

Pre-qualification Questionnaire

Engineering, Procurement Installation and Management (EPIM) of Telecommunications and Security Systems

Deadline for Response:

09 May 2018 at 12:00 Noon CET

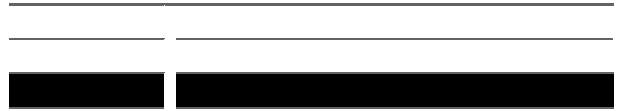
Trans Adriatic Pipeline AG
Lindenstrasse 2, 6340 Baar, Switzerland

www.tap-ag.com



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1. Introduction

1.1 The Award Procedure

This is the Pre-Qualification Questionnaire (the **PQQ**) for the tendering of one Contract (the **Contract**) for Engineering, Procurement, Installation and Management (EPIM) of Telecommunications (Lines and Systems) and Security Systems

To be located in as set out in the ITT.

TAP started a project for the realization and management of a new geographical network that interconnects with different technologies (Point-to-Point Optical Fiber, MPLS, Radio Link, etc.) in different countries:

- TAP Head Quarter and Data Centers for Corporate Services are located in Switzerland.
- TAP Data Centers for Industrial Systems are located in Italy.
- TAP Industrial Stations are located in Albania and Greece.

The project should include the integration between the new geographical network and the Fiber Optic Network owned by TAP along the pipeline that crosses Greece-Albania-Italy, therefore the realization and the management of automated backup and failover links to the TAP Data Centers in Italy needs to be established. Both networks the new geographical network and fiber optic network are representing the TAP Global Network.

Finally, the TAP Global Network, which consists of the new geographical network and Fiber Optic Network along the pipeline need to be maintained in future by a single Telco Carrier.

The procurement will be conducted in the context of the Trans Adriatic Pipeline (TAP) project.

The TAP pipeline will start close to the Turkish / Greek border, cross Greece, cross Albania, cross the Adriatic Sea and come ashore in southern Italy. Construction of the TAP pipeline started in 2016 with the overall TAP gas-transport system set to be ready for commissioning in July 2019.

More about TAP AG and the TAP Project can be found on www.tap-ag.com (TAP **Project**).

TAP reserves the right to update the planned contract award and project schedule in the actual ITT after the PQQ prequalification process.

1.2 Purpose of the Pre-qualification Questionnaire

The purpose of this PQQ is to give applicants (the **Applicants**) sufficient insight into the Supply and the selection phase (the **Selection Phase**) so that they can submit an expression of interest (the **EoI**).

In the first phase of the Procurement Process, EoIs submitted in line with the requirements of this PQQ will be assessed and evaluated against the selection criteria defined in this PQQ.

TAP will invite Applicants who meet the criteria to the next phase of the Award Procedure (the **Award Phase**). Those Applicants will receive an Invitation to Tender (the **ITT**).

By submitting an EoI, the Applicant unconditionally accepts the conditions and contents of the PQQ.

1.3 The Contracting Entity

The Contracting Entity is Trans Adriatic Pipeline AG (**TAP**), a limited liability company incorporated and existing under the laws of Switzerland with its registered seat at: Lindenstrasse 2, 6340 Baar, Switzerland.

1.4 Description of the Works/Supplies

(a) Scope of the Works/Supplies

The overall scope of Work for the Supply as set out in the ITT covers the Engineering, Procurement, Installation and Management (EPIM) of Telecommunications Lines, Technical Equipment and Security Systems.

The scope of work will be further detailed in the ITT documents. It is intended that the scope of work for this Contract includes the following:

Design, supply, site installation, pre-commissioning, commissioning and start-up of Telecommunications Lines and Systems for Stations and Data Centers along the pipeline, HQ TAP and TAP Data Centers for Corporate Services based in Switzerland.

1.5 HSE

TAP's policy and requirements on Health, Safety and Environment ("HSE") will be provided in the ITT. Depending on the risk profile of the (construction) works or supplies, specific HSE conditions shall be included in the Contract(s) to be awarded and shall form the basis for HSE management at Supplier's locations. The HSE risk during the execution of the Contract(s) can be categorised – at this time – as medium level of risk for the project.

1.6 Corporate Social Responsibility

TAP considers that Corporate Social Responsibility is a manner of conducting business where TAP takes into consideration the positive and possible negative influences of the Project/Works/Supplies on the stakeholders, such as the local communities it comes in contact with. TAP requires its contractors and suppliers to behave with honesty and integrity and to comply with all rules and legislation that apply to their activities.

1.7 Reservation of Rights

TAP reserves the right to:

- (a) Amend, suspend or terminate (part or all of) the current Award Procedure, including the scope and volume of the Supplies and/or of the option(s).
- (b) Not to award a Contract.
- (c) Exclude Applicants from further participating in the Award Procedure for example if the documents and/or information submitted by the Applicant do not comply with the requirements set out in this PQQ, or with required formats, respectively if they are incomplete or incorrect.

The Applicant shall not be entitled to claim or receive any form of compensation.

1.8 Language

The language used for the overall Project is English. All communications and correspondence related to this Award Procedure shall be conducted in the English language.

1.9 Applicable legislation

Each Applicant is presumed to be aware of and to accept the applicable laws and regulations. This PQQ and the Award Procedure are governed by the laws of England and Wales. For the avoidance of doubt, English procurement legislation does not apply to TAP, to this PQQ and to the Award Procedure generally.

2. Definitions

Unless specifically defined elsewhere, capitalised terms shall have the meaning given to such terms in Schedule 1.

3. Instructions to Applicants

3.1 Introduction and background

This Section 3 describes how Applicants can apply for the Selection Phase, how they must communicate with TAP and how they must prepare and submit their EoI.

3.2 Questions to the Applicants

At any time during the Award Procedure, TAP may ask an Applicant to clarify, specify or describe in more detail (parts of) their EoI. Applicants must make sure that their EoIs are complete, as TAP may exclude incomplete or incorrect EoIs without asking for clarifications.

TAP will only take such clarifications, specifications or more detailed descriptions into account in so far, they do not change the substantive aspects of an EoI which has already been submitted, and to the extent that this does not potentially lead to distortion of the competition or process, including equal treatment of Applicants.

