



**THE FEDERAL GOVERNMENT OF NIGERIA
(THROUGH THE FEDERAL MINISTRY OF AVIATION)**

in compliance with the

**Infrastructure Concession Regulatory Commission
(Est.) Act 2005 and
The National Policy on
Public Private Partnership (N4P)**

REQUEST FOR QUALIFICATION (RFQ)

**FOR THE CONCESSION OF FOUR AIRPORT
TERMINALS IN LAGOS, ABUJA, PORT HARCOURT
AND KANO**

Reference No: FMOA/AIRPORTS/RFQ001

AUGUST 2021

TABLE OF CONTENTS

DISCLAIMER	i
LIST OF DEFINITIONS	iii
1. INTRODUCTION	7
1.1. Background	7
1.1.1 The Project Overview.....	7
1.2. Bidding Process.....	11
1.3. Schedule of RFQ Process	12
1.4. Invitation to Pre-Qualify	12
2. INSTRUCTIONS TO APPLICANTS.....	14
2.1 Scope of Application	14
2.2 Eligibility of Applicants.....	14
2.3 Amendment to RFQ Package	18
2.4 Preparation of Application	19
2.5 Documents Comprising the Application	19
2.6 Application Form	19
2.7 Modification and Withdrawal of Applications	20
2.8 Deadline for Submission of Applications	20
2.9 Late Submissions.....	21
2.10 Contact Information.....	21
2.11 Clarification of RFQ and Pre-Application Meeting	21
2.12 Changes in Composition of Consortium.....	22
2.13 Acknowledgment by Applicants	22
2.14 Acceptance/Rejection of Bids	22
3. EVALUATION PROCESS	24
3.1. Opening and Evaluation of Applications.....	24
3.2. Confidentiality	25
3.1 Qualification and Bidding	26
4. FRAMEWORK/CRITERIA FOR EVALUATION OF APPLICATIONS	26
4.1. Evaluation Parameters	26
4.2. Technical Capacity	27
4.3. Financial Capacity	27
4.4. Short-listing of Applicants.....	28
5. CONFLICT OF INTEREST, FRAUD AND CORRUPT PRACTICES	31

5.1. Conflict of Interest	31
5.2. Corrupt Practices.....	31
6. APPLICATION FORMS	33
FORM I (Letter of Response)	33
FORM II (Details of Applicant).....	36
FORM III (Financial Strength)	39
FORM IV – A (Investment, Development, Management & Operating Eligibility).....	45
FORM IV – B (CSR & Sustainability Eligibility)	58
FORM V (Particulars of Authorized Representative/Principal Contact Person)	60
FORM VI (Consortium Summary).....	62
FORM VII (Management & Operating Experience).....	63
FORM VIII (Development, Financing & Investment Experience)	65
FORM IX – A (Power of Attorney for Signing of Submission)	66
FORM X – B (Power of Attorney for Lead Member of Consortium).....	67
FORM XI (Joint Bidding Agreement)	69

DISCLAIMER

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

This RFQ Package is not an agreement and is neither an offer nor invitation by the Grantor (as hereinafter defined) to the prospective Applicants or any other person. The purpose of this RFQ Package is to provide interested parties with information that may be useful to them in the formulation of their application for qualification pursuant to this RFQ Package (the “Application”). This RFQ Package includes statements, which reflect various assumptions and assessments arrived at by the Grantor in relation to the Project. Such assumptions, assessments and statements do not purport to contain all the information that each Applicant may require. This RFQ Package may not be appropriate for all persons, and it is not possible for the Grantor, its agencies or advisors to consider the investment objectives, financial situation and particular needs of each party who reads or uses this RFQ Package. The assumptions, assessments, statements and information contained in this RFQ Package may not be complete, accurate or adequate. Each Applicant may conduct its own investigations and analysis and should check the accuracy, adequacy, correctness, reliability and completeness of the assumptions, assessments, statements and information contained in this RFQ Package and obtain independent advice from appropriate sources.

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

The Grantor, its agencies and advisors make no representation or warranty and shall have no liability to any person, including any Applicant or Bidder, under any law, statute, rules or regulations or tort, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expense which may arise from or be incurred or suffered on account of anything contained in this RFQ Package or otherwise, including the accuracy, adequacy, correctness, completeness or reliability of the RFQ Package and any assessment, assumption, statement or information contained therein or deemed to form part of this RFQ Package or arising in any way with qualification of Applicants for participation in the qualification process.

The Grantor also accepts no liability of any nature whether resulting from negligence or otherwise howsoever caused arising from reliance of any Applicant upon the statements contained in this RFQ Package. The Grantor may, in its absolute discretion but without being under any obligation to do so, update, amend or supplement the information, assessment or assumptions contained in this RFQ Package. The issue of this RFQ Package does not imply that the Grantor is bound to select and short-list qualified Applications for the Project and the Grantor reserves the right to reject all or any of the Applications or Bids without assigning any reasons whatsoever.

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

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

LIST OF DEFINITIONS

Airport Concession	The Concession of the Airports and Cargo Terminals by Reputable Airport Developers/Operators/Consortium via “PPP” arrangement.
Applicant	An interested Party, Firm, Company or Consortium who submits an application in accordance with the provisions of this RFQ.
Application	The submission of an interested entity or consortium in response and in accordance with the provisions of this RFQ.
Authorized Representative	A natural person designated by the entity or consortium who has the legal authority to represent the Applicant for all matters relating to the RFQ.
Award	The award by the Contracting Authority of the Concession to the Preferred Bidder. There will also be a reserved bidder.
Bid Documents	RFP and other documents to be provided by the Contracting Authority. A Bid Bond would also be a required at the RFP stage.
Bid Stage	The second stage of the Bidding Process
Bidder	A qualified and shortlisted Applicant.
Bidding Process	The two-stage process adopted by the Contracting Authority on Airports and Cargo Terminals Concession with the approval of the ICRC, involving the Qualification Stage followed by Bid Stage
Bids	Technical and financial offers to be submitted by bidders.
BOO	Build – Own – Operate
BOT	Build – Operate – Transfer
BOLT	Build – Own – Lease – Transfer
BOOT	Build – Own – Operate – Transfer
Build- Operate –Transfer (BOT)	A contractual arrangement whereby the Project Proponent undertakes the designing, financing, construction, and operation, and maintenance of a given infrastructure or development facility. The project Proponent operates the facility over a fixed term during which it is allowed to charge facility users appropriate tolls and fees to recover its total investment on the project, plus a Reasonable Rate of Return (ROR) thereon.
Complete-Build-Operate-Transfer (CBOT)	A contractual arrangement whereby the Project Proponent undertakes the designing, financing, construction, and operation, and maintenance of an existing infrastructure or development

	facility. The project Proponent operates the facility over a fixed term during which it is allowed to charge facility users appropriate tolls and fees to recover its total investment on the project, plus a Reasonable Rate of Return (ROR) thereon.
Concession	Up to 25-years Build Operate and Transfer (BOT), Rehabilitate, Operate and Transfer (ROT) granted by FMoA to preferred bidder through International Competitive Tender.
Concession Agreement	The agreement to be entered between the Contracting Authority and the Preferred Bidder (or the reserved bidder as the case may be) for the execution of the Project.
Contracting Authority	Federal Ministry of Aviation (FMoA)
Consortium	Two or more firms, individuals, or companies who jointly respond to this RFQ.
Eligible Project	Operations and services involving the development, operations and maintenance Airports and Cargo Terminals in which the Applicant has executed fully or partially during the last five (5) years immediately preceding the RFQ Application.
FAAN	Federal Airports Authority of Nigeria
FBC	Full Business Case
FGN	Federal Government of Nigeria.
FIRS	Federal Inland Revenue Service
FMoA	Federal Ministry of Aviation
Form	Any form included in Section 4 of this RFQ Package.
Grantor	The Federal Government of Nigeria (FGN), represented by the Federal Ministry of Aviation (FMoA).
ICRC	Infrastructure Concession Regulatory Commission.
IFRS	International Financial Reporting Standards
IM	Information Memorandum
Lead Member	A member of a Consortium holding or intending to hold at least 10% interest in the consortium & have management control of the project. Designated and authorized as such by the Power of Attorney in the form of FORM VIII.
MAKIA	Mallam Aminu Kano International Airport
MMIA	Murtala Muhammed International Airport

N4P	National Policy on Public Private Partnership.
NAIA	Nnamdi Azikiwe International Airport
NAMA	Nigerian Airspace Management Agency
NCAA	Nigerian Civil Aviation Authority
NDA	Non-Disclosure Agreement to be signed by an Applicant prior to being issued the Bidding Document.
Negotiation Stage	The task of engaging the preferred bidder on the terms and conditions of the Concession Agreement
NGN	Nigerian Naira
O&M	Operation and Maintenance of the airports and cargo terminals
OBC	Outline Business Case
OBCCC	Outline Business Case Compliance Certificate
PC Airports Concession	Procurement Committee for the Airports and Cargo Terminals Concession
PDT	Project Delivery Team
PHIA	Port Harcourt International Airport
PPP	Public Private Partnership
Principal Contact Person	A person designated by the Applicant or Consortium to act as the contact person of the Applicant or Consortium for all matters relating to the RFQ.
Project	The Concession of any of the designated airports in Nigeria.
Proponent	An entity or Consortium interested in or contemplating submitting an application in response to this RFQ.
PSC	Project Steering Committee
Qualification Stage	The first stage of the Bidding Process.
RFP	Request for Proposals.
RFQ	Request for Qualification.
SPV	Special Purpose Vehicle established by a Consortium.

TC Airports Concession	Technical Committee for the Airports Concession.
Transaction Advisors	The Consortium of Consultants providing Transaction Advisory Services for the Concession of the Airports.
USD or US\$	United States Dollar.

