REPUBLIC OF UZBEKISTAN
MINISTRY OF HEALTH

REQUEST FOR QUALIFICATION

TO BID ON A PUBLIC-PRIVATE PARTNERSHIP PROJECT FOR THE DESIGN, FINANCING, CONSTRUCTION, EQUIPPING, OPERATION AND MAINTENANCE OF RADIOTHERAPY CENTERS IN THE REPUBLIC OF UZBEKISTAN

APRIL 2022

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TERMS AND DEFINITIONS

As used in this RFQ, the following terms and definitions shall have the following meanings:

Affiliate means in relation to a Bidder or Consortium Member, a person who controls, is controlled by, or is under the common control with such Bidder or Consortium Member. The expression "control" means, with respect to a person or entity, the ability (directly or indirectly) to direct or cause the direction of the votes attaching to 25% and more of its issued shares or interests or carrying voting rights, or to appoint or remove or cause the appointment or removal of those of its directors (or equivalent officials) holding the majority of the voting rights on its board of directors (or equivalent body) or to otherwise direct its management and policies by operation of law or legal agreement.

Anticompetitive Practice means in respect of any Bidder and/or Consortium Member that holds a dominant position[1] (whether solely or together with Affiliate(s) or otherwise) in the worldwide or regional (USA, Europe, Asian, etc.) radiotherapy markets whether as an O&M contractor or as a producer/supplier of radiotherapy consumables, equipment and/or machinery:

(a) imposition on Potential Contractors of any restrictions, or provision of any inducement, monetary or otherwise, which may in any way, limit a Potential Contractor's ability to carry out or perform works, provide services and/or supply consumables, equipment and/or machinery (or to offer to do so) to, for or on behalf of other Bidders and/or Consortium Members or multiple Bidders and/or Consortium Members (in accordance with the requirements and conditions of this RFQ);

(b) offering to Potential Contractors any payment, commission, advantage, gift and/or incentive of any kind as an inducement or reward for, and/or arriving at any understanding or arrangement with any Potential Contractors on:

    (i) supplying goods/services to one Bidder and/or Consortium Member to the exclusion of others; and/or

    (ii) refusing to supply goods/services any other Bidder and/or Consortium Member.

(c) imposition on other Bidders and/or Consortium Members of unfair or discriminatory conditions or prices in the purchase or sale of goods and/or services.

(d) unreasonable refusal to supply goods/services to other Bidders and/or Consortium Members if there is a possibility of production and/or supply of the relevant goods/services.

(e) creating obstacles for other Bidders and/or Consortium Members to access to the market; and/or

[1] In this context '*dominant position*' means a position enjoyed by an enterprise whereby it is able to (i) operate independently of competitive forces prevailing in the relevant market and/or (ii) affect its competitors and/or consumers and/or the relevant market in its favour.

(f) any other deliberate action aimed at abusing its dominant position and/or distortion of competition in the Tender process.

Authorized Representative means representative of the Bidder or, in case of Consortium, each Consortium Member, authorized to represent respectively the Bidder, Consortium Member or their Affiliate in all matters in relation to the Tender process based on the Power of Attorney in a form as per Appendix 4.

Bidder means any business, including a foreign one, or a group of businesses (Consortium), including a group of foreign business entities, that submits or intends to submit a PQ Application.

Coercive Practice means impairing or harming or threatening to impair or harm, directly or indirectly, any person or the property of that person to influence improperly the actions of a person involved in the Tender process.

Collusive Practice means an arrangement between two or more persons involved in the Tender process designed to achieve an improper purpose, including influencing improperly the actions of another person.

Connected Person means any Affiliate of a Bidder (or if a Bidder is a Consortium, any Affiliate of any Consortium Member), any director, senior executive or manager of such Bidder, Consortium Member or Affiliate of any of the foregoing, or any person having an ultimate beneficial interest of at least five per cent (5%) of the share capital or ownership interest in such Bidder, Consortium Member or Affiliate.

Corrupt Practice means the offering, giving, receiving, or soliciting, directly or indirectly, of anything of value to influence the actions of any persons connected with the Tender process for or on behalf of the Tender Commission and/or MOH, including their respective representatives.

Data Room means a confidential and restricted online web-based virtual data room hosted by or on behalf of the MOH providing certain information and documents relevant to the Project and this RFQ and allowing the Bidders to upload their PQ Applications.

Data Room Undertaking has the meaning given in section 2.4 of PART III.

Fraudulent Practice means any act or omission including a misrepresentation that knowingly or recklessly misleads or attempts to mislead a person involved in the Tender process to obtain a financial or other benefit or to avoid an obligation.

IFC means International Finance Corporation.

IFC Advisory has the meaning given in section 1.2 of PART I.

Lead Member has the meaning given in section 4.1.4 of PART III.

Legislation means any international (to the extent having direct effect in Uzbekistan), national, provincial or local law, order, rule, regulation, by-law, statutory order, statutory reversionary order, executive order, decree, policy, judicial decision, notification, administrative decision or other similar directive made pursuant thereto, or legally binding instruction, guideline, code or standard issued by an executive, legislative, judicial or administrative entity applicable in Republic of Uzbekistan, including in relation to any tax, as any of them may be amended from time to time.

Ministry of Health (MOH) means the Ministry of Health of the Republic of Uzbekistan.

Net Worth means total assets less total liabilities (other than shareholder loans).

Obstructive Practice means:

(a) deliberately destroying, falsifying, altering or concealing evidence material to the investigation or making false statements to investigators in order to materially impede an investigation into allegations of a Corrupt Practice, Fraudulent Practice, Coercive Practice, Collusive Practice, Restrictive Practice or Undesirable Practice; and/or threatening, harassing or intimidating any party to prevent it from disclosing its knowledge of matters relevant to the investigation or from pursuing the investigation; and/or

(b) acts intended to materially impede the exercise of the inspection and audit rights of the Tender Commission, MOH and their respective representatives or financier(s) of the Project including any development partner of the financier(s).

PPP means Public - Private Partnership.

PPP Agreement means a PPP Agreement to be executed between the Public Partner and the SPV of the Winning Bidder for the implementation of the Project.

PPP Law means the Public -Private Partnership Law No. ZRU-537 dated May 10, 2019, with any subsequent amendments thereto.

PPPDA means the Public Private Partnership Development Agency under the Ministry of Finance of the Republic of Uzbekistan.

PQ Application means an application for participation in prequalification for the Tender.

PQ Application Deadline means the last day for submission of PQ Applications as specified in section 5.2 of PART III.

Prequalified Bidders means the Bidders who have passed the prequalification stage of the Tender.

Private Partner means an SPV of the Winning Bidder, with whom the Public Partner enters into a PPP Agreement.

Project has the meaning given in section 1.1 of PART I.

Project Agreement has the meaning given in section 1.3 of PART III.

Proposal means a technical and financial proposal submitted to the Tender Commission by a Prequalified Bidder at the RFP stage.

Public Partner means the Ministry of Health of the Republic of Uzbekistan.

Regulation on PPP means Regulation on PPP No.259 approved by the Cabinet of Minister on 27 April, 2020.

Regulation on PPP in Healthcare means Regulation on PPP in Healthcare No.PP-4290, approved by the President of the Republic of Uzbekistan on 19 April, 2019.

Reserve Winning Bidder means a Prequalified Bidder, whose Proposal is recognized as the second best suitable by Tender Commission.

Restricted Practices has the meaning given in section 2.1 of PART IV.

Restrictive Practice means forming a cartel or arriving at any understanding or arrangement among any of the Bidders and/or Consortium Members with the objective of restricting or manipulating a full and fair competition in the Tender process.

RFP means request for tender proposals addressed to Prequalified Bidders.

RFQ means this request for prequalification addressed to all interested Bidders.

Sanctioned Party means a person or entity that is:

(a) listed on any sanctions or export control list issued pursuant to any Sanctions Regime (including but not limited to: the Specially Designated Nationals and Blocked Persons List maintained by the United States Department of Treasury's Office of Foreign Assets Control, any List of Parties of Concern maintained by the United States Department of Commerce, including without limitation the "Entity List", the European Union's Consolidated List of Persons, Groups and Entities subject to EU Financial Sanctions, or on the Consolidated List of Financial Sanctions Targets issued by Her Majesty's Treasury of the United Kingdom);

(b) located in, incorporated under the laws of, or directly or indirectly majority owned or controlled by a person or entity located in or organized under the laws of a country or territory that is the target of any comprehensive, country-wide or territory-wide Sanctions Regime; or

(c) otherwise a target of economic sanctions ("target of economic sanctions" signifying a person with whom a national of the jurisdiction of a Sanctions Authority would be prohibited or restricted by law from engaging in trade, business or other activities).

