is a need to notarize and legalize documents submitted for foreign incorporated companies.	These documents should be notarized and legalized.
11	5.1	Qualification - Technical	For the demonstration of technical experience for handling bulk and general cargo, please kindly assist to clarify on whether the applicant can demonstrate this volume via the tonnage derived from containerized cargo.	As defined under section 5.1, TQC 1 & TQC 3, multi-purpose terminal cargo could include dry bulk and/or liquid bulk and/or break bulk and/or livestock and/or any other form of general cargo. Tonnage for containers and RoRo vehicles shall not be converted to tonnage to meet the multipurpose cargo requirement under TQCs.
12	5.1	Qualification - Technical	If the applicant uses the credentials of the parent / affiliate companies to fulfill the technical requirement for pre-qualification, please kindly assist to clarify on the applicant can demonstrate the knowledge and/or expertise being transferred from the parent / affiliate companies.	The applicant can provide details on the experience and qualifications of the proposed terminal operations managers and supervisors, as well as descriptions of internal/external training programs for staff.
13	5.1	Qualification - Technical	This mentioned in the RFQ documents that the definition of “Eligible Projects” involves the lead member having a shareholding of more than 51% of the projects. If the applicants have projects that do not have 51% shareholding but do have management control of the operating companies, can this be used to demonstrate the experience of the applicants as well?	Please refer to the amended RFQ document for the revised definition of Eligible Projects
14	Annex V	Qualification - Financial	For Applicant without audited financial statements for year ending December 2021, please confirm that details of the last five financials years to be provided under	Applicants with a financial year ending 31 December 2021 can provide the audited financial statements for financial years from 31 December 2016 to 31 December 2020.

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			Annex V shall be from 2016 to 2020. Please also confirm that there is no standard format for the undertaking mentioned in the last paragraph on page 45.	There is no particular form of undertaking required under Annex V, Part B
15	<b>Annex V</b>	Qualification - Financial	Regarding the representative exchange rate published by the International Monetary Fund (note \$ on page 44), please clarify the “relevant period” as daily rates are published in the website. Please also clarify the one rate should be used for all the five years.	Please note that the exchange rate should be the relevant exchange rate as of the date of the financial reporting e.g. for financial information as of 31-Dec-2018, the exchange rate for 31-Dec-2018 should be used. The exchange rate is expected to be different, depending on the date of the financial reporting period
16	<b>4.2</b>	Submission	Please confirm that Statement of legal capacity is not required to be submitted for single entity applicant.	Confirmed
17	<b>2.2</b>	Information on concessions	Does Mawani have any detailed project report (DPR) which can be shared with the bidders?	Detailed information about the Priority Concessions will be provided to the Qualified Applicants at the RFP stage
18	<b>Eligibility</b>	Eligibility criteria	Our company's business field are marine works, dredging, quay wall (Piles – Sheet pile). We are interested to join any of the project related to above subject.	[Not a clarification. to be responded separately over email]
19	<b>1.2.3</b>	Process related	Could you please confirm whether an Applicant can be part of two different consortia bidding for different types of Concessions? For example, an Applicant being a member of Consortium 1 bidding for a Concession Type A, and the same Applicant being a member of Consortium 2 bidding for a Concession Type C?	The understanding is correct. As highlighted under section 4.2 of the RFQ, an Applicant is allowed to propose different Consortium composition for different Concession Types. However, interested parties shall only be part of a single Application for a specific Concession Type.
20	<b>5.1</b>	Qualification - Technical	Definition of Eligible Project: please confirm that the “Dry Ports” are also considered Eligible Project as long as they meet the ownership thresholds and the operating model?	Please refer to the amended RFQ document for the revised definition of Eligible Projects which includes Dry Port projects. However, the Applicant needs to include at least one seaport

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				terminal port under Eligible Projects for fulfilling the requirements under TQCs.
21	5.1	Qualification - Technical	Based on the historical volumes provided for most of Concession Type A Ports, the threshold for the annual average of 5 MTPA in TQC1 is much higher than most of the ports that are considered Concession Type A Ports, and our potential partner has handled on average more than 4 MTPA annually. Please confirm that an Average annual volume of more than 4 MTPA for Type A is acceptable.	Please refer to the amended RFQ document for revised TQC-1 requirements
22	1.2.3	Timelines	Given this Technical and financial Qualification Criteria imposed in the RFQ document, the Applicant is still working on finding the right and complimentary partner in order to qualify for this Project. For this, would the Procurer consider the following: 1- Extend the SOQ Submission Deadline by 4 weeks1 month until the 9th of March 2022 2- Will the Procurer allow Qualified Applicant to add new members that did not participate in the RFQ stage to their Consortium after RFP issuance?	1. The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.  2. As detailed under section 1.2.4 of the RFQ, a Qualified Applicant is not permitted to make any changes to the Consortium Members that comprise such Qualified Applicant without obtaining Mawani's prior written approval. Where any such change is requested, it should be on the basis of justified exceptional circumstance, then the Qualified Applicant shall make a written request to Mawani and Mawani may, in its absolute discretion, approve or deny a change to a Qualified Applicant's composition and/or structure.
23	1.2.3	Eligibility criteria	Can the Lead Member be a consortium of two entities instead of a single entity	This will not be permitted. The Lead Member should consist of a single Consortium Member that must control, direct and actively manage the day-to-day operations of the Consortium at the terminal and should hold no less than or an equal number of shares in the Consortium when compared with other Consortium Members.

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24	<b>Section 2.2 - Priority concessions - Overview</b>	Information on concessions	what is industrial bulk as per ports 5,6 ,7, 8	Industrial bulk includes commodities including, but not limited to iron ores, coal, cement/clinker, urea, sulphate, etc.
25	<b>Section 1.2 - Terms and Conditions - 1.2.1 - General - Last but one paragraph</b>	Process related	How to bring in potential partners into this process, who have not received an invite from Mawani? How can these documents be shared with others beyond our own company?	The RFQ is open to public and potential partners can access the RFQ document through either Mawani or NCP's websites.
26	<b>No reference - Generic</b>	Process related	How can site visits be facilitated?	Site visits will be considered/arranged at the RFP stage to the Qualified Applicant on need basis.
27	<b>2.4.3</b>	Documentation related	Is the evidence from debt providers required to be from KSA banks?	The requirement shall be detailed out at the RFP stage
28	<b>1.2.4 Changes to composition of consortium</b>	Process related	<p>1. It is noted that under 4.8 Disqualification of the RFQ, "The basis for disqualification shall be applicable to the Applicant, Consortium or Consortium Members rather than a company specifically incorporated for participating in the Project"</p> <p>Please confirm if the Consortium/Applicant are allowed to invest in the Projects through a representing company (Special Purpose Vehicle) which is a subsidiary of the Lead Member/Consortium Member?</p>	If the bidder forms a SPV to participate in the project i.e. the "Operator" will be an SPV comprised of various members, then the intention of this para 4.8 is to say that each constituent members/ part of that SPV must meet the qualification criteria listed in the RFQ e.g. if one member / part of the SPV does not meet the financial requirements in the RFQ, but the other members do, Mawani reserves the right to disqualify the SPV on the basis of one of its constituent parts not meeting the eligibility requirements.
29	<b>1.2.4 Changes to composition of consortium</b>	Information on concessions	2. Please provide the indicative investment amount and intended work scope required for each of the Project for us to construct our Consortium composition and expectations.	<p>Applicants can consider the following initial high-level capex estimation as guidance for SoQ submission purposes. However, Mawani is not liable if actual capex outlay for each terminal significantly differs from the below estimates. The initial high-level capex for each concession / terminal under different concession types is as follows:</p> <p>1) Terminals under Concession Type A: Between SAR 10 Mn to SAR 100 Mn</p> <p>2) Terminals under Concession Type B and C:</p>

