

REQUEST FOR PROPOSAL

**For Leasing of the Transnet Rail Infrastructure Manager (TRIM) Station
Precinct for a minimum period of ten (10) years**



Functional Location Code	101893
Station Name:	Bitterfontein
Request For Proposal Number:	TRIM_STAP1W03
Issue Date:	24 April 2026
Closing Date:	18 September 2026
Proposal Validity Period:	1 year (365 calendar days) from closing date

Transnet Rail Infrastructure Manager – an Operating Division of **Transnet SOC Ltd** [Registration No.1990/000900/30]

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Leasing of the Transnet Rail Infrastructure Manager (TRIM) Station, Station number 101893 for a minimum period of ten (10) years

SECTION 1: SBD1 Form

PART A

Invitation For Proposal

YOU ARE HEREBY INVITED TO SUBMIT A PROPOSAL FOR REQUIREMENTS OF TRANSNET RAIL INFRASTRUCTURE MANAGER (TRIM), A DIVISION OF TRANSNET SOC LTD

PROPOSAL NUMBER:	TRIM_STAP1W03	ISSUE DATE:	24 APRIL 2026	CLOSING DATE:	18 September 2026	CLOSING TIME:	11:00 PM
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DESCRIPTION Proposal for the Leasing of the Transnet Rail Infrastructure Manager Station/Facilities, Functional Location Code 101893 for a minimum period of ten (10) years

PROPOSAL RESPONSE DOCUMENTS SUBMISSION

BIDDERS ARE TO UPLOAD THEIR PROPOSAL RESPONSE ONTO THE TRANSNET SYSTEM AGAINST EACH PROPOSAL SELECTED (please refer to section 2, paragraph 3 for a detailed process on how to upload submissions):

<https://www.transnet.net>

BIDDING PROCEDURE ENQUIRIES MAY BE DIRECTED TO		TECHNICAL ENQUIRIES MAY BE DIRECTED TO:	
CONTACT PERSON	Sinazo Dome	CONTACT PERSON	Sinazo Dome
TELEPHONE NUMBER	083 286 1746	TELEPHONE NUMBER	083 286 1746
E-MAIL ADDRESS	trimstations@transnet.net	E-MAIL ADDRESS	trimstations@transnet.net

BIDDER INFORMATION

NAME OF BIDDER			
POSTAL ADDRESS			
STREET ADDRESS			
TELEPHONE NUMBER	CODE		NUMBER
CELLPHONE NUMBER			
E-MAIL ADDRESS			
VAT REGISTRATION NUMBER			

BIDDER COMPLIANCE STATUS	TAX COMPLIANCE SYSTEM PIN:		OR	CENTRAL SUPPLIER DATABASE	UNIQUE REGISTRATION REFERENCE NUMBER: MAAA
B-BBEE STATUS LEVEL VERIFICATION CERTIFICATE	[TICK APPLICABLE BOX] ☐ Yes ☐ No		B-BBEE STATUS LEVEL SWORN AFFIDAVIT		[TICK APPLICABLE BOX] ☐ Yes ☐ No

QUESTIONNAIRE TO BIDDING FOREIGN LESSEE	
IS THE ENTITY A RESIDENT OF THE REPUBLIC OF SOUTH AFRICA (RSA)?	☐ YES ☐ NO
DOES THE ENTITY HAVE A BRANCH IN THE RSA?	☐ YES ☐ NO
DOES THE ENTITY HAVE A PERMANENT ESTABLISHMENT IN THE RSA?	☐ YES ☐ NO
DOES THE ENTITY HAVE ANY SOURCE OF INCOME IN THE RSA?	☐ YES ☐ NO
IS THE ENTITY LIABLE IN THE RSA FOR ANY FORM OF TAXATION?	☐ YES ☐ NO
IF THE ANSWER IS “NO” TO ALL OF THE ABOVE, THEN IT IS NOT A REQUIREMENT TO REGISTER FOR A TAX COMPLIANCE STATUS SYSTEM PIN CODE FROM THE SOUTH AFRICAN REVENUE SERVICE (SARS) AND IF NOT REGISTER AS PER 1.3 BELOW.	

