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Руководителю Федерального агентства
воздушного транспорта

А.В. Нередько

Уважаемый Александр Васильевич,

Настоящим информируем Вас о том, что Правительство Республики Сербии, совместно с Акционерным обществом «Аэродром Никола Тесла Београд», объявило о начале процедуры по выбору партнера для заключения договора концессии по финансированию, развитию и управлению белградским аэропортом «Никола Тесла».

Данный аэропорт является крупнейшим международным аэропортом Республики Сербии.

Согласно информации, размещенной на официальном сайте аэропорта, необязывающие предложения о заинтересованности по участию в процедуре выбора партнера необходимо направить в адрес Акционерного общества «Аэродром Никола Тесла Београд» в срок не позднее 25 февраля 2017 года (текст объявления о начале процедуры на английском языке прилагается).

Более подробная информация о процедуре размещена на сайте аэропорта по адресу: <http://www.beg.aero/en/strana/25711/concession>

Приложение: Объявление на англ. языке на 19 листах.

Торговый представитель

С. Хрипунов

А.Н. Хрипунов



In accordance with Article 35 in relation with Article 10 paragraph 1 and Article 20 paragraph 3 of the Law on Public Private Partnership and Concession ("Official Gazette of the Republic of Serbia", no. 88/2011, 15/2016, and 104/2016) (hereinafter referred to as the "PPP Law"), Articles 4 and 18 of the Law on Management of the Airports ("Official Gazette of the Republic of Serbia", no. 104/2016) (hereinafter referred to as the "Law on Management of Airports") and the Decree on the Manner of Concession Granting in Phases ("Official Gazette of the Republic of Serbia", no. 1/2017) (hereinafter referred to as the "Decree"), the Republic of Serbia, represented by the Government of the Republic of Serbia, and AD Aerodrom Nikola Tesla Beograd (hereinafter referred to as "ANT") announce the following:

PUBLIC INVITATION¹

FOR THE GRANTING OF A CONCESSION FOR THE FINANCING, DEVELOPMENT THROUGH THE CONSTRUCTION AND RECONSTRUCTION, MAINTENANCE AND MANAGEMENT OF THE INFRASTRUCTURE OF AD AERODROM NIKOLA TESLA BEOGRAD AND THE PERFORMANCE OF THE ACTIVITY OF AIRPORT OPERATOR (THE "PUBLIC INVITATION")

The Government of the Republic of Serbia and ANT invite all interested domestic and foreign legal and natural persons that fulfil the conditions provided in this Public Invitation to participate in the procedure (hereinafter referred to as the "Procedure") for the granting of a concession for the financing, development through the construction and reconstruction, maintenance and management of the infrastructure of ANT and the performance of the activity of airport operator at the Belgrade Nikola Tesla airport (hereinafter referred to as the "Airport") in accordance with the Law on Air Transport ("Official Gazette of the Republic of Serbia" 73/2010, 57/2011, 93/2012, 45/2015 and 66/2015) (hereinafter referred to as the "Law on Air Transport").

¹ This Public Invitation is published in the Official Gazette of the Republic of Serbia, no. 9/2017 on 10.02.2017

The information contained in this Public Invitation or subsequently provided to bidders, whether verbally or in documentary form or any other form, by or on behalf of the Government of the Republic of Serbia or of ANT, or by any of their respective representatives, employees or advisors, is provided to bidders on the terms and conditions set forth in this Public Invitation.

No representation or warranty, express or implied, is made and no responsibility of any kind is assumed by the Government of the Republic of Serbia or ANT, or by any of their respective representatives, employees or advisors for the accuracy or completeness of the information contained herein, or in other documents made available to a person in connection with the Procedure. The Government of the Republic of Serbia, ANT and their respective representatives, employees or advisors shall have no liability for the Public Invitation or for any other written or oral information transmitted to the bidders.

Each bidder should conduct its own due diligence and obtain independent advice from appropriate sources. The Government of the Republic of Serbia and ANT, as well as their respective representatives, employees and advisors shall have no liability for acts, omissions, decisions and other consequences incurred by the bidders based on the statements contained in the Public Invitation. In particular, the Government of the Republic of Serbia and ANT, as well as their respective representatives, employees and advisors shall not be liable for any omission or mistake relating to the Public Invitation or the Procedure, including any mistake therein or in any information or data provided by the Government of the Republic of Serbia, ANT and their respective representatives, employees and advisors.

This Public Invitation is neither an agreement nor an offer to prospective bidders or any other person. Its purpose is to provide interested parties with information useful to them while preparing their Application. This Public Invitation does not purport to contain all the information the bidders may need. This Public Invitation may not be appropriate for all persons, and it is not possible for the Government of the Republic of Serbia, ANT and their respective representatives, employees and advisors to consider the investment objectives, financial situation and particular needs of each person reading the Public Invitation.

In submitting an Application in compliance with the Public Invitation, each bidder certifies that it understands, accepts and agrees to the present disclaimer. Nothing contained in any other provision of the Public Invitation, nor any statements made orally or in writing by any person or party shall invalidate or annul the present disclaimer.

1. INFORMATION ABOUT THE GRANTORS OF THE CONCESSION

The Republic of Serbia and ANT (hereinafter jointly referred to as the "Public Body"), are the joint grantors of the concession.