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				Between SAR 200 Mn to SAR 500 Mn  Further details will be provided at the RFP stage to the Qualified Applicants.
30	<b>1.2.4 Changes to composition of consortium</b>	Process related	<p>3. As the detailed information of the Projects are yet to be distributed, the composition of Consortium members might be subject to changes. Please indicate the flexibility provided for the Consortium on this subject:</p> <p>a. Is the expected percentage of equity in the Consortium in Annex I indicative or can changes be made at the tender stage without changing the declared Consortium Members?</p> <p>b. Can Consortium Members be replaced by another party should a Consortium Member fail to obtain pre-qualification?</p> <p>c. Can Consortium Members be replaced by other qualified Consortium Members from other Concession Type Consortia should the Consortium Member fail to obtain pre-qualification?</p> <p>d. Can the Lead Manager be replaced by a Consortium Member should the Lead Manager fail to obtain pre-qualification?</p>	<p>a: Yes, the expected equity percentage required under the RFQ are indicative, provided that role of each Consortium Member does not change during the RFP stage. Moreover, the expected percentage of equity should not fall below the limits highlighted under section 1.2.3 and should continue to meet all the requirements stated within the RFQ. Similarly the role of each Consortium Member cannot change post submission of SoQs.</p> <p>b, c and d: All members within a Consortium need to fulfill the requirements under the RFQ. In case, a Consortium Member fails to obtain pre-qualification, then the entire Consortium will not be Pre-Qualified for the RFP stage.</p>
31	<b>1.2.4 Changes to composition of consortium</b>	Process related	<p>4. In view of pending Mawani's decision regarding the i) bundling arrangement of Projects; ii) the investment details; and iii) project work scopes, can we submit pre-qualification requests for more than three prospective Consortium Members per Concession Type at the current RFQ phase and subsequently choose the most appropriate Consortium Members to fulfill the minimum shareholding requirement at a tender stage?</p>	<p>Mawani will only consider a Consortium of up to 3 Consortium Members under the SoQ submission.</p>



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32	<b>1.2.4 Changes to composition of consortium</b>	Process related	5. Within each pre-qualified Consortium, can the Consortium Members selectively invest in the projects under the same Concession Type, given that the Lead Member will remain as the lead?	The expected percentage of equity of each Consortium Member under the different projects within a Concession Type should not fall below the limits highlighted under section 1.2.3.
33	<b>1.2.4 Changes to composition of consortium</b>	Process related	6. Do we submit pre-qualification applications per Concession Type (3 types) or per individual project (8 projects)?	As detailed under section 4.2 of the RFQ, the Applicant must submit a separate Application (along with all Annexures as applicable) for each Concession Type they are interested in bidding. Anyone interested in all 8 projects need to submit three (3) Applications i.e. one Application for each Concession Type
34	<b>1.2.4 Changes to composition of consortium</b>	Process related	7. Referring to the possible bundling arrangement for JIP (Type C) and Jazan Port (Type A), will there be flexibility for adjusting the Consortium Member at the RFP stage if we have different composition of Consortium Members for Type A, B and C?	<p>The details to changes in Consortium composition are outlined under section 1.2.4 of the RFQ. Mawani may, in its absolute discretion and with no liability to any party (including any Qualified Applicant), approve or deny a change to a Qualified Applicant's composition and/or structure.</p> <p>Note for the possible bundled concession of JIP and Jazan Port, only Qualified Applicants for Concession Type C will be allowed to bid at the RFP stage</p>
35	<b>5. Eligibility and evaluation</b>	Qualification - Technical	1. Applicant must fulfill the said TQC and FQC to be pre-qualified for the tender. Is there a scoring scheme on these criteria, or will failure to comply with one of the criteria result in an unsuccessful qualification?	Mawani shall qualify all the Applicants, who shall meet the technical, financial and all other requirements set out in the RFQ for the different Concession Types. Only Qualified Applicants will be allowed to bid for these Concessions at the RFP stage
36	<b>5. Eligibility and evaluation</b>	Process related	2. What is the selection intent of this RFQ? Is Mawani looking for a certain number of Applicants to be qualified, or will Mawani qualify all Applicants which meet their selection criteria?	Mawani shall qualify all Applicants who are able to meet the technical, financial and all other requirements set out in the RFQ for the different Concession Types

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37	<b>5. Eligibility and evaluation</b>	Qualification - Technical	<p>3. For the Technical Qualification Criteria TQC1 – “..should have handled more than 5MTPA on average of multipurpose terminal cargo in the last 5 years across Eligible Project(s)”</p> <p>Please confirm if the volumes per annum can be aggregated across multiple Eligible Projects under the Lead Member’s portfolio?</p>	This is correct. The volumes can be aggregated across multiple projects by the Single Entity, Lead Member or any other Consortium Member, as the case may be. However, volumes of Eligible Projects across Consortium Members cannot be aggregated i.e. the experience needs to be demonstrated by either the Lead Member or a single Consortium Member, depending on the technical qualification criteria
38	<b>5.2 Financial Evaluation Criteria</b>	Qualification - Financial	<p>1. Under FQC 2 – Financial experience, it is required for Applicant/Lead Member or any Consortium Member to demonstrate experience of raising project finance for at least one infrastructure project in KSA or globally in the last five years.</p> <p>Please clarify if the following can be considered financial experience under “project finance” :</p> <ol style="list-style-type: none"> <li>1. Bond issue</li> <li>2. Share issue</li> <li>3. Project based debt financing with corporate support</li> </ol>	Under FQC 2, and Consortium Member can demonstrate experience of raising project finance for at least one infrastructure project in KSA or globally in the last five years. Project finance includes (but not limited to) non-recourse debt, debt or bonds raised for a specific project, project-based debt financing with or without corporate support and shareholder loans for a specific project.
39	<b>Annex I – Paragraph 6</b>	Others	Please confirm if the reference to Conflict of Interest should be 1.2.7 instead of 1.2.6.	This is correct. Annex I - Paragraph 6 should reference section 1.2.7
40	<b>Annex IX – Confidentiality Agreement, clause 6</b>	Others	The reference to “third party” is not defined.	Third parties should be afforded its ordinary meaning i.e. any party other than the parties to the confidentiality agreement.
41	<b>Annex IX – Confidentiality Agreement</b>	Legal	The current confidentiality agreement is one-sided. Does Mawani endeavor to treat the Applicant’s submitted information with due care and discretion, and only for use related to the RFQ and Tender. May we know if we as an Applicant would be	Given that this is only the RFQ stage, Mawani does not envisage receipt of overly confidential information from bidders and will use the information provided by bidders in the ordinary course of evaluating SOQs. At RFP stage, when more detailed and possibly more confidential

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			subject to any confidentiality protection as well?	information will be exchanged, the confidentiality provisions will be expanded upon.
42	<b>Annex V – Financial strength of Applicant</b>	Qualification - Financial	<p>1. Applicant are required to provide copies of the last five years audited financial statements, and the latest set of which should be for an accounting period ending no earlier than 12 months before the date of submission of the SOQ.</p> <p>If the Applicant's financial year end of is set as at 31 December and audited financial statements for the year ended 31 December 2021 is currently unavailable, is it sufficient to provide the statements from the year ended 31 December 2016 to the year ended 31 December 2020?</p>	Applicants with a financial year ending 31 December 2021 can provide the audited financial statements for financial years from 31 December 2016 to 31 December 2020.
43	<b>Annex V – Financial strength of Applicant</b>	Legal	2. Applicants are required to provide an undertaking if the latest financial statements are unaudited and currently unavailable. Please clarify what undertaking is expected in the submission.	Applicants need to undertake, if applicable, (i.e. by including an undertaking in their proposal) that latest financial statements are unaudited and that audited copies are not yet available, and then proceed to provide copies of the latest audited financials of the company as specified in the RFQ. There is no particular "form" of undertaking that must be followed in this regard.
44	<b>Page 7</b>	Process related	Following the announcement of the list of Qualified Applicants by Mawani, a Qualified Applicant is not permitted to make any changes to the Consortium Members that comprise such Qualified Applicant and/or form a Consortium with any other Qualified Applicant without obtaining Mawani's prior written approval.. Please clarify if the applicant is qualified as sole bidder at RFQ stage will the applicant be allowed to form consortium during RFP Stage?	As detailed under section 1.2.4 of the RFQ, a Qualified Applicant is not permitted to make any changes to the Consortium Members that comprise such Qualified Applicant without obtaining Mawani's prior written approval. Where any such change is requested, it should be on the basis of justified exceptional circumstance, then the Qualified Applicant shall make a written request to Mawani and Mawani may, in its absolute discretion, approve or deny a change to a Qualified Applicant's composition and/or structure.

