



مكتب أبوظبي للاستثمار  
ABU DHABI INVESTMENT OFFICE

# INFRASTRUCTURE PARTNERSHIPS

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Khalifa University Student Accommodation PPP Project

Request for Qualification

27 January 2023



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# Glossary of Terms

<b>Acceptance Certificate</b>	means a certificate issued by the Independent Certifier confirming that the requirements in relation to the design and construction of the Accommodation have been met.
<b>Accommodation</b>	the student accommodation to be procured pursuant to the Project.
<b>ADIO</b>	Abu Dhabi Investment Office
<b>AED</b>	United Arab Emirates Dirham
<b>APPLICANT</b>	the prospective applicant to the Project invited to submit an SOQ
<b>APPLICANT EQUITY MEMBER</b>	has the meaning given to such term in Section 3.2.2
<b>APPLICANT TEAM MEMBER</b>	has the meaning given to such term in Section 3.2.2
<b>BIDDER</b>	an Applicant that is shortlisted to participate in the RfP process
<b>BOT</b>	build, operate and transfer
<b>CAPEX</b>	capital expenditure
<b>COMMERCIAL CLOSE</b>	means reaching an agreement on the commercial terms between the Project Company and the Procuring Entity
<b>DOF</b>	Department of Finance
<b>EPC</b>	engineering, procurement and construction
<b>ESG</b>	environmental, social and governance
<b>ESTABLISHMENT LAW</b>	Law No. (1) of 2019 concerning the establishment of ADIO
<b>FINANCIAL CLOSE</b>	means the date when the project and financing documentation has been executed and all conditions precedent have been satisfied.
<b>FF&amp;E</b>	furniture, fixtures and equipment
<b>FM</b>	facilities management
<b>GOVERNMENT</b>	the Abu Dhabi Government
<b>GUIDEBOOK</b>	the Partnership Projects Guidebook issued by ADIO pursuant to the PPP Law
<b>ICV</b>	In Country Value
<b>INDEPENDENT CERTIFIER</b>	the person appointed jointly by the Procuring Entity, the Project Company and the agent for the senior lenders to act as an independent certifier to the Project
<b>KPI</b>	key performance indicator
<b>KU</b>	Khalifa University

<b>MAIN CAMPUS</b>	means the Khalifa University campus located on Abu Dhabi Island at the intersection of Al Saada St. and Old Airport Rd
<b>MANAGING MEMBER</b>	means the designated member of the consortium who will be the main point of contact with the Procuring Entity
<b>MINIMUM QUALIFICATION CRITERIA</b>	the minimum qualification criteria set out in Section 4.2
<b>PARTNERSHIP AGREEMENT</b>	the agreement to be executed between Khalifa University and the Project Company in respect of the Project
<b>PDF</b>	portable document format
<b>PHASE 1</b>	SAN Campus (1,958 Beds) and Main Campus (700 Beds) being a total of 2,658 Beds with a Services Availability Date of August 2026
<b>PHASE 2</b>	Additional buildings in SAN Campus - 592 additional beds with a Services Availability Date of August 2027
<b>PPP</b>	public private partnership
<b>PPP LAW</b>	Law No.2 of 2019 concerning the regulation of Public Partnership Projects in Abu Dhabi
<b>PREFERRED BIDDER</b>	the preferred bidder announced for the Project
<b>PROCURING ENTITY</b>	Khalifa University
<b>PROJECT</b>	the Khalifa University Student Accommodation project, comprising Phase 1 and Phase 2, as described and set out in Section 1
<b>PROJECT COMPANY</b>	the special purpose vehicle formed by the Preferred Bidder for the purpose of implementing the Project
<b>PROJECT LIFECYCLE FUND</b>	means a fund set up to cover for replacement of materials and plant during the concession period including before Hand-back to maintain residual life requirements to be defined in RfP
<b>REGULATIONS</b>	means the regulations issued by the Government to facilitate and clarify the implementation of the PPP Law
<b>RfP</b>	the request for proposals
<b>RfQ</b>	this request for qualifications
<b>SAN CAMPUS</b>	means Sas-Al-Nakhl campus located near the Maqta Bridge, which connects Abu Dhabi Island to the mainland
<b>SERVICES AVAILABILITY DATE</b>	means, in relation to each Phase, the relevant date of on which the Acceptance Certificate in respect of such Phase is issued by the Independent Certifier
<b>SOQ</b>	the statement of qualifications
<b>UAE</b>	United Arab Emirates

# PART A

## GENERAL INFORMATION AND INSTRUCTIONS TO APPLICANTS

# GENERAL INFORMATION AND INSTRUCTIONS TO APPLICANTS

## 1. Khalifa University Accommodation PPP Project

### 1.1 Introduction

As part of the strategic growth plan, Khalifa University (the **Procuring Entity**) seeks to develop a world class student living accommodation solution at both its Main Campus and SAN Campus, which will promote a vibrant student campus, improved academic and doctoral studies and overall, a rich and inclusive social experience and attract international students.

In order to progress its strategic growth plan, the Procuring Entity, in collaboration with the Abu Dhabi Investment Office (**ADIO**) seeks to procure a 3,250-bed student accommodation solution at both the SAN Campus and Main Campus. The Project forms part of ADIO's Partnership Project programme, which follows the Abu Dhabi Government's (**Government**) strategy to accelerate infrastructure investment, access private finance and improve the delivery and quality of public assets and services. The Project will be procured by ADIO on behalf of (and in collaboration with) the Procuring Entity, in accordance with the ADIO Establishment Law (Law No. (1) of 2019), the PPP Law, the Guidebook issued and the Regulations.

The Project will be procured as an availability payment based Public Private Partnership (**PPP**) Project whereby the Procurer and the Project Company (a special purpose vehicle established by the private sector exclusively to implement the Project) enter into a long-term contract (the Partnership Agreement, as defined above) to demolish select existing buildings and services, and to design, build, commission, finance, insure and maintain the new Accommodation, and upon expiry of the contract, hand back the Accommodation to the Procuring Entity.

The Project will be developed in two phases:

- Phase 1 (SAN Campus (1,958 Beds) and Main Campus (700 Beds) being a total of 2,658 Beds) with a Services Availability Date of August 2026:
  - Main Campus and SAN Campus Phase 1 activities will happen simultaneously, and the enabling works and demolition are expected to take no more than 6 months followed by the construction works to be finished within a time frame of 24 months from Financial Close.
- Phase 2 (additional buildings 8 & 9 in SAN Campus - 592 additional beds) with a Services Availability Date of August 2027:
  - Construction activities for Phase 2 are expected to commence 12 months after the commencement of Phase 1 and must be completed within 24 months.

The maximum period for mobilisation, design, construction, and commissioning of the Accommodation from Financial Close to the Services Availability Date is two (2) years for Phase 1 and three (3) years for Phase 2. The Services Availability Date for each Phase must coincide with the start of a new academic year.

From the Services Availability Date for Phase 2, there will be a twenty (20) year service period bringing the overall duration of the Construction and FM periods to twenty-three (23) years from date of Financial Close.

ADIO invites interested parties to submit a SOQ in relation to the Project in response to this RfQ.

This RfQ forms part of a competitive tender process which includes two (2) sequential stages being: (i) this RfQ; and (ii) the RfP.

Following the receipt of SOQs, successful Applicants will be shortlisted by ADIO and the Procuring Entity. Shortlisted Applicants (referred to as Bidders) will be invited to participate in the next stage of the procurement and submit detailed proposals in response to an RfP.

## 1.2 Procurement Objectives

Taking into consideration the need to enhance the University estate with a modern fit for purpose student accommodation solution, together ADIO and the Procuring Entity have set down the following procurement objectives for this Project:

Key objective	Description
<b>Technical Innovation</b>	The Project will include clear technical output specifications covering design, construction and facilities management requirements which will allow the private sector to design and implement the project applying best practice design, whole life cost management and sustainability standards and at the same time provide a world class yet affordable student accommodation design solution constructed on a fast-track basis to the highest quality standards.
<b>Local Content</b>	The Abu Dhabi Local Content Program (ADLC) and the UAE In Country Value (ICV) scheme will be embedded in the tender requirements and aim to direct a portion of the Project cost towards the local economy. As part of the RfP Bidders will be required to confirm their ICV registration and to submit an ICV improvement plan for the duration of the Project to demonstrate how the ICV will be achieved, and the Bidder will be evaluated and scored accordingly.
<b>Reduced upfront government spending</b>	In selecting an availability-based BOT PPP contracting model as the preferred contracting model, financing of any upfront capital expenditure is transferred to the private sector and only once the student accommodation is deemed available will the monthly unitary payment become due.
<b>Capital and FM efficiency through Optimal risk allocation with performance-based service delivery</b>	At the heart of the BOT PPP contracting model is clear risk allocation with key risks transferred to the private sector including (i) design and construction risk and (ii) performance based and payment linked facilities and life cycle management risk and (iii) hand back requirements.
<b>Private Sector Investment</b>	Based on the success of ADIO's PPP program (having closed several pathfinder PPP transactions with international investors) and following the market sounding exercise, it is clear the Project will not only attract competitive private sector investment but has again generated strong international interest which will lead to foreign direct investment throughout the lifecycle of the Project.

## 1.3 Project Location

The Project phases are spread across two brownfield plots located within the existing SAN and Main Campus of the Procuring Entity spread over an area currently accommodating 9 buildings of students' accommodation in SAN Campus and one building in Main Campus. The two campuses situated at Main Campus and SAN Campus are located 13.5 km apart.



Figure 1: KU Main and SAN Campus location

The SAN Campus is located near the Maqta Bridge, which connects Abu Dhabi Island to the mainland. The Main Campus is located on Abu Dhabi Island at the intersection of Al Saada Street and Old Airport Road.