Sanctions Regimes means the trade, economic and financial sanctions laws, regulations or embargoes administered, enacted or enforced by:

(a) the United Nations Security Council or its Committees under Chapter VII of the United Nations Charter;

(b) the United States;

(c) the European Union;

(d) Her Majesty's Treasury of the United Kingdom;

(e) Uzbekistan;

(f) any other regime which the MOH considers (in its entire discretion) should be included as a "Sanctions Regime", as notified to Bidders from time to time via the Data Room; and

(g) the respective governmental institutions and agencies of any of the foregoing,

((a) to (g) together being the "**Sanctions Authorities**").

SPV means a company to be established by the Winning Bidder in the Republic of Uzbekistan specifically for purposes of implementation the Project prior to signing the PPP Agreement.

Tender Commission means a commission formed by the Public Partner and approved by the Cabinet of Ministers of the Republic of Uzbekistan on 14.08.2020 to conduct the Tender.

Tender means a process of selecting a Winning Bidder and a Reserve Winning Bidder in respect of the Project (including the prequalification stage).

Undesirable Practice means establishing contact with any member of the Tender Commission or any person connected with or employed or engaged by the MOH with the objective of canvassing, lobbying or in any manner influencing or attempting to influence the Tender process.

USD or **US Dollar** means the lawful currency of the United States of America.

UZS or Uzbek Soum means the national currency of the Republic of Uzbekistan.

Winning Bidder means a Prequalified Bidder, whose Proposal is recognized as most suitable by Tender Commission.

Working Day means a day (other than a Saturday, Sunday or public holiday in England when banks in London are open for business.

INTERPRETATIONS

In this RFQ, the following rules of interpretation apply:

(a) Capitalized words and phrases used in the text of this RFQ and corresponding Annexes have the meaning defined in the "Terms and Definitions" section of this RFQ;

(b) References to the RFQ include Annexes to the RFQ; provided, however, that in the event of any conflict between any provision in the body of the RFQ and anything in an Annex, the provision in the body of the RFQ shall prevail;

(c) A reference to an Annex written with a capital letter is a reference to the corresponding Annex to this RFQ;

(d) The words "including", "include", "in particular" shall not limit the sense of the words preceding or following those terms;

(e) Words in the singular include the plural and vice versa (unless otherwise required by the context of the RFQ);

(f) The RFQ is subdivided into parts and sections; a reference to any part or section without indicating a document is a reference to a relevant part or section of this RFQ;

(g) Headings of parts and sections of this RFQ are for convenience only and shall not affect the interpretation or structure of this RFQ;

(h) A reference to any document includes amendments and modifications made thereto;

(i) In the event of any discrepancy between numbers in figures and those in words, numbers in words shall prevail;

(j) Unless otherwise required by the context, "day" means "calendar day", "month" means "calendar month";

(k) If the date of expiration of a specified period falls on the day other than the business day in the Republic of Uzbekistan or a Working Day, the next business day shall be considered as the date of expiration of a specified period; and

(l) The word "decision", as used in the text of this RFQ, means any decision adopted by the relevant authorized body (e.g. MOH, Tender Commission, etc.) for the purposes of the Tender in the manner required by the Legislation and/or this RFQ in whatever form (such as order, ordinance or minutes).

PART I: GENERAL INFORMATION

1. General Information

1.1. The MOH has decided to implement a public-private partnership project for the design, financing, construction, equipping, operation and maintenance of 4 (four) radiotherapy centres and delivery of radiotherapy services in Tashkent, Ferghana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in section 1.6 of this Part I (the **"Project"**).

1.2. The MOH engaged the International Finance Corporation, a member of the World Bank Group, acting through its Advisory Services division, as its lead transaction advisor ("**IFC Advisory**"). With IFC Advisory's support, the MOH intends to invite private sector developers to compete for the right to implement the Project.

1.3. The MOH and the IFC Advisory are assisted by a team of international experts to deliver the tender:

a) International Technical Experts: (i) Rebel Group, and (ii) GOPA Worldwide Consultants

b) International Legal Counsel: Pinsent Masons

c) Local Legal Counsel: Kosta Legal

1.4. The Project has been initiated pursuant to the Resolution of the Cabinet of Ministers No. 892 "On additional measures for the further development of oncological services and improvement of medical and psychological care for patients with late cancer stages" dated 24 October 29, 2019.

1.5. The concept of the Project was developed by the Public Partner in accordance with the PPP Law and agreed with the PPPDA, and was duly approved by the Cabinet of Ministers on 24 January 2022.

1.6. It is currently envisaged that the Project will have the following structure:

Name of the Project:	Uzbekistan Radiotherapy PPP Project
Public Partner	Ministry of Health of the Republic of Uzbekistan
Brief description of the PPP Project	Either of the below two options, to be further specified by the Public Partner at the RFP Stage: **Option 1:** Design, finance, construction, equipping, operation and maintenance of new radiotherapy centres and delivery of radiotherapy services in 4 (four) regions of Uzbekistan and their transfer to the Public Partner at the end of the PPP Agreement term. **Option 2**: (1) Design, finance, construction, equipping, operation and maintenance of greenfield radiotherapy centres, and delivery of

	radiotherapy services in 4 (four) regions of Uzbekistan and transfer to the Public Partner of the constructed public radiotherapy centers at the end of the PPP Agreement term, and (2) a takeover of existing public radiotherapy centres in the 4 (four) regions, reconstruction, and delivery of radiotherapy services using existing equipment in these centers and transfer to the Public Partner of the existing public radiotherapy centers at the end of the PPP Agreement term.
Location	- Nurafshan city, Tashkent Region - Ferghana city, Ferghana Region - Samarkand city, Samarkand Region - Urganch city, Khorezm Region
Capacity	Option 1: 90,000 fractions per year on linear accelerators (approx. 4,600 patients) across all 4 sites; Option 2: 90,000 fractions per year on linear accelerators (approx. 4,600 patients) across all 4 sites and operation of existing cobalt and brachytherapy machines within public radiotherapy centers.
Term of the PPP Agreement	From 12 to 15 years (exact term will be specified at the RFP Stage).
Private Partner Source of Revenue	- Fixed availability payments for guaranteed number of fractions, and variable payments for the fractions above the guaranteed amount paid by way of "Guaranteed Availability Payments" from the Public Partner; and - Services to private patients.
Public Partner Support	- Guaranteed Availability Payment (the number of fractions) - Allocation of land plots free of charge (save for the payment of land tax/land rent) - Indexation of payments (see below) - Support with licenses and permits - Compensation for early termination
Financing	Corporate financing and/or third party financing
Payment	The procedure for making payments for radiotherapy services will be set forth in the PPP Agreement. The payments shall be made from public funds in UZS, based on a fraction price subject to indexation to reflect domestic inflation and foreign exchange rate fluctuations between the UZS and the USD.

1.7. This structure represents the MOH's current intention. It remains subject to legal and other due diligence and the MOH expressly reserves the right to adopt an alternative structure in its absolute discretion. The final structure will be reflected in the RFP.

1.8. Further details in relation to the Project are set out in the information memorandum and the project presentation which have been issued by MOH prior to the issue of this RFQ.

2. Tender

The Tender will consist of two (2) stages:

(i) *Prequalification stage*. At this stage, the Tender Commission will collect and evaluate PQ Applications, only to confirm the qualification of the Bidders. The requirements for PQ Applications, qualification requirements for Bidders, the procedure and period of prequalification stage are set forth in Part III of this RFQ. The Tender Commission may invite Bidders to meetings throughout this stage.

(ii) *Tender stage to financial close*. This stage includes issuance of the RFP to the Prequalified Bidders, investors' conference and site visits, access to additional Project information to support Project due diligence by Prequalified Bidders, receipt and evaluation of the Proposals from Prequalified Bidders, selection of the Winning Bidder and / Reserve Winning Bidder conclusion of the PPP Agreement. The requirements for technical and financial proposal(s), procedure, evaluation criteria, period of selecting the Winning Bidder / Reserve Winning Bidder and the procedure of the conclusion of the PPP Agreement will be set forth in the RFP.

PART II: DISCLAIMER

The MOH is providing this RFQ solely for use by Bidders in preparing and submitting PQ Applications (as defined below). It has been prepared with the assistance of IFC Advisory based on the PPP Law, the Regulations on PPP in Healthcare and the Regulation on PPP.