3.3 Changes to the PQQ and inclusion of additional details

TAP may specify in more detail or change the PQQ at any time during the Selection Phase.

If an Applicant discovers errors or omissions in the PQQ, the Applicant must report this immediately in writing to TAP, for the attention of **Davi da Silva , Trans Adriatic Pipeline AG**, via e-mail and/or to the address indicated in Section 3.7.

TAP will, if it makes any corrections or changes to the PQQ, circulate a Rectification Notice to all entities that have requested a copy of the initial PQQ. This Rectification Notice will then form an integral part of the PQQ.

3.4 Conditions for applying as an Applicant

EoIs shall be submitted no later than **09 May 2018 at 12:00 Noon CET**.

The Applicants must submit their EoI at the address stated in Section 4.1.

EoIs that are submitted after the deadline will be, as a rule, rejected by TAP. Applicants must ensure that their EoI is delivered prior to the deadline, at the address mentioned in this PQQ. The risk for delays (in postal or courier delivery) is for the account of the Applicants.

EoIs delivered with surcharges may be refused by TAP.

3.5 Exclusion of Applicants

If an Applicant acts in breach of the requirements in the PQQ, this may lead to that Applicant being excluded from (further) participation in the Award Procedure.

If, in a later phase of the Award Procedure, a selected Applicant no longer meets one or more of the selection criteria of the PQQ, TAP has the right to exclude this Applicant from the Award Procedure.

TAP also reserves the right to exclude an Applicant in the event of an actual or potential conflict of interest.

If the Applicant, or persons associated with the Applicant (for example, advisors, subcontractors or consultants), breach these provisions or (attempt to) influence the Award Procedure (for example, by contacting TAP or its employees, shareholders, advisors or consultants) or access or attempt to access information not intended for the Applicant, TAP may exclude the Applicant and/or persons associated with the Applicant.

3.6 Expenses

No costs related to the submission of PQQ documentation or Tenders or participation in the Award Procedure shall be compensated. Participation in the Award Procedure is entirely at the cost and expense of the Applicant participating.

Applicants are responsible for all expenses they incur as part of the Award Procedure and cannot bring any claims against TAP for the reimbursement of these expenses.

3.7 Contact

Unless expressly specified otherwise, TAP is the sole and central point of contact for the Applicants in the Award Procedure and the PQQ. The Applicants must communicate solely in the manner specified in the PQQ. If an Applicant intends to communicate but believes that it cannot be conducted in accordance with the PQQ, that Applicant must advise TAP in writing and wait for instructions, before contacting a third party and/or deviating from the PQQ.

Details:

Trans Adriatic Pipeline AG
Lindenstrasse 2,
6340 Baar
Switzerland
Attn. Procurement Department
David da Silva

Phone: +41 41 747 3400

david.dsilva@tap-ag.com

3.8 Disputes

This PQQ with appendices and all other information and documents provided by (or on behalf of) TAP as part of this Award Procedure has been drawn up with the greatest care. The Applicant is empathically invited

to notify TAP within the shortest possible delay of any questions and/or objections it may have. If any such questions and/or objections are notified late, this shall have consequences for any claims by the Applicant.

This document, as well as all other aspects of this Procurement Procedure, is governed by English law and subject to the exclusive jurisdiction of the English Courts.

3.9 Requirements concerning the content of each Eol

The Applicant must submit a complete and correct Eol that reflects all required sections of the PQQ.

The Eol must be drawn up and submitted in English.

All monetary amounts shall be stated in Euro, excluding VAT. When conversion is made, Applicant should state the source of the conversion rate used.

TAP reserves the right to verify and check (including a check at the location of either a client of an Applicant or on an Applicant's site) all data and information provided and to consult the parties that have been stated in the Eol to serve as a reference.

The information and data submitted by the Applicant in this Selection Phase shall – if the Applicant is selected and invited to prepare and submit a tender – form an integral part of its Tender.

3.10 Requirements concerning the form of the Eol

The Eol to be submitted shall be lawfully signed by a duly authorized representative of the Applicant. The authorisation as signatory shall be shown - for example by an extract from the trade register or by an authorisation in the form of a power of attorney legalized by a notary public.

The numbering of the appendices and the references shall be in accordance with the structure and sequence of information and questions asked as per this PQQ. Each appendix to be added as part of the Eol should state clearly to which issue/paragraph it relates. A clear and univocal table of contents shall be provided at the beginning of the Eol. Applicants may be excluded if the Eol does not contain all requested information in exactly the same order as listed in schedules 2 & 3.

The Eol documents shall be submitted in **two (2) hard copies** (one paper copy clearly marked "original" and one copy marked "copy") and **two (2) electronic copies**, (one electronic pdf copy and one pdf-scans of the original hard copy) in the form of e-mail(s).

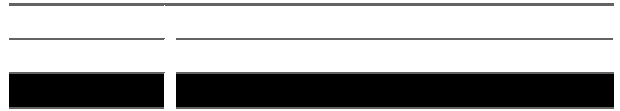
The attachment to the e-mail(s) must not exceed ten (10) megabytes (MB).

Applicants are required to submit their Eol hard copy documentation in an orderly and neat fashion in files or presentation folders (do not include loose pages of documents). No brochures or standard marketing material shall be used to answer any requirement from the PQQ or be included with the Selection documents and information to be submitted.

The **paper copies** of the Eol must be submitted in a sealed envelope/package by registered courier.

Please state on the envelope/package:

Application for Selection Phase
Engineering, Procurement, Installation and Management (EPIM) of Telecommunications (Lines and Technical Equipment) and Security Systems
"Confidential" (to be opened by authorized personnel only)



The **e-mail copy** should mention in the subject of the message “EPIM of TAP Global Network” – EoI – (company name)”

In case of discrepancies between the paper and electronic versions, the paper version takes precedence over the electronic version.