The key contact for the Procedure is ANT:

NAME	AKCIONARSKO DRUŠTVO AERODROM NIKOLA TESLA BEOGRAD, ID no. 07036540, PIB (tax identification number) 100000539
ADDRESS	Surčin, 11180 Belgrade 59, Republic of Serbia
CONTACT PERSONS	Marko Marković Miodrag Mirković
WEBSITE	www.beg.aero
PHONE NUMBERS	+381 11 209 4872 +381 11 209 7273
E-MAIL ADDRESSES	marko.markovic@beg.aero miodrag.mirkovic@beg.aero

2. SUBJECT OF THE CONCESSION, INCLUDING NATURE AND SCOPE OF THE CONCESSION ACTIVITY, PLACE OF PERFORMANCE OF THE CONCESSION ACTIVITY AND DURATION OF THE CONCESSION

2.1. Subject Matter of the Concession

The subject matter of the concession is the financing, development through the construction and reconstruction, maintenance and management of the infrastructure of ANT and the performance of the activity of airport operator at the Airport.

The activity of airport operator shall qualify as an activity of general interest within the meaning of Article 11 Paragraph 1 Point 7 of the PPP Law and Article 4 Paragraph 7 of the Law on Management of Airports. Under Article 4 Paragraphs 1-5 of the Law on Management of Airports, the activity of airport operator consists of strategic, organizational and financial planning, technology transfer, planning related to human resources, work organization and the implementation of control in order to establish and coordinate performance of the Airport services, creating conditions for the provision of the Airport services that are provided by the airport operator at the Airport and coordinating other services provided at the Airport by different service providers, whereby:

- (i) Strategic, organizational and financial planning, technology transfer, planning related to human resources, work organization and the implementation of control refers to the creation of conditions for optimal use, development, refurbishment and maintenance of the Airport infrastructure, the planning, design, construction and maintenance of the Airport and Airport infrastructure in a way that allows take off, landing and aircraft movement, provision of Airport services and ground handling services in accordance with safety regulations at the Airport area;

- (ii) Establishment and coordination of Airport services refers to the creation of conditions for a safe and secure air transport, the work of fire and rescue services or fire and rescue security, emergency medical assistance or medical security, as well as measures to reduce the risk of the presence of birds and other animals at the Airport or its surrounding and preventing accidental or deliberate unauthorized persons access to the area of the Airport, which is not public, according to the Law on Air Transport;
- (iii) The services offered at the Airport by the airport operator shall include all airport services in the field of operation and management of Airport infrastructure, coordination and control over the provision of Airport services by third parties, as well as services that are provided by the airport operator in accordance with the Law on Air Transport;
- (iv) Coordination of other services provided at the Airport by different service providers includes coordinating ground handling services and other services provided by the airport operator or third parties.

For the performance of the public contract with elements of concession (hereinafter referred to as the "Concession Agreement"), the bidder selected as the preferred bidder at the end of the Procedure (the "Selected Bidder") will be required to set up a special purpose vehicle registered and existing in accordance with the laws of the Republic of Serbia (hereinafter referred to as the "SPV") as prescribed in Article 15 of the PPP Law, all in accordance with the Company Law of the Republic of Serbia ("Official Gazette of the Republic of Serbia" No. 36/2011, 99/2011, 83/2014 and 5/2015) (hereinafter referred to as the "Company Law"), to which ANT shall transfer the valid license for use of the Airport, in accordance with provisions of Article 19 of the Law on Management of Airports and Article 112 of the Law on Air Transport.

The Concession Agreement will be entered into between: on the one hand, (i) the Republic of Serbia, represented by the Government of the Republic of Serbia, and (ii) ANT, as the grantors of the concession, and on the other hand, (iii) the Selected Bidder (either the selected single bidder or the members of the selected bidding consortium) being shareholder(s) of the SPV, and (iv) the SPV established by the Selected Bidder in the concession granting procedure in order to perform the Concession Agreement as concessionaire.

For the performance of the Concession Agreement, the right to use the Airport infrastructure, including immovable property (buildings and land) and movable property of ANT, for performing the activity of airport operator, shall be granted to the SPV and such right of use shall be handed back to ANT upon expiry of the concession.

2.2. Place of Performance of the Concession Activity

The place of performance of the concession activity is at the Airport in Surčin, in Belgrade.

2.3. Duration of the Concession

The duration of the Concession Agreement shall be twenty-five (25) years, starting from the commencement date of the Concession Agreement, such date to be determined in accordance with the Concession Agreement.

3. TYPE OF PROCEDURE, DEADLINES FOR SUBMISSION OF THE BIDDING PACKAGE, ADDRESS TO WHICH THE BIDDING PACKAGE SHALL BE SUBMITTED, LANGUAGE AND ALPHABET IN WHICH THE BIDDING PACKAGE SHALL BE SUBMITTED

The Procedure shall be implemented in accordance with Article 20 Paragraph 3 in relation with Article 10 Paragraph 1 of the PPP Law, as well as Article 41a of the PPP Law and the Decree.

The Procedure shall be organized in two (2) phases:

- (a) the first phase of the Procedure during which bidders shall submit non-binding bids (hereinafter referred to as **"Phase 1"**); and
- (b) the second phase of the Procedure during which bidders shall submit binding bids (hereinafter referred to as **"Phase 2"**).

3.1. Applications to Participate in the Procedure

Interested parties shall submit to ANT, within fifteen (15) calendar days following the day of publication of this Public Invitation in the Official Gazette of the Republic of Serbia, an application to participate in the Procedure (the **"Application"**), including a request to receive the documentation for Phase 1, which will contain detailed information and instructions for Phase 1 (the **"Phase 1 Tender Documents"**).