Neither the MOH nor IFC Advisory, nor any of their respective consultants or advisors:

(a) makes any representation or warranty (express or implied) as to the accuracy or completeness of the information contained herein or in any other document made available to a Bidder at any time;

(b) shall have any liability for this RFQ or for any other written or oral communication transmitted to a Bidder; or

(c) will be liable to reimburse or compensate a Bidder for any costs or expenses incurred by a Bidder in evaluating or acting upon this RFQ or otherwise in connection with the potential transaction contemplated herein or otherwise.

The Tender Commission or the MOH will rely on the information provided in the PQ Applications and documents accompanying the PQ Applications and may assume that all information provided therein is true and correct, that nothing has been omitted which renders such information misleading, and that all documents provided as copies are true copies of their respective originals.

Information provided in this RFQ to Bidders is not an exhaustive account of legal requirements and should not be regarded as a complete or authoritative statement of law. Neither MoH nor IFC accepts any responsibility for the accuracy or otherwise of any interpretation or opinion on law expressed herein.

This RFQ constitutes an invitation to submit a PQ Application. It does not constitute a solicitation to invest, or otherwise participate in, any project.

PART III: REQUEST FOR QUALIFICATION

1. Introduction

1.1. As the first stage of the Tender, the MOH hereby invites Bidders capable of meeting the qualification criteria set out in this RFQ to submit PQ Applications in accordance with the requirements of this RFQ.

1.2. Only Prequalified Bidders will be eligible to receive an RFP and to participate in the next stage of the Tender. Prequalified Bidders will continue to have access to the Data Room at RFP stage and may be invited to attend one or more organized site visits as part of their due diligence, prior to submission of final Proposals.

1.3. In connection with the Project the Private Partner will enter into:

(a) a PPP Agreement;

(b) Land Lease Agreement; and

(c) certain other agreements relating to the Project,

(together, the "**Project Agreements**").

2. Project Data and Information

2.1. In addition to the information contained in Part I of this RFQ, the MOH will make various reports and documents available to Prequalified Bidders via the Data Room at the RFP stage, including some or all of the following:

(a) Legal Due Diligence Report;

(b) Site Evaluation Reports;

(c) Description of existing centers;

(d) Historical Demand Statistics; and

(e) Technical Due Diligence Report.

2.2. Such reports and documents:

(a) will be provided by way of background only and on condition that Prequalified Bidders will verify, clarify or qualify such reports and documents through their own due diligence to the extent required; and

(b) will be subject to any disclaimer contained therein as well as to the disclaimer set out in this RFQ and no Prequalified Bidder shall be entitled to rely on any such reports and documents.

2.3. In no circumstances will the MOH or IFC Advisory have any liability to any Bidder in respect of such reports and documents. This is without prejudice to any liability of MOH to the Private Partner only to the extent expressly provided in any of the Project Agreements to which they are a party.

2.4. The Bidders will be required to accept the terms of Data Room undertaking in order to have access to the Data Room and its content (the "**Data Room Undertaking**"). The Data Room Undertaking will also govern the use of and confidentiality of information in the Data Room and evidence the Bidders' agreement not to rely on the reports and documents. The Bidders will also be required to accept the terms of use for the Data Room.

3. Bidder Composition, Participation Restrictions and Costs

3.1. The persons eligible to submit the PQ Application are any of the following:a business entity registered and existing under the laws of Republic of Uzbekistan;

(b) a business entity registered under the laws of a foreign state; or

(c) a Consortium formed for the purpose of participating in the Tender, whose members are business entities registered under the laws of the Republic of Uzbekistan and/or of a foreign state.

3.2. No business entity may participate as a Bidder or a Consortium Member (including via an Affiliate) in more than one PQ Application.

3.3. In the case of a Consortium, the number of Consortium Members shall not be more than 3 (three) business entities.

3.4. The composition of any Consortium (as well as proposed percentage of ownership of Consortium Members in the SPV) and the ownership of any single Bidder shall be fixed, subject to the below, with effect from the deadline for submitting PQ Applications and until the end of the Tender or signing of the PPP Agreement. Changes to such composition or ownership shall be permitted provided that:

(a)

(i) the change proposed is, in the opinion of the Tender Commission, acting reasonably, made in good faith and in the case of changes to a Consortium the new composition of the Bidder is capable of fulfilling the technical criteria and the financial criterion and the modified Bidder continues to satisfy the legal criteria and all other requirements of this RFQ; and

(ii) the Tender Commission has the necessary capacity and resources available, having regard to the requirements and procedures of applicable laws, to review, approve and implement the change; and

(iii) the Tender Commission has provided, at its exclusive discretion, written approval to the change,

OR

(b) the change in ownership relates to any change in legal or beneficial ownership of any shares of a Bidder that are listed on a recognized investment exchange or the change in ownership is as a result of an intra-group transfer,

but in any event such changes shall not lead to the replacement of the Lead Member or reduction of the Lead Member's (anticipated) participation interest in the Consortium and SPV below 51% (in case of Consortium).

Following signature of the PPP Agreement such changes will only be permitted as is expressly provided in the PPP Agreement. For these purposes Bidders are advised that it is intended that the PPP Agreement may allow such changes to a limited extent.

3.5. Each Bidder shall bear all costs associated with the preparation and submission of its PQ Application, including without limitation all costs and expenses related to the Bidder's preparation of responses to any questions or requests for clarification which the MOH and/or the Tender Commission may request.

4. PQ Application

4.1. General

4.1.1. Each PQ Application and all correspondence and documents related thereto shall be submitted in the language specified in Annex 1 hereto. Any material not submitted in such language shall be disregarded for all purposes.

4.1.2. Each PQ Application shall comprise the documents evidencing the following:

(a) Part I – Technical Qualification – evidence that the relevant Bidder satisfies all of the Technical Criteria (see section 4.2 of this PART III);

(b) Part II – Financial Qualification – evidence that the relevant Bidder satisfies the Financial Criterion (see section 4.3 of this PART III); and

(c) Part III – Legal Qualification – evidence that the relevant Bidder satisfies all Legal Criteria (see section 4.4 of this PART III).

4.1.3. Documents submitted as part of the PQ Application do not need to be notarized/apostilled/legalized in order to be accepted by the Tender Commission, except for the Letter of Authorization for the Lead Member, which has to be notarized, and the Power of Attorney to the Authorized Representative, which has to be notarized if corporate seal is not available.

4.1.4. In case the Bidder is a Consortium as described in section 3.1(c) of this PART III above, the Consortium's members shall include one (1) member with relevant technical experience meeting the qualification criteria at the prequalification stage, which member shall (should such Consortium be declared a Winning Bidder) have more than fifty-one per cent (51%) participation interest in the Consortium (the **"Lead Member"**). The Lead Member shall retain its participation interest in the Consortium (and this shall translate into an equivalent equity participation in any SPV established to enter into the PPP Agreement) until the effective date of the PPP Agreement and, further, may dispose of it only subject to the requirements of the PPP Agreement.

4.2. Part I – Technical Qualification

4.2.1. Without prejudice to sections 4.3 and 4.4 of this PART III, to be declared a Prequalified Bidder, Bidders shall satisfy the following qualification requirements (**"Technical Criteria"**):

(a) have prior experience in providing radiotherapy treatments with linear accelerators to patients for at least the 5 (five) consecutive years falling immediately prior to and ending on the PQ Application Deadline; and

(b) have experience in operation and maintenance of at least 8 (eight) linear accelerators for at least the 3 (three) consecutive years falling immediately prior to and ending on the PQ Application Deadline.

4.2.2. Technical Qualification requirements shall be satisfied by the Bidder itself (if the Bidder is a single entity) or by the Lead Member (if the Bidder is a Consortium).

4.2.3. In order to demonstrate compliance with the Technical Qualification requirements the Bidders (Lead Member) shall provide the completed form in **Annex 3 (PQ Application Form),** together with the supporting documents listed in such form.

4.3. Part II – Financial Qualification

4.3.1. Without prejudice to sections 4.2 and 4.4 of this PART III, and subject to section 4.3.4 of this PART III, to be declared a Prequalified Bidder, a Bidder shall be required to satisfy the following criterion (**"Financial Criterion"**):

(a) have a minimum Net Worth of fifteen million US dollars (15,000,000 USD) at the close of the last audited financial year falling prior to the PQ Application Deadline, which in any case shall not be earlier than the financial year ending 2020.