PART B

TERMS AND CONDITIONS FOR BIDDING

1. TAX COMPLIANCE REQUIREMENTS
1.1 BIDDERS MUST ENSURE COMPLIANCE WITH THEIR TAX OBLIGATIONS. 1.2 BIDDERS ARE REQUIRED TO SUBMIT THEIR UNIQUE PERSONAL IDENTIFICATION NUMBER (PIN) ISSUED BY SARS TO ENABLE THE ORGAN OF STATE TO VERIFY THE TAXPAYER'S PROFILE AND TAX STATUS. 1.3 APPLICATION FOR TAX COMPLIANCE STATUS (TCS) PIN MAY BE MADE VIA E-FILING THROUGH THE SARS WEBSITE WWW.SARS.GOV.ZA. 1.4 BIDDERS MAY ALSO SUBMIT A PRINTED TCS CERTIFICATE TOGETHER WITH THE BID. 1.5 IN BIDS WHERE UNINCORPORATED CONSORTIA / JOINT VENTURES / SUB-CONTRACTORS ARE INVOLVED, EACH PARTY MUST SUBMIT A SEPARATE TCS CERTIFICATE / PIN / CSD NUMBER.

NB:

FAILURE TO PROVIDE / OR COMPLY WITH ANY OF THE ABOVE PARTICULARS MAY RENDER THE BID INVALID.

Signature of bidder:

Capacity under which this bid is signed:

(Proof of authority must be submitted e.g., company resolution)

Date:

PART C

Definition

This RFP is a “Commercial Transactions RFP,” being a request for proposals issued to invite market participants to submit commercially driven proposals for the development, utilisation, and operation of an asset, with the aim of generating revenue and sustainable long-term value through a concession, lease, or similar commercial arrangement, rather than for the procurement of goods or services.

SECTION 2: Notice to Bidders

1 Invitation to Bid

Responses to this Request For Proposal [hereinafter referred to as a **Bid** or a **Proposal**] are requested from persons, companies, close corporations or enterprises [hereinafter referred to as an **entity, Respondent or Bidder**].

DESCRIPTION	Leasing of selected Transnet Rail Infrastructure Manager (TRIM) station assets, including vacant land, warehouses, offices, goods sheds, disused platforms, redundant sidings, excess land parcels and old station buildings located within the station precinct, for a minimum period of ten (10) years. This excludes core operational infrastructure and any assets whose leasing could compromise rail operations, safety or network integrity. Bidders may submit proposals for one or multiple listed assets within a station.
REQUEST FOR PROPOSAL DOWNLOADING	This Request For Proposal may be downloaded directly from National Treasury's e-Tender Publication Portal at www.etenders.gov.za free of charge. To download the Request For Proposal and Annexures: • Click on "Search by" drop down • Select "Organ of State" • Type "Transnet SOC Ltd" in the search box; a pop-up "Transnet SOC Ltd" text will appear • Select "Transnet SOC Ltd" • Click on Search • The list of bids will be displayed accordingly Once the bid has been located in the list, click on the "Tender documents" tab and proceed to download all uploaded documents. The Request For Proposal may also be downloaded from the Transnet website at www.transnet.net free of charge. To access the Transnet eTender portal, please click here (refer to section 2, paragraph 3 below for detailed steps)
COMMUNICATION	Any addenda to the Request For Proposal or clarifications will be published on the e-tender portal and Transnet website. Bidders are required to check the e-tender portal or Transnet website prior to finalising their bid submissions for any changes or clarifications to the Request For Proposal.