As part of its Application, each bidder shall submit:

- (a) a completed and executed version of the application form (the **"Application Form"**);
- (b) a completed and executed statement on compliance with the participation criterion specified in section 4.1 of this Public Invitation;
- (c) a completed and executed version of the Non-disclosure Agreement signed by the statutory representatives or authorized representatives of the bidder or, in the case of bidders intending to bid through a consortium, by the statutory representatives or authorized representatives of each member of the consortium;
- (d) any document evidencing that the signatory of the documents under items a, b and c above is the statutory or authorized representative of the single bidder or of the member of the bidding consortium in connection with the Procedure (including certified excerpt from the relevant company registry or other relevant public authority and certified power of attorney, as the case may be);
- (e) proof of payment of the fee to receive the Phase 1 Tender Documents, as specified in section 8 of this Public Invitation.

The Application Form, the statement on compliance with the participation criterion specified in section 4.1 of this Public Invitation, as well as the form of the Non-disclosure Agreement to be completed and executed are available at the following links:

- www.beg.aero
- <http://portal.uin.gov.rs> (in the section: jpp i koncesija)

Following receipt of the Applications, the Public Body shall decide with respect to each bidder whether the conditions for participation in Phase 1 are fulfilled and shall accordingly notify each bidder whether

it is qualified to participate in Phase 1, within the deadline stipulated in section 6.1 of this Public Invitation.

3.2. Phase 1 – Submission of Non-binding Bids

The Public Body shall provide the Phase 1 Tender Documents to all bidders qualified to participate in Phase 1.

The deadline for submission of the non-binding bids as part of Phase 1 is sixty (60) calendar days following the day of publication of this Public Invitation in the Official Gazette of the Republic of Serbia.

As part of their bid applications for Phase 1, bidders shall submit:

- (a) evidence on fulfilment of the Bidding Conditions (as such conditions are defined in section 4.2 of this Public Invitation and further described in the Phase 1 Tender Documents);
- (b) a non-binding bid with a proposal for implementing the concession (as specified in detail in the Phase 1 Tender Documents);
- (c) a complete list of the affiliated companies of the bidder, as defined in Article 62 of the Company Law;
- (d) a term sheet of consortium agreement, in the event where the bidder wishes to qualify as a consortium;
- (e) as the case may be, other documentation required in Phase 1 as described in the Phase 1 Tender Documents.

Bidders participating in Phase 1 shall, no later than fifteen (15) days before the expiry of the deadline for submitting non-binding bids, provide ANT with their comments on and draft amendments to the term sheet of the Concession Agreement provided as part of the Phase 1 Tender Documents.

Following expiry of the deadline for submission of non-binding bids as part of Phase 1, the Public Body shall review and evaluate all bids with regard to the requirements and assessment mechanisms provided in this Public Invitation and further detailed in the Phase 1 Tender Documents. The Public Body shall notify each bidder on the results of such review and evaluation and whether it is qualified to participate in Phase 2, within the deadline specified in section 6.2 of this Public Invitation.

3.3. Phase 2 – Submission of Binding Bids

The Public Body shall provide the tender documentation for Phase 2 to all bidders qualified to participate in Phase 2, which will contain detailed information and instructions for Phase 2, including the draft Concession Agreement (the “Phase 2 Tender Documents”).

The deadline for submission of binding bids as part of Phase 2 is seventy-five (75) calendar days following the day of announcement of the bidders qualifying to participate in Phase 2 on the website of ANT and the Public Procurement Portal.

The Public Body shall deliver the final version of the draft Concession Agreement to all bidders qualified to participate in Phase 2, no later than fifteen (15) calendar days before expiry of the deadline for submission of the binding bids.

As part of their bid applications for Phase 2, the bidders shall submit:

- (a) a binding bid (the content of which will be detailed in the Phase 2 Tender Documents);
- (b) the copy of the executed version of the consortium agreement reflecting the term sheet of consortium agreement submitted during Phase 1, in the event where the bidder wishes to bid as a consortium;
- (c) a bid bond in the form of an unconditional and irrevocable first-demand bank guarantee whose amount and characteristics will be specified in the Phase 2 Tender Documents.

3.4. Address of Delivery of the Applications and Bids for Phases 1 and 2

Bidders shall submit their Applications, non-binding bids and binding bids (each of them hereinafter referred to as a "**Bidding Package**"), directly or via mail in a sealed envelope (or box). Name and address of the bidder shall be indicated on the back of the envelope (or box). In the event the bidder is a consortium, it shall indicate the same on the envelope (or box), and contact information of all members of the consortium shall be provided.

Further details and instructions on the format and logistics for the submission of the Bidding Packages will be provided in the Phase 1 Tender Documents and Phase 2 Tender Documents.

Bidding Packages shall be submitted to the following address:

AD AERODROM NIKOLA TESLA BEOGRAD, 11180 Belgrade 59, Republic of Serbia

P. fax 7, PAK 201970

RED BUILDING – AIR SERBIA

To the attention:

****[APPLICATION/NON-BINDING BID/BINDING BID – as the case may be] FOR THE GRANTING OF A CONCESSION FOR THE FINANCING, DEVELOPMENT THROUGH THE CONSTRUCTION AND RECONSTRUCTION, MAINTENANCE AND MANAGEMENT OF THE INFRASTRUCTURE OF AD AERODROM NIKOLA TESLA BEOGRAD AND THE PERFORMANCE OF THE ACTIVITY OF AIRPORT OPERATOR [SPECIFY THE PHASE FOR WHICH THE APPLICATION/NON-BINDING BID/BINDING BID IS SUBMITTED]***

– DO NOT OPEN –

Upon receipt of a Bidding Package, ANT shall indicate on the envelope (or box) containing the Bidding Package the time of receipt and shall register such time, as well as the order of receipt of all Bidding Packages submitted by bidders.