4.3.2. The Net Worth of a Consortium shall be calculated as a sum of Net Worth of each of the Consortium Members at the close of the last audited financial year falling prior to the PQ Application Deadline, which in any case shall not be earlier than the financial year ending 2020.

4.3.3. In order to demonstrate compliance with the Financial Qualification requirement, the Bidders (including each Consortium Member) shall submit the following documents:

(a) copies of the balance sheets, financial statements for the last audited financial year preceding the PQ Application Deadline, which in any case shall not be earlier than the financial year ending 2020. The foregoing financial statements shall:

i. be audited by an independent auditor or certified public accountant;

ii. be complete, including all notes to the accounting/financial statements; and

iii. correspond to accounting periods already completed and audited (no statements for partial periods shall be requested or accepted); and

(b) a certificate specifying the Net Worth of the Bidder (or, if the Bidder is a Consortium, of each Consortium Member) in the form provided in **Annex 5 (Form of Letter Confirming the Net Worth)**.

4.4. Part III – Legal Qualification

4.4.1. Without prejudice to sections 4.2 and 4.3 of this PART III, to be declared a Prequalified Bidder, a Bidder (or, in the case of a Consortium, each Consortium Member) shall be required to satisfy all of the following legal prequalification criteria (**"Legal Criteria"**):

(a) be registered as a business entity in the Republic of Uzbekistan, or as a business entity in a foreign state;

(b) not be in bankruptcy or liquidation proceedings and have a reasonable expectation of being able to meet its debts as they fall due;

(c) not be subject to a Conflict of Interest;

(d) not have tax liabilities or liabilities in respect of judgments awarded by any court or similar proceedings in the period of three years prior to the date of this RFQ, save in each case to the extent that it has made a suitable accounting provision for such liabilities in accordance with applicable accounting regulations;

(e) not be an Affiliate of another competing Bidder or Consortium Member;

(f) neither it nor any of its Connected Persons

(i) have been convicted of fraud, corruption, collusion or money laundering or for a criminal act involving dishonesty, physical violence or harm to human life; or

(ii) is under investigation for, such criminal activities;

(g) neither it nor any of its Connected Persons have been excluded or disqualified from a bid or other public procurement process in the Republic of Uzbekistan;

(h) neither it nor any Connected Person:

(i) is included as a debarred person pursuant to the public sanctions list of any multilateral development bank that is party to the Agreement on Mutual Enforcement of Debarment Decisions of 9 April 2010 (www.crossdebarment.org); or

(ii) is, at the required date for submission of the PQ Application, a Sanctioned Party or subject to any proceeding, formal notice or investigation by a Sanctions Authority with respect to any Sanctions Regime; and

(i) neither it nor any Connected Person has operations (directly or indirectly including through any subsidiary) or carries out transactions that are not in compliance with any Sanctions Regime; and

(j) neither it nor any Connected Person has as its primary financiers or creditors banks or financial institutions that are Sanctioned Parties or directly or indirectly majority owned or controlled by Sanctioned Parties.

4.4.2. In order to demonstrate compliance with the Legal Criteria the Bidders shall submit:

(a) Letter(s) in the form of **Annex 2 (Form of PQ Statement)** signed by the Authorized Representative of the Bidder (or, if the Bidder is a Consortium Member, of each Consortium Member);

(b) copies of constitutional documents of the Bidder (or, if the Bidder is a Consortium, of each Consortium Member) (the charter, articles of incorporation or foundation agreement, as applicable);

(c) a power of attorney appointing the Authorized Representative in the form provided in **Annex 4 (Form of Power of Attorney)** to this RFQ (or, if the Bidder is a Consortium, a power of attorney signed by each Consortium Member appointing the Authorized Representative); and

(d) where the Bidder is a Consortium, in respect of each Consortium Member a notary certified letter of authorization(s) to the Lead Member authorizing it to represent and irrevocably bind any and all Consortium Members, and conduct all business for and on behalf of any and all the Consortium Members, during the Tender for the Project, as evidenced by **Annex 6 (Letter of Authorization for Lead Member)**.

4.4.3. In the event that a Bidder (or if the Bidder is a Consortium, any Consortium Member) is unable to comply with the Legal Criteria as a result of any act or omission of a Connected Person or fails to comply with requirement set out in item (f) of section 4.4.1 of this PART III, this shall lead to the disqualification of the Bidder only if the Tender Commission considers (in its absolute discretion) that such act or omission adversely affects or could adversely affect the integrity or reputation of the Bidder or the Consortium Member or the impartiality or perception of impartiality of the Tender, or the Tender Commission or MOH.

5. Submission of PQ Applications

5.1. Clarifications

5.1.1. Any Bidder requiring any clarification of any part of this RFQ or of any of the requirements set out herein may notify the MOH in writing via the Data Room by submitting a clarification question via the "Question and Answer" function on the Data Room no later than 14 (fourteen) days prior to the PQ Application Deadline. The clarification requests shall be submitted in the language specified in Annex 1 hereto.

5.1.2. To the extent that the MOH responds to any or all such requests (and it shall not be obliged to do so), it shall upload such response(s) into the Data Room and without identifying the source of the original request(s) no later than 5 (five) days prior to the PQ Application Deadline. The Bidders are recommended to seek access to the Data Room as soon as possible in order to be informed about the clarifications in relation to the RFQ.

5.2. PQ Application Deadline

5.2.1. The Bidders are entitled to submit the PQ Applications from the date of publication of this RFQ and up to **18:00 p.m. Tashkent time, on "15" July 2022** inclusively.

5.2.2. Any PQ Application and the documents enclosed therewith submitted after the PQ Application Deadline shall not be accepted.

5.2.3. The MOH and Tender Commission reserves the right to extend the PQ Application Deadline in its sole discretion. In the event of any such changes, the MOH will publish a relevant notification on its website and on the Data Room.

5.3. Format, Signing and Submission of PQ Applications

5.3.1. In order to participate in the prequalification stage, the Bidder must submit:

5.3.1.1. letter(s) in the form attached hereto as **Annex 2 (Form of PQ Statement)** signed by the Authorized Representative of the Bidder (or, if the Bidder is a Consortium Member, of each Consortium Member)**;**

5.3.1.2. application in the form attached hereto as **Annex 3 (PQ Application Form)**, together with the supporting documents listed in such form;

5.3.1.3. power of attorney to the Authorized Representative (or, if the Bidder is a Consortium, powers of attorney from each Consortium Member) in the form of **Annex 4 (Form of Power of Attorney)**;

5.3.1.4. letter from the Bidder (or, if the Bidder is a Consortium, letters from each Consortium Member) confirming the Net Worth in the form of **Annex 5 (Form of Letter Confirming Net Worth)**; and

5.3.1.5. where the Bidder is a Consortium, **a notary certified** letter of authorization(s) to the Lead Member in a form provided in **Annex 6 (Letter of Authorization for Lead Member)**.

5.3.2. The PQ Application and the enclosed documents must be in standard A4 format, fully paginated, complete and accurate. MOH reserves the right to restrict the permitted file size of the PQ Application (including enclosed documents) and any such restriction will be notified to Bidders.

5.3.3. PQ Applications shall be submitted electronically through the Data Room. No hard copies will be accepted by the MOH.

5.3.4. Notwithstanding section 5.3.3 of this PART III above, the MOH and the Tender Commission each reserve the right to request Bidders to provide them with an original hard copy of any PQ Application (or any part of any PQ Application) at any time prior to the completion of the Tender.

5.3.5. Bidders must digitalize the original documents, specified in section 5.3.1 of this PART III, prepared in accordance with section 5.3.2 of PART III. For the purposes of this RFQ "*digitalization*" shall mean scanning of or otherwise manipulating of the original signed documents in order to make them readable for electronic devices capable of reading the PDF files.

5.3.6. PQ Application documents must be in PDF format, and labelled using the following naming convention: [*Bidder's name – Name of the document given in this RFQ – number of files (if the document consists of several files*)].

5.3.7. PQ Application documents must be gathered into one electronic folder, which shall be named as follows: [*Bidder's name – PQ Application for Radiotherapy PPP Project*]. The folder with the electronic PQ Application documents may be submitted in archived form.

5.3.8. PQ Applications shall not be password protected or otherwise locked. Any PQ Application that is submitted containing password protection or other locking features shall be rejected.

5.3.9. PQ Applications shall be submitted through uploading into the Data Room no later than the PQ Application Deadline.