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45	Page no. 11 & 12	Process related	Please clarify how Authority is planning to bundling the concessions.	As detailed under footnote 9, Mawani is considering the bundling of two pairs of concessions: 1) JCP Multipurpose terminal and KFIP Jubail Multipurpose terminal; and 2) JIP Multipurpose & Ro-Ro terminal and Jazan Multipurpose terminal. In case of bundled concession, a single operator will be required to operate both terminals (i.e. at the RFP stage, the bidder will be required to submit bids for both concessions within a bundle); however, each terminal within the bundle will have a separate concession agreement.
46	Page no. 11 & 12	Process related	In-case a bidder qualifies for TQC -2, but at time of RFP stage if the Concession A & Concession B type are bundled together, will he be allowed to participate in the RFP?	All possible bundles currently being considered by Mawani are provided under the RFQ. In case of any other bundling options proposed by Mawani, the required qualification criteria will be shared with Qualified Applicants.
47	Pg. 12 to 17 – Sr. No. 1, 2, 3, 4, 5, 6, 7, 8 -	Information on concessions	Historic Traffic at various terminals during 2016 and 2020.. Kindly share the traffic study/ Market study carried to assess the future cargo potential at various ports.	The cargo forecast for each terminal will be provided to the Qualified Applicants at the RFP stage. The information, forecasts and projections provided by MAWANI in these demand forecasts are indicative only and are provided for the sole purpose of enabling bidders to develop their own forecasts, projections, and assumptions. Bidders may not rely on any information, explanation or interpretation relating to these demand forecasts.
48	Pg. 16 – Sr. No. 6. Multi-Purpose Cargo terminal	Information on concessions	Multi-Purpose Cargo terminal at Yanbu King Fahad Industrial Port (KFIP Yanbu) - Historically, the port has only handled non-containerized traffic, however, significant growth is expected in containerized cargo.. It is mentioned that containerized traffic is expected in future; we would like to know if any traffic study/ market study has been conducted for the port. If yes, it is requested to share the same.	The cargo forecast for each terminal will be provided at the RFP stage. The information, forecasts and projections provided by MAWANI in these demand forecasts are indicative only and are provided for the sole purpose of enabling bidders to develop their own forecasts, projections, and assumptions. Bidders may not rely on any information, explanation or interpretation relating to these demand forecasts.

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49	<b>Pg. 18 – Stakeholder Management</b>	Process related	Request to share the list of applicable approvals and their approving Authority.	As experts in their field, private party operators should familiarize themselves with the required approvals.
50	<b>Pg. 19 - Services Delivery -</b>	Information on concessions	<ul style="list-style-type: none"> <li>- Please define Marine Services.</li> <li>- Please clarify that the marine side services, capital and maintenance dredging of the channel and the berth areas are under the scope of the Authority</li> </ul>	Marine services includes vessel services not associated with cargo handling (e.g. vessel pilots, fueling and provisioning vessels, ship repairs). Maintenance dredging of the berths is the responsibility of the terminal operator. Maintenance and improvement dredging of the navigation channels and anchorages are the responsibility of Mawani.
51	<b>Pg. 20 – 2.4.1 Commercial Structure -</b>	Information on concessions	<ul style="list-style-type: none"> <li>- We request Authority to provide clarity of the process of determining the tariff for various cargo types at different ports.</li> <li>- We would also request Authority to kindly share the present Tariff structure for various cargo types at different ports.</li> <li>- We would like to understand the provision &amp; the process of revision of the tariff.</li> </ul>	The details of tariff for various cargo types are outlined within Mawani's tariff book. The mechanism and provision for tariff revision has been defined in the Draft Concession Agreements which will be shared with Qualified Applicants at the RFP stage. Note that the Mawani Tariff book is published on-line at <a href="https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx">https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx</a>
52	<b>Pg. 20 – 2.4.1 Commercial Structure -</b>	Information on concessions	We would like to seek clarity on the components of Revenue collection under the tariff guidelines. Does it include Port wharfage, Vessel Related Charges (Like Port Dues, Pilotage, Berth Hire etc.)?	The details of tariff for various cargo types are outlined within Mawani's tariff book. The mechanism and provision for tariff revision has been defined in the Draft Concession Agreements which will be shared with Qualified Applicants at the RFP stage. Note that the Mawani Tariff book is published on-line at <a href="https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx">https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx</a>
53	<b>Fresh RFQ for Wave 2</b>	Process related	Mawani intends to proceed with one qualification stage for both the procurement waves (i.e. single RFQ for qualification for both the procurement waves). It shall remain entirely at Mawani's discretion as to whether it decides to conduct a fresh RFQ qualification for Procurement Wave 2. We	At this stage Mawani does not envisage to conduct a fresh RFQ qualification for Procurement Wave 2. This RFQ will be the qualification stage for both procurement waves.

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			would like to seek more clarity on the same from the Authority.	
54	<b>Pg. 30 &amp; 31, Technical Evaluation Criteria</b>	Qualification - Technical	<ul style="list-style-type: none"> <li>- Please add port projects under O&amp;M contracts in the Technical Evaluation Criteria</li> <li>- Please allow experience of the bidders at dry/ Inland ports too.</li> <li>- Please consider cargo transportation/ handling experience of bidder as qualifying criteria</li> <li>- Please consider inter-changeability of container cargo and bulk cargo by using a conversion factor for the purpose of fulfilling the qualifying criteria.</li> <li>- For TQC-1 and TQC-2, main qualifying technical experience criteria are required to be met by lead member. However, experience of consortium member is not allowed. Please allow consideration of cumulative experience of all the consortium members for satisfying the qualifying criteria.</li> </ul>	<p>1. Dry/inland port experience is acceptable; however the bidder must also demonstrate experience with at least one marine terminal project.</p> <p>2. Conversion of container and bulk cargo volumes to satisfy the qualifying criteria for the other cargo type is not allowed.</p> <p>3. The volumes can be aggregated across multiple projects by the Single Entity, Lead Member or any other Consortium Member, as the case may be. However, volumes of Eligible Projects across Consortium Members cannot be aggregated i.e. the experience needs to be demonstrated by either the Lead Member or a single Consortium Member, depending on the technical qualification criteria</p>
55	<b>Pg. 31, Definition of Technical Evaluation Criteria</b>	Qualification - Technical	<p>We have noticed that TQC-1 is 5 MTPA average of multipurpose terminal cargo in the last 5 years across Eligible Project(s). Whereas TQC – 2 is 1,000,000 TEUs per annum on average of container traffic in the last 5 years across Eligible Project(s) and 3 MTPA on average of multipurpose terminal cargo in the last 5 years across Eligible Project(s).</p> <ul style="list-style-type: none"> <li>- There seems to be inconsistency for evaluating technical criteria for TQC 1 &amp; TQC2. Normally, as a trade practice conversion factor of 1 TEU equivalent to 15 MT. Using this conversion formula, TQC -2 is equivalent to 18 MTPA vis-à-vis TQC -1</li> </ul>	<p>Note under TQC-2, Mawani is requesting separate volume requirements for containers and multi-purpose cargo. The tonnage of containers cannot be used to satisfy the eligibility requirement for multi-purpose cargo tonnage or vice versa.</p>



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			<p>of 5 MTPA.</p> <p>- The Authority is requested to take note of this and revise TQC -2 as below:</p> <p>- 500,000 TEUs per annum on average of container traffic in the last 5 years across Eligible Project(s) and 1 MTPA on average of multipurpose terminal cargo in the last 5 years across Eligible Project(s).</p>	
56	<b>Section 5.1</b>	Eligibility criteria	Does the Tendering Authority classify 'Dry Ports' as an Eligible Project when evaluating the SOQ?	Dry port experience is acceptable towards the eligible project criteria; however bidders should also show experience with at least one Seaport terminal project.
57	<b>Section 5.1</b>	Qualification - Technical	<p>The average container volume handled between FY17 to FY21 at assets which Applicant is the Lead Concessionaire is 630K TEUs</p> <p>The average bulk volume handled between FY17 to FY21 at assets which Applicant is the Lead Concessionaire is 4.5 MTPA.</p> <p>Will the tendering authority consider making an exception if interested applicants fall slightly short of expectations? If yes, could you please provide the acceptable range of values.</p>	Please refer to the amended RFQ document for revised TQC-1 requirements
58	<b>General</b>	Documentation related	<p>Applicant will be submitting the SOQ as a Consortium.</p> <p>We understand there are a number of documents which require signatories of all the members in the Consortium.</p> <p>In consideration of the tight schedule, will the Tendering Authority accept e-signatures on the document? This will help to speed up the document preparation process.</p>	E-signature are accepted however; any e-signature will need to comply with the Electronic Transactions Law of the Kingdom
59	<b>Section 3</b>	Timelines	Applicant will be submitting the SOQ as a Consortium.	The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.