	Transnet will not be held liable if Bidders do not receive the latest information regarding this Request For Proposal with the possible consequence of either being disadvantaged or disqualified as a result thereof.
BRIEFING SESSION	There will be a non-compulsory briefing session for this transaction on the 05 May 2026 @ 11:00 am via MS Teams. Phase 1 Station RFP Briefing Session Meeting-Join Microsoft Teams
SITE VISITS	There will be non-compulsory site visits for the advertised station on 19 May 2026 @ 12:00 pm. Refer to Annexure A for the facility profile. Bidders interested in attending the site visits are requested to communicate their interest by sending an email to 3 days before the site visit. The subject of the email must be the name of the Station in question.
CLOSING DATE	11:00 pm. on 18 September 2026 Bidders must ensure that their bids are uploaded into the correct website. As a general rule, if a bid is late, it will not be accepted for consideration.
VALIDITY PERIOD	365 Calendar Days from Closing Date Bidders are to note that they may be requested to extend the validity period of their bid, at the same terms and conditions, if the internal evaluation process has not been finalised within the validity period. However, once the adjudication body has approved the process and award of the business to the successful bidder(s), the validity of the successful bidder(s)' bid will be deemed to remain valid until a final lease agreement (Annexure I) has been concluded. With regard to the validity period of the next highest ranked bidders, please refer to Section 2, paragraph 8.12

Any additional information or clarification will be emailed to all Bidders or published on the e-Tender portal and Transnet website, if necessary.

2 Proposal Submission

Transnet has implemented an electronic bidder submission system, the e-Tender Submission Portal, in line with the overall Transnet digitalization strategy where prospective lessee can view advertised bids, register

their information, log their intent to respond to bids and upload their bid proposals/responses onto the system.

a) The Transnet e-Tender Submission Portal can be accessed as follows:

- Log on to the Transnet eTenders management platform website (<https://www.transnet.net>);
- Click on “TENDERS”;
- Scroll towards the bottom right-hand side of the page;
- On the blue window click on “register on our new eTender Portal”;
- Click on “ADVERTISED TENDERS” to view advertised bids;
- Click on “SIGN IN/REGISTER – for bidder to register their information (must fill in all mandatory information);
- Click on “SIGN IN/REGISTER” - to sign in if already registered;
- Toggle (click to switch) the “Log an Intent” button to submit a bid;
- Submit bid documents by uploading them into the system against each bid selected.

3 Request For Proposal Instructions

- 3.1 Please sign documents [sign, stamp and date the bottom of each page] before uploading them to the system. The person or persons signing the submission must be legally authorised by the bidder to do so.
- 3.2 All returnable documents tabled in the Proposal Form [Section 5] must be returned with proposals.
- 3.3 Unless otherwise expressly stated, all Proposals furnished pursuant to this Request For Proposal shall be deemed to be offers. Any exceptions to this statement must be clearly and specifically indicated.
- 3.4 Any additional conditions must be embodied in an accompanying letter. Subject only to clause 15 [Alterations made by the Bidder to Bid Prices] of the General Bid Conditions (Annexure B) and Section 6 of the Commercial Proposal, alterations, additions or deletions must not be made by the Bidder to the actual Request For Proposal documents.
- 3.5 Please ensure that all required documents are scanned clearly and uploaded as separate files, each saved with the correct and descriptive file name. This is necessary to facilitate ease of identification, referencing and evaluation of the submitted documentation. Each file name should clearly indicate the content of the document (e.g., “Company Registration Certificate”, “Tax Compliance Status”, “Signed Lease Proposal”, etc.), and documents should not be combined into a single file unless expressly required.

4 Joint Ventures or Consortiums

Bidders who wish to respond to this Request For Proposal as a Joint Venture [JV] or consortium with B-BBEE entities, must state their intention to do so in their Request For Proposal submission. Such Bidders may also submit a signed JV or consortium agreement between the parties, stating the percentage [%] split of business and the associated responsibilities of each party. If at the time of the bid submission, such a JV or consortium agreement has not been concluded, the partners must submit confirmation in writing of their intention to enter into a JV or consortium agreement should they be awarded business by Transnet through this Request For Proposal process. This written confirmation must clearly indicate the percentage [%] split of business and the role and responsibilities of each party. Each Joint Venture should declare their role. In such cases, signing of the lease agreement will only take place once a signed copy of a JV or consortium agreement is submitted to Transnet.

5 Compliance to B-BBEE

Bidders to provide a valid B-BBEE certificate issued by a SANAS accredited agency or Sworn Affidavit.

Successful bidder(s) are encouraged to improve their B-BBEE credentials on an annual basis.