4. The Selection Phase process

4.1 Indicative timetable and submission date for the EoIs

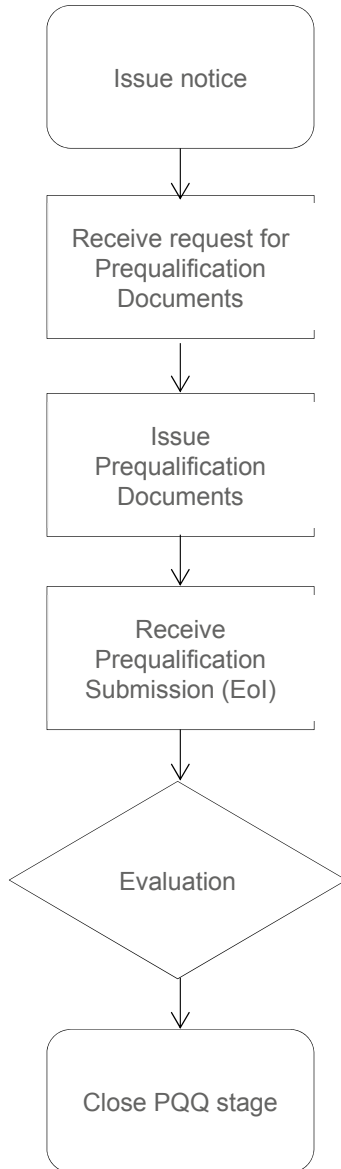
EoIs must be submitted by **09 May 2018 at 12:00 Noon CET**, at the address stated below:

Trans Adriatic Pipeline AG
Lindenstrasse 2,
6340 Baar
Switzerland
Attn. Procurement Department
David da Silva

Phone: +41 41 747 3400

david.dsilva@tap-ag.com

Successful Applicants will, subject to signing a confidentiality agreement, be provided with the ITT.



More detailed information on the further envisaged process and timeline will be provided in the ITT.

4.2 Timing

TAP reserves the right to shorten or to extend the Award Procedure. Even in the event of major adjustments to the timetable, changes in the procedure, or the shortening or lengthening of the procedure, the Applicant has no right to claim any kind of compensation from TAP for any cost or damage suffered. The Applicants must, on the other hand, take note that the timetable is binding on the Applicants. The timetable applicable to the Award Phase will be communicated with the issue of the ITT.

4.3 Selection decision and invitation to the next phase

TAP will notify all the Applicants who have submitted an EoI whether they will be invited to the Award Phase or not. Selected Applicants will receive a copy of the ITT.

No rights can be derived from the invitation to participate in the Award Phase other than those expressly included in the ITT.

If during the Award Procedure it would appear that an Applicant does not meet or no longer meets the selection criteria of the PQQ, TAP may decide to exclude that Applicant from further participation in the Award Procedure.

4.4 Withdrawal from the Award Procedure

Applicants may withdraw from the Procurement Process at any time before the submission of their Tender. After submission of their Tender they will be bound by the Tender until the expiry of the validity period for Tender, stipulated in the ITT.

5. Evaluation method and selection criteria

5.1 Evaluation method

More detailed information on the further envisaged process and timeline will be provided in the ITT.

The basis of the selection of Applicants in this Selection Phase shall be the minimum requirements and selection criteria in this PQQ, including the Schedules.

Submitted EoIs will be assessed and evaluated against the following:

- (a) Eol's completeness and compliance with the PQQ.

The EoIs will be assessed as to their completeness and conformity with the formal requirements and conditions stated in this PQQ. TAP will verify whether the documents submitted comply with the formal requirements of the PQQ such as – but not limited to - timely submission, signed by the authorised person, containing all the documents required, etc.

Notwithstanding TAP's right to request clarifications, an incomplete Eol or an Eol that does not comply with the formal requirements, can be excluded.

- (b) Evaluation on the basis of the selection criteria, as set out in 5.2.

5.2 Selection criteria

Selection will be based on an Applicant's general information, financial capability and technical capability.

Following the completeness and compliance evaluation, TAP will evaluate the Eol against the following seven (7) criteria (which are not listed in order of importance):

- (a) General information/personal standing

1. Statements: The Applicant must provide the information and confirm agreement with the statements as set out in Schedule 2 (Declarations and information to be provided by Applicant as per Schedule 2) including:
 - a. Company and related data
 - b. Non-collusion

- c. No objection to further investigation
 - d. Statement on capacity and competence of third parties
 2. Eligibility: The Applicant must confirm its eligibility as set out in Schedule 2 (Declarations and information to be provided by Applicant as per Schedule 2).
- (b) Financial capability
 3. Turnover: (Declaration and information to be provided by Applicant as per Schedule 2, Section 8) Minimum average annual turnover of the last 3 financial years (2016 / 2015/2014) should be:
 - a. Equal or in excess of 400 million EUR (Four hundred million).
 4. Solvency: (Declaration and information to be provided by Applicant as per Schedule 2, Section 9) Minimum requirements are:
 - b. If rated by S&P, Moody's, Fitch: Applicants should at least have a rating BBB-/Baa3, or above
 - c. For Applicants without rating or for rated Applicants who prefer to demonstrate (a) and (b) below, Applicants must demonstrate:
 - (a) Solvability (Equity/Total liabilities): average over the past three (3) years is greater than 20%
and
 - (b) Liquidity Quick Ratio (account receivables <1 year + marketable securities + cash and cash equivalent) / current liabilities: average over the past three (3) years is greater than 1

The Applicant must provide the consolidated audited financial statements (income statement & balance sheet) for the last three (3) financial years (2016 / 2015 / 2014) to document the above.

- (c) Technical capability
 5. References: Applicants must provide evidence of technical capabilities as follows:

Applicants must provide evidence of their technical capabilities by providing

 - a. Three (3) (and only three (3)) relevant references for engineering, supply, installation supervision, commissioning and management of Telecommunications (Lines and Technical Equipment) and Security Systems for implementation of WAN. Each reference must meet (all) the following requirements:
 - Realization of complex Geographical Network to interconnect Sites, Data Center, Compression Station, Offices in more than three countries, using of multiple technologies such as Fiber Optic, MPLS, Radio Link, Satellite, etc.