5.3.10. The costs of preparation and submission of the PQ Application and the documents enclosed therewith shall be borne by the Bidder. Neither the MOH nor the Tender

Commission shall be liable to reimburse the Bidder for such costs regardless of the Tender outcomes**.**

5.4. Data Room

5.4.1. In order to obtain access to the Data Room, the Bidder must request a Data Room access link by sending an email to the MOH in writing at the email address indicated in Annex 1 with a copy to the IFC Advisory contact person, no later than 5 (five) Working Days prior to the PQ Application Deadline. The Bidders are recommended to seek access to the Data Room as soon as possible in order to be informed about the clarifications in relation to the RFQ.

5.4.2. No later than 2 (two) Working Days from such request, such representative(s) will be provided with a login and password granting access to the Data Room, subject to acceptance of the Data Room Undertaking and the terms of use. The Bidder shall use the Data Room to submit its entire PQ Application, as well as to submit any clarification questions and see any additional information and notification made by the MOH on the Tender process.

5.4.3. If the Bidder has any technical issues in respect of the Data Room, the Bidder should send an email to sdhq@pinsentmasons.com copying UzbekRadiotherapyPPP@pinsentmasons.com and uzradiotherapy@ifc.org with an explanation of the issue.

5.5. Evaluation of PQ Applications

5.5.1. Within thirty (30) calendar days (or longer term at the discretion of the Tender Commission) following the PQ Application Deadline, the Tender Commission shall evaluate the PQ Applications and the documents enclosed therewith received from the Bidders on a pass/fail basis to assess compliance with:

(a) PQ Application requirements set out in section 5.3 of this PART III;

(b) qualification requirements set out in section 4.1.2 of this RFQ.

5.5.2. The Tender Commission may make verification of any documents, information, statements provided by the Bidder and/or its founder(s) and/or shareholders(s), as applicable, and may request the Bidder to provide additional information related to the PQ Application and documents enclosed therein.

5.5.3. For information, the evaluation of the PQ Applications shall be conducted by the Tender Commission completing the evaluation form attached as **Annex 7 (Form of Evaluation)** hereto during meetings of the Tender Commission, the dates of which shall be determined by the chairman or deputy chairman of the Tender Commission.

5.5.4. After review of PQ Applications, the Tender Commission shall, within five (5) calendar days from the date of the final evaluation meeting, complete and sign minutes indicating the names of the Bidders eligible to progress to the RFP stage, and the names of unsuccessful Bidders whose PQ Applications were rejected.

5.5.5. The Tender Commission shall, not later than three (3) calendar days from the date of signing of the minutes of prequalification by the members of the Tender Commission, notify both the Prequalified Bidders and the unsuccessful Bidders of the results of its evaluation and, in the latter case, the reason why any such Bidder's PQ Application was rejected if such Bidder requests this in writing.

5.5.6. In the event that only one PQ Application is received in response to the RFQ or if there is only one Bidder who has prequalified at the end of the RFQ Stage, the Tender shall be cancelled. The MOH may re-launch the Tender, modifying the RFQ as required and/or may take such other action as permitted under the Legislation.

5.5.7. After the prequalification stage, access to the Data Room shall be granted to only Prequalified Bidders; the Bidders who failed the prequalification stage shall have their Data Room access removed.

5.6. Termination or Variation of Tender processes

Notwithstanding any other provision of this RFQ or any other document already issued or to be issued in future in connection with the Tender processes, the MOH reserves the right at all times:

(a) to vary the scope of the Project;

(b) to amend the Tender process or amend or clarify the procedures and rules relating thereto (including, without limitation, in relation to specific qualification or evaluation criteria pertaining to sanctions);

(c) to extend or amend the Tender timetable, including the extension of the PQ Application Deadline;

(d) to terminate the Tender process; and

(e) to request additional information from any Bidder reasonably required to assess their PQ Application,

in each case at any time and for any reason and without incurring any liability to any Bidder or Prequalified Bidder in respect thereof.

5.7. Governing Law

The Tender is governed by the Legislation, including specifically the PPP Law, the Regulation on PPP in Healthcare and the Regulation on PPP. The courts of the Republic of Uzbekistan shall have exclusive jurisdiction over all disputes arising under, pursuant to and/or in connection with the Tender.

PART IV: MISCELLANEOUS

1. Conflict of Interest

1.1. Bidders and Consortium Members shall not have a Conflict of Interest in relation to this Project. For the purposes of this RFQ, **"Conflict of Interest"** means, in respect of any Bidder or a Consortium Member:

1.1.1. such Bidder or Consortium Member and any other Bidder or Consortium Member have either directly or indirectly common controlling shareholders, meaning that such controlling shareholders may:

a) direct or cause the direction of the votes attaching to the majority of two or more of the Bidders' or Consortium Members' issued shares or interests or carrying voting rights; and/or

b) appoint or remove or cause the appointment or removal of two or more of the Bidders' or Consortium Members' directors (or equivalent officials) holding the majority of the voting rights in such respective Bidders' or Consortium Members' board of directors (or equivalent body); and/or

c) otherwise direct the respective Bidders' or Consortium Members' management and policies by operation of law or legal agreement;

1.1.2. such Bidder or Consortium Member receives or has received any direct or indirect subsidy, grant, concessional loan or subordinated loan from any other Bidder or Consortium Member, or has provided any such direct or indirect subsidy, grant, concessional loan or subordinated loan to any other Bidder or Consortium Member;

1.1.3. such Bidder or Consortium Member has a relationship with another Bidder or Consortium Member, either directly or through common third parties, that puts them in a position to:

a) have access to each other's commercially sensitive information; and/or

b) influence or be perceived to have influenced the PQ Application of the other;

1.1.4. such Bidder or Consortium Member has participated as a consultant(s) and/or advisor(s) or has directly assisted the MOH and/or Tender Commission in the preparation of any documents, design and/or technical specifications in respect of the Project;

1.1.5. such Bidder or Consortium Member employs or has employed an officer or employee of the MOH and/or Tender Commission in relation to the Project (including the Tender process); and/or

1.1.6. such Bidder or Consortium Member appoints any legal, financial, technical or other advisor of the MOH in relation to the Project for matters related to or incidental to the Project and/or the RFQ.

1.2. Bidders or their agents and/or employees shall not engage in discussions or other communications with any other Bidder or their agents and/or employees regarding the preparation or submission of their PQ Application.

1.3. Subject to section 1.1.6 of this PART IV, Bidders and/or Consortium Members may use the same firm or firms as other Bidders and/or Consortium Members to obtain geotechnical, topographical, or other information about the site and may use the same firm or firms as other Bidders and/or Consortium Members to obtain financial, tax, accounting or legal advice in respect of the RFQ or the Project.

1.4. Without prejudice to section 1.1.1 of this PART IV, nothing in this RFQ is intended to or shall prevent a potential contractor, service provider and/or equipment manufacturer or supplier (a "**Potential Contractor**") from being included as a Potential Contractor in more than one PQ Application with a view to:

1.4.1. carrying out or performing works;

1.4.2. providing services; and/or

1.4.3. supplying plant, equipment and/or machinery,

provided always that the conditions set out in section 1.5 of this PART IV below are fully complied with by each relevant Bidder and/or Consortium Member.

1.5. The conditions referred to in section 1.4 of this PART IV are that:

1.5.1. no Potential Contractor may participate (including via an Affiliate) in more than one PQ Application as a Bidder or Consortium Member; and

1.5.2. each relevant Bidder and/or Consortium Member and Potential Contractor must ensure that:

a) they comply fully with all applicable laws in respect of fraud, corruption and collusion; and

b) suitable measures are put in place, to ensure that:

- confidentiality is preserved and maintained in relation to each PQ Application; and
- there is no Conflict of Interest (as described in section 1.1 of this PART IV) between Bidders and/or Consortium Members.

1.6. Breach of this section 1 of this PART IV may result in rejection of the PQ Application and disqualification of the Bidder from the Tender.

2. Restricted Practices

2.1. Bidders and Consortium Members and their respective Affiliates, partners, suppliers, sub-contractors, sub-consultants, officers, employees, agents, service providers and advisors shall observe the highest standard of ethics during the Tender process. Notwithstanding anything to the contrary contained herein, the MOH/Tender Commission is entitled to reject a PQ Application and disqualify the Bidder without being liable in any manner whatsoever to the Bidder or Consortium Member if it determines that the Bidder or Consortium Member has directly or indirectly or through a Connected Person, engaged in any Corrupt Practice, Fraudulent Practice, Coercive Practice, Collusive Practice, Obstructive Practice, Undesirable Practice, Restrictive Practice or Anticompetitive Practice in the Tender process (collectively the "**Restricted Practices**").