If the Bidding Package is delivered in person by a bidder's representative, ANT shall immediately issue a certificate of receipt to such bidder's representative, which shall indicate the date and time of receipt of the Bidding Package.

Any Bidding Package received by ANT after expiration of the relevant deadline for submission of such Bidding Package shall be considered untimely and shall be rejected. ANT shall, upon finalisation of the procedure of opening, return such Bidding Package to the late bidder unopened and with an indication that the Bidding Package was not submitted in due time.

For the purpose of getting access to the premises of ANT, each bidder is required to communicate the name and personal information of the bidder's representative who will deliver the Bidding Package in person, at least one (1) calendar day before the relevant deadline. Such information shall be submitted to ANT at the following email addresses:

marko.markovic@beg.aero
miodrag.mirkovic@beg.aero

3.5. Language and Alphabet in which the Bidding Packages shall be Submitted

In Phase 1 of the Procedure, non-binding bids shall be submitted in both Serbian and English language. Bidders will be allowed to submit part of their non-binding bids in English language, in particular some of the technical elements, as this will be specified in the Phase 1 Tender Documents.

If the Public Body, in the course of the review and evaluation of each non-binding bid, considers that the parts in English only shall be translated into Serbian language, it shall set an adequate time limit for the bidder to translate those parts into Serbian.

In Phase 2 of the Procedure, the whole binding bids shall be submitted in both Serbian and English language, including the parts of the bids pertaining to technical characteristics, quality and technical documentation.

In the case of dispute, the Serbian version of tender documents, non-binding bids and binding bids shall prevail.

With respect to the Serbian version, documents can be written in Cyrillic or Latin alphabet.

Any document provided by bidders in a foreign language (English or other language) as part of the Bidding Packages shall be accompanied with a translation into Serbian language made by a certified court translator.

Bidders may choose to provide copies of documents. If it deems it appropriate, the Public Body may request bidders to provide the original document or a certified copy of such document. If bidders do not provide such original document or certified copy within five (5) calendar days from receipt of the request, the Public Body shall be entitled to reject the Bidding Package.

4. PERSONAL, PROFESSIONAL, TECHNICAL AND FINANCIAL CONDITIONS THAT BIDDERS SHALL FULFILL, AS WELL AS DOCUMENTS EVIDENCING THE FULFILMENT OF THOSE CONDITIONS

Definitions

Throughout section 4 of this Public Invitation, "**Affiliate**" shall mean either:

- any corporate entity Controlled by the bidder, or if the bidder is a consortium, by the relevant consortium member,
- any corporate entity which Controls the bidder, or if the bidder is a consortium, the relevant consortium member, and/or
- any corporate entity which is Controlled by the same parent company that Controls the bidder, or if the bidder is a consortium, the relevant consortium member.

Throughout section 4 of this Public Invitation, "**Control**" shall mean:

- the power to elect a majority of the members of the board of directors (or other similar constituent body) of a legal entity, and/or
- the direct or indirect holding of the majority of the voting rights or the share capital of such legal entity.

4.1. Participation Criterion

In order to be able to participate in Phase 1 and receive the Phase 1 Tender Documents, bidders shall submit a written statement on compliance with the participation criterion described in this section 4.1.

Conditions and Proof of Fulfilment	
<u>Criterion:</u>	<p>The individual bidder, or if the bidder is a consortium, each consortium member, directly or through Affiliates, may not hold more than twenty percent (20%) of the share capital or the voting rights of the owner, the concessionaire or the owner of the PPP contract of an airport which served more than 1.0m passengers at any point in time over a 12-months rolling period from January 1st, 2016 and which is located within a 450km radius from the Airport.</p> <p>With respect to the Selected Bidder, such requirement shall apply throughout the term of the Concession Agreement, unless otherwise consented to in writing by the Public Body.</p>
<u>Proof:</u>	<p>Statement of the single bidder or of all members of the bidding consortium, the form of which shall be made available alongside with the Application Form, as per section 3.1 of this Public Invitation.</p>

4.2. Requirements to Participate in Phase 2

In order to be able to participate in Phase 2 and receive the Phase 2 Tender Documents, bidders shall be required to fulfil all of the legal, technical and financial conditions (hereinafter referred to as the "Bidding Conditions") described in this section of the Public Invitation.

Proof of compliance with the Bidding Conditions shall be submitted to ANT along with the submission of non-binding bids.