## 1.4 Project Scope

The Project Company will demolish select existing buildings and services and design, build, commission finance, insure, and maintain the Accommodation at the Main Campus and SAN Campus and upon expiry hand back the Accommodation to the Procuring Entity in line with the provisions of the Partnership Agreement.

### 1.4.1 Overview

The Project Accommodation (capacity & area) is expected to include as a minimum the following:

Location	Phase	Bed Capacity (No.)	Approximate Area (m <sup>2</sup> )
Main Campus	1	700	26,425
SAN Campus	1	1,958	58,913
SAN Campus	2	592	17,562
Retail (Shell & Core)	1	NA	1,100
<b>TOTAL</b>	<b>1 &amp; 2</b>	<b>3,250</b>	<b>104,000</b>

Table 1: Project Scope phasing

Spaces required to be developed in the Project are provided in Section 1.4.2.

The outline technical scope of the Project for the design and construction and the facilities management phases of the Project is described in the Table 2, below.

Scope	Description
<b>Design</b>	<ul style="list-style-type: none"> <li>The Project Company is fully responsible for the design of the Accommodation.</li> <li>A reference design has been developed and will be provided to the Project Company for guidance purposes only. A reference design provides an example, at basic design stage, of a solution that the Procuring Entity would find acceptable.</li> <li>The Project Company shall be responsible for undertaking all technical studies and surveys as required.</li> <li>The Project Company shall be responsible for obtaining all necessary NOC's, permits and approvals, including utilities connection requirements.</li> <li>For the SAN Campus, the Project design shall take into consideration the future development of the Academic Wave Building i.e., the Project design solution should not impact the proposed Academic Wave Building.</li> </ul>
<b>Construction</b>	<ul style="list-style-type: none"> <li>Construction works shall include preparation of the sites, works associated with protecting/diverting existing infrastructures on site, and connection to utility supplies.</li> <li>In line with the approved design, undertake demolition, enabling works (relocation of existing utilities safely, protection to the existing buildings and occupants), construction works in a phased manner in line with the Project schedule to achieve the requirements of the relevant local standards, codes and output specifications detailed in the Partnership Agreement.</li> <li>Testing and commissioning of all Accommodation in compliance with relevant building, permitting and regulatory standards.</li> </ul>
<b>Stakeholder Management</b>	<ul style="list-style-type: none"> <li>Co-ordination and management of all stakeholders involved in the Project, including incorporation of their inputs and obtaining their approvals during all stages of the Project.</li> </ul>
<b>Environmental Management</b>	<ul style="list-style-type: none"> <li>The Project Company is required to ensure that all facilities achieve, as a minimum, 2-Pearl rating under the Estidama Pearl Building Rating System including design rating and construction rating.</li> </ul>
<b>Facilities Management (FM) Requirements</b>	<p><b>Facilities Management</b></p> <ul style="list-style-type: none"> <li>Management service;</li> <li>Health and safety management service;</li> <li>Helpdesk service;</li> <li>Buildings, installations and asset maintenance service, incl. passive ICT;</li> <li>Project Lifecycle sinking Fund management;</li> <li>Energy and utility management service;</li> <li>Grounds maintenance service;</li> <li>Cleaning service;</li> <li>Waste management service; and</li> <li>Pest control service.</li> </ul>

Scope	Description
	<ul style="list-style-type: none"> <li>• Security</li> </ul> <p><b>Student residential support services – provide a support service to the Procuring Entity</b></p> <ul style="list-style-type: none"> <li>• Room allocation;</li> <li>• Student induction, room key management and Code of Conduct; and</li> <li>• Student welfare, i.e., medical, mail.</li> </ul>
<b>Furniture, Fittings and Equipment Asset Management</b>	<ul style="list-style-type: none"> <li>• This includes the design, procurement and installation of both fixed and loose FF&amp;E assets for the Accommodation. FF&amp;E assets comprise: <ul style="list-style-type: none"> <li>○ fittings, including worktops, sinks, etc.;</li> <li>○ fixed furniture and equipment, which are fixed to the fabric/structure of the Accommodation; and</li> <li>○ loose furniture and equipment which are moveable items.</li> </ul> </li> <li>• The Project Company shall also be responsible for maintenance and lifecycle replacement of fixed FF&amp;E assets.</li> </ul>
<b>Hand back</b>	<ul style="list-style-type: none"> <li>• The Project Company will be required to meet hand-back requirements contained in the Partnership Agreement including residual life requirements, hand-back protocols and procedures.</li> <li>• The Project Company will be responsible to ensure smooth transition of operations and maintenance to the Procuring Entity.</li> </ul>

Table 2: Technical Scope Outline

Further summary details of the Project scope are provided in Sections 1.4.2 to 1.4.3 of this RfQ.

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### 1.4.2 Design and Construction Requirements

The Project consist of the following key spaces:

- **Accommodation space:** Bed space, Study space, Bathroom facilities, Refectory, Self-cooking space;
- **Common areas:** Reception, Cafeteria, Fitness studio, Multi-Gymnasium, Relax/Escape/Games/Recreation room, Cinema space, Central Study space;
- **Administration space:** Office space, Associated storage;
- **Supporting areas:** Student Health & Medical support, Student drop-in suite, Student support/Counselling Rooms, Mechanical, Electrical and Plumbing and other supporting spaces;
- **Infrastructure areas:** Car Parking, Drop-off and Pick-up, Internal circulation roads, Landscaping; and
- **Retail areas:** Café retail/coffee shop, Shell & Core spaces.

A detailed schedule of accommodation will be provided during the RfP stage.

As part of the detailed proposals to be submitted in response to the RfP, the Bidder will be required to provide, within its technical proposal, a compliant design and construction solution which shall as a minimum meet or exceed the output specifications and associated technical schedules.

In terms of the RFP, the Bidder will be ultimately responsible for ensuring that its design and construction proposal achieves regulatory compliance and integration with any wider Procuring Entity masterplan, and any existing or future utilities plan that is provided in the disclosed data and assessed as part of the Bidders studies.

Post Commercial Close, the Project Company shall:

- develop and finalise the design of the works and the Procuring Entity will review the design data in accordance with the review procedure and other provisions set out in the Partnership Agreement with respect to design development.
- ensure that construction of the Accommodation complies with the Partnership Agreement, output specifications and associated technical schedules, good industry practice, relevant statutory requirements and required consents.

The design, construction, testing and commissioning of the Accommodation will be completed in advance of the Services Availability Date.

Generally, the Design & Construction Requirements contained in the RFP will cover, inter alia:

- the internal and external space needs of each Accommodation as per the Accommodation and area requirements;
- the minimum residual life expectancies of the various elements of the built assets;
- the expected minimum quality standards such as minimum design requirements, build quality including building fabric and materials, FF&E, ICT infrastructure/requirements, safety and environmental requirement such as thermal and acoustic requirements and the like, and fire scape and compartmentalisation, etc.; and
- the design and construction quality standards that must be achieved and the expected building performance in use during the services period.

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### 1.4.3 FM Requirements

Operational, maintenance and facilities management services for the Project will be delivered in accordance with requirements set out in the Partnership Agreement and are expected to be in line with the summary of services as detailed in the table below:

Services	Description
<b>Services to be provided by the Project Company</b>	
<b>Management services</b>	<p>The management services are to:</p> <ul style="list-style-type: none"> <li>manage, control, record and report on the delivery of all services provided as part of the Project;</li> <li>ensure that all Project Company staff are suitably trained and have access to opportunities for professional development;</li> <li>integrate service policies which demonstrate a proactive managing of the Accommodation;</li> <li>ensure a liaison between the Project Company and the Procuring Entity, other contractors and the Accommodation staff to ensure that all resources required to deliver the services are provided; and</li> <li>develop a strategy for the management of partnership arrangements.</li> </ul>
<b>Health and safety management services</b>	<p>The health and safety management services are to create a safe environment at the Accommodation having regard to the Procuring Entity's responsibility to ensure the safety of pupils, staff, parents and any other persons who have reason to visit the Accommodation. Health and safety considerations are of fundamental importance to the Procuring Entity. Requirements are dictated ultimately by legislation but are emphasised and reiterated throughout the services specification that will be set out in the Partnership Agreement.</p>
<b>Environmental Management</b>	<p>During the Service Period, Project Company will be required to provide energy and utility management service, to take a leading role in establishing and implementing energy and water saving strategies, and to co-operate with the Procuring Entity in achieving agreed consumption targets.</p>
<b>Helpdesk services</b>	<p>The helpdesk service is to ensure the provision of a support service available 24 hours per day for the Procuring Entity to request the deployment of the Project Company to rectify any non-provision of Accommodation embraced by the scope of the Project within specified response times.</p>
<b>Buildings, installations and asset management services</b>	<p>The Project Company shall provide a safe and comfortable environment for all Accommodation students through the provision of a complete buildings, installations and asset maintenance service for the Accommodation. The Project Company shall also provide preventative, cyclical, corrective and reactive maintenance and lifecycle replacement to the Accommodation to ensure that the Accommodation provides full operational functionality at all times. The Project Company will provide reasonable access to those areas of the building and grounds necessary to enable the Procuring Entity to undertake their duties at the Accommodation. The Project Company shall maintain a Project Lifecycle Fund at all times as per terms defined in the RfP.</p>