B-BBEE verification agencies can be obtained on website: www.sanas.co.za

Enterprise	B-BBEE Certificate and Sworn Affidavit
Large	• Certificate issued by SANAS accredited verification agency
QSE (Qualifying Small Enterprise)	• Certificate issued by SANAS accredited verification agency • Sworn Affidavit signed by the authorised QSE representative and attested by a Commissioner of Oaths confirming annual turnover and black ownership (only black-owned QSEs - 51% to 100% Black owned) <i>[Sworn affidavits must substantially comply with the format that can be obtained on the DTI's website at www.dti.gov.za/economic_empowerment/bee_codes.jsp.]</i>
EME (Exempt Micro Enterprise)	• Sworn Affidavit signed by the authorised EME representative and attested by a Commissioner of Oaths confirming annual turnover and black ownership • Certificate issued by CIPC (formerly CIPRO) confirming annual turnover and black ownership. • Certificate issued by SANAS accredited verification agency only if the EME is being measured on the QSE scorecard.

6 Bid Queries

- 6.1 For specific queries related to this Request For Proposal, a Request For Proposal Clarification Request Form should be submitted to trimstations@transnet.net before 12:00 pm on 04 September 2026, substantially in the form set out in Section 8 hereto. In the interest of fairness and transparency, Transnet's response to such a query will be published on the e-tender portal.
- 6.2 After the closing date of the Request For Proposal, a Bidder may only communicate with the Sinazo Dome; trimstations@transnet.net on any matter relating to its Request For Proposal.
- 6.3 Bidders are to note that changes to its submissions will not be considered after the closing date.
- 6.4 It is prohibited for Bidders to attempt, either directly or indirectly, to canvass any officer or employee of Transnet in respect of this Request For Proposal between the closing date and the date of the award of the business.
- 6.5 Bidders found to be in collusion with one another will automatically be disqualified and restricted from doing business with organs of state for a specified period.

7 Confidentiality

All information related to this Request For Proposal is to be treated with strict confidence. In this regard, Bidders are required to certify that they have acquainted themselves with the Non-Disclosure Agreement. All information related to a subsequent lease agreement, both during and after completion thereof, will be treated with strict confidence. Should the need however, arise to divulge any information related to this Request For Proposal or the subsequent lease agreement, written approval must be obtained from Transnet.

8 Disclaimers

Bidders are hereby advised that Transnet is not committed to any course of action as a result of its issuance of this Request For Proposal and/or its receipt of Proposals. In particular, please note that Transnet reserves the right to:

- 8.1 Modify any aspect of the leasing of Station Assets set out in this Request For Proposal, and request Bidders to re-bid on any such changes;

- 8.2 Reject any Proposal which does not conform to instructions and specifications which are detailed herein;
- 8.3 Disqualify Proposals submitted after the stated submission deadline 18 September 2026: 11:00 pm;
- 8.4 Award a Lease Agreement in connection with this Proposal at any time after the Request For Proposal's closing date;
- 8.5 Award a Lease Agreement for only a portion of the proposed premises, which are reflected in the scope of this Request For Proposal;
- 8.6 Split the award of the Lease Agreement between more than one Bidder, should it, at Transnet's discretion, be more advantageous in terms of, amongst others, cost or developmental considerations;
- 8.7 Cancel the bid process;
- 8.8 Validate any information submitted by Bidders in response to this bid. This would include, but is not limited to, requesting the Bidders to provide supporting evidence in any medium or form that it requires. By submitting a bid, Bidders hereby irrevocably grant the necessary consent to Transnet to do so;
- 8.9 Request audited financial statements or other documentation for the purposes of a due diligence exercise;
- 8.10 Not accept any changes or purported changes by the Bidder to any aspects of the proposal after the closing date and/or after the award of the business, unless the Lease Agreement specifically provides for it;
- 8.11 To cancel the Lease Agreement and/or request that National Treasury place the Bidder on its Database of Restricted Suppliers for a period not exceeding 10 years, on the basis that a Lease Agreement was awarded on the strength of incorrect information furnished by the Bidder, or on any other basis recognised in law;
- 8.12 To award the business to the next ranked bidder, provided that he/she/it is still prepared to lease the Station Assets at the quoted price, should the successful/preferred bidder fail to sign or commence with the Lease Agreement within a reasonable period after being requested to do so. Under such circumstances, the validity of the bids of the next ranked bidder(s) will be deemed to remain valid, irrespective of whether the next ranked bidder(s) were issued with a Letter of Regret.