S. No	RFQ Section	Category	Query	Mawani Response
			<p>We understand there are a number of information which need to be indicated in the SOQ documents (Confirm the type and name of the concessions to bid, roles and responsibilities of Consortium members in this project, percentage of equity in the Consortium etc.)</p> <p>These are important decisions which requires careful evaluation and lengthy discussions with our partners. The current pandemic situation is expected to stretch out the documentation and decision-making processes.</p> <p>In consideration of the above, will the Tendering Authority consider extending the SOQ submission deadline by a month?</p>	
60	<b>Section 1.2.3</b>	Process related	Will the Tendering Authority allow an interested party to submit a SOQ as an Individual applicant and form a Consortium with a partner in the RFP stage?	If an Applicants intends to form a consortium, they should do so at the RFQ stage and qualify as such.
61	<b>Section 5.1</b>	Eligibility criteria	If an interested applicant falls slightly short of expectations (TEUs and MMT), will the tendering authority consider aggregating the handled volumes of all members in the Consortium instead of only evaluating the Lead Member's volume?	Applicants shall meet the minimum requirements laid out in the RFQ. Aggregated volumes of all the members will not be considered to meet the eligibility criteria.
62	<b>Section 5.1</b>	Documentation related	<p>We understand there is a requirement to indicate the Volume of cargo handled in the Eligible project in last five calendar years in Annex III and Annex IV.</p> <p>How are we to validate the values indicated in the Annexes? Is there a requirement to notaries and legalize these Annexes?</p> <p>If yes, the notarization and legalization process in Singapore averages at around 3 to 4 weeks.</p>	<p>1. Applicants shall provide the detailed information as sought under the Annex III &amp; IV along with the supporting documents.</p> <p>2. Notarization and legalization is required</p>



S. No	RFQ Section	Category	Query	Mawani Response
63	<b>Annex II</b>	Process related	We understand there is a need for Interested applicants to confirm the type and name of the concessions to bid. Are the Interested applicants allowed to indicate a list of projects which varies from the earlier submitted EOI in July 2021?	This is correct. Applicants need to submit the list of concessions they are interested under each Concession Type and this list can vary from the previous submission under the EOI, as applicable.
64	<b>Section 1.2.3 / 1.2.4 / 5 Application status</b>	Submission	Are companies entitled to make an Application both (i) as an individual company, and (ii) as part of a Consortium, in circumstances where internal governance and approvals processes are still to be completed by 9 February which are required in order to approve the company bidding as part of the Consortium?	No. Applicants shall only submit one Application for a specific Concession Type either as a single entity or as consortium.
65	<b>Section 1.2.3 / 5.1 Lead Member Criteria</b>	Eligibility criteria	Please confirm – to satisfy TQC 1 requirements, must the Lead Member of a Consortium be a port operating company, or can it fulfil any role within a Consortium?	Please refer to the amended RFQ document for revised TQC-1 requirements
66	<b>Section 1.2.3 Lead Member Status</b>	Process related	What specific authorization does Mawani require from other Consortium members for the Lead Member to be nominated as the lead? Is the joint completion of the Application by all Consortium members sufficient?	If possible, the consortium agreement should also identify that the consortium has appointed a member as the lead member. The Submission Cover Letter (Annex I) also requires the identity of the lead member to be specified.
67	<b>Section 2.4.3</b>	Others	Will each RfP specify minimum required levels of capital expenditure for works based on Mawani's assessment of the current infrastructure need at each port? If so, will there also be a draft construction schedule to indicate when the expenditure is needed?	This information will be provided at the RFP, along with the required equipment investments and the level of service (i.e. KPI's) that are expected,. The Qualified Applicants will need to determine what capital investment it thus needs and how to optimally meet these requirements.

S. No	RFQ Section	Category	Query	Mawani Response
68	<b>Section 3 Procurement Timetable</b>	Information on concessions	Will all projects in Procurement Wave 1 need to have reached commercial or financial close before the Wave 2 tenders are released?	Currently, Mawani does not expect Wave 1 projects to reach commercial or financial close before Wave 2 RFP is issued.
69	<b>Section 5.2 Net Worth calculation</b>	Qualification - Financial	When assessing levels of Net Worth, is the assessment made in respect of the net worth of the KSA delivery vehicle only or the aggregate net worth of the delivery vehicle's company group?	The Applicant can use Parent or Affiliate company's financial statements to fulfil Financial Qualification Criteria 1 (FQC-1 and FCQ-2). However, in such as case, the Applicant will be required to demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.
70	<b>Section 5.1.iii a Technical Evaluation Criteria</b>	Qualification - Technical	RORO volume threshold is 400,000 vehicles. There are only two eligible RORO terminals (JIP & KAPD). Average volume at JIP was 400,000 vehicles in last 5 years and average volume at KAPD was less than 200,000 vehicles. Considering limited volume in KSA, local port operators will not be able to meet the threshold. Hence, it is requested to revisit this experience requirement and waive the minimum threshold to allow local operators to offer competitive bids.	The volume threshold for eligibility is 200,000 vehicles. Please refer the amended section of 5.1 of the RFQ for TQC-3 requirement.
71	<b>Section 5.2.ii a Financial Evaluation criteria</b>	Qualification - Financial	Mawani signed concession agreements for eligible projects more than 10 to 20 years ago which means the local operators raised project financing after signing the agreement (10 to 20 years before). Hence, local port operators will not be able to provide new financing experience in last 5 years. In this case, it will not be possible for many local port operators to prove project	Mawani has set the requirement of demonstrating project financing experience under FQC-2 which is applicable only for Concession Type B and Concession Type C. Applicant must demonstrate project financing experience of at least one (01) infrastructure project (not limited to port terminals) either in KSA or globally in the last 5 years. Potential applicants can form Consortium with local or international entities in order to fulfil the requirements under FQC-2. The Applicant can use Parent or Affiliate company's credentials for

S. No	RFQ Section	Category	Query	Mawani Response
			financing in last 5 years only. Accordingly, it is requested to revisit and waive off last 5 years requirement and allow port operators to provide past project financing experience without 5 years restriction.	fulfilling the requirement under Financial Qualification Criteria 2 (FQC 2).
72	<b>Section 5.1.i a Financial Evaluation criteria</b>	Qualification - Financial	As mentioned above, Mawani signed concession agreements for eligible projects more than 10 to 20 years ago. Applicants cannot increase their share capital unless they sign new concession agreements. Hence, net worth criteria of SAR 350 million is very high. It is requested to waive this restriction at RFQ level and add this restriction only for preferred bidder during selection of bidders.	Annex V of the RFQ document provides calculation for net worth which includes among other items share capital and retained earnings.  The Applicant can use Parent or Affiliate company's financial statements to fulfil Financial Qualification Criteria 1 (FQC 1). However, in such as case, the Applicant will be required to demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.
73	<b>Section 5.3 Technical Qualification</b>	Qualification - Technical	For Type C Concession can International Experience/ sites be used for both MTPA and Ro/ Ro Units TQ3.	Applicants can include volume handling experience of both local and international Eligible Projects
74	<b>Section 5.iii.a Technical Qualification</b>	Qualification - Technical	For all Concessions can Experience/ Volume /sites gained in KSA, from the same port being offered by Mawani, yet outside the 5 year period be used Technical Qualification.	No. The experience requirement must be fulfilled by projects within the last 5 years period.
75	<b>Annex II (Page 38)</b>	Submission	The table in page 38 is only applicable to consortium members? If an applicant is a single entity then this table will not filled?	In case of single entity, only the Lead Member column needs to be completed  The "single entity Applicant / Lead Member of Consortium" column is the one that must be completed by the single entity.
76	<b>Not provided</b>	Eligibility criteria	Does the applicant need equity requirement for all projects separately or	SAR 350 is the minimum net worth requirement to qualify the financial criteria set out under FCQ-1 of the RFQ for each Concession Type.