1. INTRODUCTION

1.1. BACKGROUND

The Federal Government of Nigeria (“FGN”) through the Federal Ministry of Aviation (FMoA) (the “Grantor”), intends to develop Nigeria’s major commercial airports and surrounding communities into efficient, profitable, self-sustaining, commercial hubs which will create more jobs and develop local industries through a Public Private Partnership (PPP) arrangement.

The FGN through the Ministry of Aviation has adopted PPP as the strategy to leverage private sector participation and foreign direct investment to achieve the upgrade and development of new terminal infrastructure at the four identified airports in a cost-effective and value for money-based manner.

The airports terminals concession is one of the critical projects under the Aviation Sector Roadmap of the FGN and fits well within the scope of the Ministry’s strategic plan for the sector.

FMoA is desirous of procuring concessionaires for the four main airports terminals in the country, namely; Murtala Muhammed International Airport Lagos (MMIA), Nnamdi Azikiwe International Airport Abuja (NAIA), Mallam Aminu Kano International Airport Kano (MAKIA) and Port Harcourt International Airport (PHIA).

The Airports in Nigeria have huge potentials but are currently operating at a suboptimal level due to factors that will have to be improved under the PPP programme. Some of the highlighted requirements are include but not limited to: the urgent need for infrastructure investments and modernisation (runway maintenance, navigational aids as well as modern terminal facilities), relatively low assets utilisation due to the limited opening hours of some airports, lack of terminal capacity at the airports due to inadequate gates, automation systems, stands and check-in desks and design deficiency to operate as international hubs resulting in separate international and domestic terminals.

In line with extant laws and regulations as stipulated for Public Private Partnership (“PPP”) procurement process, FMoA procured the services of the consortium of Infrata, Dentons, Proserve, Ciena & Templars to act as Transaction Advisors, and anchor pre-development phase as well as aiding the Ministry in procuring credible and capable Concessionaires that would take-over the terminals at the aforementioned four airports.

The pre-development phase of the Project culminated in the development of an Outline Business Case (“OBC”) submitted to the Infrastructure Concession and Regulatory Commission (“ICRC”). Having reviewed the OBC report, ICRC issued an OBC Compliance Certificate (“OBCCC”) in accordance with the ICRC (Est.) Act 2005 and the National Policy on Public Private Partnership (“N4P”). As the statutory authority responsible for the regulation of air travel and aviation services, the Federal Ministry of Aviation (“FMoA”) shall represent the FGN in the implementation of the Project.

1.1.1 THE PROJECT OVERVIEW

Requirement	Description
Asset Type	<ol style="list-style-type: none"> 1. Murtala Muhammed International Airport (MMIA), 2. Mallam Aminu Kano International Airport Kano 3. Port Harcourt International Airprot 4. Nnamdi Azikwe International Airport Abuja <ol style="list-style-type: none"> a. <i>International/Domestic Passenger and Cargo Terminals</i> b. <i>Adjoining Car Parks and Associated Infrastructure</i>
Project Site	<ul style="list-style-type: none"> • LAGOS, ABUJA, PORT HARCOURT AND KANO
Development Objectives	<p>The Ministry aims to develop Nigeria’s major commercial airports and surrounding communities into efficient, profitable, self-sustaining, commercial hubs which will create more jobs and develop local industries. The Federal Government of Nigeria (the FGN) would like to use the PPP model to leverage private sector participation and foreign investment to achieve the upgrade and development of new infrastructure at the airports in the fastest and most cost-effective manner</p> <ul style="list-style-type: none"> • The Airports in Nigeria are currently operating in a suboptimal environment, most notably due to the following factors that will have to be improved as part of the PPP programme: • Urgent need of infrastructure investments and modernisation. All Airports require investments in runway maintenance, navigation aids as well as terminal, cargo handling facilities, car parks and associated Infrastructure; • Relatively low asset utilization due to the limited opening hours of other smaller Nigerian airports; • Lack of terminal capacity as the Airports fall short of gates, stands and check-in desks; • The Airports have not been designed as international hubs but operate separate international and domestic terminals. • Improved Foreign Direct Investment into the Nigerian Economy • Enhanced technology transfer to Nigerians • The Murtala Muhammed International Airport Infrastructure and facilities needs to be prepared to facilitate the macro-economic demand of the forecast population growth and its increasing affluence. • A strong aviation industry provides the country with a high connectivity, both on a domestic and international scale. This has several economic and social benefits for the country as

	identified in the OBC. These include time and cost savings for companies, efficiency gains for the economy, increased connectivity for remote regions, and improved access to health care.
Transaction Procedure	International Competitive Tender
Investment Structure	Incorporated privately-owned Special Purpose Vehicle
Nature of Grant	Up to 25-years Build, Operate, Transfer (BOT)/ Rehabilitate, Operate, Transfer (ROT) with private developer undertaking the design, upgrade, construction, and financing obligations, in consideration of the project revenues to be earned from revenue streams.
Grantor	Federal Ministry of Aviation
Grantor Responsibilities	<p>(a) Procure the provision of Air Traffic Control Services, Air Traffic Management and Air Traffic Services (<i>as defined in Regulation 18</i>).</p> <p>(b) Maintain existing, and procure the replacement (and installation) of, Air Traffic Equipment (including radars both at the relevant airport and remote head radars) and thereafter maintain and operate such equipment in accordance with ICAO standards, ACI ASQ survey score, and IATA LoS required (Optimum) standards.</p> <p>(c) Procure that NAMA provides the Air Traffic Control Services sufficient so as not to restrict the capacity and operation of the Relevant Airport Site to ensure forecast passenger and cargo volumes as contemplated in the Masterplan.</p> <p>(d) Maintain all public highways to the Relevant Airport Site [<i>identify key roads</i>] to an agreed standard.</p> <p>(e) Maintain the runways at each Relevant Airport Site.</p> <p>(f) Provide at its cost the following Services at each Relevant Airport Site (the Government Services):</p> <ul style="list-style-type: none"> • Fire and Safety; • Police, immigration, customs and other security services; • Others such as emergency services
Concessionaire	A consortium of an international operator, local and/or international finance Institutions with requisite airport development and operations experience.
General Obligations of Concessionaire	<p>The Concessionaire shall:</p> <p>I. Provide the Airport Services:</p>

	<p>I.I. in accordance with:</p> <p>I.I.1. applicable law including the Act and the Regulations;</p> <p>I.I.2. all necessary consents;</p> <p>I.I.3. the standard of a Reasonable and prudent operator and other applicable standards;</p> <p>I.I.4. IATA guidelines;</p> <p>I.I.5. agreed ICAO and IATA standards and recommended practitioners;</p> <p>I.I.6. agreed key performance indicators (KPIs);</p> <p>2. comply with and maintain the Aerodrome Certificate (as defined in Part 12 of the Regulations);</p> <p>3. comply (and update when required) with the Aerodrome Manual (as defined in section 12 of Part 12 of the Regulations) for the Airport;</p> <p>4. prepare (and update) and at all times comply with (i) an airport security programme, (ii) an airport emergency plan, (iii) a safety management system and (iv) an Aerodrome Standards Manual (consistent with ICAO Annex 14);</p> <p>5. ensure that the Airport Services are made available to the Airport users under uniform conditions to all passengers and aircraft of all countries;</p> <p>establish where necessary a slot allocation committee to ensure continued access to users to the relevant airport terminal on a fair, transparent and non-discriminatory basis.</p>
<p>Non-Recourse Financing</p>	<ul style="list-style-type: none"> • There shall be no recourse to the Grantor or any other public sector body for any shortfall in revenues and/or Airport Charges. • Shareholders of the Project Vehicle will provide equity financing for the Project, as well as funding for further technical studies and activities that may be required. Additional capital requirement is expected to be raised from debt financing sources.
<p>Principal Project Agreements</p>	<ul style="list-style-type: none"> • Concession Agreement • Airport and Cargo Terminals Development and Operations Agreement;

	<ul style="list-style-type: none"> • Service Level Agreement • Maintenance & Services Agreement
Taxes	<ul style="list-style-type: none"> • The Concessionaire shall be responsible for and shall pay all applicable taxes in the country
Employees	The Concessionaire shall employ adequate number of qualified and skilled personnel to perform all critical activities for airport terminal operation and maintenance. The Concessionaire will ensure compliance with the requirements of section 12.6 of Part 12 of the Regulations.

For a detailed description and other information relating to the Project, please refer to the Information Memorandum (IM) and Nigeria Airports Heads of Terms for the Project which is available on the official website for the Airports Concession: <https://nacp.aviation.gov.ng>

In accordance with the N4P, a Procurement Committee for the Airports Concession Project (the “**PC Airports Concession**”) tasked with the responsibility of supervising the procurement process has been established. Further thereto, the Contracting Authority now issues a Request for Qualification (“**RFQ**”) and seeks applications from reputable and interested airport developers and operators for the Airports Concessions Project.

1.2. BIDDING PROCESS

- 1.2.1.** The FMOA, with the approval of the ICRC, has adopted a two-stage bidding process (collectively referred to as the “**Bidding Process**”) for selection of the Bidder for award of the Project. The first stage (the “**Qualification Stage**”) of the process involves qualification (the “**Qualification**”) of interested parties/consortia who apply in accordance with the provisions of this RFQ (the “**Applicant**”, which expression shall, unless repugnant to the context, include the Members of the Consortium). Upon the completion of the Qualification Stage, only successful applicants will be issued with the “**Request for Proposals**” or “**RFP**” to proceed to the second stage of the Bidding Process (the “**Bid Stage**”) while unsuccessful applicants will be contacted and debriefed after award.
- 1.2.2.** In the Qualification Stage, Applicants would be required to furnish all the information specified in this RFQ. Only those Applicants that are qualified and short-listed by the PC Airports Concession shall be invited to submit their Bids for the Project. Those who are shortlisted must execute a Non-Disclosure Agreement. The PC Airports Concession is likely to provide a comparatively short time span for submission of the Bids for the Project.
- 1.2.3.** In the Bid Stage, the Bidders will be called upon to submit their technical and financial offers (the “**Bids**”) in accordance with the RFP and other documents to be provided by the PC Airports Concession (collectively the “**Bidding Documents**”).