Bidders may therefore be requested to advise whether they would still be prepared to lease the Station Assets at their quoted price, even after they have been issued with a Letter of Regret.

Note that Transnet will not reimburse any Bidder for any preparatory costs or other work performed in connection with its Proposal, whether or not the Bidder is awarded a lease agreement.

9 Tax Compliance

- 9.1 Bidders must be compliant when submitting a proposal to Transnet and remain compliant for the entire lease agreement term with all applicable tax legislation, including but not limited to the Income Tax Act, 1962 (Act No. 58 of 1962) and Value Added Tax Act, 1991 (Act No. 89 of 1991).
- 9.2 It is a condition of this bid that the tax matters of the successful Bidders be in order, or that satisfactory arrangements have been made with South African Revenue Service (SARS) to meet the Bidders tax obligations.
- 9.3 The Tax Compliance status requirements are also applicable to foreign Bidders/ individuals who wish to submit bids.
- 9.4 Where Consortia / Joint Ventures / Sub-contractors are involved, each party must be registered on the Central Supplier Database and their tax compliance status will be verified through the Central Supplier Database.

10 Protection of Personal Data

In responding to this bid, Transnet acknowledges that it may obtain and have access to personal data of the Bidders. Transnet agrees that it shall only process the information disclosed by Bidders in their response to this bid for the purpose of evaluating and subsequent award of business and in accordance with any applicable law. Furthermore, Transnet will not otherwise modify, amend or alter any personal data submitted by Bidders or disclose or permit the disclosure of any personal data to any Third Party without the prior written consent from the relevant Bidders. Similarly, Transnet requires Bidders to process any personal information disclosed by Transnet in the bidding process in the same manner. The detailed mutual duties of Transnet and the Bidders to protect personal information is contained in paragraph 35 of the General Bid Conditions.

Transnet urges its clients, suppliers and the general public to report any fraud or corruption to TIP-OFFS ANONYMOUS: 0800 003 056

SECTION 3: Background, Overview and Scope of Requirements

1 Background

On 1 October 2024, in line with the national Rail Reform mandate, Transnet Freight Rail (TFR), previously a vertically integrated division of Transnet, was restructured into two separate divisions: Transnet Freight Rail (TFR) as the Train Operating Company and Transnet Rail Infrastructure Manager (TRIM) mandated to manage, maintain and develop the rail network and associated rail infrastructure, this includes custodianship of the national Stations Portfolio, comprising of both operational and non-operational assets.

Stations are strategic assets that play a critical role in the effectiveness and safety of the rail system. They serve as logistics nodes, operational control points and interface hubs that enable the seamless movement of trains onto and across the national rail network. They are also economically productive spaces that can attract investment, support service delivery, and enable local economic development and transformation.

Within the stations, TRIM manages a diverse range of assets that present opportunities for commercial leasing. These vary from station to station and may include:

- Buildings (old station buildings, warehouses, goods sheds, retail spaces and offices)
- Vacant land parcels
- Storage facilities
- Disused or redundant platforms and sidings
- Other unused operational or non-operational facilities or infrastructure.

In line with the Rail Reform mandate, TRIM has reviewed and strengthened its leasing and letting processes to ensure that station assets are utilized more efficiently as strategic enablers for rail operations and non-rail related local business development.

TRIM has implemented the necessary policies, procedures and governance structures to ensure that leases are awarded transparently, competitively and in alignment with TRIM's strategy to:

- Ensure the effective utilization of TRIM properties as critical enablers of efficient and end-to-end rail logistics solutions;
- Attract private sector participation and investment aimed at improving supply chain efficiency and reducing the cost of doing business;
- Promote sustainable development and community upliftment within station precincts.