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- Relevant experiences in designing of automate backup, failover links and routing in order to ensure continuity of communications in the event of a disaster
 - Contracts/Purchase Orders that have been awarded within the past five (5) years
- b. Description and characteristics of own International Backbone (Architecture and Infrastructure, Point of Presence (POP)) with focus on Eastern Europe and Italy

For a) above Applicant shall submit the following substantial information as listed below:

- Client contact details
- Project name
- Contract role (for example main or subcontractor)
- Total Contract/Purchase Order value
- Award date
- Number of sites interconnected
- Number of Applicant personnel at peak
- List of other Contractors which the Applicant had to interface with during the execution of the Contract/Purchase Order (if applicable)
- Main technology used to implement the Geographical Network
- Contract delivery in months as per original Contract
- Final delivery in months (if the project is completed)
- Applicant Execution center (name location and country)

Guidance Note:

- I. The information requested for each reference should be presented in the order of the elements set out in Schedule 3, Section 12. Please note that standard submission of Applicant experience record is not accepted and may lead to Applicant exclusion.
- II. Applicant must submit three (3) (and only three (3) relevant references as shown above [a]).

All information is to be provided by Applicants as per the requirements set out in Schedule 3, Section 12.

6. QA/QC: The Applicant must provide and confirm the requested, relevant information in relation to Quality Assurance as set out in Schedule 3 (Information to be provided by Applicants as per the requirements of Schedule 3, Section 13).
7. HSE: The Applicant must provide and confirm the requested, relevant information in relation to Health, Safety and Environment as set out in Schedule 3 (information to be provided by Applicants as per the requirements of Schedule 3, Section 14).

It shall be mandatory for Applicants to meet the requirements set out in 1 to 7 and to demonstrate this in accordance with the Schedules. Failure to demonstrate that the Applicant meets one (or more) requirements will as a rule result in disqualification.

TAP may decide to limit the number of selected Applicants to a level which is justified by a need to balance the particular characteristics of the Award Procedure with the resources required to conduct it.

The criteria under point 5.2 c (5) (References) above constitute the qualitative selection criterion that will be used in the event TAP decides to limit the number of prequalified bidders invited to the Award Phase. This means that if TAP decides to limit the number of Applicants, it will rank all Applicants that meet the requirement as set out above on the basis of the relevance of their experience. In other words, references would be considered more relevant if the parameters of the executed project are closer to the project at hand.

TAP reserves the right to ask for any information in order to verify whether Applicants fall under any grounds for exclusion.

6. Mutual obligations during the Award Procedure

6.1 Applicants' declaration of acceptance

By submitting an EoI, the Applicant accepts;

- (a) the content of this PQQ; and
- (b) that it is bound by its terms.

6.2 Confidentiality and Intellectual Property

(a) Confidentiality on the part of the Applicant

By participating in the Award Procedure, the Applicant undertakes to keep confidential all information that it receives from TAP and all information that it provides to TAP or will provide as part of the Award Procedure, and not to communicate it to any third parties.

Applicants may communicate this information to their employees and subcontractors (including advisors and consultants) on a need-to-know basis if their involvement in the Award Procedure is required, subject to the same obligation of confidentiality.

This obligation on confidentiality is not applicable if the information is already available to the general public (other than as a result of a breach of this provision). The obligation is not applicable when expressly permitted by the PQQ or when expressly allowed by TAP. If the Applicant is legally required to provide the information to third parties, for example, on the basis of a legal obligation or within the framework of legal proceedings, the Applicant must (1) notify TAP, and (2) limit the information that is provided to third parties as much as possible.

(b) Confidentiality on the part of TAP

If TAP is required to provide Confidential Information to third parties, for example, under a legal obligation or as part of legal proceedings, the provision of information to third parties must be limited as much as possible and take into account the legitimate interests of the Applicant.

This obligation does not apply if the information is already available to the general public (other than as a result of a breach of this provision).

(c) Intellectual Property Rights

Nothing in this PQQ may be interpreted in such a way that a licence to the intellectual property rights of TAP is transferred to the Applicants, unless expressly agreed otherwise.

6.3 Disclaimer

This PQQ and any Rectification Notices cannot be considered to be a recommendation or encouragement to an Applicant to submit an EoI, but are intended to enable the Applicant to submit an EoI.

The documentation provided as a part of the Award Procedure is made available to Applicants who: (i) are expected to have the necessary skills and experience to be able to assess the risks inherent in the Award Procedure and to understand and evaluate the data provided in the PQQ; and (ii) are expected to seek the assistance of advisors and consultants to make an analysis of the procedure and the documentation. In this respect, the Applicant is expected to make its own independent analysis and assessment of the data provided and, if necessary, to check the accuracy and completeness of the information.

TAP does not give any guarantee, either implicit or explicit, concerning the completeness, relevance or interpretation of the information provided in this document or any other information that may be given to the parties at a later date as part of the on- going Award Procedure. TAP rejects all liability, of whatever nature, for any damage or loss that an Applicant may suffer as a consequence of the: (i) use of this document, changes to it, or information incorporated into it; (ii) the fact that the Applicant relied on this information; or (iii) the lack of, the irrelevance of, or the interpretation of certain information in this document.

The Applicant must take this risk into account in its EoI. By submitting an EoI the Applicant accepts this liability disclaimer. The Applicant who, on the basis of the information incorporated into this document or provided up until the submission date, decides not to submit an EoI also accepts this liability disclaimer.