- 1.2.4.** During the Bid Stage, Bidders are invited to examine the Project in greater detail, and to carry out, at their cost, such studies as may be required for submitting their respective Bids for implementation of the Project.
- 1.2.5.** As part of the Bidding Documents, the PC Airports Concession will provide draft Heads of Terms for the Concession Agreement and the draft Concession Agreement as well as other information pertaining/ relevant to the Project.
- 1.2.6.** There shall be a public financial bid opening and the bidders will be requested to attend. Details of the entire process to be followed at the Bid Stage and the terms thereof will be spelt out in the Bidding Documents.
- 1.2.7.** Upon the completion of the bid evaluation process, the consortium submitting the preferred bid will be notified and a public announcement made. Subsequently, negotiations with the preferred bidder will commence to agree on terms and conditions of contract to ensure that risks are allocated in the most efficient manner and rewards are commensurate with the risks undertaken by each party.

1.3. SCHEDULE OF RFQ PROCESS

The timeline of the RFQ process is stated below:

Key Milestone	Date
RFQ Package available for access to interested Applicants	16 th August, 2021
Date of commencement of “Pre-Application Meetings”	TBD
End of “Pre-Application Meetings”	TBD
Deadline for submission of Response to RFQ by interested Applicants	1500 hours Nigerian Time (14.00hrs GMT) on 27 th September 2021

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

Key Milestone	Date
Deadline for RFQ Clarifications	1 st September, 2021
Ministry’s response to Bidders queries latest by	10 th September, 2021

1.4. INVITATION TO PRE-QUALIFY

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

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

2. INSTRUCTIONS TO APPLICANTS

2.1 SCOPE OF APPLICATION

- 2.1.1 This RFQ Package is issued for reputable and qualified applicants to submit applications for qualification in respect of the Project.
- 2.1.2 Shortlisted Applicants may subsequently be invited to respond to the Request for Proposals (“RFP”) of the Project.

2.2 ELIGIBILITY OF APPLICANTS

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

- 2.2.1 An Applicant may be a single entity or a group of entities (“**Consortium**”) coming together to submit an application for the implementation of the Project. However, no Applicant applying individually or as a member of a Consortium can be a member of another Applicant. The term Applicant used herein would apply to both a single entity and a Consortium.
- 2.2.2 A group of entities forming a Consortium must provide evidence thereto by a Letter of Intent to enter into a Consortium Agreement or an existing Consortium Agreement specifically entered into by all the entities for this application. However, when the preferred Applicant is selected, the Consortium shall be required to establish a special purpose vehicle (“**SPV**”) in order to sign the Concession Agreement and the Joint Venture/Shareholders Agreement. A Consortium must have a Lead Member holding at least 10% interest in the Consortium as well as have management control of the Project. All parties in a Consortium shall be jointly and severally liable for the relevant obligations in respect of the Application. Changes in the membership of a Consortium (whether by way of exit of existing members or entry of new members or internal reapportionment of the participation percentages) following the submission of the Application must be notified to the PC Airport Concession no later than the submission of the Bids during the Bid Stage and provided: (i) the Consortium continues to fulfil the minimum technical and minimum financial criteria set out under this RFQ; and (ii) any notification to the PC Airport Concession in relation to any change in the membership of a Consortium by way of entry of new members must be accompanied by the necessary supporting documents as applicable otherwise the change shall not be approved. The formation of a new Consortium by any way following the submission of Application by the Applicant is not permitted.
- 2.2.3 The eligibility criteria listed in this Clause 2.2 shall apply to the Applicant, including the parties constituting the Applicant.
- 2.2.4 An Applicant may have the nationality of any country, subject to the restrictions pursuant to Sub-clause 2.2.6. An Applicant shall be deemed to have the nationality of a country if the Applicant is constituted, incorporated or registered and operates in conformity with the

provisions of the laws of that country, as evidenced by its Certificate of Incorporation/Registration or any other equivalent document evidencing registration of the companies in country of registration, Articles of Incorporation, Charters, or any document constituting its constitutional documents.

- 2.2.5 An Applicant shall submit only one Application in the same RFQ process as a Member of a Consortium. No Applicant can be a subcontractor while submitting an Application as a Member of a Consortium in the same process. An Applicant who submits, or participates in, more than one Application will cause all the applications in which the Applicant has participated to be disqualified.
- 2.2.6 Applicants from an eligible country may be excluded if: (i) As a matter of Nigerian law, regulations or international conventions to which Nigeria is a signatory, the FGN prohibits commercial relations with that country, provided that the PC Airport Concession are satisfied that such exclusion does not preclude effective competition for the supply of goods or the contracting of works required; or (ii) By an act of compliance with a decision of the United Nations Security Council taken under Chapter VII of the Charter of the United Nations, the FGN prohibits any import of goods or contracting of works or services from that country, or any payments to persons or entities in that country.
- 2.2.7 An Applicant will be disqualified if any of its members does not meet any of the following exclusion criteria:
- (a) The Applicant must not be in a state of bankruptcy or liquidation;
 - (b) The Applicant must not be subject to a bankruptcy application;
 - (c) The Applicant has not been found guilty of an offence which raises doubts about the professional integrity of the Applicant, its shareholders, or member(s);
 - (d) The Applicant has not committed a grave error in the performance of its profession;
 - (e) The Applicant has met its obligations with regard to the payment of social security contributions or taxes, in accordance with the legal requirements in the country in which it is established;
 - (f) The Applicant has not been guilty of making false statements in the provision of information, including statements made for the purpose of an application and the information submitted on the basis thereof.
 - (g) The Applicant is not Nigerian Government owned or controlled (whether wholly or partly);
 - (h) All Consortium Members have applied only once and are not Consortium Member of another Applicant;
- 2.2.8 Any Applicant found to have a Conflict of Interest in respect of this process shall be disqualified. An Applicant shall be deemed to have a Conflict of Interest, if:

- a) such Applicant has the same legal representative for purposes of this Application as any other Applicant; or
- b) such Applicant, or any officer thereof has a relationship with another Applicant, or any officer thereof, directly or through common third party/ parties, that puts either or both of them in a position to have access to each other's information about, or to influence the Application of either or each other; or
- c) such Applicant, or any officer thereof has participated as a consultant to the PC Airport Concession in the preparation of any documents, design or technical specifications of the Project; or
- d) the Applicant engages any adviser that has previously advised the Grantor or any of their agencies in any manner in relation to the Project.

2.2.9 TECHNICAL CAPACITY: For demonstrating technical capacity and experience (the "Technical Capacity"), the Applicant shall, over the past 10 (ten) years preceding the Application Deadline, have:

- 2.2.9.1 Evidence of track record in investing and financing of International Airports and Cargo Terminals
- 2.2.9.2 undertaken the development of a greenfield airport facility or upgrade of an existing airport facility which would be deemed to include runways, terminal building, cargo facility, airport management solutions, ground handling services etc
- 2.2.9.3 Experience in managing and operating airport(s) with minimum pax (passenger) throughput of 10 million per annum.
- 2.2.9.4 Evidence of similar integration of Airport and Cargo Terminal operations within an aviation ecosystem
- 2.2.9.5 Experience in emerging markets will be an added advantage
- 2.2.9.6 The Applicant should furnish the details of eligible experience for the last ten (10) years immediately preceding the deadline for submission of Application.
- 2.2.9.7 The Applicants must provide the necessary information relating to Technical Capacity as per format of Forms IV to VI.
- 2.2.9.8 The Applicant should furnish the required Project-specific information and evidence in support of its claim of Technical Capacity, as per format of Forms VII to IX.

2.2.10 FINANCIAL CAPACITY: The Applicant shall have a minimum Net Worth (the "Financial Capacity") of ~~NGN~~20 billion Naira (Twenty Billion Naira) including assets at the close of the preceding financial year. The Applicant (in case of a Consortium, the combined technical capacity and net worth of Members, who have and shall continue to have an equity share in the special purpose vehicle, (the "SPV"), (to be incorporated under the Companies and Allied Matters Act, Cap. C20, Laws of the Federation of Nigeria, 2020, which if applicable, will serve as the Concessionaire for the purpose of executing the Concession Agreement and implementing the project)) shall be in good financial standing (not indebted to AMCON) at the close of the preceding financial year and should satisfy the above conditions of eligibility;

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

- 2.2.12 Certificate(s) from its statutory auditors or the concerned client(s) stating the payments made/received, or projects undertaken, as the case may be, during the past 5 years in respect of
- 2.2.13 In case a particular job/contract has been jointly executed by the Applicant (as part of a consortium), it should further support its claim for the share in the work done for that service/project by producing a certificate from its statutory auditor or the relevant client; and
- 2.2.14 The Applicant should submit a Power of Attorney as per the format at FORM IX authorizing the signatory of the Application to commit the Applicant. In the case of a Consortium, the Members should submit a Power of Attorney in favour of the Lead Member as per format at FORM X. Where the Applicant is a single entity, it may be required to form an appropriate SPV. In cases where the Applicant is a Consortium, it shall, in addition to forming an SPV, comply with the following additional requirements:
- 2.2.15 may be restricted to 5 (five) members in the order of their equity contribution;
- 2.2.16 subject to the provisions of sub-clause (a) above, the Application should contain the information required for each member of the Consortium;
- 2.2.17 members of the Consortium shall nominate one member as the lead member (the "Lead Member"). The nomination(s) shall be supported by a Power of Attorney, as per the format at FORM IX, signed by all the other members of the Consortium;
- 2.2.18 the Application should include a brief description of the roles and responsibilities of individual members, particularly with reference to financial, technical, O&M obligations;
- 2.2.19 an individual Applicant cannot at the same time be a member of a Consortium applying for pre-qualification under this RFQ. Further, a member of a particular Applicant Consortium cannot be a member of any other Applicant Consortium applying for pre-qualification;
- 2.2.20 the members of a Consortium shall form an appropriate SPV to execute the Project if awarded to the Consortium;
- 2.2.21 members of the Consortium shall enter into a binding Joint Bidding Agreement, substantially in the form specified at FORM XI (the "Jt. Bidding Agreement"), for the purpose of making the Application and submitting a Bid in the event of being short-listed. The Jt. Bidding Agreement, to be submitted along with the Application, shall, inter alia:
- 2.2.22 convey the intent to form an SPV in accordance with this RFQ, which would enter into the Concession Agreement and subsequently perform all the obligations of the Concessionaire in terms of the Concession Agreement, and in the event, the concession to undertake the Project is awarded to the Consortium; clearly outline the proposed roles and responsibilities, if any, of each member;
- 2.2.23 clearly outline the proposed roles and responsibilities, if any, of each member
- 2.2.24 commit the minimum equity stake to be held by each member;
- 2.2.25 include a statement to the effect that all members of the Consortium shall be liable jointly and severally for all obligations of the Concessionaire in relation to the Project until the Financial Close of the Project is achieved in accordance with the Concession Agreement; and
- 2.2.26 except as provided under this RFQ and the Bidding Documents, there shall not be any amendment to the Jt. Bidding Agreement without the prior written consent of the Contracting Authority.
- 2.2.27 Any entity and/or director of the member company which has been barred by the Federal Government of Nigeria (or any authority) including a development funding institution, or any entity controlled by it, from participating in any project (BOT or otherwise), and the bar subsists as on the date of Application, would not be eligible to submit an Application, either individually or as member of a Consortium. Any Application made which is found by the