Services	Description
<b>Grounds maintenance services</b>	The Project Company shall provide the grounds maintenance service to ensure that the hard and soft landscaping including roads, car parks, footpaths, pitches, all weather surfaces, horticulture and external traffic routes within the curtilage of the Accommodation are maintained to a high aesthetic standard and are safe for all students of the Accommodation throughout the year. The Project Company shall ensure that grounds maintenance functions are sensitive to the needs of those using the external environment.
<b>Pest control</b>	The pest control service is to at all times maintain the Accommodation free of pest species of public health significance or nuisance value. The presence of the above at the Accommodation shall be deemed to constitute an “infestation”. The Project Company shall deal with any such infestation which may arise so as to minimise the risk to public health and disruption to the operation of the Accommodation.
<b>Energy and utilities management services</b>	The services shall ensure the efficient, effective, safe and timely supply of energy and utilities (electricity and water, etc.) in order to ensure continued operation of the Accommodation.
<b>Cleaning services</b>	The cleaning services are to enable provision of a sanitary, clean and tidy environment consistent with the function of the Accommodation and to enable all students of the Accommodation to use these safely and hygienically. While the students will be responsible for cleaning their own rooms, periodic room cleaning i.e., monthly during the semester and room deep cleaning at the end of the semester and cleaning of common areas, will be undertaken by the Project Company.
<b>Waste management</b>	<p>The aim of the waste management services is to ensure the safe and legal handling, segregation, collection and disposal of all generated waste products from the Accommodation and to consequently maintain a hygienic environment for all Accommodation students and to provide the management of waste at the Accommodation in accordance with the Procuring Entity policy.</p> <p>Removal of waste from:</p> <ul style="list-style-type: none"> <li>the individual rooms to the designated collection bins will be the responsibility of the students; and</li> <li>the common areas will be responsibility of Project Company.</li> </ul> <p>The final collection from the designated collection bins to coordination with statutory agencies for disposal of all waste products from the Project site is the responsibility of the Project Company.</p>
<b>Laundry</b>	Procurement, management, maintenance, student training and replacement of laundry equipment is the responsibility of the Project Company.
<b>Lifecycle management and replacement</b>	Lifecycle maintenance and replacement of the asset to achieve required asset conditions and residual life requirements shall be responsibility of the Project Company.
<b>Security management services</b>	The Project Company shall manage the security provider nominated by the Procuring Entity. Payment to the Procuring Entity nominated security provider shall be made by the Procuring Entity.

Services	Description
<b>Catering</b>	Procurement, management, maintenance and replacement of catering equipment is the responsibility of the Project Company.
<b>Student support services</b>	Project Company shall be responsible for services such as delivery of mails/parcels, etc..
<b>Room allocation, Student Induction services</b>	Project Company is responsible to administer the room allocation, student induction, code of conduct surveillance as per the Procuring Entity's policies.
<b>Summer Lettings</b>	Management of summer letting students is the responsibility of Project Company.
<b>Retail</b>	Project Company is responsible for maintenance and statutory compliance of retail areas.
<b>Car Parking Areas</b>	Project Company is responsible to maintain the car parking areas built by the Project Company.
<b>Wi-Fi Provisioning</b>	Procurement, management, upkeep, maintenance and replacement of Wi-Fi equipment is the responsibility of the Project Company as per the Procuring Entity's policies.
<b>FF&amp;E</b>	The Project Company is responsible for procurement, maintenance and lifecycle replacement of FF&E assets (tables & chairs in common areas, room furniture & beds).
<b>Common Area Hygiene</b>	The Project Company is responsible to maintain hygienic conditions in the common areas.
<b>Services not to be provided by the Project Company</b>	
<b>Linen (bedding / towels cleaning)</b>	Students are responsible for bringing their own linen, cleaning and maintenance of their linen.
<b>Room Cleaning</b>	Students responsible for cleaning of individual rooms and removal and transfer of room waste to the designated collection bins.
<b>Third Party Revenue Generation Services</b>	Third Party Income, summer letting revenue, letting of shops and management of parking permits is responsibility of the Procuring Entity.
<b>Student Affairs, Medical Assistance, Student wellbeing, etc</b>	The Procuring Entity is responsible for pastoral and mental wellbeing of the students.
<b>Car Parking &amp; Traffic Management</b>	The Procuring Entity will be responsible for car parking and traffic management.

Table 3: FM Output Specifications

In line with the Facility Management Requirements, Project Company shall work jointly with the Procuring Entity to develop and update the Accommodation policy document.

Generally, the Facilities Management Requirements contained in the RFP will cover, inter alia:

- all aspects of the proposed scope of the Accommodation facilities management services regime including general obligations and specific services specifications; and
- key requirements and standards covering for example Accommodation operational policies, hours of operation, standards as to materials and workmanship in relation to maintenance services, maintaining the operations manual, service transition and mobilisation plan including the necessary training of the Procuring Entity administrative staff, health and safety, performance monitoring and helpdesk procedures, annual maintenance programme, service performance standards and minimum maintenance standards to be included in KPIs, requirements and operating procedures such as cleaning, and the minimum life and residual life expectancy requirements.

## 1.5 Third Party Revenue

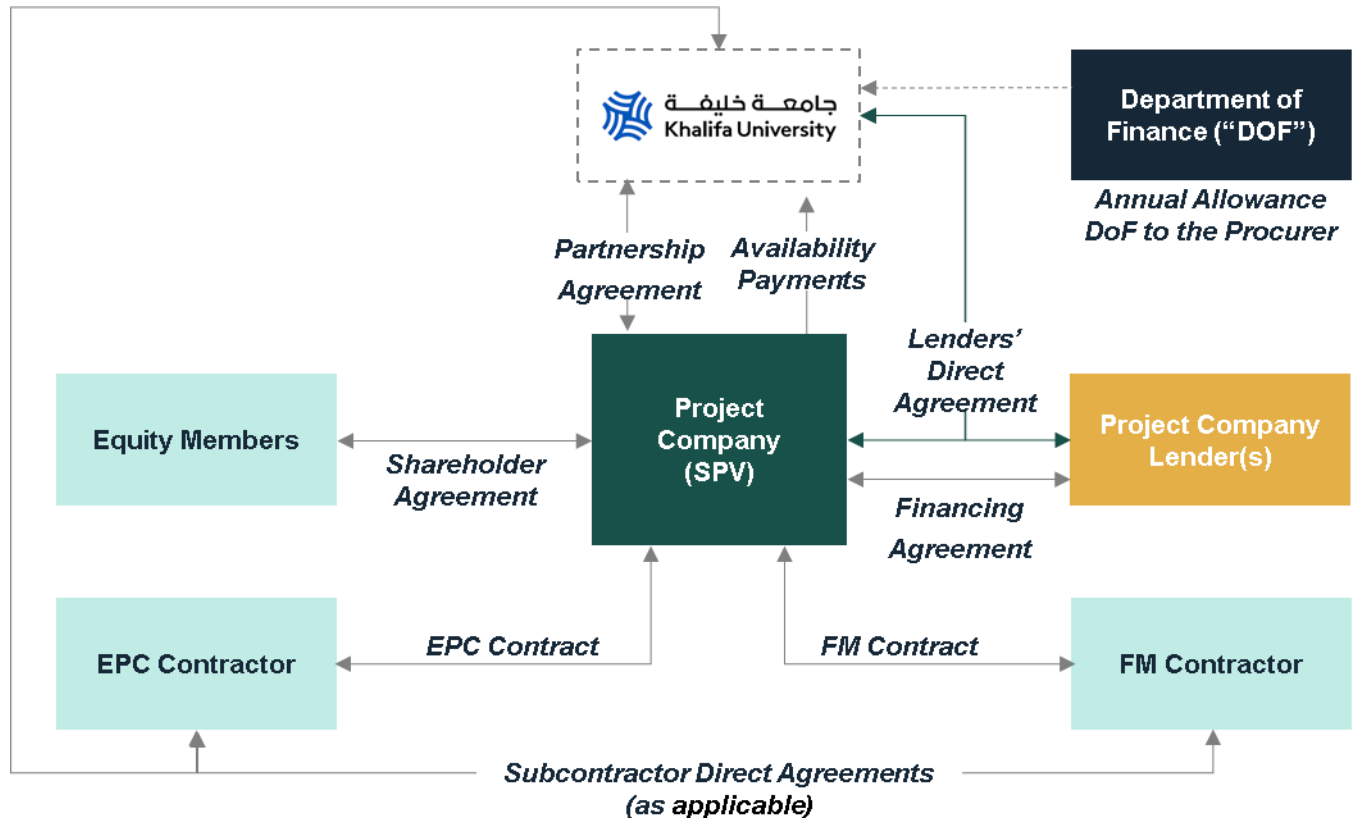
The Project is expected to generate third party revenue (i.e., revenues generated indirectly from the Project). Retail and parking revenue have been identified as third-party revenue streams for the Project during the Business Case stage. The Project Company will be required to provide the areas for the relevant third-party revenue streams; however, the Procuring Entity will manage the relevant third-party stakeholders and the associated revenue streams.

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## 1.6 Partnership Model

### 1.6.1 Contractual Structure

The Procuring Entity will enter into a Partnership Agreement with the Project Company that will, among other things, allocate risk and responsibility between the Project Company and the Procuring Entity. A form of the Partnership Agreement will be included in the RfP. The broader contractual structure of the Project is expected to be as follows:



### 1.6.2 Payment Structure

The Project will be procured and delivered as an 'availability-based' Partnership Project. ADIO and the Procuring Entity do not intend to contribute any public grant to the Project.

In consideration of the Project Company's performance of its design, construction, financing, operations, maintenance and other obligations under the Partnership Agreement the Project Company will be paid an availability payment by the Procuring Entity from the Services Availability Date, which availability payment will be determined through the RfP process), for the operation of the Accommodation, subject to meeting the following key performance indicators (KPIs):

- Availability standards; and
- Performance standards.

Where the Accommodation is unavailable in accordance with the Partnership Agreement for failure to meet the availability standards, or where the Project Company fails to perform the services in accordance with the performance standards, deductions will be levied on the availability payment. The deduction regime will be set out in detail in the payment mechanism contained in the Partnership Agreement.