TRIM is therefore embarking on an open-market process for proposals to lease bundled stations assets such as land, warehouses, retail buildings, goods sheds and office buildings. This approach ensures transparent and equitable access for all sectors to compete for opportunities to utilise the assets in the station precinct productively and in support of national rail reform objectives.

2 General

- 2.1 The successful bidder must agree to sign the Standard TRIM Lease Agreement.
- 2.2 This Request for Proposals (RFP) relates exclusively to the leasing, development and operation of station-based commercial assets, namely office buildings, retail buildings, warehouses, goods sheds and identified parcels of vacant land, including the optional dormant rail tracks within the demarcated lease area in the station. Operational rail infrastructure and rail operations assets inside or adjacent to the station, including but not limited to rail tracks, signalling systems, loops, sidings, yards, traction infrastructure and any other rail safety-critical or operational assets, are expressly excluded from the scope of this RFP, unless otherwise stated.
- 2.3 The Lessee shall be responsible for developing and operating the leased assets in accordance with the approved proposal and applicable legislative and governance requirements.
- 2.4 Any alignment between the Lessee's commercial activities and broader rail transport and logistics systems shall be limited to the leased commercial footprint and will, where relevant, be addressed during contract negotiations. Proposals and operating models must therefore respond strictly to the contracted station asset footprint and permitted uses.
- 2.5 The allocation of rail capacity and access to rail infrastructure beyond the permitted footprint is governed separately under TRIM's applicable network access and slot allocation processes, as set out in the Network Statement, and falls outside the scope of this Stations RFP.
- 2.6 For the avoidance of doubt, this RFP does not confer any rights or obligations relating to rail operations, rail capacity, or slot allocation, nor does it amend or supersede any existing TRIM rail access or slot allocation agreements.
- 2.7 Where applicable, the successful bidder shall be responsible for concluding and managing commercial agreements directly with tenants, customers, logistics operators or other third parties in respect of the use of the leased station assets, subject to the terms and conditions of the lease agreement.
- 2.8 Rail shall be the preferred mode of transport. The bidder to ensure that rail has first right of refusal in any market opportunities.

- 2.9 Successful bidders are required, from time to time and upon due notice being provided, to adhere to any changes to TRIM management policies, procedures or processes which may be applicable to a Lessee.
- 2.10 Any heritage facilities located within the leased premises shall not be redeveloped, upgraded, or demolished without the prior written consent of TRIM and the relevant regulatory authorities.
- 2.11 TRIM does not prescribe the specific use of the leased premises; however, certain activities that may tarnish the image and reputation of TRIM are strictly prohibited. These include, but are not limited to, residential use, adult entertainment establishments, nightclubs, taverns, and other related activities whether legal or illegal.
- 2.12 The successful bidder should invest on the outside boundaries of the station, where necessary.

3 Scope of Requirements

3.1 Station information

- | | | |
|-------|------------------------|--|
| 3.1.1 | Station: | The lease of Functional location code 101893 Station Name Bitterfontein |
| 3.1.2 | Station map: | Refer to Annexure A |
| 3.1.3 | Station Size: | ±133 067m ² |
| 3.1.4 | Purpose: | The purpose of this RFP is to find suitable, qualified and experienced bidders to submit proposals for the leasing, operation, management and/or development of select assets and vacant land parcels located within the precinct of the rail stations. |
| 3.1.5 | Market-related rental: | Bidders to provide a market-related rental offer per sqm for the footprint which covers all leasable assets. |

3.2 Lease tenure

- 3.2.1 Bidders need to submit a Request For Proposal for a minimum lease period of ten (10) years.
- 3.2.2 Each Bidder must clearly indicate the proposed lease period, specifying number of years (Annexure F).
- 3.2.3 TRIM is entitled to offer the Preferred bidder a lease period shorter than the period that was indicated in Annexure F of the bid submission.
- 3.2.4 The Bidder's Business Case and Financial Model must be premised on the proposed lease period.

3.3 General Legislative Compliance

- 3.3.1 The successful bidder will be required to comply with all relevant legislation. Bidders are required to submit their legal compliance universe and commit to comply with relevant laws and regulations and TRIM lease governance requirements, any other newly promulgated related laws post-signing the lease agreement. Where appropriate, the applicable legislation needs to be referenced in the bid submission.