2.2. In addition to the consequences provided for in this RFQ, necessary action may be taken against any Bidder and/or Consortium Member for any engagement in Restricted Practice under Legislation.

3. Confidentiality

All communications between the Bidders and the MOH and Tender Commission (and/or its or their advisors), as well as all information obtained in connection with or arising out of this RFQ, shall be treated as confidential by the Bidder during as well as after preparation and submission of the PQ Applications. In the event of any breach of confidentiality by the Bidder, the MOH and/or Tender Commission (at their sole and absolute discretion) may at any time reject the PQ Application by the Bidder without any further consideration and terminate that Bidder's right to continue in the Tender process.

PART V: ANNEXES

ANNEX 1: Procedural Information

Basic Information

Project	Public-private partnership project for design, finance, construction, equipping, operation and maintenance of 4 (four) radiotherapy centers and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan comprising either of the below two options, to be further specified by the Public Partner at the RFP Stage: **Option 1:** Design, finance, construction, equipping, operation and maintenance of new radiotherapy centres and delivery of radiotherapy services in 4 (four) regions of Uzbekistan and their transfer to the Public Partner at the end of the PPP Agreement term. **Option 2**: (1) Design, finance, construction, equipping, operation and maintenance of greenfield radiotherapy centres, and delivery of radiotherapy services in 4 (four) regions of Uzbekistan and transfer to the Public Partner of the constructed public radiotherapy centers at the end of the PPP Agreement term, and (2) a takeover of existing public radiotherapy centres in the 4 (four) regions, reconstruction, and delivery of radiotherapy services using existing equipment in these centers and transfer to the Public Partner of the existing public radiotherapy centers at the end of the PPP Agreement term.
The MOH authority contact details	+998-71-239-46-43 info@minzdrav.uz
IFC Advisory contact details	Rustam Shamuradov / Aknur Jumatova + 998-78 120 24 45 + 998-78 120 24 11 uzradiotherapy@ifc.org
PQ Application language	English (obligatory for all documents) and either Russian or Uzbek. In case of discrepancies, English language shall prevail.
Clarification request language	English with Uzbek or Russian translation.
PQ Application Deadline	**18:00 p.m. Tashkent time, on “15” July 2022**

ANNEX 2. Form of PQ Statement[2]

[LETTERHEAD OF THE BIDDER/EACH CONOSRTIUM MEMBER]

Date: ___

To: Tender Commission

From: [NAME OF THE BIDDER/CONSORTIUM MEMBER]

Dear Madam/Sir,

Having examined the RFQ and understood their contents, the [NAME OF THE BIDDER/CONSORTIUM MEMBER] hereby submits this statement (the "**PQ Statement**") for the prequalification stage of the public-private partnership project for design, finance, construction, equipping, operation and maintenance of 4 (four) radiotherapy centers and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in the RFQ (the "**Project**"). The PQ Statement is unconditional and unqualified.

Capitalized terms not otherwise defined in this letter have the meanings ascribed to them in the RFQ.

The Bidder/Consortium Member confirms the following:

1. We acknowledge that the Tender Commission or the Ministry of Health of the Republic of Uzbekistan (the "**MOH**") will be relying on the information provided in the PQ Application and documents accompanying the PQ Application, and I certify that all information provided therein is true and correct; nothing has been omitted which renders such information misleading; and all documents provided as copies are true copies of their respective originals.

2. We agree and confirm that the MOH or the Tender Commission may make verification of any documents, information, statements provided by us and may request us to provide additional information related to us and/or our shareholders.

3. We confirm that we are not an Affiliate of another Bidder or Consortium Member.

4. We confirm that at the time of submission of the PQ Application we meet the qualification requirements of the prequalification stage as specified in the RFQ, including but not limited to, that we are not in bankruptcy or liquidation proceedings and we have a reasonable expectation of being able to meet our debts as they fall due.

5. We confirm we do not have tax liabilities or liabilities in respect of judgments awarded by any court or similar proceedings in the period of three years prior to the date of this RFQ, save in each case to the extent we have made suitable accounting provision for such accounting liabilities in accordance with applicable accounting regulations.

[2] Shall be provided on letterhead of the Bidder or, in the case of a Consortium, each Consortium Member.

6. We confirm that neither we nor any of our Connected Persons has/have not been convicted of fraud, corruption, collusion or money laundering or for a criminal act involving dishonesty, physical violence or harm to human life, or is under investigation for, such criminal activities.

7. We confirm that neither we nor any of our Connected Persons have been excluded or disqualified from a bid or other public procurement process in the Republic of Uzbekistan.

8. We confirm that at the time of submission of the PQ Application neither we nor any of our Connected Persons:

    a. is included as a debarred person pursuant on the public sanctions list of any multilateral development bank that is party to the Agreement on Mutual Enforcement of Debarment Decisions of 9 April 2010 (www.crossdebarment.org); or

    b. is a Sanctioned Party or subject to any proceeding, formal notice or investigation by a Sanctions Authority with respect to any Sanctions Regime;

9. We confirm that at the time of submission of the PQ Application neither we nor any of our Connected Persons have/has operations (directly or indirectly including through any subsidiary) or carries out transactions that are not in compliance with any Sanctions Regime.

10. We confirm that at the time of submission of the PQ Application neither we nor any of our Connected Persons have as our/its primary financiers or creditors banks or financial institutions that are Sanctioned Parties or directly or indirectly majority owned or controlled by Sanctioned Parties.

11. We confirm to form an SPV in the Republic of Uzbekistan in order to enter into the PPP Agreement, in case we are chosen as a Winning Bidder by Tender Commission.

12. We confirm we are not subject to a Conflict of Interest in relation to the Project.

13. We confirm that neither we nor any of our Connected Persons are engaged or will be engaged in Restricted Practices.

14. We understand that the MOH has appointed IFC Advisory as its lead transaction advisor. IFC may have or may hereafter acquire a financial interest in one or more potential Bidders or Affiliates of the same, including, for example, in cases where IFC (through its Infrastructure Investment Department (**"IFC Investment"**)) provides financing to the Private Partner for the purposes of the Project. Conflicts of Interest may arise or may be perceived to arise in such cases where IFC has multiple roles in connection with the Project. IFC has implemented safeguards against such actual or perceived Conflicts of Interest in accordance with its internal policies and procedures, including the establishment and maintenance of separate IFC Advisory and IFC Investment teams and measures to protect confidential information. By receipt of this RFQ and/or the submission of a PQ Application, we hereby confirm, and undertake to the MOH and IFC that we will not raise any objection or challenge to the Tender on the grounds of any such actual or perceived conflict, and we waive any rights we may otherwise have to do so.

15. We confirm that all statements we have made above at the prequalification stage shall remain true, accurate and not misleading, failing which (or if found false) we can be disqualified from the Tender.

In witness thereof, we submit this PQ Statement in accordance with the terms of the RFQ.[3]

_____ _____

Full name of Authorized Representative of the Bidder, signature

position seal (if any)

[3] Where the Bidder is in the form of a Consortium, each of the Consortium Members shall submit separate PQ Statements.

ANNEX 3. PQ Application Form[4]

PQ APPLICATION FORM

The undersigned Bidder [NAME OF THE BIDDER] hereby expresses its intention to participate in the Tender for the public-private partnership project for design, finance, construction, equipping, operation and maintenance of 4 (four) radiotherapy centers and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in the RFQ (the "**Project**") on the terms and conditions and in the manner provided in the RFQ and provides this application for the prequalification stage of the Tender

A. The Bidder (tick the appropriate box):

- ☐ a. A business entity registered and existing under the laws of the Republic of Uzbekistan; or
- ☐ b. A business entity registered under the laws of a foreign country; or
- ☐ c. A Consortium formed for the purpose of participating in the Tender founded by business entities registered under the laws of the Republic of Uzbekistan and/or business entities registered under the laws of a foreign country submitting one joint application.

Name of the Bidder or Consortium	
Country of registration (if applicable)	
Year of incorporation (if applicable)	
Address	
Telephone	
Fax	
Website (if applicable)	
E-mail	
Contact person (name, telephone, e-mail)	

In case of a Consortium, the table below shall be filled in by all Consortium Members (including, without limitation, the Lead Member).

Name of the Consortium Member	
Country of registration:	
Year of incorporation	
Legal Address	

[4] Shall be provided on letterhead of the Bidder or, in the case of a Consortium, the Lead Member.