SCHEDULE 1

DEFINITIONS

Applicant	Means an entity that wishes to submit an EoI.
Award Phase	Means the phase of the Procurement Procedure that follows the Selection Phase.
Award Procedure	Means the negotiated procedure with publication of a Contract Notice leading to the award of the Supply. The Award Procedure consists of a Selection Phase and an Award Phase. The Award Phase will be followed by, respectively be inclusive of a negotiations phase. The ITT document will provide further information on this.
Clarifications	Means the clarification to be given by TAP to all of the Applicants concerned in accordance with the PQQ.
Confidential Information	Means all commercial, technical and other information relating to the Project in any form whatsoever, including information regarding the terms and conditions of this/these Contract(s), negotiations leading to the execution of this/these Contract(s), all communications between the parties, all information concerning the business transactions, technical plans, commercial or financial arrangements or affairs of the parties, information which is disclosed to the other party at any time and any new information produced in the performance of the Supply, including information which is provided verbally to a party by any officer, employee or agent of the other party. Any information licensed to, developed for, or vesting in the Company shall be deemed to be Confidential Information of the Company.
Contract(s)	Means the EPIM contract(s) for Telecommunications (Lines and Technical Equipment's) and Security Systems
Contract Notice	Means the notice published in the Supplement to the Official Journal of the European Union (TED).
EoI	Means the expression of interest that the Applicants submit in response to the Contract Notice and the PQQ.
ITT	Invitation to Tender means the documents and terms and conditions that are applicable to the Award Phase.
Key Third Party	Means a natural or legal person (1) that is not a Member and (2) that the Applicant relies on in order to meet or exceed the requirements with regard to financial and economic capacity

	and/or (2) technical competence; such as subcontractors or parent companies.
Law	Means any statute, ordinance, code, law, binding court decision, decree, circular, rule or regulation which has the force of law, whether now or at any time in the future in effect.
PQQ	Means this pre-qualification document, including the schedules and/or its annexes.
Rectification Notice	Means corrections and/or changes or additions to the PQQ.
Selection Phase	Means the phase that leads to the selection of Applicants that will be invited to the Award Phase.
Subcontractor	Means any person to whom performance of any part of the Supply, including engineering Works or supply of any Materials.
Supply or Scope of Work	Means the whole of the supplies and services to be performed by the Contractor(s) under the Contract(s), and as will be further described in the ITT.
Tender	Means a bidder's proposal in response to the ITT, in the Award Phase.

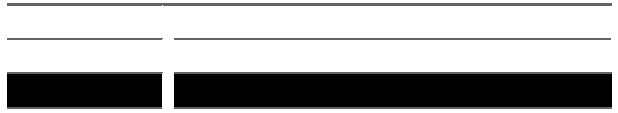
SCHEDULE 2

The Personal and Financial Requirements

Applicants must meet the requirements set out in the PQQ. If an Applicant does not comply with one or more of these requirements, as a rule the Applicant shall be deemed non-compliant and thus not eligible to receive an ITT for the Award Phase, which is phase 2 of the Award Procedure.

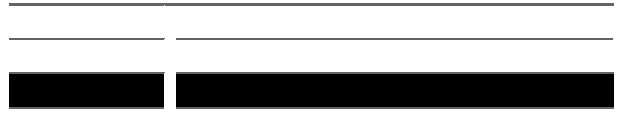
The minimal requirements are as per the following:

1	Company data
The Applicant shall submit the requested company data in accordance with Model M1 attached to this PQQ.	
2	Organisation (to be provided for information only purpose)
<p>The Applicant shall give a concise description of its organisation, containing the following components:</p> <ul style="list-style-type: none"> • an organisation chart of the internal organisation 	
3	Holding/group of companies (to be provided for information only purpose)
If the Applicant forms part of a holding/group of companies, it shall include an organisation chart of the structure of the holding/group of companies, including the name, address and registered office of the group of companies.	
4	Capacity and quality of third parties (Key Third Parties)
<p>If the Applicant relies on the financial and economic capacity or the technical competence of third parties (that are not Members – see below), such as e.g. subcontractors or parent companies, the Applicant shall show that it actually has/will have the commitment and resources of those Key Third Parties for the performance of the Contract(s).</p> <p>For the avoidance of doubt, such undertaking must also be provided if the Applicant relies on legal entities within the group.</p> <p>The Applicant shall submit a statement to that effect by the Key Third Party in accordance with Model M3 attached to this PQQ. The statement shall be signed by the Key Third Party and co-signed by the Applicant.</p> <p>Attention!!</p> <p>The statement as aforementioned must only be signed by Key Third Parties, i.e. entities that are not submitting an EoI on their own behalf.</p>	

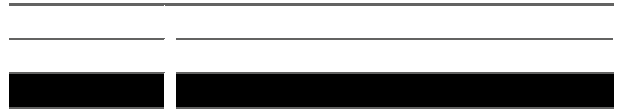


Note:

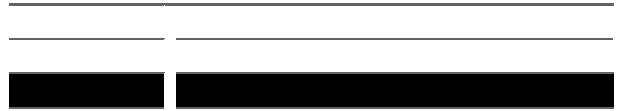
Data and information on the capacity or skills of a Key Third Party to which the Applicant refers, shall be enclosed with the documents requested in Schedule 3.



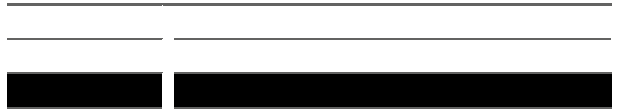
5	Registration trade register
<p>The Applicant shall enclose a recent certificate of registration in the commercial or professional register of the country of incorporation. The certificate shall have to contain its current information.</p> <p>The certificate shall describe the current information and <u>cannot be older than six months</u>, calculated from the date of publication of the Contract Notice.</p> <p><u>With regard to Key Third Parties:</u></p> <p>If the Applicant relies on a Key Third Party, a certificate must be enclosed for each Key Third Party.</p>	
6	Own statement on reasons for exclusion
<p>The Applicant shall have an authorised person (but explicitly not a holder of a power of attorney) sign a statement in accordance with the model declaration attached as Model M4 to this PQQ, stating that the reasons for exclusion as a candidate as mentioned (including criminal behaviour, bribery or bankruptcy) do not apply to the Applicant.</p> <p><u>With regard to Key Third Parties:</u></p> <p>If the Applicant relies on a Key Third Party, each Key Third Party must submit the aforementioned statement.</p>	