LEGAL CONDITIONS

No.	Conditions and Proof of Fulfilment
A.	<p><u>Condition:</u></p> <p>The bidder is registered with the competent body or registered in the appropriate register.</p> <p><u>Proof:</u></p> <p>FOR SERBIAN LEGAL PERSONS: Excerpt from the register of the competent body – Serbian Business Registers Agency.</p> <p>FOR NATURAL PERSONS: /</p> <p>FOR FOREIGN BIDDERS: Excerpt from the register of the competent body or appropriate equivalent document under the jurisdiction of incorporation of the foreign bidder.</p>

	Documents submitted as evidence shall not be older than two (2) months before the date of opening of the non-binding bids.
B.	<p><u>Condition:</u></p> <p>The bidder and its statutory or authorized representative have not been convicted for any criminal acts as members of an organized criminal group, have not been convicted for commercial criminal acts, criminal acts against environment, criminal act of receiving or offering bribe, criminal act of fraud;</p> <p><u>Proof:</u></p> <p>FOR SERBIAN LEGAL PERSONS:</p> <p>For acts of organized crime – CERTIFICATE ISSUED BY SPECIAL DEPARTMENT (FOR ORGANIZED CRIME) OF THE HIGHER COURT IN BELGRADE. Ustanička 29, Belgrade, which confirms that the bidder has not been convicted for any criminal act related to organized crime; In connection with this please see the notification published on the web page of the Higher court in Belgrade:</p> <p><u>http://www.bg.vi.sud.rs/lt/articles/o-visem-sudu/obavestjenje-ke-za-pravna-lica.html</u></p> <p>For commercial criminal acts, criminal acts against environment, criminal act of receiving or offering bribe, criminal act of fraud – CERTIFICATE ISSUED BY THE BASIC COURT (which contains data from the criminal records for all the criminal acts which are in competence of the regular department of the Higher court) on whose respective area the registered seat of the domestic legal entity or foreign legal entity's representative office is located, which confirms that the bidder has not been convicted for commercial criminal acts, criminal acts against environment, criminal act of receiving or offering bribe, criminal act of fraud.</p> <p><u>Note:</u> If the certificate of the Basic Court does not include information from criminal records for criminal offences, which are within the purview of the regular Criminal Department of the Higher Court, the bidder shall submit certificates of both the Basic Court and the Higher Court.</p> <p>FOR STATUTORY REPRESENTATIVES OF SERBIAN LEGAL PERSONS:</p> <p>Excerpt from the criminal records issued by the competent POLICE DEPARTMENT OF THE MINISTRY OF INTERIOR (determined on the basis of place of birth or place of residence) that they have not been convicted for any criminal acts as members of an organized criminal group, that they have not been convicted for commercial criminal acts, criminal acts against environment, criminal act of receiving or offering bribe, criminal act of fraud.</p> <p>FOR NATURAL PERSONS:</p> <p>Excerpt from the criminal records issued by the competent POLICE DEPARTMENT OF THE MINISTRY OF INTERIOR (determined on the basis of place of birth or place of residence) that they have not been convicted for any criminal acts as members of an organized criminal group, that they have not been convicted for commercial criminal acts, criminal acts against environment, criminal act of receiving or offering bribe, criminal act of fraud.</p> <p><u>Note:</u> If there is more than one statutory representative, excerpt from the criminal records has to be submitted for every statutory representative.</p> <p>FOR FOREIGN BIDDERS: appropriate equivalent evidence under the jurisdiction of incorporation of the foreign bidder.</p> <p>Documents submitted as evidence shall not be older than two (2) months before the date of opening of the non-binding bids.</p>

<p>C.</p>	<p><u>Condition:</u> The bidder has paid due taxes, contributions and other public charges in accordance with regulations of the Republic of Serbia or of the jurisdiction where it is incorporated.</p> <p><u>Proof:</u> FOR SERBIAN LEGAL PERSONS: A) Certificate issued by the Tax Administration of the Ministry of Finance of the Republic of Serbia (for taxes, contributions and other public charges) and B) Certificate issued by the competent local self-government - city/municipality (for local public revenues), C) Certificate issued by the competent body, stating that the bidder is currently a subject to privatization.</p> <p>FOR NATURAL PERSONS: A) Certificate issued by the Tax Administration of the Ministry of Finance of the Republic of Serbia (for taxes, contributions and other public charges) and B) Certificate issued by the competent local self-government - city/municipality (for local public revenues).</p> <p>FOR FOREIGN BIDDERS: appropriate equivalent document under the jurisdiction of incorporation of the foreign bidder.</p> <p>Documents submitted as evidence shall not be older than two (2) months before the date of opening of the non-binding bids.</p>
<p>D.</p>	<p><u>Condition:</u> The bidder has complied with its obligations under applicable regulations concerning safety at work, employment and working conditions, as well as environmental protection and, at the date of submission of the bid application, is not banned from performing any activity as a result of a violation of applicable regulations.</p> <p><u>Proof:</u> Statement on compliance with applicable regulations and non-prohibition of performing any activity (form to be provided in the Phase 1 Tender Documents).</p>

TECHNICAL AND FINANCIAL CONDITIONS

No.	Conditions and Proof of Fulfilment
E.	<p><u>Condition:</u> <i>Technical condition</i></p> <p>The individual bidder, or if the bidder is a consortium, the consortium member being the Airport Operator Shareholder (as defined in section 4.3 of this Public Invitation), directly or through Affiliates, shall have been the operator or have exercised Control over the operator of an international airport with traffic over 5.0m passengers per year for at least two (2) years, over the past ten (10) years.</p> <p><u>Proof:</u> Statement of the bidder (form to be provided in the Phase 1 Tender Documents) together with relevant evidence of compliance with such condition as further detailed in the Phase 1 Tender Documents, including a copy of the valid operating license or permit with respect to the airport(s) mentioned as part of the operation experience.</p>
F.	<p><u>Condition:</u> <i>Financial condition n°1</i></p> <p>The individual bidder, or if the bidder is a consortium all consortium members in aggregate, jointly with their Affiliates, shall have equity (or assets under management, in case the bidder is a fund or a similar investment structure) in excess of €500m.</p> <p><u>Proof:</u> Statement of the bidder (form to be provided in the Phase 1 Tender Documents) together with relevant evidence of compliance with such condition as further detailed in the Phase 1 Tender Documents.</p>
G.	<p><u>Condition:</u> <i>Financial condition n°2</i></p> <p>The individual bidder, or if the bidder is a consortium all consortium members in aggregate, jointly with their Affiliates, shall have available disposable financial resources (cash and cash equivalents as well as available funding facilities) in excess of €500m.</p> <p><u>Proof:</u> Statement of the bidder (form to be provided in the Phase 1 Tender Documents) together with relevant evidence of compliance with such condition as further detailed in the Phase 1 Tender Documents.</p>