- Contracting Authority to have been submitted in breach of this provision shall be automatically disqualified.
- 2.2.28 An Applicant including any Consortium Member or Associate should, in the last 3 (three) years, have neither failed to perform on any contract, as evidenced by the imposition of a penalty by an arbitral or judicial authority or a judicial pronouncement or arbitration award against the Applicant, Consortium Member or Associate, as the case may be, nor has been expelled from any project or contract by any public entity nor have had any contract terminated any public entity for breach by such Applicant, Consortium Member or Associate.
- 2.2.29 The following conditions shall be adhered to while submitting an Application:
- 2.2.30 Applicants should attach clearly marked and referenced continuation sheets in the event that the space provided in the prescribed forms in the Annexes is insufficient. Alternatively, Applicants may format the prescribed forms making provision for the incorporation of the requested information;
- 2.2.31 information supplied by an Applicant (or other constituent Member if the Applicant is a Consortium) must apply to the Applicant, Member, or Associate named in the Application and not, unless specifically requested, to other associated companies or firms. Where applicable, the RFP will be issued only to Applicants whose identity and/ or constitution is identical to that at pre-qualification;
- 2.2.32 in responding to the pre-qualification submissions, Applicants should demonstrate their capabilities in accordance with the criteria provided in this RFQ; and
- 2.2.33 where the Applicant is a Consortium, each Member should substantially satisfy the pre-qualification requirements to the extent specified herein.
- 2.2.34 Notwithstanding anything to the contrary contained herein, in the event that the Application Deadline falls within three months of the closing of the latest financial year of an Applicant, it shall ignore such financial year for the purposes of its Application and furnish all its information and certification with reference to the 5 (five) years or 1 (one) year, as the case may be, preceding its latest financial year. For the avoidance of doubt, the financial year shall, for the purposes of an Application hereunder, means the accounting year followed by the Applicant in the course of its normal business.

2.3 AMENDMENT TO RFQ PACKAGE

- 2.3.1 Any addendum issued shall be part of the RFQ Package and shall be communicated in writing via email to all Applicants who have obtained the RFQ Package and all applicants would be required to acknowledge receipt of the addendum by sending a signed copy of the acknowledgment page of the addendum (scanned via email).
- 2.3.2 The PC Airport Concession may for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, amend the RFQ Package by issuing an addendum at any time prior to the deadline for submission of applications.
- 2.3.3 The PC Airport Concession may, at its discretion, extend the deadline for the submission of applications in order to give prospective Applicants reasonable time to take an addendum into account in preparing their applications.

2.4 PREPARATION OF APPLICATION

2.4.1 Number of Application

No Applicant shall submit more than one Application for the Project. An applicant applying as a member of a Consortium shall not be entitled to submit another Application as a member of any other Consortium.

2.4.2 Cost of Application

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

2.4.3 Language of Application

The Application as well as all correspondence and documents relating to the RFQ exchanged by the Applicant and the PC Airport Concession shall be written in the English language.

2.4.4 Currency

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

2.5 DOCUMENTS COMPRISING THE APPLICATION

- a) The Application shall comprise the following Forms in Section 6:
- b) Application Submission Form (Form I);
- c) Documentary evidence establishing the Applicant's eligibility to qualify (Forms II to VI);
- d) Documentary evidence establishing the Applicant's qualifications (Forms VII to VIII), and
- e) Applicant's Legally binding forms (Forms IX to X);

2.6 APPLICATION FORM

2.6.1 The Applicant shall prepare an RFQ Application using the forms furnished (Section 6. Application Forms). The Application Forms must be completed without any alteration to their format.

2.6.2 The RFQ Application shall be submitted physically or through registered mail, electronic submissions will not be accepted.

2.6.3 The envelope containing all seven (7) copies (one original and six copies) of the RFQ Application and the required supporting documents shall be clearly marked "RFQ for the Concession of Airport Terminals" on the top right-hand corner on the front of the envelope and the Bidder's name/address at the back of the envelope, and should be addressed to:

**The Permanent Secretary,
Federal Ministry of Aviation,
Room 113 1st Floor
Annex 3, Federal Secretariat Complex, Shehu Shagari Way,**

Maitama, Abuja – NIGERIA.
Attention: Director, Planning & Research

- 2.6.4 The Application shall be submitted either electronically, by hand-delivery or by pre-paid, registered or certified mail or courier to the address provided in Sub-clause 2.6.3 above on or before the Response Submission Deadline specified in Clause 1.3.
- 2.6.5 FMoA shall maintain a physical register of Bidders at the venue of submission of bids stated in Sub-clause 2.6.3 hereof, wherein will be recorded the following information relating to all proposals submitted: the name of each Bidder, date and time of submission and persons submitting on behalf of the Bidder, or the post/courier company through which it has been submitted.
- 2.6.6 The PC Airport Concession will not accept any responsibility for not processing any application submitted that was not identified as stated in Sub-clauses 2.6.3 and 2.6.5 above.
- 2.6.7 Applicants shall mark as “CONFIDENTIAL”, all information in their Applications that is confidential to their business. This may include proprietary information, trade secrets, or commercial or financially sensitive information.

2.7 MODIFICATION AND WITHDRAWAL OF APPLICATIONS

- 2.7.1 The Applicant may modify, substitute or withdraw its Application after submission, provided that written notice of the modification, substitution or withdrawal is received by the PC Airport Concession prior to the deadline for submission of Applications. No Application shall be modified, substituted or withdrawn by the Applicant on or after the deadline for submission of Applications.
- 2.7.2 All notices must be:
- 2.7.2.1 submitted and clearly marked “WITHDRAWAL”, “SUBSTITUTION”, “MODIFICATION”, as applicable; and
- 2.7.2.2 received by the Contracting Authority prior to the Application Deadline.
- 2.7.3 Any alteration/ modification in the Application or additional information supplied subsequent to the deadline for submission of Applications, unless the same has been expressly sought for by the PC Airport Concession, shall be disregarded.

2.8 DEADLINE FOR SUBMISSION OF APPLICATIONS

- 2.8.1 Applications shall be submitted no later than 1500 hours Nigerian Time (14.00 hours GMT) on 27th September, 2021.
- 2.8.2 The PC Airport Concession may, at its discretion, extend the deadline for the submission of applications by amending the RFQ package, in which case all rights and obligations of the PC

Airport Concession and the Applicants subject to the previous deadline shall thereafter be subject to the deadline as extended.

2.9 LATE SUBMISSIONS

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

2.10 CONTACT INFORMATION

The Application shall state the name and the contact details of the Consortium members as per format in Form II, and the Applicant's authorized representative and the Applicant's principal contact person and his/her designated alternate as per format in Form V. The PC Airport Concession shall only communicate with the principal contact person or his/her designated alternate in the absence of the former.

2.11 CLARIFICATION OF RFQ AND PRE-APPLICATION MEETING

- 2.11.1 Applicants may request for clarifications on any information contained in the RFQ Package not later than 1st September, 2021. All such communication between the Applicant through its designated contact person pursuant to Clause 2.10 above with the PC Airport Concession shall be by email to enquiry@nacp.gov.ng
- 2.11.2 The PC Airport Concession shall endeavour to respond to the questions raised or clarifications sought by the Applicants. However, the PC Airport Concession reserves the right not to respond to any question or provide any clarification, in its sole discretion, and nothing in this clause shall be taken or read as compelling or requiring the PC Airport Concession or the Grantor to respond to any question or to provide any clarification.
- 2.11.3 The PC Airport Concession may also on its own motion, if deemed necessary, issue interpretations and clarifications to all Applicants. All clarifications and interpretations issued by the PC Airport Concession shall be deemed to be part of the RFQ.
- 2.11.4 Each Applicant's designated representative may be invited to attend a Pre-Application Meeting at such date, time, and venue to be communicated via an email by the Contracting Authority no later than 7 days before the Pre-Application Meeting. The purpose of the meeting will be to clarify issues and to answer questions on any matter that may be raised at that stage.
- 2.11.5 Minutes of the Pre-Application Meeting, including the text of the questions raised, without identifying the source, and the responses given, together with any responses prepared after the meeting, will be transmitted promptly to all Applicants who have acquired/been issued with this RFQ. Any modification to this RFQ that may become necessary as a result of the Pre-Application Meeting shall be made by the Contracting Authority exclusively through the issue of an addendum to this RFQ which will be shared via the email addresses of the Applicants,

and not through the minutes of the Pre-Application Meeting. Non-attendance of the Pre-Application Meeting will not be a cause for disqualification of an Applicant.