7	Turnover
<p>The Applicant shall submit a declaration with correct record of the annual turnover over the last two (2) financial years in accordance with Model M9 attached to this PQQ. This declaration shall be signed by the Financial Director and the lawful authorized Executive Manager of the Applicant's organisation, certifying that the Applicant has complied with the turnover requirement.</p> <p>Supplier must have a minimum average turnover as reflected below, and must be declared for the last three financial years (2016 / 2015 / 2014)</p> <p>The Applicant's average annual turnover of the last three (3) financial years shall be at least equal or in excess of 400 million EUR (four hundred million euro)</p> <p><u>With regard to Key Third Parties (including consolidated data):</u></p> <p>If the Applicant relies on Key Third Parties for its financial capacity, such Key Third Parties shall submit the information required above. If the Applicant submits information on the consolidated average annual turnovers of the holding/group of companies, the Applicant shall state so clearly and shall include a signed statement of the relevant group company in accordance with Model M3 attached to this PQQ.</p>	

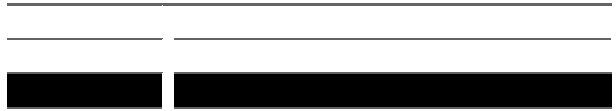


8	Solvency
<p>The Applicant shall together with the model declaration attached as Model M10 to this PQQ submit a certificate stating the company's rating by S&P, Moody's, Fitch not older than 12 months. Alternative rating agencies would be accepted only to the extent they could be deemed equivalent by TAP.</p> <p>Alternatively, if the company is not rated or for rated Applicants who prefer to demonstrate (a) and (b) below, the Applicant shall in the form of a certificate and/or a declaration signed by the Financial Director of the company of the Applicant submit the consolidated audited financial statements (income statement & balance sheet) for the last three (3) financial years (2016 / 2015 / 2014).</p> <p>The minimum requirements for the Applicant are:</p> <p>for companies rated by S&P, Moody's, Fitch: at least a rating BBB-/Baa3;</p> <p>or</p> <p>(a) Solvability (Equity/Total liabilities): average over the past 3 years is greater than 20 %</p> <p>and</p> <p>(b) Liquidity Quick Ratio (account receivables <1 year + marketable securities + cash and cash equivalent) / current liabilities): average over the past 3 years is greater than 1.</p> <p>The financial years concerned shall not have commenced before 1 January 2014.</p> <p>This information shall be shown by official Model M10 declaration to be enclosed in the Applicant's EoI – to be signed by a lawful authorized executive manager of the Applicant's organisation, certifying that the Applicant has complied with this requirement. This declaration shall be added to the financial information to be submitted as per the above.</p> <p><u>With regard to Key Third Parties (including consolidated data):</u></p> <p>If the Applicant relies on one or more Key Third Parties for its financial capacity, all Key Third Parties together shall meet the requirements above. In such case, each Key Third Party shall be jointly and severally liable as in the case of a Consortium and shall submit a signed statement declaring and certifying that the Key Third Party – conditional to the awarding of Contract to the Applicant – shall be jointly and severally liable for all obligations resulting from the agreement(s) reached under this Procurement Procedure.</p> <p>If the Applicant submits consolidated financial information on the holding/group of companies, the Applicant shall state so clearly and shall include a signed statement of the relevant group company in accordance with Model M3 attached to this PQQ.</p>	



9	Statement of no objection
<p>The Applicant shall submit a statement in which the Applicant confirms and certifies that it has no objection to, and will cooperate fully in, a possible further investigation by or on behalf of TAP into:</p> <ul style="list-style-type: none"> ➤ the financial and economic capacity, ➤ the expertise, the efficiency, reliability, business practises and competence; ➤ any potential issue with regard to participation in a criminal organisation, bribery, fraud, money laundering, corruption or other relevant issue. <p>For the statement the text of Model M6 attached to this PQQ shall be used.</p> <p><u>With regard to Key Third Parties:</u></p> <p>If the Applicant relies on a Key Third Party, each Key Third Party shall submit a statement as aforementioned.</p>	

10	Statement on non-collusion
<p>The Applicant shall submit a statement in which it confirms and certifies that it has not participated in any illegal concerted practices and that no attempt has been made or will be made by the Applicant to induce any third parties to submit or not to submit an EoI for the Project.</p> <p>For the statement the text of Model M7 attached to this PQQ shall be used.</p> <p><u>With regard to Key Third Parties:</u></p> <p>If the Applicant relies on a Key Third Party, each Key Third Party shall submit a statement as aforementioned.</p>	



SCHEDULE 3

THE TECHNICAL AND QUALITY REQUIREMENTS

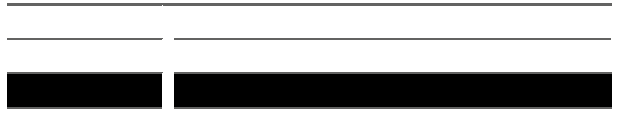
Applicants must meet the requirements set out in the PQQ. If an Applicant does not comply with one or more of these requirements, as a rule the Applicant shall be deemed non-compliant and thus not eligible to receive an ITT for the Award Phase, which is phase 2 of the Award Procedure.

Applicants shall provide the requested answers and information with regard to the requirements and criteria set out in this Schedule 3 in a separate document named "Information with regard to the technical and quality requirements set out in Schedule 3 to the PQQ".

The Applicant shall start the response to each of sections 12 to 14 on a new page and mention the relevant section and title at the top of the page.