S. No	RFQ Section	Category	Query	Mawani Response
			overall SR 350 million if they are applying for multiple concessions?	Qualified Applicants are expected to make their own assessment of project cost and accordingly determine the equity requirement for each of these concessions during the RFP stage.
77	Not provided	Documentation related	Does the applicant need credit rating from international credit ratings (standards & poor's or Moody's and fitch), or can local companies provide credit ratings from SAMA?	To the extend available, Applicant must provide credit ratings for the ultimate providers of equity by Standard and Poor's or Moody and Fitch or other local / international agencies
78	Section 2.2.A. / 2.2.C. Concession	Qualification - Technical	The descriptions for "Concession Type A" and "Concession Type C" does not include "Containers". Does this mean that it is envisioned that these terminals will be precluded from handling containers?	It is envisioned that the container traffic at Type "A" or "C" terminals would be incidental to the operation with no significant volumes compared to the other cargo types to be handled at the facility.
79	Section 5.1 Technical Evaluation Criteria	Qualification - Technical	With respect to the description of "TQC 1", "TQC 2" and "TQC 3", containerized cargo is not considered as part of the definition of "multipurpose terminal cargo". We suggest that containerized cargo be included in the definition, as in practice multipurpose terminals also handle containerized cargo.	It is envisioned that container traffic at Type "A" or "C" terminals would be incidental to the operation with no significant volumes compared to the other cargo types to be handled at the facility.
80	Section 5.1 Technical Evaluation Criteria	Eligibility criteria	With respect to the definition of "Eligible Projects", will you accept projects wherein the Applicant has a super majority equity holding (e.g. Minimum shareholdings of 50% plus one share)?	Please refer to the amended RFQ document for the revised definition of Eligible Projects
81	Section 4.4.1 Clarifications	Process related	Will the responses to all queries/clarifications raised by all Applicants be shared?	Yes, responses to all queries / clarifications will be shared with all the Applicants
82	Section 1 General Information 1.1 Purpose of RFQ (Contractual Basis)	Information on concessions	Is it feasible to revise B.O.T. (Build, Operate, Transfer) to B.O.O.T. (Build, Own, Operate, Transfer)?	Priority Concession are expected to be procured under BOT (Build, Operate, Transfer) contractual structure, no change to the structure is envisaged.

S. No	RFQ Section	Category	Query	Mawani Response
83	<b>2.3 Scope of Work (Concession Period)</b>	Information on concessions	Could Concession Period be extended to 30 years?	The concession period for Priority Concessions will be 20 years and any further change on this will be subject to the terms and conditions provided in the Concession Agreement
84	<b>2.3 Scope of Work, Table 2: Asset Ownership</b>	Process related	Operator will have Ownership of new Equipment, Systems, Furniture and Fixtures, during concession period?	Ownership of New equipment, systems and fixtures bought by Applicant/Operator shall be with them but must be handed back to Mawani at the end of the concession term. The relevant clauses related to this shall be part of the RFP documents and will be shared with the Qualified Applicants.
85	<b>2.2 Priority Concessions (Bundling Concessions)</b>	Process related	Shall Operator determine and define at this RFQ stage specific Bundling or will be at RFP stage?	As detailed under footnote 9, Mawani is considering the bundling of two pairs of concessions: 1) JCP Multipurpose terminal and KFIP Jubail Multipurpose terminal; and 2) JIP Multipurpose & Ro-Ro terminal and Jazan Multipurpose terminal. In case of bundled concession, a single operator will be required to operate both terminals (i.e. at the RFP stage, the bidder will be required to submit bids for both concessions within a bundle); however, each terminal within the bundle will have a separate concession agreement.
86		Qualification - Technical	What is the possibility of reducing the average annual rates set at (3 million tons of general cargo / 400,000 cars per roro) to go in line with the average traded in Saudi ports?	Please refer to the amended RFQ document for revised TQC-1 & TQC-3 requirements.
87		Qualification - Technical	Is it possible to separate the concession of container terminals from multi-purpose terminals in the same concession, and this means that two franchises can take over one for the container terminal and the other for the goods. In other words, is it possible to submit a separate technical and financial	No. It is the goal of MAWANI to award a single concession at each terminal

S. No	RFQ Section	Category	Query	Mawani Response
			proposal for container terminals and another for multi-purpose cargo terminals?	
88		Qualification - Technical	Is it possible to add other parties to the alliance who have administrative and technical experience later in order to achieve efficiency and effectiveness in the operational processes inside the port for more support for the alliance?	As detailed under section 1.2.4 of the RFQ, a Qualified Applicant is not permitted to make any changes to the Consortium Members that comprise such Qualified Applicant without obtaining Mawani's prior written approval. Where any such change is requested, it should be on the basis of justified exceptional circumstance, then the Qualified Applicant shall make a written request to Mawani and Mawani may, in its absolute discretion, approve or deny a change to a Qualified Applicant's composition and/or structure.
89		Qualification - Technical	Will the Saudi Ports Authority hand over the container berth ready to the one to whom the concession is awarded, or will we build the foundations and berths, so that we can conduct a comprehensive feasibility study before the technical and financial offer?	The RFP documents will provide additional information on the infrastructure improvements to be undertaken by the operator for each terminal.
90		Qualification - Financial	To what extent is it possible to consider reducing the percentages specified for the alliance leader to become less than 51% and is it possible to increase the number of alliance members to four, which helps in diversifying the financial and technical expertise of the alliance, and in the end this is reflected in the operational efficiency of the ports.	Please refer to the amended RFQ document for the revised definition of Lead Member
91		Qualification - Financial	To what extent can the global classification of companies be replaced by one of the international rating agencies such as Standard & Poor's, and the approved audited budgets and bank certificates are	To the extend available, Applicant must provide credit ratings for the ultimate providers of equity by Standard and Poor's or Moody and Fitch or other local / international agencies

S. No	RFQ Section	Category	Query	Mawani Response
			satisfied due to the short period specified for completing the required documents.	
92		Qualification - Financial	What is the extent of the possibility of reducing the net property rights of the alliance leader and its members below the limit specified in the financial criteria, or a letter of endorsement from the banks is sufficient for the permissible limits?	The Lead Member should, at all times (both during the bid phase and the concession agreement phase) control, direct and actively manage the day-to-day operations of the Consortium at the terminal and should hold no less than or an equal number of shares in the Consortium when compared with other Consortium Members. Any change to the Lead Member that will result in non-compliance with this requirement will not be permitted
93		Timelines	Due to the lack of time required to prepare the supporting documents for the qualification forms, we hope to extend the submission deadline to the end of February.	The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.
94	<b>General Question (Tender reference)</b>	Others	Is there any tender reference no or RFQ reference no.?	No
95	<b>Section 1.2.1 NDA</b>	Timelines	Can you please clarify the process / deadlines for sending / signing of the Confidentiality Agreement (it seems that it should be delivered prior to the SOQ package)	The Confidentiality Agreement needs to be submitted as part of the SoQ submission.
96	<b>General question: Qualification Process / Evaluation of PQ</b>	Eligibility criteria	Please clarify if the general concept of the RFQ: is it just a Qualification Process (all applicant that surpass the minimum criteria are qualified) or is it an active shortlisting to a maximum no. of qualified applicant for each concession and hence disqualifying of applicants that have surpassed the minimum qualification criteria? If	Mawani shall qualify all the Applicants, who shall meet the technical, financial and all other requirements set out in the RFQ for the different Concession Types. Only Qualified Applicants will be allowed to bid for these Concessions at the RFP stage