The Project will have a separate Services Availability Date for each phase of the Project – the availability payment for the Phase1 will commence on completion of Phase 1 (pro-rata) and the availability payment for Phase 2 will commence on completion of Phase 2.

The availability payment that is to be paid by the Procuring Entity to the Project Company will be funded through budget allocations by the Department of Finance.

### 1.6.3 Anticipated Financing Structure

The Project Company will be responsible for obtaining all financing necessary to fulfil its obligations under the Partnership Agreement.

ADIO and the Procuring Entity envisage that the Project Company will secure funding for the total cost of the Project from one or more potential sources, including debt and equity funding. More information on the anticipated financing structure will be provided in the RfP.

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## 2. Procurement Process

### 2.1 Overview

The Project will be procured in two (2) stages, as follows:

#### 2.1.1 Stage 1: Request for Qualifications (RfQ)

This RfQ stage aims to shortlist Applicants who have the technical, financial and legal capacity and technical ability to undertake and deliver the Project.

ADIO and the Procuring Entity will review and evaluate SOQs submitted in accordance with this RfQ and will determine which Applicants may advance to the RfP stage. Shortlisted Applicants and unsuccessful Applicants (who do not pre-qualify) will be notified in writing by ADIO.

ADIO and the Procuring Entity may, at their discretion, arrange a discussion or forum to provide feedback to unsuccessful Applicants.

#### 2.1.2 Stage 2: Request for Proposals (RfP)

The RfP will be issued to the shortlisted Applicants. Following a competitive tender process, ADIO aims to select a Preferred Bidder based on the structured evaluation criteria that will be set out in further detail in the RfP.

Following the selection and award of a Preferred Bidder status, ADIO and the Procuring Entity will work with the Preferred Bidder to finalise the Partnership Agreement for execution and proceed to Financial Close.

### 2.2 Procurement Schedule

ADIO and the Procuring Entity anticipate that this procurement process will be carried out in accordance with the following schedule:

Action	Date
Issuance of RfQ	27 January 2023
Deadline to submit RfQ Request for Clarifications	14 February 2023
SOQ Submission Deadline	06 March 2023
RfP Release	23 March 2023
RfP Proposal Submission Deadline	10 August 2023
Selection of Preferred Bidder	08 November 2023
Financial Close	23 May 2024
Target Construction Completion Phase 1 (including Handover period)	11 August 2026
Target Construction Completion Phase 2 (including Handover period)	09 August 2027
Services Availability Date Phase 1	18 August 2026
Services Availability Date Phase 2	16 August 2027

This schedule is subject to modification at the sole discretion of ADIO and the Procuring Entity and Applicants will be notified in writing of any change.

## 2.3 Submission Instructions

### 2.3.1 General

SOQs (including all data sheets and data forms) must be submitted in accordance with this Section 2.3 by the SOQ submission deadline stipulated in Section 2.3.4. Applicants shall submit their SOQs in the format required in Section 2.3.3 and in accordance with the process prescribed in Section 2.3.4. The SOQs submitted by Applicants may be clarified, specified and optimised at the request of ADIO and the Procuring Entity, in any manner and at the sole discretion of ADIO and the Procuring Entity.

### 2.3.2 Criteria for Shortlisting

In order to be considered for shortlisting for the RfP stage, SOQs must satisfy the minimum qualification criteria detailed in Section 4.2 (the “**Minimum Qualification Criteria**”) which will be evaluated on a pass/fail basis. Only Applicants who satisfy the Minimum Qualification Criteria will have their SOQs evaluated based on the criteria set out in Section 4.3.

### 2.3.3 Submission Format

Each responding Applicant shall submit its SOQ by no later than the date and time specified in Section 2.3.4. Each responding Applicant shall submit a digital copy of its SOQ, which will be presented in Microsoft Word format (2010 or later) or searchable Portable Document Format (PDF) and contain the contents required by this RfQ.

Applicants are to structure their SOQ submissions in line with the five (5) volumes set out in Section 3 of this document ensuring that all requirements are met and all form sheets are submitted. SOQs submitted by the Applicants and all correspondence and documents relating thereto, shall be in English.

### 2.3.4 SOQ Submission Process

Any SOQ submitted after the submission deadline will be excluded from consideration unless ADIO and the Procuring Entity determine, in their absolute discretion and without having any obligation to do so, that it is appropriate for a late SOQ to be considered.

Each Applicant shall submit its SOQ to the email address provided in the table below. It is the sole responsibility of the Applicant to ensure that its SOQ is delivered no later than the prescribed deadline.

Item	Description
<b>Submission Deadline</b>	06 March 2023 not later than 16:00 UAE time
<b>Addressed to</b>	<b>Mr. Yaser Yahya M. Al Nuaimi</b> Abu Dhabi Investment Office
<b>Email Address</b>	<div>TO:</div> <div>Yaser Yahya M. Al Nuaimi</div> <div><a href="mailto:yymalnuaimi@adio.gov.ae">yymalnuaimi@adio.gov.ae</a></div> <div>Khalifa University Student Accommodation PPP Project</div> <div><a href="mailto:kustudentppp@adio.gov.ae">kustudentppp@adio.gov.ae</a></div>
	<div>CC:</div> <div>Public Private Partnership</div> <div><a href="mailto:ppp@adio.gov.ae">ppp@adio.gov.ae</a></div>
<b>Subject Title</b>	Khalifa University Student Accommodation PPP Project

Item	Description
Document Size	Document size not to exceed 15 MB

### 2.3.5 SOQ Evaluation Process

Each Applicant will be evaluated by ADIO in accordance with Section 4. Once the evaluation of the SOQ submissions is finalised, ADIO will publicise the shortlist of qualified Applicants.

#### 2.3.5.1 Understanding experience and qualification requirements

The respective volumes outlined in Section 3.1 will assist the Applicant in determining the level of requirements the Applicant and applicable Applicant Team Members are required to fulfil in order to meet the Minimum Qualification Criteria in Section 4.2.

The Applicant must meet all requirements set out in Section 3.

## 2.4 Clarifications

### 2.4.1 Questions and Requests for Clarification

Interested parties that have received the RfQ may submit clarifications or enquiries with respect to this RfQ and the Project. Applicants must submit all questions and requests for clarification regarding this procurement process by e-mail using Form I of this RfQ to:

**Mr. Yaser Yahya M. Al Nuaimi**

Abu Dhabi Investment Office

**TO:** Yaser Yahya M. Al Nuaimi - [yymalnuaimi@adio.gov.ae](mailto:yymalnuaimi@adio.gov.ae);

Khalifa University Student PPP Accommodation Project - [kustudentppp@adio.gov.ae](mailto:kustudentppp@adio.gov.ae)

**CC:** Public Private Partnership - [ppp@adio.gov.ae](mailto:ppp@adio.gov.ae)

Applicants shall submit all clarifications with the subject title heading “*KUPP Clarifications – [Lead Applicants name]*”.

ADIO, in co-ordination with the Procuring Entity, will provide via email to all Applicants, responses to Applicant clarification requests, subject to the cut-off dates set out in Section 2.2.

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## 3. SOQ Content Requirements

### 3.1 Overview

Applicants' SOQ submissions shall comprise the following volumes:

- Volume 1 – General Information;
- Volume 2 – Legal Information;
- Volume 3 – Technical Information;
- Volume 4 – Financial Information; and
- Volume 5 – Project Finance Experience.

### 3.2 Volume 1 – General Information

#### 3.2.1 Executive Summary

Applicants are required to provide an executive summary not exceeding two (2) pages which shall include a summary of the following requirements:

- the Applicant's qualifications for the Project;
- the Applicant's corporate structure and history and, if a consortium, the identification of all entities within the consortium, levels of participation thereof and the identity of the Managing Member, together with summaries of their corporate structures and respective history; and
- a clear summary of the consortium members (in table format) setting out their respective roles and responsibility and contractual link, i.e., the nature of the Project Company participation at shareholder level and contracting arrangements (subcontracting/subordination of risk).

#### 3.2.2 Organisation and Management Structure

Applicants are required to provide a narrative of no more than two (2) pages describing the Applicant's organisation and management structure. This should include:

- the identity and role of each entity that comprises the Applicant that the Applicant wishes ADIO and the Procuring Entity to consider in the evaluation of its SOQ (each an "**Applicant Team Member**"). As a minimum, the Applicant must identify the Applicant Team Member who will fulfil the following roles:
  - equity investors in the Project Company;
  - the building contractor;
  - the FM provider; and
  - the lenders to the Project Company;
- the identity and percentage equity investment of each Applicant Team Member that is expected to invest equity in the Project Company (an "**Applicant Equity Member**");
- the identity and contact details of the individual that is expected to perform each of the roles specified in Section 3.2.5 below;
- the office locations both internationally and in the GCC region (of each Applicant Team Member, if applicable); and
- the Applicant's (and each Applicant Team Member's) previous experience in the region.

### 3.2.3 Applicant Environmental, Social and Governance Approach

ADIO and the Procuring Entity are committed to ensuring that the Project contributes to the achievement of the UAE's ESG goals and has strong ESG characteristics. Applicants are referred to ADIO's ESG policy which can be found [here](#).

Applicants (and each Applicant Team Member) are required to provide a narrative of no more than two (2) pages describing the Applicant's approach to ESG, together with any supporting documentation evidencing the Applicant's approach and ESG credentials.

### 3.2.4 National In-Country Value (ICV) Program

The ICV Program will be embedded in and be part of the RfP which will aim to direct a portion of the Project cost towards the local economy. The key objectives of the ICV Initiative are strategic localisation of supply chains and the development of new local industries and services, stimulating and attracting foreign investments, diversifying the economy, and increasing exports, creating valuable job opportunities in the private sector, contributing to the growth of national GDP and the Government's Emiratisation initiatives.