The minimal requirements are as per the following:

11	References
<p>Applicants must provide evidence of their technical capabilities by providing</p> <p>c. Three (3) (and only three (3)) relevant references for engineering, supply, installation supervision, commissioning and management of Telecommunications (Lines and Technical Equipment) and Security Systems for implementation of WAN. Each reference must meet (all) the following requirements:</p> <ul style="list-style-type: none"> • Realization of complex Geographical Network to interconnect Sites, Data Center, Compression Station, Offices in more than three countries, using of multiple technologies such as Fiber Optic, MPLS, Radio Link, Satellite, etc. • Relevant experiences in designing of automate backup, failover links and routing in order to ensure continuity of communications in the event of a disaster • Contracts/Purchase Orders that have been awarded within the past five (5) years <p>d. Description and characteristics of own International Backbone (Architecture and Infrastructure, Point of Presence (POP)) with focus on Eastern Europe and Italy</p> <p>For a) above Applicant shall submit the following substantial information as listed below:</p> <ul style="list-style-type: none"> ➤ Project name ➤ Contract role (for example main or subcontractor) ➤ Total Contract/Purchase Order value ➤ Award date ➤ Number of sites interconnected ➤ Number of Applicant personnel at peak 	



- List of other Contractors which the Applicant had to interface with during the execution of the Contract/Purchase Order (if applicable)
- Main technology used to implement the Geographical Network
- Contract delivery in months as per original Contract
- Final delivery in months (if the project is completed)
- Applicant Execution center (name location and country)

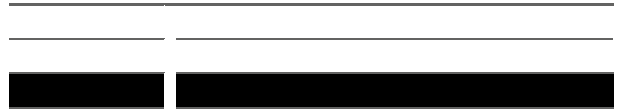
Guidance Note:

- I. The information requested for each reference should be presented in the order of the elements set out above. Please note that standard submission of Applicant experience record is not accepted and may lead to Applicant exclusion.

(The information requested for each reference should be presented in the order of the elements set out above. Applicant should not submit a standard manual)

12	QA/QC (Quality Assurance / Quality Control)
<p>The Applicant shall submit a copy or description of its Quality Assurance (QA) /Quality Control (QC) plan and confirm it at least meets the requirements of ISO 9001 or equivalent.</p>	

13	HSE (Health, Safety and Environment)
<p>The Applicant shall submit the following:</p> <ul style="list-style-type: none"> ➤ A copy of its Health & Safety (H&S) policy and confirm it meets the requirements of OHSAS 18001 (or equivalent) preferably by certification. ➤ A copy of its SCC acc. to European Regulations (or equivalent) preferably by certification. ➤ A copy of its Environmental policy and confirm it meets the requirements of ISO 14001 (or equivalent) preferably by certification. 	



MODELS

Model M1 to the PQQ

QUESTION 1 : Company and financial data

Please fill out your data here:

Name of company:

Legal form:

Number registration

Trade Register

VAT number:

Address registered office:

Postal code and city:

Country:

Postal address:

Postal code and city:

Country:

Internet address:

Contact person (*):

Position contact person:

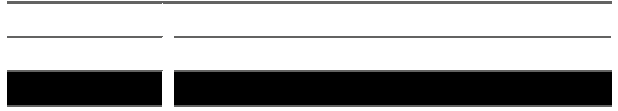
Telephone contact person:

Fax number contact person:

E-mail contact person:

(*) The contact person stated shall be considered the **sole** point of contact for the Applicant during the entire procedure; all correspondence shall be addressed to him/her.

Please enclose an organisation chart of the company structure with the requested company data (as per the question in Schedule 2 above).



QUESTION 2

A. Is your company part of a holding/group of companies? (please check the box)

No

Yes

B. Are there any other legal entities also applying which are part of the same group of companies?

No

Yes

C. Is your company a member of a branch association? If so, which one?

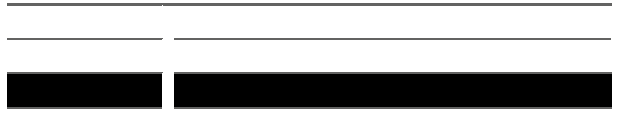
No

Yes

Name:

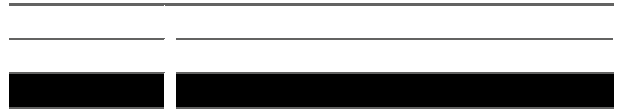
Address

Membership
number



Model M2 to the PQQ

Not used



Model M3 to the PQQ

Statement capacity and competence Key Third Parties

Name of company :

Address :

Postal code and city :

Hereinafter referred to as “**the Company**”

The undersigned,
considering:

that <name of Applicant > intends to participate in the Procurement Procedure for the award of a Contract (the **Contract(s)**) for:

Engineering, Procurement, Installation and Management of Telecommunications (Lines and Systems) and Security Systems

that the above mentioned Applicant intends to make use of the capacity/competence of the Company in the form of < provide for brief description of services or equipment / financial standing to be provided by Company >

hereby declares and certifies that:

if the Contract is awarded to the Applicant, the Company shall place its resources - referenced to by the Applicant - at the disposal of the Applicant, so the Applicant has all the resources of the company that are required for the execution of the Contract to be awarded at its disposal as if they were its own resources.

City Date

Name Position

Signature

Please enclose the extract(s) from the trade register, showing that the signatory is entitled to represent the Company

Co-signatory (on behalf of the Applicant)

hereby declares and certifies that, by co-signing this statement, it accepts the provision of the resources of the Company.

City Date

Name Position

Signature

Model M4 to the PQQ

Own statement in accordance with Directive 2004/17/EC

DECLARATION ON OATH / SOLEMN DECLARATION

In relation to the grounds referred to in the Directive 2004/17/EC

Name of company :

Address :

Postal code and city :

Hereinafter referred to as the "Applicant".

The Applicant hereby declares and certifies that none of the following circumstances apply to him, his directors and any person having powers of representation, decision or control in respect of the Applicant:

- A.** has been convicted by a final ruling or judgment for one or more of the following reasons:
- participation in a criminal organization, as defined in Article 2 of Council Framework Decision 2008/841/JHA;
 - corruption, as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of Member States of the European Union and Article 2(1) of Council Framework Decision 2003/568/JHA as well as corruption as defined in Swiss law or the national law of the Applicant;
 - terrorist offences or offences linked to terrorist activities, as defined in Articles 1 and 3 of Council Framework Decision 2002/475/JHA respectively, or inciting or aiding or abetting or attempting to commit an offence, as referred to in Article 4 of that Framework Decision;
 - fraud within the meaning of Article 1 of the Convention relating to the protection of the financial interest of the European Communities;

- money laundering or terrorist financing, as defined in Article 1 of Directive 2005/60/EC of the European Parliament and of the Council;
- child labour and other forms of trafficking in human beings as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council.