2.12 CHANGES IN COMPOSITION OF CONSORTIUM

- 2.12.1 Where the Applicant is a Consortium, any change(s) in the composition of the Consortium may be permitted by the Contracting Authority prior to the Application Deadline, only where:
- 2.12.2
- 2.12.2.1 The Lead Member continues to be the Lead Member of the Consortium;
- 2.12.2.2 The substitute (in the case of substitution) is at least equal, in terms of Technical and/or Financial Capacity required by this RFQ, to the Consortium Member/Associate who is sought to be substituted and the modified Consortium shall continue to meet the pre-qualification criteria for Applicants; and
- 2.12.2.3 The new Consortium Member(s) expressly adopt(s) the Application already made on behalf of the Consortium as if it were a party to it originally and is not a member and/or Affiliate of any other Consortium bidding for the Project
- 2.12.3 Notwithstanding the provisions of paragraph 2.12.1 above, approval for change in the composition of a Consortium shall be at the sole discretion of the Contracting Authority.

2.13 ACKNOWLEDGMENT BY APPLICANTS

By submitting Applications in response to this RFQ, all Applicants fully acknowledge that:

- (a) They have carefully examined all information in this RFQ package and received all information which they require to submit an application; and
- (b) They accept the risk of any inadequacy, error or mistake in the information provided in the RFQ Package and agree to be bound by the relevant undertakings provided therein.
- (c) The Contracting Authority shall not be liable for any omission, mistake, or error in respect of any of the above or on account of any matter or thing arising out of or concerning or relating to the RFQ, including any error or mistake therein or in any information or data given by the Contracting Authority.

2.14 ACCEPTANCE/REJECTION OF BIDS

- 2.14.1 Notwithstanding anything contained in this RFQ package, the PC Airport Concession reserves the right to accept or reject any Application, annul the qualification process and reject all Applications, at any time without any liability or any obligation for such acceptance, rejection or annulment, and without assigning any reasons thereto. In the event that the PC Airport Concession rejects or annuls all the Bids, it may, in its discretion, invite all eligible Bidders to submit fresh Bids hereunder.
- 2.14.2 The PC Airport Concession reserves the right at any time to disqualify any Application which it discovers to contain a material misstatement or misrepresentation.

- 2.I4.3 Where an Applicant who is a Consortium Lead Member has been disqualified in accordance with paragraph 2.I3.2 above, then its entire Consortium may be disqualified.
- 2.I4.4 In the event that the disqualification of an Applicant and rejection of its Application occurs after the Applications have been opened, the Contracting Authority reserves the right to take any other measure as may be deemed fit in its sole discretion.
- 2.I4.5 The Contracting Authority reserves the right to verify all statements, information, and documents submitted by any Applicant in response to the RFQ. Any such verification or lack of such verification by the Contracting Authority shall not relieve the Applicant of its obligations or liabilities hereunder, nor will it affect any rights of the Contracting Authority thereunder.

3. EVALUATION PROCESS

3.1. OPENING AND EVALUATION OF APPLICATIONS

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

- 3.1.7.** The PC Airport Concession shall use the factors, methods, criteria, and requirements defined in Section 3, Qualification Criteria and Requirements to evaluate the qualifications of the Applicants. Qualification Criteria in Section 3 are indicative of the qualification factors and may be amended prior to the dateline for submission of applications. Any amendments shall be communicated to all Applicants in accordance with Sub-clause 2.3.2.
- 3.1.8.** Only the qualifications of subcontractors that have been identified in the Application may be considered in the evaluation of an Applicant. However, the general experience and financial resources of subcontractors not deemed to be members of the Consortium may not be added to those of the Applicant for purposes of qualification of the Applicant.
- 3.1.9.** Any information contained in the Application shall not in any way be construed as binding on the PC Airport Concession, its agents, successors or assigns, but shall be binding against the Applicant if the Project is subsequently awarded to it on the basis of such information.
- 3.1.10.** The PC Airport Concession reserves the right to accept or reject any Application, and to annul the qualification process and/or any other process before the execution of definitive/project agreements and reject all Applications at any time, without thereby incurring any liability to the Applicants.
- 3.1.11.** Applicants are advised that qualification of Applicants will be entirely at the discretion of the PC Airport Concession. Applicants will be deemed to have understood and agreed that no explanation or justification on any aspect of the Bidding Process or selection will be given.
- 3.1.12.** All Applicants whose applications have met or exceeded (“passed”) the specified threshold requirements will be qualified by the PC Airport Concession.

3.2. CONFIDENTIALITY

- 3.2.1.** Information relating to the clarification or evaluation of Applications and recommendation of any Applicant(s) shall not be disclosed to Applicants and/or any other person who is not officially concerned with the Selection/Bidding Process or is not a retained professional adviser advising the Contracting Authority in relation to matters arising out of or concerning the Selection/Bidding Process, until and unless information pertaining to the Selection/Bidding Process is officially transmitted by the Contracting Authority.
- 3.2.2.** The Contracting Authority shall treat all information submitted by the Applicants as confidential and will require all those who have access to such material to treat the same accordingly. The Contracting Authority shall not divulge any such information unless it is directed to do so by any statutory entity that has the power under law to require its disclosure or is to enforce or assert any right or privilege of the statutory entity and/or the Contracting Authority or as may be required by law or in connection with any legal process.

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

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

3.1 QUALIFICATION AND BIDDING

3.1.1 After the evaluation of Applications, the PC Airport Concession would notify short-listed qualified Applicants (Bidders) who will be eligible for participation in the RFP Bid Stage. At the same time, the PC Airport Concession would notify the other Applicants that they have not been short-listed. Subject to Section 2 Sub-clause 2.2.2, Applicants whose Application has been rejected may seek inclusion in a Consortium that has been qualified. The PC Airport Concession will not entertain any query or clarification from Applicants who fail to qualify.

3.1.2 Bidders will be required to execute a Non-Disclosure Agreement (NDA) prior to being issued the Bidding Document. The Bidders will be requested to submit a Bid in the form and manner to be set out in the Bidding Documents. Only qualified Applicants shall be invited by the PC Airport Concession to submit their Bids for the Project. The PC Airport Concession is likely to provide a comparatively short time span for submission of the Bids for the Project. The Applicants are therefore advised to visit the site and familiarise themselves with the Project by the time of submission of the Application.

3.1.3 All documents and other information supplied by the PC Airport Concession or submitted by an Applicant to the PC Airport Concession shall remain or become the property of the PC Airport Concession. Applicants are to treat all information as strictly confidential and shall not use it for any purpose other than for preparation and submission of their Application. The PC Airport Concession will not return any Application or any information provided along therewith.

3.1.4 Save and except as provided in this RFQ, the PC Airport Concession shall not entertain any correspondence with any Applicant in relation to the acceptance or rejection of any Application.

4. FRAMEWORK/CRITERIA FOR EVALUATION OF APPLICATIONS

4.1. EVALUATION PARAMETERS

4.1.1. Only those Applicants who meet the eligibility and qualification criteria specified in this Clause 3.3 shall qualify for evaluation. Applications of consortia who do not meet these criteria shall be rejected.

4.1.2. The Applicant's competence and capability is proposed to be established by the following minimum parameters:

4.2. TECHNICAL CAPACITY

- (i) To demonstrate technical capacity and experience in the development financing and operations of Airports and Cargo Terminals facilities, the Applicant shall have, over the past ten (10) years preceding the deadline for submission of the Application:
- a. Evidence of track record in investing and financing of International Airports and Cargo Terminals (List all relevant track records)
 - b. undertaken the development of a greenfield airport facility or upgrade of an existing airport facility which would be deemed to include runways, terminal building, cargo facility, airport management solutions, ground handling services etc (List all relevant track records)
 - c. Experience in managing and operating airport(s) with minimum pax (passenger) throughput of 10 million per annum. (List all relevant track records)
 - d. Evidence of similar integration of Airport and Cargo Terminal operations within an aviation ecosystem (List all relevant track records)
 - e. Experience in emerging markets will be an added advantage (List all relevant track records)
 - f. The Applicants must provide the necessary information relating to Technical Capacity as per format of Forms IV to VI.
 - g. The Applicant should furnish the required Project-specific information and evidence in support of its claim of Technical Capacity, as per format of Forms VII to IX.

4.3. FINANCIAL CAPACITY

The Applicant shall provide:

- (i) documentary evidence that it is in a good financial position at the close of the preceding financial year with a minimum net worth of NGN 20 billion and can provide the required equity funding having regard to its contemplated

financing in the upgrade, rehabilitation and operations of the Airport and Cargo Terminals infrastructure and facilities.

- (ii) documentary evidence, including but not limited to, a letter of financial support from a credible financial institution that supports its ability to provide debt funding for the Project.

The member(s) of the Consortium that is (are) nominated to be the financier of the Project, should satisfy the above conditions of eligibility. Alternatively, the Consortium Lead shall provide documentary evidence of good financial standing and that it has the ability to provide the required equity funding; and provide documentary evidence, including but not limited to, a letter of financial support from a credible financial institution that supports the proportional debt threshold in the Consortium.

Financial Information for Purposes of Evaluation

- a. The Application must be accompanied by the Audited Annual Reports of each Member of the Consortium for the Years Ended 2020, 2019 and 2018.
- b. In case the annual accounts for the Year Ended 2020 is not audited and therefore the Applicant cannot make it available, the Applicant shall give an undertaking to this effect and the statutory auditor shall certify the same. In such a case, the Applicant shall provide the Audited Annual Reports for the Years Ended 2019, 2018 and 2017.
- c. The Applicant must establish the minimum financial standing specified in Clause 4.3 and provide details as per format of Form III.