OPERATIONAL AND COMPETITIVENESS SCORES

As part of the review and evaluation of non-binding bids at the end of Phase 1, the Public Body will rank the submitted non-binding bids based on the scoring mechanism for Phase 1 described in section 5.1 of this Public Invitation.

In order to qualify for Phase 2, bidders will have to satisfy all of the Bidding Conditions as well as the scoring requirements described in section 5.1 of this Public Invitation, by having a sufficient Operational Score and a sufficient Competitiveness Score.

Any bidder not satisfying any of the Bidding Conditions and scoring requirements described in section 5.1 of this Public Invitation will not qualify for Phase 2.

PRECISIONS ON THE BIDDING CONDITIONS

In the event a bidder submits a non-binding bid as a consortium:

- (a) the legal conditions specified in the table above under points A to D are to be fulfilled by each member of the consortium, who shall accordingly submit the relevant corresponding proof of fulfilment;
- (b) the technical condition specified in the table above under point E is to be fulfilled by the member of the consortium being the Airport Operator Shareholder (as defined in section 4.3 of this Public Invitation), and such member of the consortium shall accordingly submit the relevant corresponding proof of fulfilment; and
- (c) the financial conditions specified in the table above under points F to G are to be fulfilled jointly by the consortium members and the proof of fulfilment shall accordingly be submitted by the member(s) of the consortium which fulfil(s) the required condition.

Bidders registered in the Register of Bidders maintained by the Serbian Business Registers Agency do not have to submit evidence on fulfilment of the conditions specified in the table above, under points A to C.

The Public Body shall not reject a bid on the ground that it does not contain evidence required under the tender documentation, if at the same time the bidder provides in its Bidding Package a link to an official website that contains publicly available information with equivalent content.

If the evidence on fulfilment of the Bidding Conditions is in electronic form, the bidder shall submit a printed copy of the electronic document, in accordance with the applicable legal requirements on electronic documents.

The bidder is obliged to inform in writing without delay the Public Body of any change affecting fulfilment of the Bidding Conditions that occurs until the decision on designation of the Selected Bidder or until the signing of the Concession Agreement.

4.3. Structuring Rules for Consortia

In the event a bidder wishes to qualify as a consortium, it shall fulfil the following requirements:

- (a) one member of the consortium shall be designated as the "**Airport Operator Shareholder**". The Airport Operator Shareholder shall fulfil the technical condition E set out in section 4.2 of this Public Invitation. The Airport Operator Shareholder shall undertake to own at least twenty per cent (20%) of the equity of the SPV;
- (b) each member of a consortium may directly or indirectly participate in one consortium only, and cannot simultaneously participate in the Procedure as member of another bidding consortium or as a single bidder.

Each bidding consortium is required to submit as part of its bid application for Phase I a term sheet of consortium agreement providing at least the following elements:

- (a) each member's binding commitment to the consortium;
- (b) identification of the lead member; and
- (c) joint and several liability of all consortium members for the obligations under the consortium agreement.

Along with the term sheet of consortium agreement, each bidding consortium is required to submit an irrevocable power of attorney for the lead member to represent the consortium and bind all its members in connection with the Procedure.

After submission of the non-binding bids but before the deadline for submission of the binding bids, a change in composition of the consortium shall be permitted only with the prior written consent of the Public Body and subject to the continuous fulfilment of the Bidding Conditions and other requirements stipulated in this Public Invitation, Phase 1 Tender Documents and/or Phase 2 Tender Documents. However, a consortium may not change the Airport Operator Shareholder. In the event of the aforesaid change in composition of the consortium, the consortium shall provide the Public Body with a revised term sheet of consortium agreement.

After the deadline for submission of binding bids, no change in the composition of a consortium shall be permitted.

Further details on the limitations and rules for changes within the consortium will be communicated in the Phase 1 Tender Documents and Phase 2 Tender Documents.

Each bidding consortium is required to submit as part of its bid application for Phase 2 the copy of the executed version of the consortium agreement reflecting the term sheet of consortium agreement submitted at Phase 1.

4.4. Additional Requirements

If the last day of the deadline for submission of the Bidding Packages or other documentation falls on a non-working day in accordance with Serbian law, the last day of the deadline shall be the following working day.

5. SCORING MECHANISM FOR SELECTION OF THE PREFERRED BID

Bids will be reviewed and evaluated under the scoring mechanism described in this section. Non-binding bids for Phase 1 will be reviewed and evaluated following the principles described in section 5.1, whereas binding bids for Phase 2 will be reviewed and evaluated following the principles described in section 5.2.