S. No	RFQ Section	Category	Query	Mawani Response
			the latter, please clarify the criteria for this active shortlisting	
97	<b>Section 5.1 Technical Qualification Criteria mechanism</b>	Qualification - Technical	From our understanding any applicant that passes TQC 3 criteria automatically passes TQC 1 criteria. From the RFQ perspective, does it mean that an applicant that applies for Concession Type C and surpasses TQC 3 is automatically qualified also for Concession Type A? Page 12 of the RFQ document indicates that there might be a bundling of the JIP and Jazan concession and this would be a combination of Type A and C; this is also indicated by footnote 9 at page 30 but it deals with the formulation "may be"?	<p>An Applicant needs to submit a separate Application for each Concession Type they are interested in participating at the RFQ stage. Applicants will not be qualified automatically for a specific Concession Type if, they do not submit an Application for that Concession Type even if, they have met or surpassed the technical and financial qualification criteria through the Application submitted for another Concession Type.</p> <p>Only exception for the above would be in the event of bundled concession of different Concession types where the more stringent requirements would apply. For example, if JIP Multipurpose &amp; Ro-Ro terminal (which is Concession Type C) and Jazan Multipurpose terminal (which is Concession Type A) are bundled together then qualified Applicant for Type C will be automatically qualified for Jazan Multipurpose terminal.</p>
98	<b>Section 5.1 Understanding of Technical Qualification Criteria</b>	Qualification - Technical	We understand TQC 1 in the following way: (Sum (general cargo volume handling at the shown eligible projects 2017-2021))/5 >= 5 mill MT; please reconfirm.	Yes the understanding is correct. Please refer to the amended RFQ document for revised TQC-1 requirements.
99	<b>Section 5.1 Understanding of Technical Qualification Criteria</b>	Qualification - Technical	We understand TQC 2 in the following way: Coverage of TQC 1 + (Sum (container volume handling at the shown eligible projects 2017-2021))/5 >= 1 mill TEU; please reconfirm.	Yes the understanding is correct.
100	<b>Section 5.1 Understanding of</b>	Qualification - Technical	We understand TQC 3 in the following way: Coverage of TQC 1 + (Sum (RoRo-vehicle handling at the shown	Yes the understanding is correct. Please refer to the amended RFQ document for revised TQC-3 requirements.



S. No	RFQ Section	Category	Query	Mawani Response
	<b>Technical Qualification Criteria</b>		eligible projects 2017-2021))/5 >= 0.4 mill units; please reconfirm	
101	<b>Section 5.2 Understanding of Financial Qualification Criteria</b>	Qualification - Financial	From section 5.2 of RFQ document on FQC in connection with Annex V we understand that only part (A) "Net worth" is set as a financial qualification criteria and all part (B) "Financial Standing" data have only informative character (actually, Annex V (B) first sentence just refer again to only Net Worth but the table shows a lot of more financial data requirement)? please reconfirm.	Please note that Annex V (B) provides details for calculating Net Worth. The results of Net Worth calculations under Annex V (B) need to be added to table under Annex V (A) either for Single Entity or Consortium (as the case may be)
102	<b>Section 5.2 Understanding of Financial Qualification Criteria</b>	Qualification - Financial	We understand FQC 1 in the following way: net worth of the applicant in each year between 2017 and 2021 (if 2021 not available yet, 2016 -2020) >= SAR 350 Mn? please reconfirm.	Data must be provided for last 5 year. However for FQC-1, we will be assessing the data for last three year.
103	<b>Section 5.2 Understanding of Financial Qualification Criteria</b>	Qualification - Financial	We understand FQC 2 in the following way: at least 1 infrastructure project of the applicant has successfully reached financial close during the last 5 years but no minimum financial volume of this project is defined? please reconfirm.	Correct. Applicant needs to demonstrate project financing experience without any minimum financing requirement.
104	<b>Section 5.2 Understanding of Financial Qualification Criteria</b>	Qualification - Financial	Please confirm our understanding how to fill "Financial Experience of Applicant" form (annex VI): * can it be interpreted that for each of the successful financed project a separate reference form should be filled? Furthermore, it is also allowed to include corporate financed projects? There is no need providing additional evidence	An Applicant needs to submit a separate table under Annex VI for each project financing experience that Applicant wants to demonstrate. Project finance includes (but not limited to) non-recourse debt, debt or bonds raised for a specific project, project-based debt financing with or without corporate support and shareholder loans for a specific project.

S. No	RFQ Section	Category	Query	Mawani Response
			material for the single project finance references?	
105	<b>General Question (Evidence document requested in connection with the SOQ General Question)</b>	Qualification - Financial	Please reconfirm that for the SOQ there is no need to provide any evidence documents with regard to company registration, etc. of the applicant?	Bidders to submit commercial registration and articles
106	<b>Clarification on how to fill Annex II</b>	Submission	Please confirm that in the case of a sole applicant point 12 of Annex II is not applicable	Confirmed
107	<b>Clarification on how to fill Annex II</b>	Submission	Is there any further information and instruction about the requested (see Annex II, point 14) "statement of material non-performance or contractual non-compliance"? Can bidders assume that this is an extra formless statement that has to be signed by the authorized representative of the applicant	This is a formless statement whereby the bidder confirms no history of material non-performance or contractual non-compliance in previous contracts. Further, the Applicants to specify instances of material non-performance, contractual non-compliance as well as the status of current litigation (if any) as part of their Application"
108	<b>Clarification on how to fill Annex II</b>	Submission	Please reconfirm that Annex II table on equity financing / available funds does not require additional reference materials beyond the requested financial statements (e.g. statements from applicant's shareholders)?	Confirmed, however in case the credentials of Parent and Affiliates are used, Applicants will be required to demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.
109	<b>Clarification on how to fill Annex II</b>	Submission	Please confirm that credit ratings are only required of listed companies or those with publicly traded debt instruments, with precedent of that definition being other KSA RFQs	Confirmed. To the extent available, Applicant must provide credit ratings for the ultimate providers of equity by Standard and Poor's or Moody and Fitch or other local / international agencies
110	<b>Clarification on how to fill Annex II</b>	Submission	Please confirm that annex II table on other relevant financial information does not require additional	Confirmed

S. No	RFQ Section	Category	Query	Mawani Response
			evidence material other than the requested audited financial statements	
111	<b>Clarification on how to fill Annex IV</b>	Submission	Annex IV “project costs”: Please clarify what kind of information is expected (initial project CAPEX for all parties, initial project exposure of the applicant or other)?	Please provide a summary of total CAPEX along with the share that was undertaken by Applicant
112	<b>Clarification on how to fill Annex IV</b>	Submission	Is there a minimum or maximum number of reference projects (in annex IV)?	Applicants should provide a reference for each eligible project.
113	<b>Clarification on how to fill Annex IV</b>	Submission	For Annex IV please clarify the meaning of “project types” ?	Please indicate the primary cargo types handled by the project (e.g. liquid bulk, dry-bulk, container, Ro-Ro, general cargo, livestock, passengers, etc.
114	<b>Clarification on how to fill Annex IV</b>	Submission	Annex IV table project Sr. no “Responsibility allotted while executing the project” in conjunction with instruction note 9. Please clarify what information is exactly required ? Please explain why “construction company” or “ financial investor” are possible options to put in?	Please describe the role of the applicant during executing the project. Examples include terminal operator, financial investor, construction contractor, consulting engineer, etc. In the case of a consortium, partners may play key roles other than as the primary terminal operator .]
115	<b>Section 5.1 Competitiveness of Procurement Process</b>	Qualification - Technical	In the interest of optimizing the qualification hurdle around Type C concessions, particularly around Ro-Ro experience but allowing, from Mawani’s perspective, sufficient bidders for this category, request is to consider removing the shareholding requirement (51%) of “Eligible Projects” for Ro-ro focused projects for Applicants, subject to footnote 10. Given the Roro volume threshold is already significant	Please refer to the amended RFQ document for the revised definition of Eligible Projects