The ICV initiative will be a requirement set out in the RfP which would require Bidders to be registered with the ICV Program.. In addition, an ICV improvement plan will be required as part of the RfP submission to demonstrate how the ICV scoring of the Bidder will be maintained and improved over the concession period. This will be used to demonstrate the Bidder's contribution to the local economy and will be evaluated and scored accordingly.

Through the ICV Program, Bidders will be registered with the Abu Dhabi Local Content Program (ADLC) that aims to direct government spending towards the development of local content in all its components at the local economy level for the Emirate of Abu Dhabi.

Applicants and Applicant Team Members are required to provide an executed copy of Form F ICV Commitment.

### 3.2.5 Applicant Team Members

Applicants are required to provide an executed copy of Form B for each Applicant Team Member.

### 3.2.6 Key Personnel

Applicants are required to provide CVs for key personnel in the format specified in Form E. The completed CV must clearly identify the relevant expertise and experience of the key personnel.

Key personnel are as follows:

Position	Description
<b>Bid &amp; Transaction Director</b>	Responsible for co-ordinating and leading the overall submission of the Applicant's SOQ and RfP proposal.
<b>Project Company's Project Manager</b>	Responsible for overall design, construction, operation, maintenance and contract administration on behalf of the Project Company.

Any changes to an Applicant's key personnel following the submittal of the SOQ are subject to the prior written approval of ADIO and the Procuring Entity in accordance with Section 5.6 of this RfQ.

### 3.3 Volume 2 – Legal Information

Each Applicant must submit (i) a signed submission letter executed by a duly authorized official of the Applicant/Managing Member in the format set out in Form A; (ii) a completed SOQ checklist (set out in Appendix 1 to Form A); and (iii) a copy of the Applicant's ESG statement in accordance with Section 3.2.3.

In addition, each Applicant Team Member must submit:

- certified copies of its corporate organisational documents, e.g., certificate of incorporation or registration, commercial or trading license to operate in the UAE, contract or deed of incorporation, memorandum and/or articles of association, bylaws, etc.;
- certified copies of an organisation chart and corporate structure showing the identity of intermediate shareholders, levels of shareholding and ultimate parent company;
- a good standing certificate from its jurisdiction of incorporation (or, if unavailable in such jurisdiction as a matter of law, an equivalent thereof); and
- a signed confirmation of compliance with the legal requirements in the format set out in Form C.

All documents submitted by Applicants shall be in English, other than official corporate or commercial documentation that are issued in their original form by the relevant UAE authorities (i.e., commercial licenses).

### 3.4 Volume 3 – Technical Information

#### 3.4.1 Technical Capability

The Applicant must provide evidence of reference projects which include relevant experience in respect of the design, construction, commissioning, finance and maintenance of a minimum of five (5) social infrastructure projects which are similar in size, nature, scope and complexity to the Project scope as set out in Sections 1.1 and 1.4 of this RfQ. Of the five (5) infrastructure projects, experience must include three (3) or more projects with brownfield site conditions and or construction adjacent to occupied building(s) requiring detailed logistics planning and protection.

Each reference project must have achieved construction completion within the past five (5) years either in: (i) the UAE; and (ii) the GCC region; or (iii) internationally.

Each reference project must be submitted in the format specified in Form D and must clearly state which Applicant Team Member(s) was involved.

#### 3.4.2 Relevant Experience

The following criteria are considered the minimum relevant experience which should be evidenced in each and all of the five (5) reference projects submitted in the format as set out in Form D.

When completing Form D, in order for a reference project to qualify as relevant experience it must, as a minimum, comply with the following requirements:

- a) the scope of design, construction, maintenance and facilities management provided under the project are similar in nature, scope and complexity of this Project; and
- b) each reference project shall have a minimum CAPEX value of AED 500 million (or equivalent), the majority of which is financed by non or limited recourse financing and the duration of the project term exceeds fifteen (15) years from signing of the main project agreement.

Please note that:

- where one or more of the Applicant's reference projects do not fully satisfy the criteria under 3.4.2 a) but fully satisfy the criteria under 3.4.2 b) then, if the Applicant is a consortium, the Applicant can supplement the reference projects provided with further reference projects drawn from each or all of the Applicant Team Member(s) as

necessary (such as the Applicant's designer, EPC contractor and the FM contractor) in order to satisfy the criteria under 3.4.2 a); and

- where an Applicant's reference projects do not fully satisfy the criteria under 3.4.2 b) (for example the Applicant's reference projects are not PPPs or are not financed by non or limited recourse financing) but fully satisfy the criteria under 3.4.2 a), if the Applicant is a consortium then the Applicant can supplement the five (5) project examples with the additional information requirements as set out under Section 3.6.

The purpose of allowing an Applicant to provide supplementary reference projects is to provide Applicants with an opportunity to demonstrate that, as a consortium, the Applicant has the necessary experience to deliver the Project when taking into consideration the respective project experience of each of the Applicant Team Members as a whole; however, it is the responsibility of the Applicant to determine how best to do this. The more closely a reference project resembles the Project, the more marks are likely to be awarded in the evaluation.

In circumstances where Applicants have limited PPP project experience, they are encouraged to draw on their Applicant Team Members' PPP project experience (whether it is PPP project experience gained in either: (i) design; or (ii) construction; or (iii) facilities management), but in each case Applicants should consider how best to present these reference projects so as to highlight the relevance to this Project and how their submission would demonstrate the Applicant's capabilities as a consortium.

The project examples shall be evidenced by project testimonials from the end client in support of the relevant project experience (role, cost, etc.) of the Applicant.

## 3.5 Volume 4 – Financial Information

### 3.5.1 Financial Statements

Financial statements for each Applicant Equity Member for the three (3) most recent completed fiscal years must be provided. Financial statements must include the following:

- opinion letter (auditor's report);
- balance sheet;
- income statement; and
- cash flow statement.

Financial statements must be submitted in English.

The Applicant must demonstrate **a minimum net worth of AED 400 million** (or currency equivalent) in each of the three (3) previous fiscal years as evidenced by the audited accounts of the Applicant.

In case the Applicant is a consortium, net worth is to be computed on a weighted average basis with reference to the equity stake held by each of the Applicant Equity Members, and each Applicant Equity Member must demonstrate **a minimum net worth of AED 40 million** (or currency equivalent) in each of the three (3) previous fiscal years, as evidenced by the audited accounts of each Applicant Equity Member.

For any Applicant Equity Member that is an investment fund, the specific fund must be stated. If an Applicant Equity Member is a general partner that manages multiple funds, it must specifically identify from which fund or funds it ultimately intends to source the equity investment for the Project and provide the required financial information for each fund identified.

For entities that are fund managers of an investment fund or funds, financial statements also must be provided for the fund manager, the limited partnership(s) constituting each of the investment funds identified and the general partner(s) of such investment fund or funds.

The Applicant additionally must provide a letter from the chief executive officer, chief financial officer or treasurer of the fund manager or investment fund (as the case may be) that certifies: (i) the investment capacity of the fund; (ii) the ownership structure of the various entities in the hierarchy of the fund; and (iii) the investment criteria of the fund.

Additionally, the Applicant shall be assessed on financial strength in the following areas over the last three (3) years:

- general financial attributes in terms of profitability, gearing and liquidity;
- significance of the Project to the Applicant in terms of turnover and net assets; and
- overall credit risk based on external credit rating, where available, from one or more of the major international credit rating agencies.

### 3.5.2 Reliance on Resources and Guarantors

Where any Applicant or Applicant Equity Member is relying on the resources of another undertaking (including to demonstrate its financial capabilities), then the information required in this RfQ must be provided in respect of the undertaking whose resources are being relied upon.

Applicants shall note that ADIO and the Procuring Entity may, at their discretion, based upon the review of the information provided in the SOQ, specify that an acceptable parent company or other affiliate company act as a guarantor with respect to the Applicant's financial capabilities (**Guarantor**), or that an additional Applicant Equity Member is required as a condition of the Applicant being shortlisted.

## 3.6 Volume 5 – Project Finance Experience

The SOQ shall contain a completed Form H, providing information for **a minimum of five (5) PPP infrastructure projects that reached financial close with a project cost of at least AED 500 million (or currency equivalent) in the UAE, GCC region, or internationally in the last ten (10) years** that demonstrate the experience of the Applicant in developing, negotiating and closing a limited/non-recourse financing package.

If the Applicant does not have the above experience, then the Applicant should submit credentials of its financial advisors to demonstrate that it has engaged a financial advisor that has the requisite credentials and expertise that ADIO may, at its discretion, consider towards satisfaction of this requirement.

The financial advisor should confirm its track record in advising developers to financial close, rather than transactions where the financial advisor has acted for the Procuring Entity.

For the avoidance of doubt, an Applicant Team Member may also provide relevant details in order to meet the requirements set out above.

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## 4. Evaluation Criteria

### 4.1 General Considerations

#### 4.1.1 Eligibility

Each Applicant, and if an Applicant comprises more than one entity, each Applicant Team Member, must be a business organisation duly organised, existing, registered and in good standing under the laws of its country of domicile. All Applicant Team Members who will be undertaking works or providing services in respect of the Project, will be required to be eligible, under the laws of the Emirate of Abu Dhabi and at the time they begin work on the Project, to perform the works and provide the services required by or related to the Project.

#### 4.1.2 Evaluation process

SOQs will be subject to a two-stage evaluation process:

- Stage 1: an initial compliance check, on a pass/fail basis, shall be carried out on the SOQ submissions to ensure that the SOQs comply with the Minimum Qualification Criteria; and
- Stage 2: provided the SOQs satisfy the Minimum Qualification Criteria, a detailed assessment of the SOQ submissions against the evaluation criteria shown in Section 4.4 shall be carried out.