As part of the scoring mechanism described in this section, bidders will be attributed specific scores from 0 to 10 on a number of financial and operational criteria, which will then be precisely weighted (based on their respective importance) to obtain a Financial Score and an Operational Score.

Such scoring mechanism will be further explained in the Phase 1/Phase 2 Tender Documents.

5.1. Scoring Principles for Phase 1

As part of the scoring mechanism for Phase 1, each non-binding bid received by the Public Body will be attributed a Financial Score (sub-total A in the table below) and an Operational Score (Sub-total B), both out of 10. These scores will then be weighted to obtain an overall Bid Score (Sub-total C), also out of 10. Details on the weighting retained will be provided in the Phase 1 Tender Documents.

Precisions on the Financial Score

- Each of the items 1 and 2 within the financial criteria in the table below will be scored as follows:
 - o the highest value will obtain the highest score, i.e. 10
 - o the second highest value will obtain a score of 9, etc.

- o values differing from less than 1% will obtain the same score

Precisions on the Operational Score

- Items 4, 5, 6 and 7 within the operational criteria in the table below will be scored out of 10, and weighted to obtain the overall Operational Score, also out of 10
- Any bid with an Operational Score below 5 will be rejected, as deemed insufficient

	Type
<u>Financial criteria</u>	
1. Quantum of the upfront payment - in €m	Score
2. NPV of annual concession fees (with 10% discount rate) - in €m	Score
3. Revenue-sharing mechanism proposal (additional)	Pass/fail
Financial Score (sub-total A)	-
<u>Operational criteria</u>	
4. Traffic forecasts / traffic development	Score
5. Concept development plan	Score
6. Proposed investments	Score
7. Employment policy	Score
Operational Score (sub-total B)	-
Bid Score (sub-total C)	-

Note. NPV in the table above stands for Net Present Value

Competitiveness Score

In addition to the Financial Score and the Operational Score described above, a Competitiveness Score will be attributed to each non-binding bid received by the Public Body, based on the respective Bid Score obtained (sub-total C), as follows:

- the highest Bid Score will obtain the best Competitiveness Score, i.e. 10
- the second highest Bid Score will obtain a Competitiveness Score of 9, etc.

Any bid with a Competitiveness Score below 5 will be rejected, as deemed not competitive.

5.2. Scoring Principles for Phase 2

In line with the scoring mechanism retained for Phase 1, the scoring mechanism for Phase 2 will consist in the attribution of specific scores from 0 to 10 to a number of financial and operational criteria, which will then be precisely weighted to obtain a Financial Score and an Operational Score.

Each non-binding bid will be attributed a Financial Score (sub-total A in the table below) and an Operational Score (Sub-total B), both out of 10. These scores will then be weighted to obtain an overall Bid Score (Sub-total C), also out of 10. Details on the weighting retained will be provided in the Phase 2 Tender Documents.

Precisions on the Financial Score

- Items 1 and 2 within the financial criteria in the table below will be scored as follows:
 - o the highest bid submitted by the bidders will be ranked as the highest score, i.e. 10
 - o other bids will then be ranked proportionally to account for small differences in values
 - o in the case two bids are exactly identical, such bids shall have the same score

Precisions on the Operational Score

- All items within the operational criteria in the table below will be scored out of 10, and weighted to obtain the overall Operational Score, also out of 10

- Any bid with an Operational Score below 5 will be rejected, as deemed insufficient

	Type
Financial criteria	
1. Quantum of the upfront payment - <u>in €m</u>	Score
2. NPV of annual concession fees (with 10% discount rate) - <u>in €m</u>	Score
Financial Score (sub-total A)	-
Operational criteria	
3. Compliance with MTR and ICAO standards	Score
4. Market traffic development	Score
5. Detailed airfield development plan	Score
6. Terminal development concept	Score
7. Passenger experience and quality	Score
8. Efficiency/effectiveness of comm. offering, layout and strategy	Score
9. Capital expenditure plan	Score
10. Environment	Score
11. Business and operational plan	Score
12. Proposed innovation strategy	Score
13. Employment policy	Score
Operational Score (sub-total B)	-
Bid Score (sub-total C)	-

Note: NPV in the table above stands for Net Present Value.

5.3. Designation of the Selected Bidder

The Selected Bidder will be designated based on the Bid Scores (sub-total C in the table above) obtained by each bidder in Phase 2.

In the case two bidders end up with very similar scores at the end of Phase 2 (less than 1% difference for example), both bidders could be asked to provide a best and final bid, with improved financial elements. Rules for the submission of the best and final bid will be provided as part of the Phase 2 Tender Documents.

6. DATE OF SUBMISSION OF THE NOTIFICATION ON THE OUTCOME OF THE PROCEDURE

All dates and time periods are presented for indicative purposes only, subject to the applicable legal requirements.

6.1. Applications for Participation in the Procedure

As described in section 3.1 of this Public Invitation, interested parties shall submit their Applications to ANT within fifteen (15) calendar days following the day of publication of this Public Invitation in the Official Gazette of the Republic of Serbia.

The Public Body shall notify each bidder whether it is qualified to participate in Phase 1 within five (5) calendar days following the day of the expiry of the deadline for the submission of Applications.

6.2. Phase 1 – Non-binding Bids

As described in section 3.2 of this Public Invitation, bidders qualified for Phase 1 shall submit their non-binding bids to ANT within sixty (60) calendar days following the day of publication of this Public Invitation in the Official Gazette of the Republic of Serbia.