S. No	RFQ Section	Category	Query	Mawani Response
			vis-a-vis current Roro terminals industry landscape, a shareholding threshold requirement for this niche cargo type shall be a significant qualification restriction for the majority of prospective bidders. 51% shareholding requirement for niche cargo types unnecessary restricts the number of value-maximizing bids to Mawani's detriment.	
116	<b>Indicative Timeline</b>	Timelines	Given the limited time and varying nature of these cargo types, this bidder kindly requests Mawani to extend the RFQ period to enable the creation of higher value-creating consortiums as necessary. The time period allotted to the RFQ prep and submission process, including the formation of value-creating consortiums, is unnecessarily challenging.	The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.
117	<b>Annex-I (Submission cover letter )</b>	Submission	One document for all consortium members including lead member on lead members letter head and signed by each member? OR One document per consortium member on their own letter head?	One letter, on the lead member's letter head, however, all consortium members must sign the submission letter
118	<b>Annex-II (Particulars of the Applicant )</b>	Submission	1. One document for all consortium members or single documents for each consortium member? 2. All concession types in one document or different documents per concession type?	Applicants have to provide one document, along with the relevant information for each member in a Consortium. SOQ to be submitted for each concession type
119	<b>Annex-II (Particulars of the Applicant )</b>	Submission	1. CVs of Key management team: Define key management? (Holding,...) 2. Specific layout of CVs? short or detailed CVs?	The applicant shall determine the key management positions required to run the facilities proposed on. CV's of key management

S. No	RFQ Section	Category	Query	Mawani Response
				team members shall be limited to two pages (i.e. one sheet, front and back)]
120	<b>Annex VII (Statement of Legal Capacity)</b>	Submission	One document where all members of the consortium, incl. Lead member, sign it? OR Different documents issued by the members of the consortium on their own letterhead?	One document, signed by all consortium members including the lead member as this document confirms that the consortium member authorizes the lead member to act on the consortium's behalf.
121	<b>Annex-IX (Duly signed confidentiality agreement)</b>	Submission	1. Only signed by Lead member on behalf of the Consortium? 2. Or does it have to be signed by each member in the same document? 3. OR has this document to be signed by each member (separate documents)?	Annex IX shall be signed and submitted by each member separately
122	<b>TQC1, TQC2 &amp; TQC3 RfQ p. 31 (Eligibility &amp; Evaluation)</b>	Qualification - Technical	1. TQC1 – Handling of 5 MTPA on average of multipurpose cargo in the last 5 years: Does this have to be fulfilled by the Lead member only or the Consortium members combined? 2. TQC2 – 1,000,000 TEUs per year average of traffic container in last 5 years: Does this have to be fulfilled by the Lead member only or the Consortium members combined? 3. TQC3 – Handling of more than 400,000 Ro-Ro vehicles per annum on average in the last 5 years: Does this have to be fulfilled by the Lead member only or the Consortium members combined?	1. TQC1 – Handling of 5 MTPA on average of multipurpose cargo in the last 5 years - This requirement shall be met by Lead Member only in case of Consortium. 2. TQC2 – 1,000,000 TEUs per year average of traffic container in last 5 years - This requirement shall be met by Lead Member only in case of Consortium. 3. TQC3 – Handling of more than 200,000 Ro-Ro vehicles per annum on average in the last 5 years - This requirement shall be met by any one Member within the consortium, in case of Consortium.
123	<b>General Questions (Build Operate &amp; Transfer (BOT) RFQ p. 5)</b>	Information on concessions	Minimum CAPEX required to design, build and commission required facilities? Please confirm that the concessioner has the responsibility to build facilities. If so, is this the case for all 8 ports in equal measure? Or Mawani will built the berth and charge	Applicants can consider the following initial high-level capex estimation as guidance for SoQ submission purposes. However, Mawani is not liable if actual capex outlay for each terminal significantly differs from the below estimates. The initial high-level capex for each concession /

S. No	RFQ Section	Category	Query	Mawani Response
			lease rent per SQ/Mtr and Concessioner need to be bring in equipment top operate	terminal under different concession types is as follows: 1) Terminals under Concession Type A: Between SAR 10 Mn to SAR 100 Mn 2) Terminals under Concession Type B and C: Between SAR 200 Mn to SAR 500 Mn
124	<b>General Question</b>	Information on concessions	Upon successfully winning a bid on a concession, what is the business model? Would it be based on Royalty or Revenue sharing model?	This shall be confirmed to Qualified Applicant at the RFP stage
125	<b>General Question</b>	Others	Are the Tariffs decided by the port regulator(Mawani) or is it market linked to be decided by the concessioner...?	"The details of tariff for various cargo types are outlined within Mawani's tariff book. The mechanism and provision for tariff revision has been defined in the Draft Concession Agreements which will be shared with Qualified Applicants at the RFP stage. Note that the Mawani Tariff book is published on-line at <a href="https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx">https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx</a> "
126	<b>General Question</b>	Qualification - Financial	Can Abilitii with Technical Partner form a JV Technical partner company having +51% as lead member of the consortium. Third partner can have rest of the share.	Mawani does not accept a Lead Member being constituted by a JV, established for this project and for fulfilling the technical and financial qualification requirements set under this RFQ. Instead the Applicant is required to comply with the Lead Member and Consortium related provision in the RFQ, as amended.
127	<b>Section 10 (Annex II - Particulars of the Applicant)</b>	Submission	We understood that all the Consortium Members shall provide for information for the item 1-10, therefore we would also like to confirm all the information required are of each Consortium Member respectively, including CV of the key management and Authorized Signatory's particulars for each Consortium Member (rather than for the consortium if applicable) .	Confirmed. Each Consortium Member needs to provide information under point 1 to 10 under Annex II

S. No	RFQ Section	Category	Query	Mawani Response
128	<b>Section 12 (c) Annex II - Particulars of the Applicant</b>	Eligibility criteria	Could we form different consortiums for different concession type, such as we form a consortium with Company A for concession type A, and we form another consortium with Company B for concession type B ? Furthermore, could we form different consortium for different unbundled tender even under the same concession type?	An Applicant is allowed to propose different Consortium composition for different Concession Types. However, Applicants shall propose only one consortium structure for a specific concession type. Further, Applicants are not allowed to submit a separate SOQ for the bundled Concession.
129	<b>Section 15 Annex II - Particulars of the Applicant</b>	Submission	With regards to “Funds available to support Equity Investment”, we are fully committed to the capital investment required for the port projects to be tendered. Nevertheless, with limited information on the equipment refurbishment/EPC works required and PPP commercial arrangement etc., it is difficult for us to pinpoint an exact equity investment amount at this stage.	<p>"Applicants can consider the following initial high-level capex estimation as guidance for SoQ submission purposes. However, Mawani is not liable if actual capex outlay for each terminal significantly differs from the below estimates. The initial high-level capex for each concession / terminal under different concession types is as follows:</p> <p>1) Terminals under Concession Type A: Between SAR 10 Mn to SAR 100 Mn</p> <p>2) Terminals under Concession Type B and C: Between SAR 200 Mn to SAR 500 Mn</p> <p>Further details will be provided at the RFP stage.</p>
130	<b>Section 5. Eligibility and evaluation (Footnote 9 of page 30)</b>	Eligibility criteria	<p>9 In case Mawani elects to bundle the following concessions together, Applicants who meet the following requirements, as well as the other requirements set out in this RFQ, shall be allowed to bid in the RFP stage.</p> <p>a. JCP Multipurpose terminal + KFIP Jubail Multipurpose terminal - An Applicant who submits a SOQ for any one of these concessions and also qualifies for a Type A concession may be allowed to bid in the RFP stage for this bundled concession.</p>	<p>As detailed under footnote 9, Mawani is considering the bundling of two pairs of concessions: 1) JCP Multipurpose terminal and KFIP Jubail Multipurpose terminal; and 2) JIP Multipurpose &amp; Ro-Ro terminal and Jazan Multipurpose terminal. In case of bundled concession, a single operator will be required to operate both terminals (i.e. at the RFP stage, the bidder will be required to submit bids for both concessions within a bundle); however, each terminal within the bundle will have a separate concession agreement.</p> <p>All possible bundles currently being considered</p>