#### 4.1.3 Consortia

No Applicant Team Member may participate in more than one consortium.

One of the Applicant Team Members shall be identified as the Managing Member for the purpose of acting as its main point of contact and representing the Applicant before ADIO and the Procuring Entity for this Project.

The Managing Member must be committed to **hold a shareholding of at least 35% equity interest** in the project company (if formed) that enters into the Partnership Agreement.

### 4.2 Minimum Qualification Criteria

An Applicant must meet the Minimum Qualification Criteria, which will be evaluated on a pass/fail basis, in order for its SOQ to be evaluated in accordance with Section 4.4.

In order to satisfy the Minimum Qualification Criteria, SOQs must comply with the submission requirements prescribed in Sections 3.2, 3.3, 3.4, 3.5 and 3.6 of this RFQ in full.

The Minimum Qualification Criteria include:

Volume	Required documentation	Applicable to
Volume 1	<ul style="list-style-type: none"> <li>• Form B: Information regarding Applicant/Applicant Team Members</li> <li>• Form E: Applicant's provision of nominated key personnel (as per Section 3.2.6)</li> <li>• Additional general information required under Section 3.2</li> <li>• Form F: ICV Commitment</li> </ul>	Applicant or Applicant Team Member
Volume 2	<ul style="list-style-type: none"> <li>• Form A: SOQ Submission Letter</li> <li>• Form C: Certification of each Applicant Team Member</li> <li>• Appendix 1: SOQ Checklist</li> </ul>	Applicant or Applicant Team Member

Volume	Required documentation	Applicable to
	<ul style="list-style-type: none"> <li>Applicant ESG Statement</li> <li>Additional legal information required under Section 3.3</li> </ul>	
<b>Volume 3</b>	<ul style="list-style-type: none"> <li>Form D: Technical and Project Experience</li> </ul>	Applicant or Applicant Team Member
<b>Volume 4</b>	<ul style="list-style-type: none"> <li>Form G: Financial Certificate</li> <li>Financial statement for each Applicant Equity Member</li> </ul>	Applicant or Applicant Team Member
<b>Volume 5</b>	<ul style="list-style-type: none"> <li>Form H: Project Finance Experience</li> </ul>	Applicant or Applicant Team Member

## 4.3 Detailed Evaluation Criteria

### 4.3.1 Evaluation Methodology

Provided the SOQs meet the Minimum Qualification Criteria, a detailed assessment of the SOQ submissions against the evaluation criteria shown in Section 4.4 will be carried out in order to identify Applicants qualified to progress to the RfP stage.

## 4.4 Evaluation Criteria

Provided that an Applicant satisfies the Minimum Qualification Criteria set out above, ADIO and the Procuring Entity will evaluate the Applicant based on: (i) its organisation and management structure pursuant to Section 3.2.2 its technical capabilities pursuant to Section 3.4; and (iii) its financial strength and ability to raise project finance pursuant to Sections 3.5 and 3.6.

The SOQs will be evaluated based on the following criteria:

Criteria	Description	Maximum score	Weight
<b>Organisation and Management Structure</b>	Applicant's organisation and management structure Allocation of roles and responsibilities between Applicant Team Members of the Applicant (applicable to consortia) Applicant's local presence in the region Applicant's prior experience in the region Applicant's ESG experience Applicant's ICV Commitment (Form F) Applicant's provision of nominated key personnel (as per Section 3.2.6)	20	20%

Criteria	Description	Maximum score	Weight
<b>Technical</b>	<p>Clear allocation of roles and responsibilities between the Applicant Team Members</p> <p>The Applicant must demonstrate that it has satisfactory technical project experience and shall provide evidence to demonstrate that its experience fulfils the relevant criteria set out in Section 3.4.</p> <p>The Applicant's technical experience will be evaluated, and a total score based on scoring of individual project experience will be given. Project sector and the Applicant's role will be considered when evaluating individual project experience.</p>	50	50%
<b>Financial</b>	<p>The Applicant and each Applicant Team Member must demonstrate financial strength and shall provide evidence to demonstrate this by fulfilling the relevant criteria set out in Section 3.5.</p> <p>The Applicant must demonstrate that it has satisfactory project financing experience and shall provide evidence to demonstrate that its experience fulfils the relevant criteria set out in Section 3.6.</p>	30	30%
<b>Total</b>		100	100%

#### 4.4.1 Evaluation Criteria – Minimum Scoring Threshold

The minimum qualifying score required is 75% on the total aggregated score. Applicants who fail to score 75% or more will not qualify to progress to the next stage of the tendering process.

#### 4.4.2 Notification of Pre-Qualification

ADIO will issue a notice of pre-qualification in writing to all Applicants.

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## 5. Miscellaneous and Legal

### 5.1 PPP Legal Framework & Companies Law

The Project is being procured using a PPP model pursuant to the laws and regulations in force in Abu Dhabi, and in particular the PPP Law and the broader legislative framework.

Applicants shall comply with all laws and regulations in force in the UAE and in the Emirate of Abu Dhabi in connection with the preparation and submission of their SOQs in response to this RfQ, including the PPP Law and the Federal-Decree Law No. 32 of 2021 ("**Companies Law**").

The Companies Law allows a UAE company to be established with no local shareholder, provided that it does not carry out activities with a 'strategic impact'. Provided the Project Company that enters into the Partnership Agreement will not be carrying out activities with a 'strategic impact' and subject to any further decree or legislative change between the date of this RfQ and the date on which the Partnership Agreement is signed, this will likely mean that 100% foreign ownership of the Project Company will be permitted under law.

Each Applicant shall be responsible for obtaining its own legal advice in respect of the applicability of the PPP Law, the Companies Law and the Decree and the scope of approvals, licences and permits that are required for the Project.

### 5.2 Reservation of Rights

ADIO and the Procuring Entity reserve the rights, at any time and without any liability, to:

- develop the Project in any manner they determine necessary. If ADIO (on behalf of the Procuring Entity) is unable to negotiate a Partnership Agreement to its satisfaction with the Preferred Bidder, it may: (i) negotiate with the next highest ranked Bidder; (ii) terminate the procurement process and pursue other development or solicitations relating to the Project; or (iii) exercise such other rights under the partnership framework and all laws and regulations in force in the UAE and in the Emirate of Abu Dhabi as it deems appropriate;
- modify the procurement process at any time (including the dates of this procurement process);
- cancel this RfQ or the subsequent RfP, in whole or in part;
- issue a new RfQ after withdrawal of this RfQ or a subsequent RfP;
- reject any and all SOQs and subsequent RfP proposals received at any time or terminate evaluations;
- require additional information from an Applicant concerning its SOQ;
- amend the Project scope from the information contained in this RfQ or any subsequent RfP;
- disqualify any Applicant that changes its submittal without the approval of ADIO and the Procuring Entity as applicable; and
- exercise any other right reserved or afforded to ADIO and the Procuring Entity under this RfQ or any subsequent RfP or any other law.

### 5.3 Confidentiality

Recipients of this RfQ shall regard and treat all documents and information concerning the Project, Procuring Entity, ADIO and other governmental entities involved as being strictly private and confidential and shall ensure that the same is not disclosed, copied, reproduced, distributed or passed to any other person at any time except: (i) for the purposes of enabling SOQs to be prepared and submitted or disclosed to persons providing or proposing to provide financing for the Project, provided that in each case the disclosing party ensures that the receiving party executes and delivers a confidentiality agreement and complies with the terms of this RfQ; or (ii) as required to be disclosed by judicial or administrative process (including in connection with obtaining any necessary governmental approvals for the Project).

## 5.4 Ownership and Copyright

All documentation supplied by ADIO and the Procuring Entity in relation to the Project is and shall always remain the property of ADIO and the Procuring Entity, as relevant, and must be returned upon demand, without any copies being retained in any form (save for where entities or advisors are required to retain copies for regulatory purposes). Copyright to the RfQ and other documentation supplied by ADIO and the Procuring Entity rests exclusively with them and such documentation may not be copied, reproduced, distributed or otherwise made available to any other third party (either in whole or in part) without the prior written consent of ADIO and the Procuring Entity, except in connection with the preparation and submission of SOQs. All SOQs submitted shall become the property of ADIO and the Procuring Entity on the date submitted.

## 5.5 Conflicts of Interest

Any conflict of interest must be fully disclosed in writing to ADIO and the Procuring Entity as soon as the conflict of interest becomes apparent. Following receipt of such information ADIO and the Procuring Entity will, in their absolute discretion, decide on the appropriate course of action, which may include disqualification of an Applicant, or an Applicant Team Member, as the case may be.

For the purposes of this RfQ, a conflict of interest means any actual or perceived situation where a person of authority or influence in the selection, assessment, decision making or otherwise at any stage of the tendering of the Project has a financial or non-financial interest, directly or indirectly, in the contracts or works to be implemented, and has the authority, power or control to influence them.

## 5.6 Changes in Organisation

Following submittal of the SOQ, an Applicant may not: (i) remove or replace (but may add, subject to provision of any information required under this RFQ) an Applicant Team Member or Applicant Equity Member; or (ii) change its Managing Member, without ADIO's prior written consent.