4.4. SHORT-LISTING OF APPLICANTS

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

Eligibility & Qualification Criteria			Compliance Requirements		Documentation
No.	Subject	Requirement	Consortium		Submission Requirements
			Lead Partner	Consortium Members	
1. Declaration					
1.1	Letter of Response	Letter must be signed without changes, additions and/or subtractions.	Compulsory requirement	N/A	Form I
2. Capabilities of Applicant					
2.1	Business Information	All boxes must be filled. Where not applicable it shall be so stated	Compulsory requirement	Compulsory requirement	Form II
2.2	Financial Capability	All boxes must be filled. Required certificates and/or forms must be attached.	Compulsory requirement	If Applicable	Form III
2.3	Development, Management and Operating Capabilities of International Airport and Cargo Terminals	All boxes must be filled	Compulsory requirement	If Applicable	Form IV
2.4	Authorized Representative	Contact details of authorized representative(s) must be given	Compulsory requirement	N/A	Form V
2.5	Consortium Summary	Details of Consortium	Compulsory requirement	Compulsory requirement	Form VI

Eligibility & Qualification Criteria			Compliance Requirements		Documentation
No.	Subject	Requirement	Consortium		Submission Requirements
			Lead Partner	Consortium Members	
3. Investment, Establishment, Management and Operating Experience					
3.1	International Airports and Cargo Terminals Operations & Management Experience	Prospective proponents must have a minimum of ten (10) years' experience of managing and operating International Airports and Cargo Terminals facilities. The information is to be summarized for each Airports and Cargo Terminals completed or in progress by the respective Member of a Consortium	Must meet requirement where applicable	Must meet requirement where applicable	Form VII
3.2	International Airports and Cargo Terminals Development Financing & Investment Experience	Prospective proponents must have over the past 10 (ten) financial years preceding the deadline for submission of the Application and currently involved in the development, financing, construction and operation of an International Airport and Cargo Terminals facility with: <ul style="list-style-type: none"> • Capacity for at least 10 million passengers. • Annual Revenue of at least NGN10 billion in the last three years • Experience in development and financing of infrastructure in emerging economies will be an added advantage. 	Must meet requirement where applicable	Must meet requirement where applicable	Form VIII

5. CONFLICT OF INTEREST, FRAUD AND CORRUPT PRACTICES

5.1. CONFLICT OF INTEREST

- 5.1.1. Each Applicant (including any of its associates), shall at all times hold the Contracting Authority's interests paramount, strictly avoid conflicts with other assignments or its own corporate interests, act without any consideration for future work, and must not have a conflict of interest ("COI"). Any Applicant found to have a COI in respect of this RFQ process shall be disqualified.
- 5.1.2. Such Applicant has the same legal representative for purposes of this Application as any other Applicant (s); and/or
- 5.1.3. Such Applicant or any officer thereof has a relationship with another Applicant, or any officer thereof, directly or through a common third party/parties, that puts either or both of them in a position to have access to each other's information about, or to influence the Application of either or each other; and/or
- 5.1.4. Such Applicant or any officer thereof has participated as a consultant to the Contracting Authority in the preparation of any documents, design, or technical specifications of the Project; and/or
- 5.1.5. Any other situation in which an Applicant provides biased professional advice to the Contracting Authority in order to obtain from the Contracting Authority an undue benefit for itself or its Associate(s) in relation to the Project.

5.2. CORRUPT PRACTICES

- 5.2.1. The Contracting Authority requires that Applicants and the Applicants' officers shall observe the highest standard of ethics during the implementation of the RFQ process and the execution of the Project.
- 5.2.2. In pursuance of this requirement, the Contracting Authority shall:
 - 5.2.2.1. exclude an Applicant from participation in the RFQ process concerned or reject a proposal for the award; and
 - 5.2.2.2. declare an Applicant ineligible, either indefinitely or for a stated period, from participation in the RFP process;

if it, at any time, determines that the Applicant has, directly or through an agent, engaged in Corrupt Practice, Fraudulent Practice, Collusive Practice, Coercive Practice, or Obstructive Practice in competing for, or in executing the Project.

- 5.2.3. Should any Corrupt Practice or Fraudulent Practice of any kind come to the knowledge of the Contracting Authority, it shall, in the first place, allow the Applicant to provide an explanation and shall take appropriate actions only when a satisfactory explanation is not received. Such exclusion and the reasons for it, shall be recorded in the record of the Application process and promptly communicated to the Applicant concerned.

- 5.2.4. Any communications between the Applicant and the Contracting Authority related to matters of alleged Fraudulent Practice or Corrupt Practice shall be in writing.
- 5.2.5. The Contracting Authority requires that its personnel have an equal obligation not to solicit, ask for, and/or use coercive methods to obtain personal benefits in connection with the Application process or the execution of the Project.

6. APPLICATION FORMS

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

FORM I (LETTER OF RESPONSE)

[Date]

The Honourable Minister,
Federal Ministry of Aviation, Annex 3,
Federal Secretariat Complex,
Shehu Shagari Way, Maitama,
Abuja – NIGERIA.

Dear Sir,

RE: Request for Qualification to Build, Operate and Transfer/Rehabilitate, Operate and Transfer, Airport Terminal Concession, Nigeria (Reference No. FMoA/Airport/RFQ001)

1. We, the undersigned are duly authorized to represent and act on behalf of [_____] (“**Applicant**”) and having reviewed and fully understood all information provided in the Request for Qualification Package (“**RFQ Package**”), hereby apply to be qualified as a proponent for the above-mentioned Project. The Application is unconditional and unqualified.
2. We hereby submit our qualification Application, which comprise the following:
 - (a) Form I – Letter of Response;
 - (b) Form II – Details of Applicant (Business Information and Experience);
 - (c) Form III – Financial Strength;
 - (d) Form IV – A, Investment, Development, Management & Operating Experience;
 - (e) Form IV – B, CSR & Sustainability Eligibility
 - (f) Form V – Particulars of Authorised Representative;
 - (g) Form VI – Consortium Summary;
 - (h) Form VII – Management & Operating Experience;
 - (i) Form VIII – Development, Financing & Investment Experience;
 - (j) Form IX – A, Power of Attorney for Signing of Submission;

- (k) Form IX – B, Power of Attorney for Lead Member of Consortium;
 - (l) Form X – Joint Bidding Agreement; and
 - (m) Other details and supporting documents as applicable.
3. The Lead Member of the Consortium applicant is [_____].
4. We confirm that the Sponsor, its Transaction Adviser and/or any of their authorized representatives are hereby authorized to conduct any inquiries or investigations to verify the statements, documents, and information submitted in connection with this Application, and to seek clarification from our bankers and clients regarding any financial and technical aspects.
- This Letter of Response will also serve as authorization to any individual or authorized representative of any entity referred to in the supporting information, to provide such information deemed necessary and requested by yourself to verify statements and information provided in this Application, or with regard to the resources, experience, and competence of the Applicant.
5. We declare that:
- (a) none of the directors of the Applicant have ever been convicted by any court of law;
 - (b) none of the officers of the FMoA or any agencies of the FGN is presently a director/staff of any Member of the Consortium;
 - (c) each Member of the Consortium is not in receivership or under any other bankruptcy proceedings before any court of law.
6. We understand that:
- (a) All information submitted in this Application shall remain binding upon us at the time of submission;
 - (b) The FMoA may in their absolute discretion accept or reject our Application, and cancel the prequalification process at any time before the execution of definitive/ project agreements without any liability to us;
 - (c) Whilst every effort will be made to protect the confidentiality of the information submitted by the Applicant, the FMoA and its authorized representatives cannot be held liable for any breach of confidentiality;
 - (d) the Grantor has the right to reject our Application without assigning any reason or otherwise and hereby waive, to the fullest extent permitted by applicable law, our right to challenge the same on any account whatsoever.

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

For and on behalf of (Lead Member of the Consortium Applicant)

Signed [_____]

Name [_____]

Designation [_____]

Date [_____]

Where only the lead member signs, the powers of attorney/letter of intent/consortium agreement/documents authorising the lead member to sign on behalf of the respective members shall be attached.

FORM II (DETAILS OF APPLICANT)

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

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

Each Member of a Consortium wishing to participate in the Bidding Process must complete the following:

Please use a separate sheet for each member of a Consortium.

Name of Member of the Consortium			
Nature of Entity			
Business No./ Company No./ Other Identification No.			
Certificate of Incorporation / Registration: <i>[Evidence of Certificate of Incorporation/Registration or any other equivalent document evidencing registration of the company in country of registration]</i>			
Registered Office Address			
Company Profile			
Website Address			
List of Major Shareholders			
Telephone		Name of Authorised Representative	
Fax		Email	
Place of Incorporation / Registration		Year of Incorporation / Registration	
Number of Staff			

<p>Organisational Structure</p> <p><i>[To attach that of the Company]</i></p>	
<p>Company background and business history</p> <p><i>[Brief statement of company's background and history]</i></p>	
<p>Resolution of the Board of Directors or any other equivalent governing body of the company evidencing approval/authority to submit an application</p>	
<p>Letter of Confirmation issued by the Applicant disclosing that the company does not have any director who has been convicted in any country for any criminal offence relating to fraud of financial impropriety or criminal misrepresentation or falsification of acts relating to any matter</p>	
<p>Letter of Confirmation issued by the Applicant disclosing whether or not any official of the FGN, FMoA or any of its agencies is a former or present director, shareholder or has any pecuniary interest in the bidder and confirmation that all information presented in the bid are true and correct.</p>	
<p>The requirements set out below shall not apply to non-Nigerian companies and consortia.</p>	
<p>Certified true copies of the current Form CAC 2A (Return of Allotment – Post</p>	

Incorporation); Form 7A (Notice of Change of Directors etc.) and Memorandum and Articles of Association of the company	
Evidence of Current Company Tax Clearance Certificate as issued by the Federal Inland Revenue Service (FIRS) of Nigeria.	