S. No	RFQ Section	Category	Query	Mawani Response
			<p>b. JIP Multipurpose &amp; Ro-Ro terminal + Jazan Multipurpose terminal - An Applicant who submits a SOQ for any one of these concessions and also qualified for a Type C concession may be allowed to bid in the RFP stage for this bundled concession.</p> <p>Please confirm if these are the planned 2 bundled concessions or is only an illustration of bundling examples. If these are the planned bundling concessions, please confirm if these are the only 2 or Mawani has discretion to bundle new sets of concession at the RFP stage.</p>	by Mawani are provided under the RFQ. In case of any other bundling options proposed by Mawani, the required qualification criteria will be shared with Qualified Applicants.
131	<b>General</b>	Others	Please inform of the advisors engaged by Mawani/NCP, if any advisors were appointed for these concessions	Mawani is being advised by PwC as financial advisor, Ashurst as legal advisor and HDR as technical advisor
132	<b>Section 2.4.1. Commercial Structure</b>	Information on concessions	Mawani please provide more information regarding the Port Tariff setting mechanism. Is Concessionaire entitled to apply to Mawani for new tariffs, frequency and rates of tariff increase and what is the system and tariff-setting agencies in carrying out new tariffs. We hope Mawani is able to provide these details in the RFP or at any separate Bidders' consultation pre or post-RFP	<p>"The details of tariff for various cargo types are outlined within Mawani's tariff book. The mechanism and provision for tariff revision has been defined in the Draft Concession Agreements which will be shared with Qualified Applicants at the RFP stage.</p> <p>Note that the Mawani Tariff book is published on-line at <a href="https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx">https://mawani.gov.sa/en-us/PortsTariffs/pages/default.aspx</a></p>
133	<b>Section 1.2.3 Lead Member</b>	Eligibility criteria	Can 2 separate entities form a new joint-venture company (JVCo) for the purposes of responding to the RFP, and JVCo become the Lead Member of a consortium holding 51%, and therefore utilizing their combined experience to meet the qualification criteria	This will not be permitted
134	<b>Section 1.2.7 Conflict of Interest</b>	Legal	Please can you clarify if a conflict of interest is deemed to arise if two separate	Bidders to obtain their own legal advice in this regard as Mawani is not in a position to describe



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			legal entities are part of different bidding consortia, if the two separate legal entities in question have similar ultimate beneficial shareholders in their make-up	what is and what is not a conflict of interest. Bidder to note further that, under section 1.2.7, if it identifies a conflict of interest, it is required to provide the details of such conflict together with an explanation as to why the conflict is not material. Bidder to particularly consider the second bullet point as to what may be considered a conflict of interest
135	<b>Section 3 Timelines</b>	Timelines	Given the complexity of the SOQ requirements, could the procurer kindly consider a 3-4 week extension to the current SOQ submission date	The SOQ submission date has been changed from 9th February 2022 to 23rd February 2022.
136	<b>Section 5 Eligibility and Evaluation</b>	Qualification - Technical	Will the procurer consider accepting the experience of the applicant's parent company in meeting the technical qualification criteria	Confirmed
137	<b>Section 5 Eligibility and Evaluation</b>	Qualification - Financial	Will the procurer accept a financial guarantee from the applicant's parent company to fulfill the financial qualification criteria	Confirmed
138		Information on concessions	Can you please clarify the subject of other tenants/users located in JIP such as Savola, SAGO etc. We understand that they contribute to a significant volumes of the published volumes whether sugar, grain or liquid bulk. Does the concession include/exclude these cargoes handling? If not, could you please specify how much tonnage is attributed to the tenants/users and how much have been handled for non-tenants importers/exporters and whether their agreements will be renewed?	Certain private operations such as Savola and SAGO are located at the JIP terminal and utilize fixed conveyors or pipelines for its cargo. The concessionaire is responsible for the operation and maintenance of the berth and pier used by these vessels but will not be responsible for handling this cargo. The representative volume forecasts to be provided in the RFP do not include the volumes of this excluded cargo.

S. No	RFQ Section	Category	Query	Mawani Response
139		Legal	<p>Please find the unaddressed question below:</p> <p>The 51% requirement for eligible projects is sensible for all other cargo types but not for RoRo as it is a very niche sector with few players. Requiring 51% ownership for eligible projects under the RoRo requirement will severely limit the value creating proposals that Mawani will receive. Can Mawani consider removing the ownership minimum for Eligible Projects (RoRo) if demonstrated management experience can be shown if the applicant, whether directly or through a parent/affiliate, owns (less than 51%) and has management experience of such facilities handling volumes &gt;400k/vehicles per annum?</p> <p>Most RoRo terminals of this size (considered large) are joint ventures between port operators, RoRo stevedores, and RoRo liners, thus difficult to pin down “eligible projects” across a healthy number of shortlisted/qualified applicants.</p>	Please refer to the amended RFQ document for the revised definition of Eligible Projects
140		Legal	<p>As put forward within the Q&amp;A session – Applicant believes that:</p> <ul style="list-style-type: none"> <li>• Combination of RFQ requirements potentially will limit the number of bids received</li> <li>• RFQ states that Lead Consortium Member is:</li> <li>• Technically Qualified (i.e. existing Terminal Operator with 5 year track-record) and</li> <li>• Will control 51% equity</li> <li>• With only a very few KSA parties meeting this criteria, this combination of criteria will</li> </ul>	Please refer to the amended RFQ document for the revised definition of Eligible Projects

S. No	RFQ Section	Category	Query	Mawani Response
			<p>potentially work against Saudization and cold push the concessions to foreign entities</p> <p>· Suggestion is to disconnect technical qualification criteria from the 'lead member' and instead work with a minimum equity ownership for the technical partner within the consortium to still ensure 'commitment' Applicant understands that Mawani wants to ensure commitment from technically qualified parties to ensure best operational performance of the terminals.</p> <p>However, we ask that other ways to achieve and lock in 'commitment' can be explored without potentially limiting the bids. We'd appreciate this to be considered.</p> <p>Thank you very much for your time &amp; have a great day.</p>	
141		Others	<p>1. Reference to Key Clarifications Slide (1/4) &gt;&gt; Clarification No. 4 &gt;&gt; Use of parent or Group Company's Financial experience</p> <p>We request the inclusion of Affiliate (meaning mentioned below) to be used as an alternative to Parent Company in the Financial Qualification Criteria (FQC 1). E.g. Applicant can use Parent Company's/ Affiliate's financials to fulfil FQC 1.</p> <p>The Model Concession Agreement for Public-Private-Partnership (PPP) Projects in Major Ports in India under Ministry of Shipping, Ports and Waterways gives the definition of "Affiliates" as the following: "Affiliate/Associate" means, with respect to any Party and/or with respect to the Applicant and/or with respect to any member of Consortium, any other Person</p>	<p>1. The Applicant can use Parent or Affiliate company's financial statements to fulfil Financial Qualification Criteria 1 (FQC-1 &amp; FQC-2). However, in such as case, the Applicant will be required to demonstrate financial support / commitment from the Parent or Affiliate company, during the later stages of procurement.</p> <p>2. Excel Sheet has been included in the Datasite folders. The Applicant will be able to download after registering on Datasite.</p>

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			<p>directly or indirectly controlling, controlled by or under common control with such Party, Applicant and/or member of Consortium. For the purposes of this definition, the term “control” (including with correlative meaning, the terms “controlled by” and “under common control with”) as applied to any Party or Applicant or a member of Consortium, means the possession, directly or indirectly, of the power to direct or cause the direction of the management of that Party or Applicant or a member of Consortium whether through ownership of 50 (fifty) % or more of the voting securities, or by operation of law, or by contract, or otherwise.</p> <p>The same is required since the many projects are executed as different SPV (Special Purpose Vehicles) and may not have same parent company.</p> <p>2. We request you to please share the EXCEL File mentioned during the RFQ Pre-Qualification Conference for our reference.</p>	
142	<b>Section 5.1, TQC2, Page 31 of 53 (Technical Evaluation Criteria)</b>	Qualification - Technical	<p>If a Company is 51% shareholder in a Container terminal operating company that handled more than 1 Million TEU average during last 5 years, can this shareholding company be considered as a lead concessionaire and therefore bid as a single applicant for concession type B? The 51% shareholder is at the same time the concessioner of the same container terminal.</p>	<p>If the Applicant wishes to submit a proposal as a single applicant as opposed to as part of a consortium, the Applicant shall ensure that all qualification criteria stipulated in the RFQ (including the requirement regarding handling of more than 1 million TEU average during the last 5 years) are met by that specific applicant in its individual capacity.</p>