Telephone	
Fax	
Proposed shareholding in SPV	
Website	
E-mail	
Contact person (name, telephone, e-mail)	

B. Documents and information confirming compliance with qualification requirements for prequalification and enclosed with the PQ Application

The Authorized Representative hereby confirms on behalf the Bidder/each Consortium Member and each of their Connected Persons that it (they) meet(s) the qualification requirements listed below and provide(s) the following documents to the Tender Commission:

No.	Qualification requirement	Acceptable documents evidencing compliance with qualification requirement
	Technical	
1.	Bidder or Lead Member, as applicable, have prior experience in providing radiotherapy treatments with linear accelerators to patients for at least the 5 (five) consecutive years falling immediately prior to and ending on the PQ Application Deadline;	Any evidence that may be supplied to support the details of the technical qualification set out in this form. For example: - Certificate of commissioning/ completion by the contractor; - Valid and subsisting licences to operate radiotherapy services, evidencing the issuing authority and the country of issuance; - Certificate issued by the relevant customer/employer containing name of the Bidder/Lead Member, capacity, completion date; - Extract from relevant contracts e.g. with governments and/or insurers (commercial and sensitive information to be redacted and to remain confidential); and - Public, verifiable data published by authorities of country of
2.	Bidder or Lead Member, as applicable, have experience in operation and maintenance of at least 8 (eight) linear accelerators for at least the 3 (three) consecutive years falling immediately prior to and ending on the PQ Application Deadline.	

		jurisdiction of or country of realization of referenced technical qualification. Please provide a brief technical description and where relevant appropriate evidence. The description should include on what basis the linear accelerators have been obtained (e.g. owned, leased, etc.), the dates of commissioning (and if relevant de-commissioning), where they are installed, how maintenance is organized (e.g. maintenance contract, self-maintained, etc.), current operational status, number of fractions delivered per annum, etc. Appropriate evidence might include extracts of purchase, lease or maintenance contracts (i.e. it is not necessary to provide full contracts, only extracts confirming relevant nature/parties/dates/signatures), commissioning certificates, or other proofs that confirm the technical qualification.
	Financial	
3.	Bidder/Consortium has a minimum Net Worth of fifteen million US dollars (15,000,000 USD) at the close of the last audited financial year falling prior to the PQ Application Deadline, which in any case shall not be earlier than the financial year ending 2020	Audited financial statements (audited by an independent auditor or certified public accountant) and Calculation of Net Worth with references to relevant pages of financial statements to check the calculation and Letter(s) Confirming Net Worth
	Legal	
4.	Bidder or each Consortium Member, as applicable, be registered as a business entity in the Republic of Uzbekistan, or as a business entity in foreign state;	Constitutive documents (i.e., charter, articles of incorporation or foundation agreement, as applicable)
5.	Bidder or each Consortium Member, as applicable, not in bankruptcy or liquidation proceedings and have a	Certificate of good standing (or similar official document) issued not earlier than six (6) months before the date of submission of the PQ Application; and

	reasonable expectation of being able to meet its debts as they fall due;	Letter(s) in the form of Annex 2 (Form of PQ Statement).
6.	Bidder or each Consortium Member, as applicable, do not have tax liabilities or liabilities in respect of judgments awarded by any court or similar proceedings in the period of three years prior to the date of this RFQ, save in each case to the extent it has made suitable accounting provision for such accounting liabilities in accordance with applicable accounting regulations;	Letter(s) in the form of Annex 2 (Form of PQ Statement)
7.	Bidder or each Consortium Member, as applicable, not be affiliated with another Bidder;	Letter(s) in the form of Annex 2 (Form of PQ Statement)
8.	Bidder or each Consortium Member (and all relevant Connected Persons), as applicable, have not been convicted of **(i)** fraud, corruption, collusion or money laundering or for a criminal act involving dishonesty, physical violence or harm to human life; or **(ii)** is under investigation for, such criminal activities;	Letter(s) in the form of Annex 2 (Form of PQ Statement)
9.	Bidder or each Consortium Member (and all relevant Connected Persons), as applicable, have not been excluded or disqualified from a bid or other public procurement process in the Republic of Uzbekistan;	Letter(s) in the form of Annex 2 (Form of PQ Statement)
10.	Neither the Bidder nor each Consortium Member (nor any Connected Persons), as applicable: (i) is included as a debarred person pursuant on the public sanctions list of any multilateral development bank that is party to the Agreement on Mutual Enforcement of Debarment Decisions of 9 April 2010 (www.crossdebarment.org); or (ii) is a Sanctioned Party or subject to any proceeding, formal notice or investigation by a Sanctions Authority with respect to any Sanctions Regime.	Letter(s) in the form of Annex 2 (Form of PQ Statement)

11.	Neither the Bidder nor each Consortium Member (nor any Connected Persons), as applicable, has operations (directly or indirectly including through any subsidiary) or carries out transactions that are not in compliance with the any Sanctions Regime.	Letter(s) in the form of Annex 2 (Form of PQ Statement)
12.	Neither the Bidder nor each Consortium Member (nor any Connected Person), as applicable, has as its primary financiers or creditors banks or financial institutions that are Sanctioned Parties or directly or indirectly majority owned or controlled by Sanctioned Parties.	Letter(s) in the form of Annex 2 (Form of PQ Statement)
13.	Bidder or each Consortium Member (and all relevant Connected Persons), as applicable, are not subject to a Conflict of Interest.	Letter(s) in the form of Annex 2 (Form of PQ Statement)

Full name of Authorized Representative of the Bidder/Lead Member

signature

position

seal (if any)

[INDICATE THE DATE]

ANNEX 4. Form of Power of Attorney

[ON THE LETTERHEAD OF THE BIDDER OR EACH CONSORTIUM MEMBER, AS APPLICABLE]

[DATE OF ISSUANCE AND PLACE OF ISSUANCE OF THE POWER OF ATTORNEY]

Power of attorney

Hereby, [NAME OF THE BIDDER/CONSORTIUM MEMBER AND ADDRESS OF ITS REGISTERED OFFICE] (the "**Beneficiary**"), representing by [FULL NAME, POSITION] authorize:

[FULL NAME OF THE PERSON], a [CITIZENSHIP] national born on [DATE] and holding [TYPE AND DETAILS OF IDENTIFICATION DOCUMENT (e.g. PASSPORT)], who is presently residing at [PLACE OF RESIDENCE],

as true and lawful representative (the **"Authorized Representative"**) to do in the name and on behalf of the Beneficiary, all such acts, deeds and things as are necessary or required in connection with submission of our PQ Application and Proposal for the public-private partnership project for design, finance, construction, equipping, operation and maintenance of 4 (four) radiotherapy centers and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in the RFQ (the **"Project"**) pursuant to the RFQ and other tender documentation issued by the Ministry of Health of the Republic of Uzbekistan (the **"MOH"**), including but not limited to:

(i) signing and submission of the PQ Application and Proposal(s), including their revocation, and any other documents or writings or providing oral explanations, considerations related to the Tender process;

(ii) participation in the conference for Bidders (if the Beneficiary is prequalified and invited by the Tender Commission) and providing information/responses to the Tender Commission/MOH;

(iii) representing the Beneficiary in all matters before the Tender Commission/MOH;

(iv) participating in negotiations with the MOH on terms and conditions of the PPP Agreement and signing and execution of all contracts including the PPP Agreement, and

(v) generally dealing with the Tender Commission/MOH in all matters in connection with or relating to or arising out of the PQ Application and Proposal(s) for the Project and/or upon award thereof to the Beneficiary and/or until the entering into the PPP Agreement with the MOH.

The Beneficiary hereby confirms that all acts, deeds and things lawfully done or caused to be done by the Authorized Representative pursuant to and in exercise of the powers conferred by this Power of Attorney shall be deemed to have been done by the Beneficiary.

This Power of Attorney shall remain in force until [*insert date which must be at least 1 (one) year from the PQ Application Deadline*]. This Power of Attorney shall cease if the submitted PQ Application or any Proposal is revoked or rejected or the PPP Agreement is concluded with another Bidder.

The powers under this Power of Attorney shall not be transferrable to another person.

All terms beginning with a capital and not otherwise defined herein shall have the meaning given in the RFQ.

IN WITNESS WHEREOF THE BENEFICIARY HAS EXECUTED THIS POWER OF ATTORNEY ON THIS [DATE].

For [NAME OF THE BIDDER/CONSORTIUM MEMBER]

[Name, Title]

[Signature]

[Corporate Seal if available][2]

[2] **If the corporate seal is not available, the Power of Attorney shall be duly notarized and apostilled/legalized**.