FORM III (FINANCIAL STRENGTH)

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

The Member(s) of the Consortium nominated to be the financier of the Project shall be in a good financial position at the close of the preceding financial year and shall provide documentary evidence of the ability to provide the required equity funding having regard to its contemplated participation in the concession; and also provide documentary evidence, including but not limited to, a letter of financial support from a credible financial institution that supports its ability to provide debt funding for the Project. Alternatively, the Lead Member shall provide documentary evidence of financial good standing and the ability to provide the required financing; and also provide documentary evidence, including but not limited to, a letter of financial support from a credible financial institution that supports the proportional debt threshold in the Consortium.

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

Name of Member of the Consortium	
Audited account and Tax Clearance Certificates for the last three (3) years (2020, 2019 & 2018) of the company/companies	<i>[Attach the required information to this FORM III]</i>

Name of Banker		
Address of Banker		
Telephone		Contact Name and Position
Fax		
Email		

Summarize Profit & Loss, actual assets and liabilities in reported currency for the latest three (3) years.

Financial Information	Formula	Last Financial Year 3 – 2018	Last Financial Year 2 – 2019	Last Financial Year 1 – 2020	Average for the last 3 financial years for all items [except Revenue Growth which is average for 2 years]
Total Capital	Short-Term Debt + Long-Term Debt + Equity				
Annual Net Assets	Total Assets – Short Term Liabilities – Long Term Liabilities				
Annual Revenue					
Revenue Growth (%)	(Current Year Revenue - Previous Year Revenue)/ Previous Year Revenue				
EBIT					
EBIT Margin (%)	[EBIT/ (Gross Revenue- Cost of Sales)] *100				
Current Assets					
Inventory					
Current Liabilities					
Long Term Liabilities					
Interest					
Cash Ratio	(Current Assets- Inventory)/ Current Liabilities				

Financial Information	Formula	Last Financial Year 3 – 2018	Last Financial Year 2 – 2019	Last Financial Year 1 – 2020	Average for the last 3 financial years for all items [except Revenue Growth which is average for 2 years]
Current Ratio	Current Assets/ Current Liabilities				
EBIT Interest Coverage	EBIT/Interest				
Total Fund	Fixed Assets + Current Assets				
Debt Ratio - Debt to Total Fund	(Long Term Liabilities + Current Liabilities) / (Fixed Assets + Current Assets)				

Summarize Profit & Loss, actual assets and liabilities in NGN for the latest three years.

Financial Information	Formula	Last Financial Year 3 – 2018	Last Financial Year 2 – 2019	Last Financial Year 1 – 2020	Average for the last 3 financial years for all items [except Revenue Growth which is average for 2 years]
Total Capital	Short-Term Debt + Long-Term Debt + Equity				
Annual Net Assets	Total Assets – Short Term Liabilities – Long Term Liabilities				
Annual Revenue					

Financial Information	Formula	Last Financial Year 3 – 2018	Last Financial Year 2 – 2019	Last Financial Year 1 – 2020	Average for the last 3 financial years for all items [except Revenue Growth which is average for 2 years]
Revenue Growth (%)	$(\text{Current Year Revenue} - \text{Previous Year Revenue}) / \text{Previous Year Revenue}$				
EBIT					
EBIT Margin (%)	$[\text{EBIT} / (\text{Gross Revenue} - \text{Cost of Sales})] * 100$				
Current Assets					
Inventory					
Current Liabilities					
Long Term Liabilities					
Interest					
Cash Ratio	$(\text{Current Assets} - \text{Inventory}) / \text{Current Liabilities}$				
Current Ratio	$\text{Current Assets} / \text{Current Liabilities}$				
EBIT Interest Coverage	$\text{EBIT} / \text{Interest}$				
Total Fund	$\text{Fixed Assets} + \text{Current Assets}$				
Debt Ratio - Debt to Total Fund	$(\text{Long Term Liabilities} + \text{Current Liabilities}) / (\text{Fixed Assets} + \text{Current Assets})$				

Note: To state Exchange Rate applied for conversion to USD

Evidence of financial capability, support and line of credit from credible financing institutions in support of your ability to operate an International Airport.	Name of Financing Institution	
Address of Banker		
Telephone		Contact Name and Position
Fax		
Email		

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

Use a separate sheet for each Member of a Consortium.

Year	Award FOR or AGAINST Proponent	Name of client, cause of litigation, and matter in dispute	Disputed amount (current value in USD or in National Currency)

- Please attach details of any financial commitments of a material nature that can reasonably be expected to influence adversely on the financial performance of any relevant Consortium Member.
- Please attach audited financial statements for the past three (3) years.

-
- Note: Where the audited financial statement is not in the English language, it is to be translated and certified by the external financial auditors of the submitting party.

FORM IV – A (INVESTMENT, DEVELOPMENT, MANAGEMENT & OPERATING ELIGIBILITY)

All boxes must be filled.

All members of the Consortium nominated to provide the development, management and operating capacity for the Project must provide Airports investment, development, management and operating experience to demonstrate that they meet the requirements stated in this RFQ Package.

Name of Member of the Consortium		
Investment Experience		
Company has experience in Airports facilities operations and investment		<input type="checkbox"/> Yes <input type="checkbox"/> No
		Project Name
		(1)
		(2)
		(3)
		(4)
		(5)
Details of Project (I)	Project component (infrastructure, equipment, training, management systems etc.)	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Funding share	

	(Company %: Partners' %)	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (2)	Project component (infrastructure, equipment, training, management systems etc.)	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Funding share (Company %: Partners' %)	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (3)	Project component (infrastructure, equipment, training, management systems etc.)	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	

	Project value	
	Name of Partner(s) if applicable	
	Funding share (Company %: Partners' %)	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (4)	Project component (infrastructure, equipment, training, management systems etc.)	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Funding share (Company %: Partners' %)	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (5)	Project component (infrastructure, equipment, training, management systems etc.)	
	Project commencement date	

	Project completion date (or ongoing)	
	Location	
	Project value	
	Funding share (Company %: Partners' %)	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Development Experience		
Company has experience in Airport facility development and operations globally	<input type="checkbox"/> Yes <input type="checkbox"/> No	
		Project Name
	(1)	
	(2)	
	(3)	
	(4)	
	(5)	
Details of Project (i)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Company's role in the development	

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

		Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (3)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Company's role in the development	
	Experience in Conceptual design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Detail design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Construction	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Greenfield project	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
	Details of Project (4)	Type of project
Project commencement date		
Project completion date (or ongoing)		
Location		

	Project value	
	Name of Partner(s) if applicable	
	Company's role in the development	
	Experience in Conceptual design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Detail design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Construction	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in Greenfield project	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (5)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	<input type="checkbox"/> Yes <input type="checkbox"/> No
	Location	
	Project value	
	Name of Partner(s) if applicable	
	Company's role in the development	

	Experience in Conceptual design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:	
	Experience in Detail design	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:	
	Experience in Construction	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:	
	Experience in Greenfield project	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:	
	Supporting documents	<i>Please list documents here and attach them in application</i>	
Management and Operating Experience			
Company has experience in:		<input type="checkbox"/> Yes <input type="checkbox"/> No	
<ul style="list-style-type: none"> • Service offer development & delivery • Supply chain with local enterprises • Facility management • Local support 		Project Name	
	(1)		
	(2)		
	(3)		
	(4)		
	(5)		
Details of Project (i)	Type of project		
	Project commencement date		
	Project completion date (or ongoing)		
	Location		
	Brief description of management and operating experience		

	Experience in service offering development & delivery	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in developing supply chain with local enterprises	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in facilities management	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Provide example of local support provided by the consortium	
	Experience in integrating Airport operations with local businesses (i.e. employing local companies providing services such as logistics supply, airlines, etc.)	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Relevant recognition, accolades and rankings on size of operations and performance	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (2)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	

	Brief description of management and operating experience	
	Experience in service offering development & delivery	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in developing supply chain with local enterprises	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in facilities management	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Provide example of local support provided by the consortium	
	Experience in integrating Airport operations with local businesses (i.e. employing local companies providing services such as logistics supply, airlines, etc.)	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Relevant recognition, accolades and rankings on size of operations and performance	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (3)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	
	Brief description of management and operating experience	

	Experience in service offering development & delivery	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in developing supply chain with local enterprises	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in facilities management	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Provide example of local support provided by the consortium	
	Experience in integrating Airport operations with local businesses (i.e. employing local companies providing services such as logistics supply, airlines, etc.)	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Relevant recognition, accolades and rankings on size of operations and performance	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (4)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	

	Brief description of management and operating experience	
	Experience in service offering development & delivery	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in developing supply chain with local enterprises	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Experience in facilities management	<input type="checkbox"/> Yes <input type="checkbox"/> No
		Description:
	Provide example of local support provided by the consortium	
	Experience in integrating airport operations with local businesses (i.e. employing local companies providing services such as logistics supply, airlines, etc.)	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
	Relevant recognition, accolades and rankings on size of operations and performance	
	Supporting documents	<i>Please list documents here and attach them in application</i>
Details of Project (5)	Type of project	
	Project commencement date	
	Project completion date (or ongoing)	
	Location	

Brief description of management and operating experience	
Experience in service offering development & delivery	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
Experience in developing supply chain with local enterprises	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
Experience in facilities management	<input type="checkbox"/> Yes <input type="checkbox"/> No Description
Provide example of local support provided by the consortium	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
Experience in integrating Airport operations with local businesses (i.e. employing local companies providing services such as logistics supply, airlines, etc.)	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
Relevant recognition, accolades and rankings on size of operations and performance	<input type="checkbox"/> Yes <input type="checkbox"/> No Description:
Supporting documents	<i>Please list documents here and attach them in application</i>

FORM IV – B (CSR & SUSTAINABILITY ELIGIBILITY)

An applicant or in the case of a Consortium, all members nominated with development, management, and operating capacity for the Project, must provide evidence of compliance with applicable corporate governance, environmental and sustainability guidelines as relates to development and operations of International Airport and Cargo Terminals, including extant local laws and regulations.