## 5.7 Rejection

An Applicant may be disqualified or rejected for any reason, at the sole discretion of ADIO and the Procuring Entity, including for the following reasons:

- failure by an Applicant (or any Applicant Team Member) to comply with the instructions and procedures outlined in this RfQ;
- failure by an Applicant to meet the Minimum Qualification Criteria requirements or the minimum scoring threshold as set out in Section 4.2 and Section 4.4.1;
- failure by an Applicant to submit additional information or clarifications as may be required by the Procuring Entity and/or ADIO during the evaluation of the SOQs;
- the Applicant (or any Applicant Team Member) misrepresents any fact, circumstance or matter within its SOQ;
- the Applicant (or any Applicant Team Member) is the subject of proceedings for a declaration of bankruptcy or insolvency or has suffered any other analogous event;
- the Applicant (or any Applicant Team Member) is guilty of an act of grave misconduct during his/her business;
- failure by the Applicant to disclose a conflict of interest;
- the Applicant (or any Applicant Team Member) has been previously blacklisted by the Procuring Entity or any government entity in Abu Dhabi or the UAE;
- the Applicant (or any Applicant Team Member) is subject to pending or threatened legal proceedings with the Procuring Entity or any government entity in Abu Dhabi or the UAE; or

- past failure to comply with the terms of any contract, letter of intent or bid with the Procuring Entity, ADIO or any other government entity in Abu Dhabi or the UAE, whether in an individual capacity or as part of a joint venture.

## **5.8 No Contract**

This RfQ does not commit the Procuring Entity and/or ADIO to enter into a Partnership Agreement or proceed with the procurement described in this RfQ. The Procuring Entity and ADIO assume no obligations, responsibilities and liabilities, fiscal or otherwise, to reimburse all or part of the costs incurred or alleged to have been incurred by parties considering responding to this RfQ or any subsequent RfP. All such costs shall be borne solely by each Applicant.

## **5.9 Supersedes Previous Communications**

This RfQ replaces and supersedes all previous documentation, communications and correspondence between ADIO, the Procuring Entity and Applicants. Applicants should not place any reliance on any such previous documentation, communications or correspondence.

## **5.10 Applicant's Warranties**

By its participation in this procurement process, each Applicant warrants, represents and undertakes to ADIO and the Procuring Entity that:

- all information, representations and other matters of fact communicated or to be communicated to ADIO and the Procuring Entity by the Applicant, its employees, servants or agents in connection with or arising out of the SOQ are true, complete and accurate as at the date communicated; and
- it has full power and authority to respond to this RfQ and, if appointed, to perform the Project.

*[The remainder of the page has intentionally left blank]*

# PART B

## FORM SHEETS

## PART B: FORM SHEETS

The following form sheets are enclosed in this part of the RFQ, which Applicants are required to submit as part of their SOQ submission.

No.	Form Sheet
Form A	SOQ Submission Letter
Form B	Information regarding Applicant/Applicant Team Members
Form C	Certification of each Applicant Team Member
Form D	Technical and Project Experience
Form E	Key Personnel CVs
Form F	ICV Commitment
Form G	Financial Certificate
Form H	Project Finance Experience
Form I	Request for Clarification Format

It should be noted that **all form sheets under this section of this RfQ are mandatory as part of the Applicants submission**, with the exception given only to Form I, Request for Clarifications Format. Form sheets are not to be altered; Applicants are only requested to populate the required information sought out in each form sheet.

*[The remainder of the page has intentionally left blank]*

## FORM A SOQ Submission Letter<sup>1</sup>

<b>Applicant:</b>	
<b>Managing Member Full Entity Name</b> <b>(if Applicant is a consortium):</b>	
<b>Date:</b> [Date Month Year]	
<b>Attention:</b>	

The undersigned (Applicant/Managing Member) submits this statement of qualifications (**SOQ**) in response to the Request for Qualifications dated [insert date] (**RfQ**), issued by the Abu Dhabi Investment Office (**ADIO**) and the Khalifa University (**Procuring Entity**). Capitalised terms not otherwise defined herein shall have the meanings set forth in the RfQ.

Enclosed, and by this reference incorporated herein and made a part of this SOQ, are the following:

- Volume 1 – General Information;
- Volume 2 – Legal Information;
- Volume 3 – Technical Information;
- Volume 4 – Financial Information; and
- Volume 5 – Project Finance Experience.

The Applicant/Managing Member refers ADIO and the Procuring Entity to Appendix 1 of this Submission Letter for details of where its response to each RfQ requirement can be found in its SOQ.

The Applicant/Managing Member represents and warrants that: (i) it has read the RfQ and agrees to abide by the contents and terms of the RfQ and the SOQ; (ii) the information stated in this Submission Letter and SOQ is both true and correct in every aspect and represents a true reflection of the Applicant's experience and financial experience; and (iii) it is authorised to submit this Submission Letter and SOQ.

The Applicant/Managing Member understands that ADIO and the Procuring Entity are not bound to determine that any Applicant should be selected to receive the RfP and may reject each SOQ without reason or justification.

The Applicant/Managing Member further understands that all costs and expenses incurred by it in preparing this SOQ and participating in the Project procurement process will be borne solely by the Applicant.

Applicant/Managing Member's address:

Country or jurisdiction of incorporation/formation/organisation of the Applicant/Managing Member:

[insert appropriate signature block] <sup>2</sup>

1 **Note to Applicants:** For Applicants that are, or are expected to be, a consortium, the submission letter shall have appended to it letters from each Applicant Team Member confirming that representations, statements and commitments made by the Managing Member on behalf of the Applicant Team Member entity have been authorised and are correct.

2 **Note to Applicants:** Please ensure form is properly executed with the inclusion of the authorised representative's signature

## Appendix A.1 SOQ Checklist

Statement of qualifications requirements		SOQ reference
<b>Volume 1 – General Information</b>		
<b>Section 3.2.1</b>	Executive summary	
<b>Section 3.2.2</b>	Organisation and Management Structure	
<b>Section 3.2.3</b>	Applicant Environmental, Social and Governance Approach.	
<b>Section 3.2.4</b>	Applicant to Register with National In-Country Value (ICV) Program	
<b>Section 3.2.5</b>	Applicant Team Members	
<b>Section 3.2.6</b>	Key Personnel	
<b>Volume 2 – Legal Information</b>		
<b>Section 3.3</b>	Submission Letter.	
<b>Section 3.3</b>	Completed SOQ Checklist.	
<b>Section 3.3</b>	Certified copies of corporate organisational documents for each Applicant Team Member	
<b>Section 3.3</b>	Certified copies of an organisational charts and corporate structure for each Applicant Team Member	
<b>Section 3.3</b>	A good standing certificate from its jurisdiction of incorporation for each Applicant Team Member	
<b>Section 3.3</b>	Details of the role of each Applicant Team Member in the consortium in the format set out in Form B	
<b>Section 3.3</b>	A signed confirmation of compliance with the legal requirements for Applicant and each Applicant Team Member in the format set out in Form C	
<b>Volume 3 – Technical Information</b>		
<b>Section 3.4</b>	Details of the Applicants technical and project experience in the format set out in Form D. (including End client testimonials specifically referring to the project and the Applicant)	

Statement of qualifications requirements		SOQ reference
<b>Volume 4 – Financial Information</b>		
<b>Section 3.5.1</b>	Financial Certificate for each Applicant Equity Member in the format set out in Form G	
<b>Section 3.5.1</b>	Financial statement for each Applicant Equity Member in accordance with the requirements of Section 3.5.1.	
<b>Volume 5 – Project Finance Experience</b>		
<b>Section 3.6</b>	Project Finance Experience in the format set out in Form H	

By: \_\_\_\_\_  
*Signature*

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

## FORM B Information regarding Applicant/Applicant Team Members<sup>3</sup>

*Instructions: Applicant to note that all fields in the tables below are required and should be provided in full.*

**Registered Name of Applicant:**

Country of registration:

Name of Applicant Team Member completing this form:

Address of Applicant Team Member (headquarters and lead office for this Project, if different):

Name of contact person:

Email address:

Contact number (including country code):

Role of Applicant Team Member:

Anticipated equity interest of Applicant Team Member in project company (if any):

Applicant's ESG and ICV certifications<sup>4</sup>

I certify that the foregoing is true and correct, and that I am the authorised representative of the Applicant Team Member:

**Signature:**<sup>5</sup>

**Print Full Name:**

**Title / Position / Assignment:**

**Date:**

[Day Month Year]

- 
- 3 **Note to Applicants:** This form should be submitted for all Applicant Team Members that the Applicant considers are relevant to the evaluation of its response to the RfQ, including all equity investors, consultants, designers, contractors, service providers and key advisors (in particular where project finance is required and a financial advisor/arranger has been appointed). Please make additional copies of this form as needed.
- 4 **Note to Applicants:** Applicant to provide documents and copies of certificates in support of Applicants ESG experience and ADLC certification
- 5 **Note to Applicants:** Please ensure form is properly executed with the inclusion of the authorised representative's signature.

## FORM C Certification of each Applicant Team Member

*Instructions: Applicant Team Members to complete and execute the form accordingly.*

**Name of Applicant Team Member:** *[Applicant to populate]*

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The Applicant Team Member certifies, to the best of its knowledge and belief, that the Applicant Team Member, its board members and executives:

- are not presently debarred, suspended, proposed for debarment, declared ineligible, or voluntarily excluded from covered transactions by any government entity in Abu Dhabi;
- have not within a three (3) year period preceding this SOQ been convicted of or had a civil judgment rendered against them for commission of fraud or a criminal offence in connection with obtaining, attempting to obtain, or performing a public transaction or contract under a transaction with a government entity in Abu Dhabi and have not been convicted of any violations of antitrust statutes, theft, embezzlement, corruption, forgery, bribery, falsification, destruction of records, making false statements, or receiving stolen property;
- are not presently indicted for or otherwise criminally or civilly charged by a government entity in Abu Dhabi with commission of any of the offences enumerated in the above paragraph of this certificate; and
- have not within a three (3) year period preceding this SOQ had one or more transactions with a government entity in Abu Dhabi terminated for cause or default.