3.4 Company and Credit Risk Assessment

- 3.4.1 The Bidder must submit a one year Audited (signed by an auditor) Financial Statements. If the bidding company is less than 1 year old, the bidder needs to provide a Letter of Credit from a recognized Financial Institution. Bidders who are not legally required to prepare audited financial statements must submit unaudited financial statements for the relevant period reviewed and signed by chartered accountant (SA) or equivalent.
- 3.4.2 A previous bad payment history with Transnet may result in the highest-ranking bidder not being recommended. This is evaluated during the financial risk assessment under probity check.
- 3.4.3 The qualifying bidder is subjected to Credit Risk Assessment (risk grade) to determine the deposit and guarantees required.

3.5 Experience, Track Record and Expertise

- 3.5.1 Bidders are required to provide a company profile of their organisation. If the company forms part of a group of companies, it should indicate the group structure, including holding and subsidiary companies.

- 3.5.2 Bidders are encouraged to provide reference letters from at least one (1) customer for whom similar services to the bidder's proposal have been rendered.
- 3.5.3 The letter should outline the scope of services provided, duration, and contact details.
- 3.5.4 In the absence of customer references, bidders may submit alternative evidence of capability, including but not limited to:
- Key personnel experience and track record
 - Partnerships or subcontracting arrangements with experienced entities
- 3.5.5 All submitted evidence must form part of the Bidder's Bid Response and be supported by verifiable documentation and contactable references where applicable. This forms part of the due diligence process.

3.6 Safety

3.6.1 Legislative Compliance

- 3.6.1.1 If applicable, the Bidder must comply with all relevant safety legislation, including but not limited to:
- Occupational Health and Safety Act, 85 of 1993 (as amended or replaced from time to time) (the "OHS Act"), any regulations made thereunder and any other applicable health and safety legislation, where applicable,
 - Railway Safety Act 30 of 2024 (as amended or replaced from time to time), including being in possession of a valid certificate of compliance from the Railway Safety Regulator if the bidder intends to use the rail tracks inside the lease property.
- 3.6.1.2 In addition, all successful Bidders are required to comply with all TRIM maintenance standards applicable to the station.

3.7 Risk Management Requirements

3.7.1 Risk Management Plan

- 3.7.1.1 All Bidders are required to conduct a basic risk assessment and submit a high-level risk assessment report. After contracting a detailed risk management plan must be done to

enable TRIM to comply with PFMA Section 51 and Section 54 as well as the Transnet Integrated Risk Management Policy.

3.7.2 Environmental Management Programme (EMPr)

3.7.2.1 After contracting, if applicable, bidders must develop an Environmental Management Programme (EMPr). In this plan, Bidders should illustrate an understanding of and a commitment to comply with all relevant environmental legislation, including but not limited to the following:

- National Water Act 36 of 1998 (as amended or replaced from time to time). Where relevant, Bidders are required to obtain Water Use Licenses through the relevant authorities, i.e., Department of Water and Sanitation. Such licence(s) must be inclusive of all relevant water uses taking place on site (i.e., uses c, i, h, and g as it relates to section 21 of the said Act);
- Other relevant environmental legislation that makes provision for Environmental Approvals (i.e. authorisations, air emission licenses and/or permits) relevant to the proposed activities before commencing with operations.

3.7.2.2 Annexure J (Environmental Screening Tool Risk) will provide guidelines.

3.8 Financial Capacity

3.8.1 Bidders are required to provide a minimum of one year audited and signed Financial Statements or, where applicable, Proof of Funding or Provisional Funding from a recognised Financial Institution or proof of self-funding.

3.8.2 Bidders who are not legally required to prepare audited financial statements must submit unaudited financial statements for the relevant period. Such submissions must be reviewed and signed by chartered accountant (SA) or equivalent. The unaudited financial statements must be prepared in accordance with applicable accounting standards and be sufficiently detailed to enable an assessment of the bidder's financial position.