ANNEX 5. Form of Letter Confirming Net Worth

[TO BE PROVIDED ON LETTERHEAD OF THE BIDDER OR, IN THE CASE OF A CONSORTIUM, EACH CONSORTIUM MEMBER**]**

[IN CASE OF CONSORTIUM, PROVIDE THIS LETTER AND ATTACHMENT FOR EACH CONSORTIUM MEMBER]

Date: [***please insert day, month, year***]

To: Tender Commission

From: [_____]

Re: Confirmation of the Net Worth

Dear Sir,

Subject: Request for Qualification ("RFQ") for public-private partnership project for design, finance, construction, equipping, operation, maintenance of 4 (four) radiotherapy centres and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in the RFQ (the "Project")

[NAME OF THE BIDDER/CONSORTIUM MEMBER] represents and warrants to the Ministry of Health of the Republic of Uzbekistan and the Tender Commission that [NAME OF THE BIDDER/CONSORTIUM MEMBER] has annual Net Worth of [AMOUNT in USD] at the close of the last audited financial year falling prior to the PQ Application Deadline, which in any case shall not be earlier than the financial year ending 2020.

Please see attached the documents confirming the [Bidder's/Consortium Member's] Net Worth. [*Certified copy of the last audited financial statements for a year falling prior to the PQ Application Deadline (which in any case shall not be earlier than the financial year ending 2020).]*

Please use the following calculation formula while verifying the Net Worth: *amount of total assets less total liabilities (other than shareholder loans).*

Should you have any questions, please contact [NAME, TELEPHONE NUMBER, AND E-MAIL].

Regards,

_____

Name, title and signature of the Authorized Representative

[Corporate seal if available]

ANNEX 6. Letter of authorization for Lead Member of Consortium[5]

Date: [***please insert day, month, year***]

To: **Tender Commission**

Dear Sir,

Subject: Request for Qualification for public-private partnership project for design, finance, construction, equipping, operation and maintenance of 4 (four) radiotherapy centres and delivery of radiotherapy services in Tashkent, Fergana, Samarkand and Khorezm regions of the Republic of Uzbekistan, as more particularly described in the RFQ (the "Project")

Terms defined in the RFQ shall have the same meaning when used in this Letter of Authorization for Lead Member of Consortium unless otherwise stated.

We, [PLEASE INSERT NAMES AND ADDRESS OF THE CONSORTIUM MEMBER(S)] do hereby irrevocably appoint and authorize [PLEASE INSERT NAME AND ADDRESS OF THE LEAD MEMBER] (**"Lead Member"**) to represent each of us individually and all of us collectively as Consortium Members in [PLEASE INSERT NAME OF BIDDER] (the **" Bidder"** or the **"Consortium"**) in all matters in connection with the Tender process, including but not limited to: executing and submitting of the PQ Application, Proposal and other relevant documents; participating in the meetings and other conferences held during the RFQ stage or otherwise during the Tender process; providing or submitting queries and requests for clarification to the MOH and/or Tender Commission; providing information and responses to the MOH and/or Tender Commission; representing the Consortium in all matters before the MOH and/or Tender Commission; signing and execution of all contracts including the PPP Agreement and undertakings consequent to acceptance of the Consortium's Proposals, and generally dealing with the MOH and/or Tender Commission in all matters in connection with or relating to or arising out of the Consortium's Proposal for the Project and/or upon award of the Project to the Consortium.

We hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things lawfully done or caused to be done by the Lead Member pursuant to and in exercise of the powers conferred by this letter of authorization and that all acts, deeds and things done by the Lead Member in exercise of the authority hereby conferred shall and shall always be deemed to have been done by us.

This letter of authorization shall be governed by, and construed in accordance with, the laws of [INSERT A COUNTRY OF YOUR JURISDICTION] and the courts of [INSERT A COUNTRY OF YOUR JURISDICTION] shall have exclusive jurisdiction over all disputes arising under, pursuant to and/or in connection with this letter of authorization.

Signed by [***insert name of Authorized Representative of Consortium Member***]	)))

[5] To be provided only in the case of a Consortium. This Letter of Authorization shall be provided (either individually or jointly) by all the Consortium Members other than the Lead Member. This Letter of Authorization **shall be notary certified**.

for and on behalf of [***insert name of Consortium Member***]:

[Repeat signature block for each Consortium Member if provided jointly]

ANNEX 7. Form of evaluation of the Bidder's PQ Application and completion instructions

THE BIDDER'S APPLICATION EVALUATION FORM AND COMPLETION INSTRUCTIONS

No.	**Prequalification Requirements**	**[name of Bidder] (pass/fail)**
TECHNICAL CRITERIA		
1	The Bidder/Lead Member has an experience in providing radiotherapy treatments with linear accelerators to patients for at least the 5 (five) consecutive years falling immediately prior to and ending on the PQ Application Deadline	
2	The Bidder/Lead Member has an experience in operation and maintenance of at least 8 (eight) linear accelerators for at least the 3 (three) consecutive years falling immediately prior to and ending on the PQ Application Deadline	
FINANCIAL CRITERION		
3	The Bidder/Consortium must have had a net worth (being the total amount of all assets minus all liabilities) of at least USD 15 (fifteen) million (or its equivalent in another currency) at the close of the last audited financial year falling prior to the PQ Application Deadline (which in any case shall not be earlier than the financial year ending 2020).	
LEGAL CRITERIA		
4	The Bidder/each Consortium Member is registered as a business entity in the Republic of Uzbekistan or in foreign state	
5	The Bidder/the Consortium Member is not in bankruptcy or liquidation proceedings and have a reasonable expectation of being able to meet its debts as they fall due.	
6	The Bidder/the Consortium Member does not have tax liabilities or liabilities in respect of judgments awarded by any court or similar proceedings in the period of three years prior to the date of this RFQ, save in each case to the extent it has made suitable accounting provision for such accounting liabilities in accordance with applicable accounting regulations	

7	The Bidder/Consortium Member has not been excluded or disqualified from a bid or other public procurement process in the Republic of Uzbekistan	
8	Neither the Bidder/Consortium Member nor any Connected Person is submitting another PQ Application either individually or as a Consortium Member of any other Consortium	
9	Neither the Bidder/Consortium Member nor any Connected Person have been convicted of **(i)** fraud, corruption, collusion or money laundering or for a criminal act involving dishonesty, physical violence or harm to human life; or **(ii)** is under investigation for, such criminal activities	
10	Neither the Bidder, or if the Bidder is a Consortium, neither the Lead Member nor any other Consortium Member (nor any Connected Persons), as applicable: (i) is included as a debarred person pursuant on the public sanctions list of any multilateral development bank that is party to the Agreement on Mutual Enforcement of Debarment Decisions of 9 April 2010 (www.crossdebarment.org); or (ii) is a Sanctioned Party or subject to any proceeding, formal notice or investigation by a Sanctions Authority with respect to any Sanctions Regime.	
11	Neither the Bidder, or if the Bidder is a Consortium, neither the Lead Member nor any other Consortium Member (nor any Connected Persons), as applicable: has operations (directly or indirectly including through any subsidiary) or carries out transactions that are not in compliance with any Sanctions Regime.	
12	Neither the Bidder, or if the Bidder is a Consortium, neither the Lead Member nor any other Consortium Member (nor any Connected Persons), as applicable: has as its primary financiers or creditors banks or financial institutions that are Sanctioned Parties or directly or indirectly majority owned or controlled by Sanctioned Parties.	
13	The Bidder/Consortium Member has nominated representative to represent and irrevocably bind that Bidder or Consortium Member and conduct all business for and on behalf of that Bidder or Consortium Member, during the Tender process.	
13	The Bidder/Consortium Member does not have a Conflict of Interest as set out in the RFQ	
14	Neither the Bidder/Consortium Member nor its Connected Persons is or has been engaged in any of the Restricted Practices, as set out in the RFQ	

15	In case of Consortium: - it has no more than 3 (three) Consortium Members; and - the Lead Member: o will hold more than 51% (fifty one per cent) equity shareholding in the SPV; and o has been duly authorized under a notary-certified letter of authorization(s) to represent and irrevocably bind any and all Consortium Members, and conduct all business for and on behalf of any and all the Consortium Members, during the Tender process.	
Overall	**Pass / fail**	

Following the examination of the PQ Applications, the Tender Commission shall complete the Evaluation Form for each Bidder by marking each qualification requirement with "pass" and "fail".

Bidders whose PQ Application received “pass” on all requirements shall be considered as Prequalified Bidders.

Bidders whose PQ Application received “fail” on one or more requirements shall be considered as unsuccessful Bidders.