B. it has been convicted for any of the above offences, based on any article under the Criminal Code of the Country where the Applicant's company is registered or in any country of the European Community where the Applicant has conducted business, including Italy:

- C.**
- it is bankrupt or is being wound up, its affairs are being administered by the court, it has entered into an arrangement with creditors, it has suspended business activities or is in any analogous situation arising from a similar procedure under national laws and regulations;
 - it is the subject of proceedings for a declaration of bankruptcy for an order for compulsory winding up or administration by the court or of an arrangement with creditors or of any other similar proceedings under national laws and regulations;
 - it has been convicted by a judgment which has the force of *res judicata* in accordance with the legal provisions of the country of any offence concerning its professional conduct;
 - it has been guilty of grave professional misconduct;
 - it has not fulfilled obligations relating to the payment of social security contributions in accordance with the legal provisions of the country in which it is established or of Italy;
 - it has not fulfilled obligations relating to the payment of taxes in accordance with the legal provisions of the country in which it is established or of Italy;
 - it is guilty of serious misrepresentation in supplying the information required in relation to this PQQ or has not supplied such information.

The Applicant states that it will provide evidence in the aforementioned matters within [5] days at the first request of TAP

City

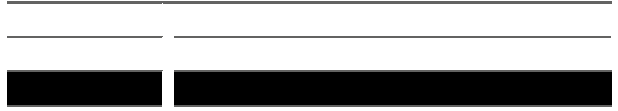
Date

Name

Position

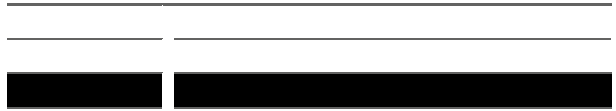
Signature

This statement shall be signed by the person lawfully entitled to sign for and bind the Applicant.



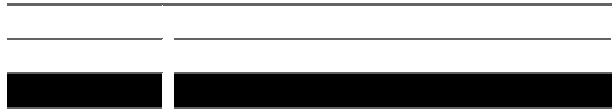
Model M5 to the PQQ

Not used



Model M6 to the PQQ

Statement of no objection	
Name of Applicant / :	
Member	
The Applicant hereby declares and certifies to have no objection to, and to fully cooperate in, a possible further investigation by or on behalf of TAP into:	
<ul style="list-style-type: none">➤ Its personal standing,➤ its financial and economic capacity,➤ its technical capacity, including expertise, efficiency, reliability, business practises and competence,➤ any potential issue with regard to participation in a criminal organisation, bribery, fraud, money laundering or other relevant issue.	
City	Date
Name	Position
Signature	

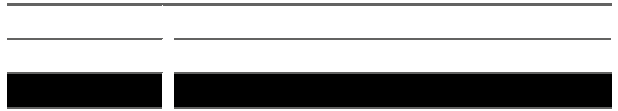


Model M7 to the PQQ

Statement on non-collusion		
Name of Applicant	:
<p>The Applicant hereby declares and certifies that it has not participated in any illegal concerted practices and that no attempt has been made or will be made by the Applicant or any of its Members to induce any third parties to submit or not to submit an EoI for the Project.</p>		
City		Date
Name		Position
Signature		

Model M8 to the PQQ

Not used



Model M9 to the PQQ

Statement concerning turnover

Name of Applicant :

- The undersigned hereby confirm on behalf of the Applicant the below mentioned figures being the average annual turnover over the last 3 years:

Annual turnover			
Financial Year 1	[please specify]		EUR
Financial Year 2	[please specify]		EUR
Financial Year 3	[please specify]		EUR
AVERAGE			EUR

- The undersigned hereby declare that the Applicant meets the minimum requirement on turnover.

Signature 1 (Financial Director)

City _____ Date _____

Name _____ Position _____

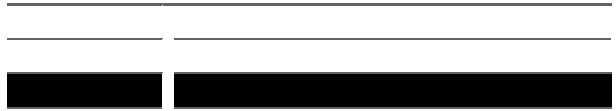
Signature _____

Signature 2 (Executive Manager)

City _____ Date _____

Name _____ Position _____

Signature _____



Model M10 to the PQQ

Statement concerning solvency

Name of Applicant :

Either

- Has provided a certificate issued within the last 12 months by either S&P, Moody's, Fitch with at least a rating BBB-/Baa3 (attached)

or

- The undersigned hereby confirm on behalf of the Applicant the below mentioned figures being the average annual solvency over the last three (3) financial years:

	Solvability	Liquidity Quick Ratio
Financial Year 1 [please specify]		
Financial Year 2 [please specify]		
Financial Year 3 [please specify]		

AVERAGE

- The undersigned hereby declare that the Applicant meets the minimum requirement on solvency.

Signature 1 (Financial Director)

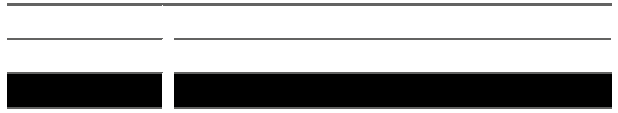
City _____ Date _____

Name _____ Position _____

Signature _____

Signature 2 (Executive Manager)

City _____ Date _____



Name	Position
Signature	

CHECKLIST

Before submitting, Applicant could check if its EoI duly includes the following documents:

Criterion category	Criterion description (Section 5.2)	Reference in the PQQ	Document(s) to be provided
Personal standing	1.Statements	Schedule 2, 1-6 and 10-11	Declarations and statements: i. Company and related data: - Model M1 and Model M2 - organisation description - chart of the group/holding - registration certificate ii. Non-collusion (Model M7) iii. No objection to further investigation (Model M6) iv. Statement on capacity and competence of Key Third Parties (Model M3)
	2.Eligibility	Schedule 2, 7	Declarations (Model M4) and information on a separate document
Financial capability	3.Turnover	Schedule 2, 8	Declarations (Model M9) and information on a separate document
	4.Solvency	Schedule 2, 9	Declarations (Model M10)
Technical capability	5.References	Schedule 3, 12	Information on a separate document
	6.QA/QC	Schedule 3, 13	Information on a separate document
	7.HSE	Schedule 3, 14	Information on a separate document