Name of Member of the Consortium		
The company identifies and manages its main corporate governance, social, and environmental risks, and opportunities	<input type="checkbox"/> Yes <input type="checkbox"/> No	
	(Please attach relevant document)	
The company has formally established and documented the following policies:		
Environmental Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Community Affairs and Security Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Social Performance Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Occupational Health and Safety Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Public Health and Safety Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Biodiversity Conservation and Protection Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Cultural Heritage Conservation and Protection Policy	<input type="checkbox"/> Yes <input type="checkbox"/> No	
Greenhouse Gas Emission Management Policy		
Designated Management Person responsible for;		
a. Social Performance	Name of relevant Management Person	Email
b. Corporate Governance	Name of relevant Management Person	Email

c. Environmental Management	Name of relevant Management Person	Email
Any other relevant information on Corporate Sustainability or ESG (e.g. awards, recognitions, certifications, etc.)		

FORM V (PARTICULARS OF AUTHORIZED REPRESENTATIVE/PRINCIPAL CONTACT PERSON)

Contact details of authorized representative and principal contact person must be given.

The individual authorized to represent and act on behalf of the Consortium is to provide the following information:

Name of Member of the Consortium	
Authorized Representative's name	
Designation	
Company	
Citizenship	
Address	
Telephone	
Fax	
Email	

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

Principal Contact Person's name	
Designation	
Company	
Citizenship	
Address	
Telephone	
Fax	
Email	

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

Alternate Principal Contact Person's name	
Designation	
Company	
Citizenship	
Address	
Telephone	
Fax	
Email	

FORM VI (CONSORTIUM SUMMARY)

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

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

- Lead Members may only be a formal part of one Application (RFQ) and one Bid (RFP), hence once an organisation is a Lead Member, that organisation is not allowed to become a Member in other Consortia.
- Lead Member: Primary member managing the Consortium with a minimum equity share in the Consortium of at least 10%.

Selected applicants for the RFP submission may adjust their Consortium by

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

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

1. Remove existing Members from their Consortium.
2. Change the Lead Member in the Consortium.
3. Alter positions in their Consortium beyond the minimum required shares of 10% for Lead Member.
4. Include Members which would render the Consortium non-compliant to exclusion and minimum criteria.

FORM VII (MANAGEMENT & OPERATING EXPERIENCE)

Prospective proponents must have a minimum of at least ten (10) years' experiences in managing and operating an airport facility. The information is to be summarized for each Airport facility completed or in progress by each Member of a Consortium.

Use a separate sheet for each Airport facility.

Name of Member of a Consortium			
Name of Airport			
Type of Facility			
Name of Owner/ Employer			
Address of Facility			
Tel		Fax	
		Name and Email of Contact Person	
Number of Staff Involved			
1) Management		1)	
2) Non- Management		2)	
Project Role (tick one)			
<input type="checkbox"/> Owner	<input type="checkbox"/> Partner in a Joint Venture (JV)	<input type="checkbox"/> Appointed Airport Operator	<input type="checkbox"/> Others, please specify: _____
Details of Roles/Services Provided			
Contract/Services Start Date			
Contract/Services Completion Date			
Value of the Project (NGN)			
Size of Facility		Terminal Area (in square metres)	
		Total Land Area (in hectares)	
Average Yearly Passenger Throughput Handled for the Last Three (3) Years			

Net Profit After Tax (NPAT) of the Airport for last Three (3) Years of Contract Period	Reported Currency (____)	Naira Currency (NGN)
<i>Please state exchange rate used for conversion into USD</i>	1 st Year:	1 st Year:
	2 nd Year:	2 nd Year:
	3 rd Year:	3 rd Year:
Salient Features of the Project		
Any Other Remarks		

FORM VIII (DEVELOPMENT, FINANCING & INVESTMENT EXPERIENCE)

Prospective proponents must have over the past 10 (ten) financial years preceding the deadline for submission of the Application: (a) paid for or received payments for construction of an Airport facility(ies); and/or (b) paid for development of Airport facilities; and/or (c) collected and appropriated revenues from operations and maintenance of Airport and Cargo Terminal facilities. The information is to be summarized for each Airport completed or in progress by the prospective member of the Consortium.

Experience in development and financing of infrastructure in emerging economies will be an added advantage.

Name of Member of the Consortium					
Applicant Type	Project		Experience		
	Name/description of Project	Payments made/received for construction of Project	Payments made for development of Project	Revenues collected and appropriated from Project	
Single entity Applicant	a				
	b				
	c				
Consortium Member 1	1a				
	1b				
	1c				
Consortium Member 2	2a				
	2b				
	2c				
Consortium Member 3	3a				
	3b				
	3c				
Consortium Member 4	4a				
	4b				
	4c				

FORM IX – A (POWER OF ATTORNEY FOR SIGNING OF SUBMISSION)

BY THIS POWER OF ATTORNEY given on theday of20...., We..... (name of the firm and address of the registered office) do hereby irrevocably constitute, nominate, appoint and authorize Mr/Ms/Messrs, of....., who is presently employed with us/the Lead Member of our Consortium and holding the position of , as our true and lawful attorney (hereinafter referred to as the "Attorney") to do in our name and on our behalf, all such acts, deeds and things as are necessary or required in connection with or incidental to our Application for qualification for the Concession of Murtala Muhammed International Airport proposed by the Contracting Authority including but not limited to:

- i. signing and submission of all Applications, bids and other documents and writings;
ii. participate in Pre-Application Meetings and other conferences and providing information/responses to the

Contracting Authority;

- iii. representing us in all matters before the Contracting Authority, signing and submission of all documents

and providing information/responses to the Contracting Authority and execution of all contracts including

the Concession Agreement and undertakings consequent to acceptance of our application, and

- iv. generally, deal with the Contracting Authority in all matters in connection with or relating to or arising out of our bid for the said Project and/or upon award thereof to us and/or till the entering into of the Concession

Agreement with the Contracting Authority.

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

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

For

.....

(Signature, name, designation, and address)

Witnesses:

1.

2.

.....

(Signature)

(Name, Title, and Address of the Attorney)

Before Me

.....

Notary Public

FORM X – B (POWER OF ATTORNEY FOR LEAD MEMBER OF CONSORTIUM)

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

WHEREAS the Contracting Authority has invited Applications from interested parties for the Concession of Murtala Muhammed International Airport (the “Project”).

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

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

NOW THEREFORE:

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

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

For

.....

(Signature, name, designation, and address)

Witnesses:

1.

2.

.....

(Signature)

(Name, Title, and Address of the Attorney)

(Executants)

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

Before Me

.....

Notary Public

FORM XI (JOINT BIDDING AGREEMENT)

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

WHEREAS:

A. The Contracting Authority has invited submissions (the “Application s”) by its Request for Qualification No. dated (the “RFQ”) for Qualification and short-listing of Applicants for the ‘Concession of Airports in Nigeria’ (the “Project”) through public-private partnership.

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

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

NOW IT IS HEREBY AGREED as follows: 1. Definitions and Interpretations

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

2. Consortium

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

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

3. Covenants

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

4. Role of the Parties

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

- a) Party of the First Part shall be the Lead member of the Consortium and shall have the power of attorney from all Parties for conducting all business for and on behalf of the Consortium during the Selection/Bidding Process and until the Appointed Date under the Concession Agreement when all the obligations of the SPV shall become effective;
- b) Party of the Second Part shall be the Technical Member of the Consortium;

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- c) Party of the Third Part shall be the Financial Member of the Consortium;
 - d. Party of the Fourth Part shall be a Local Content Member of the Consortium; and

5. Joint and Several Liability

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

6. Representation of the Parties

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

- a) Such Party is duly organised, validly existing, and in good standing under the laws of its incorporation and has all requisite power and authority to enter into this Agreement;
- b) The execution, delivery, and performance by such Party of this Agreement have been authorised by all necessary and appropriate corporate or governmental action and a copy of the extract of the charter documents and board resolution/power of attorney in favour of the person executing this Agreement for the delegation of power and authority to execute this Agreement on behalf of the Consortium Member is annexed to this Agreement, and will not, to the best of its knowledge:
 - I. require any consent or approval not already obtained;
 - II. violate any applicable law presently in effect and having applicability to it;
 - III. violate the memorandum and articles of association (or its equivalent), by-laws, or other applicable organisational documents thereof;
 - IV. violate any clearance, permit, concession, grant, license or other governmental authorisation, approval, judgment, order or decree or any mortgage agreement, indenture or any other instrument to which such Party is a party or by which such Party or any of its properties or assets are bound or that is otherwise applicable to such Party; or
 - V. create or impose any liens, mortgages, pledges, claims, security interests, charges or Encumbrances or obligations to create a lien, charge, pledge, security interest, encumbrances or mortgage in or on the property of such Party, except for encumbrances that would not, individually or in the aggregate, have a material adverse effect on the financial condition or prospects or business of such Party so as to prevent such Party from fulfilling its obligations under this Agreement;
- c) This Agreement is the legal and binding obligation of such Party, enforceable in accordance with its terms against it; and
- d) There is no litigation pending or, to the best of such Party's knowledge, threatened to which it or any of its Affiliates is a party that presently affects or which would have a material adverse effect on the financial condition or prospects or business of such Party in the fulfillment of its obligations under this Agreement.

7. Termination

This Agreement shall be effective from the date hereof and shall continue in full force and effect until the Financial Close of the Project is achieved under and in accordance with the Concession Agreement, in case the Project is awarded to the Consortium. However, in case the Consortium is

either not qualified for the Project or does not get selected for award of the Project, the Agreement will be terminated.

8. Miscellaneous

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

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

SIGNED, SEALED, AND DELIVERED

For and on behalf of

LEAD MEMBER by:

(Signature)

(Name)

(Designation)

(Address)

SIGNED, SEALED AND DELIVERED SECOND PART

(Signature)

(Name)

(Designation)

(Address)

SIGNED, SEALED AND DELIVERED For and on behalf of

THIRD PART

(Signature)

(Name)

(Designation)

(Address)