Where the Applicant Team Member is unable to certify any of the statements in this certification, such Applicant Team Member shall attach an explanation to this form.

The undersigned makes the foregoing statements to be filed with the SOQ submitted on behalf of the Applicant Team Member for contracts to be entered into with the Procuring Entity.

**Signature**

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**Full Name**

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**Position / Assignment**

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**Date**

*[Day Month Year]*

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## FORM D Technical and Project Experience

This Form D shall be read in conjunction with Section 3.4.

*Instructions: Applicants shall present each example of project experience in a separate table using the template provided below. For each project experience, the information submitted shall not exceed two (2) A4 pages. ADIO and the Procuring Entity may, at their discretion, disregard any information that exceeds such page limit. The Applicant is required to ensure the accuracy of information provided in full to ensure a complete and comprehensive evaluation can be carried out.*

ITEMS	INFORMATION REQUIRED	
PROJECT DETAILS	Project Name:	
	Sector/asset type:	
	Nature of procurement: (examples being: (i) social infrastructure PPP; or (ii) IWP, IWPP or (iii) Residential, etc.)	
CLIENT:	Role of Applicant (sole developer / majority / minority shareholder / designer / contractor / service provider, etc. to be specified):	
PROJECT TIMELINE STATUS:	Contract commencement date (actual): [MM / YYYY] Contract completion date (actual or estimated):[MM / YYYY] Project status ([xx] years into operation, etc. to be specified):	
CONTACT INFORMATION OF THE CLIENT OR OWNER AND THEIR PROJECT MANAGER WHO CAN VERIFY THE APPLICANT TEAM MEMBER'S RESPONSIBILITIES:	Client/owner Name: Phone: Email:	Project Manager Name: Phone: Email:
COUNTRY:	Location of Project (country name and location name i.e., city name):	

ITEMS	INFORMATION REQUIRED
<b>PROJECT TECHNICAL INFORMATION:</b>	Gross internal area (sq. m) (per facility and total under the project):
	Full description of the facility scope, functionality, occupancy capacity:
	Total CAPEX (in AED):
	<p>Description of the scope of design service provided by the Applicant (if the Applicant only undertook a part of the full design scope, please specify):</p> <p><i>[Note to Applicants: Only used in circumstances where an Applicant's reference projects do not fully satisfy the criteria under 3.4.2 a) and where supplementary examples are provided by the Applicant's designer (as the Applicant Team Member) in order to demonstrate the designer's experience on infrastructure projects which are similar in size, nature, scope and complexity to the Project scope as set out in Sections 1.1 and 1.4.]</i></p>
	<p>Description of the scope of construction services provided by the Applicant (if the Applicant only undertook a part of the full construction scope, please specify):</p> <p><i>[Note to Applicants: Only used in the case where an Applicant's reference projects do not fully satisfy the criteria under 3.4.2 a) and where supplementary examples are provided by the Applicant's EPC contractor (as the Applicant Team Member) in order to demonstrate the EPC contractor's experience on infrastructure projects which are similar in size, nature, scope and complexity to the Project scope as set out in Sections 1.1 and 1.4.]</i></p>
	<p>Description of the scope of operation, maintenance and facilities management services provided by the Applicant (if the Applicant only undertook a part of the full-service scope, please specify):</p> <p><i>[Note to Applicants: Only used in the case where an Applicant's reference projects do not fully satisfy the criteria under 3.4.2 a) and where supplementary examples are provided by the Applicant's FM contractor (as the Applicant Team Member) in order to demonstrate the FM contractor's experience on infrastructure projects which are similar in size, nature, scope and complexity to the Project scope as set out in Sections 1.1 and 1.4.]</i></p>

ITEMS	INFORMATION REQUIRED
	The project examples shall be evidenced by project testimonials from the end client in support of the relevant project experience (role, cost, etc.) of the Applicant

## FORM E Key Personnel CVs<sup>6</sup>

Résumé of key personnel anticipated for the Project.

Name and Title:

Proposed Role and Responsibility for the Project:

Name of the Applicant Team Member you represent or are employed by (if not employed state the name of the organisation/employer):

Years' experience: With your employer [No.] Years and with other employer [No.] Years.

*List chronologically (most recent experience first) your employment history, position, general responsibilities and duration of employment for the last fifteen (15) years.<sup>7</sup>*

Education: Name- and Location of Institution(s)/Degree(s)/Year/Specialisation:

Document the extent and depth of your relevant expertise, experience and qualifications relevant to PPP infrastructure projects:

*(List at least three (3), but no more than five (5), relevant projects for which you have performed a similar function.)*

<sup>6</sup> **Note to Applicants:** One copy of Form E should be used for each of the Key Personnel described herein and only one individual shall be designated to fill each position. The Key Personnel résumé CVs shall not exceed two (2) pages for each Key Personnel.

<sup>7</sup> **Note to Applicants:** If you have less than fifteen (15) years of experience, please list the experience for those years you have worked. Partnership Project specific experience shall be included in Form D.

## FORM F ICV Commitment<sup>8</sup>

**Registered Name of Applicant:**

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Country of registration:

---

Name of Applicant Team Member completing this form:

---

Applicant's ICV certifications<sup>9</sup>

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We hereby acknowledge the provisions of paragraph 3.2.4 of this RfQ, in particular the requirement which will be contained within the RFP to register with the ICV Program and to submit an ICV improvement plan for the duration of the Project. The Applicant acknowledges that failure to comply with the ICV requirements that will be contained in the RFP will result in an ICV score of zero.

**Signature:**<sup>10</sup>

---

**Print Full Name:**

---

**Title / Position / Assignment:**

---

**Date:**

*[Day Month Year]*

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8 **Note to Applicants:** This form should be submitted for all Applicant Team Members

9 **Note to Applicants:** If the Applicant already possess an ICV certificate, the Applicant is kindly requested to provide confirmation and a copy of the certificate with their submission.

10 **Note to Applicants:** Please ensure form is properly executed with the inclusion of the authorised representative's signature.

## FORM G Financial Certificate<sup>11</sup>

**Instructions:** The Applicant is requested to complete this certificate in full and accurately. There have been placeholders where the Applicant is to provide the required information and has been represented with the use of square brackets i.e., [example].

I, [Name], the [Title] of [Name of Applicant Equity Member] (the **Company**) [and the [Title] of [Name of Guarantor] (the **Guarantor**)], do hereby certify as of [Date] that:

This certificate is being executed and delivered in connection with the Statement of Qualifications submitted by [insert Applicant name] (the **SOQ**) in response to the Request for Qualifications, dated [insert date] (the **RfQ**) issued by the Abu Dhabi Investment Office (**ADIO**), on behalf of the Khalifa University (the **Procuring Entity**) relating to the design, build, finance, maintenance and transfer of student accommodation (the **Project**).

As to the matters herein set forth below, I either have personal knowledge or have obtained information from officers or employees of the [Applicant Equity Member] [and the Guarantor] in whom I have confidence and whose duties require them to have personal knowledge thereof. I make the certifications herein to ADIO and the Procuring Entity pursuant to the requirements of the RfQ with the intent and understanding that they will be relied upon by ADIO and the Procuring Entity as a basis for the evaluation of the SOQ contemplated by the RfQ.

- [Guarantor support: It is the intention of the Guarantor to support the Company with the financial resources and other support needed by the Company to successfully satisfy its obligations in respect of the Project if the Applicant were to be selected to carry out the Project.]
- Material changes in financial condition: [No material change in the financial condition of the Company [or Guarantor] has occurred or is projected to occur, as applicable: (i) within the most recently completed three (3) fiscal years that is not reflected in its audited financial statements; (ii) since the date of its audited financial statements for its most recently completed fiscal year; or (iii) during the next fiscal quarter following the date of the SOQ.] [Attached hereto is a detailed description of material changes in the financial condition of [the Company] [the Guarantor]].<sup>12</sup>

IN WITNESS WHEREOF, the undersigned is the Chief Financial Officer, Treasurer or equivalent officer of the entity to which this form relates and has duly executed this certificate as of the date first written above.

**Signature:**

---

**Full Name:**

---

**Title / Position / Assignment:**

---

**Date:**

[Day Month Year]

---

<sup>11</sup> **Note to Applicants:** Each of the Applicant Equity Members should provide its own separate certificate. However, if any such company is proposing a Guarantor, only one consolidated certificate is required for the Guarantor and its guaranteed entity. If a company has no Guarantor, all references to "Guarantor" should be deleted from this certificate.

<sup>12</sup> **Note to Applicants:** Complete the appropriate certification. Delete the sentence that is not applicable.

FORM H Project Finance Experience

**Instructions:** The Applicant is requested to provide all details in the table below. Where data is not available, the Applicant is requested to note this accordingly for ADIOs attention.

Project name, location, sector, size and procuring entity	Project description	Role in project (name of sponsors)	Project cost (total finance raised)	Sources of debt finance and lead arrangers	Percentage (%) of equity participation (total and % committed by Applicant)	Dates of Financial Close and completion (actual or expected)	Capital structure (debt and equity in AED thousands)	Reference details (contact name, company, phone number and email) <sup>13</sup>
[Project name, location, sector, size and procuring entity]	[Brief scope of work]		[USD and AED amounts]					

13 **Note to Applicants:** ADIO and the Procuring Entity may disregard projects if contact references stated above are not made available.

# FORM I   Request for Clarification Format

**Instructions:** The Applicant is to use the prescribed format below to raise any clarifications.

Applicant	
Date	

No.	Issue	RfQ Section	Question/Comment
1.	(e.g.,    Payments, Technical requirements, etc...)	(e.g., Section 2.4.1)	[Please provide clear detailed questions that the Applicant wish to have addressed]



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