On the basis of the fulfilment of the requirements to participate in Phase 2, the Public Body will issue a decision on the list of bidders qualifying to participate in Phase 2 and shall notify all bidders, through registered mail with return receipt to the address of the bidder or through any other mean enabling confirmation of receipt, of such decision within fifteen (15) calendar days from the expiry of the deadline for submission of non-binding bids. In addition, the Public Body's decision on the list of bidders qualifying to participate in Phase 2 will be announced on the websites of ANT and the Public Procurement Portal.

6.3. Phase 2 – Binding Bids

As described in section 3.3 of this Public Invitation, bidders qualified for Phase 2 shall submit their binding bids to ANT within seventy-five (75) calendar days following the day of announcement of the bidders qualifying to participate in Phase 2 on the website of ANT and the Public Procurement Portal.

The deadline for the review and assessment of the binding bids by the Public Body shall be thirty (30) calendar days from the expiry of the deadline for submission of binding bids.

The Public Body reserves the right to extend deadlines for the submission of the binding bids at any time, subject to a three (3) days' prior notice of expiry of the deadline for submission of the binding bids.

The Public Body shall communicate without delay to each bidder at Phase 2 the decision on selection of the preferred bid, along with the copy of the minutes on opening of the bids and evaluation of the bids, through registered mail with return receipt to the address of the bidder or through any other mean enabling confirmation of receipt.

Any decision to be made under this section shall be published simultaneously on the website of ANT and the Public Procurement Portal.

7. NAME AND ADDRESS OF THE COMPETENT BODY FOR SOLVING REQUESTS FOR PROTECTION OF RIGHTS, AS WELL AS INFORMATION ON DEADLINES FOR SUBMISSION OF THOSE REQUESTS

Each bidder may file a request for protection of rights throughout the Procedure to challenge the type of procedure, content of this Public Invitation or of subsequent tender documentation or to claim against any action of the Public Body, unless otherwise prescribed by the PPP Law.

Requests for protection of rights shall be filed to ANT at the following address:

**AD AERODROM NIKOLA TESLA BEOGRAD, 11180 BELGRADE 59,
REPUBLIC OF SERBIA**

P. fax 7. PAK 201970

RED BUILDING – AIR SERBIA

via registered mail with return receipt or at the following email address:

concession@beg.aero

Requests for protection of rights shall be filed on working days from Monday until Friday during the work hours of ANT, which are from 7:30 am until 3:30 pm.

Copy of the requests shall simultaneously be filed to the Republican Commission for Protection of Rights in Public Procurement Procedures, Nemanjina 22-26, Belgrade, Republic of Serbia.

Regardless the manner of submission, a request for protection of rights will be considered as timely and valid if (i) such request is received by ANT at the latest seven (7) days before expiration of the relevant deadline for submission of the Bidding Package to which such request for protection of rights refers, and (ii) the applicant of the request had first informed the Public Body on any deficiencies and irregularities and these were not resolved by the Public Body.

A request for protection of rights that challenges actions undertaken by the Public Body after the expiry of the seven-day period and before expiration of the relevant deadline for submission of the Bidding Package to which such request for protection of rights refers shall be considered as timely and valid if such request has been filed at the latest before expiration of such relevant deadline for submission of the Bid Package.

Deadline for filing a request for protection of rights following adoption of the decision on recognition of the qualifications for participation in Phase 2 or the decision on the selection of the preferred binding bid, as the case may be, shall be ten (10) days from the day of announcement of the respective decision on the website of ANT and the Public Procurement Portal.

8. OTHER RELEVANT INFORMATION

Prescribed fee for obtaining the tender documentation

Any legal or natural person who has an interest in participating in the Procedure will be given the possibility to, under the same conditions, purchase and obtain access to the tender documentation.

The right to obtain the tender documentations will be acquired after payment of the amount of EUR 1,000.00 (one thousand euros) and after submission of the evidence on payment along with the Application, as stipulated in section 3.1 of this Public Invitation.

Domestic legal and natural persons shall be obliged to pay the amount of EUR 1,000.00 (one thousand euros) in RSD counter-value at the date of payment to the following account:

170-687-87 kept with Unicredit Bank Srbija A.D. Beograd.

If the payment is made abroad, the amount of EUR 1,000.00 (one thousand euros) shall be paid to the following account:

<u>FIELD NAME</u>	<u>CONTENT</u>
Sender	ORDERING PARTY'S BANK SWIFT BIC
Receiver	BACXRSBG
Transaction reference number	:20:
Value date/currency code/amount	:32A:
Ordering customer	:50:
Sender's correspondent	:53A:

Intermediary reimbursement institution	:54A: BKAUATWW
Account with institution	:57A: BACXRSBG
Beneficiary customer	:59: / IBAN: RS35170003900381100597 (Account number) AERODROM NIKOLA TESLA BEOGRAD AD; BEOGRAD 59 AERODROM, 11180 Beograd 59, Srbija (Name and Address)
Details of payment	:70:

NOTE:

Please instruct your bank to send MT103 directly to UNICREDIT BANK SERBIA JSC, Belgrade, Serbia (SWIFT BIC: BACXRSBG) covering EUR account of UNICREDIT BANK SERBIA JSC with UNICREDIT BANK AUSTRIA AG, Vienna (SWIFT BIC: BKAUATWW)

In order to avoid any further correspondence, delay or return of payment due to incomplete information MT 103 must always include:

- **full name and address (street, city, state) of the ordering customer – field 50**
- **full name and IBAN (account number) of the beneficiary customer – field 59**