- 3.8.3 Unincorporated Joint Ventures (JV) must submit the financial statements of the entity that is designated to manage the affairs of the JV. Where no such designation is provided, the JV must submit the Financials of all partners.
- 3.8.4 TRIM will calculate the averaged Key Financial Ratios, which will be used to assess the Bidder's liquidity and solvency.
- 3.8.5 The Bidder is responsible for ensuring that the following data is provided:
 - a. Current Ratio = Current Assets / Current Liabilities (Norm 2:1)
 - b. Solvency Ratio = Total Assets / Total Liabilities (Norm 1:1)

3.9 Business Case

3.9.1 Operating Model

- 3.9.1.1 The bidder must provide a high-level operational model. The purpose of this is to articulate/confirm how the assets will be developed and utilised.
- 3.9.1.2 Upon Contracting, the successful bidder must ensure that the station has all required environmental approvals (i.e. authorisations, permits and licences) before commencing with operations.
- 3.9.1.3 Where applicable, the station must be managed in accordance with section 28 of the National Environmental Management Act, 1998, as amended and related provisions in other applicable legislations.
- 3.9.1.4 Environmental Incidents must be reported in accordance with section 30 of the National Environmental Management Act, 1998, as amended and related provisions in other applicable legislations.
- 3.9.1.5 **Asset Utilisation and Concept Design (Qualitative Scoring ["QL"])**
 - 3.9.1.5.1 The bidder must submit high level Asset Utilisation and Concept Design proposal which will demonstrate how they will optimise the use, functionality and commercial potential of the station assets. The submission should show a clear understanding of the asset's footprint, current constraints and future developments.
 - 3.9.1.5.2 The proposal should include:

- High level Concept design drawings or layouts that illustrate the intended configuration of the leasable assets.
- Identification of required upgrades, refurbishments or new installations to meet operational targets (e.g. lighting, drainage, pavement, security, digital systems, access roads).
- Demonstration of compliance with regulatory, safety and engineering standards applicable to station operations, where applicable.

3.9.1.6 **Organisational Structure and Skills (QL)**

3.9.1.6.1 The operational model should contain a high level description of the bidder's organisational structure, including roles, responsibilities, and reporting lines.

3.9.2 **Maintenance Commitment**

3.9.2.1 Upon contracting, successful bidder is expected to ensure that all technical and maintenance activities are carried out in accordance with the industry minimum maintenance standards and best practices.

3.9.2.2 All maintenance undertaken within the station for buildings and any other leased assets, including the track where applicable, must comply with all applicable policies and regulatory requirements.

3.9.2.3 The bidder's minimum maintenance spends on the rail line, where applicable, must be applied per km per annum for rail infrastructure and per m² per annum for buildings and land parcels that are part of the footprint.

3.9.2.4 The bidder's maintenance plan should include asset coverage appropriate for the station bidding for, high level maintenance strategy and philosophy that shows preventative vs reactive approaches, and high level maintenance scheduling and planning that show the bidders proposed routine and long-term maintenance plans.

3.9.2.5 This maintenance plan should form part of the bidders Business Case submission.

3.9.3 **Project Schedule**

3.9.3.1 The bidder is required to submit a high level project plan to articulate clear implementation plans covering operations readiness and refurbishments / developments for the station footprint.

- 3.9.3.2 Bidders must submit a project schedule in a gannt format showing key milestone, activities and timelines in line with project schedule level 1 to 3

3.10 Station Investment

3.10.1 Investment Plan

- 3.10.1.1 As part of the Bid Response, a bidder must submit a high-level plan that outlines their investment commitment, stating how they would optimally develop the station assets.
- 3.10.1.2 For bid evaluation purposes, the investment commitment would be worked back to a per annum figure. Investment commitments beyond the first year are discounted at an annual rate of 12%.
- 3.10.1.3 **Moveable Assets** are assets that can be relocated, transported, or removed without materially damaging the asset or the land/building to which it is attached. Moveable assets can generally be repossessed, financed separately, insured independently, or removed by the lessee, e.g Computers and IT equipment, Hand Tools and Workshop Equipment, Office Furniture, Security Cameras (where not permanently integrated into a structure)
- 3.10.1.4 **Immoveable Assets** are assets permanently attached to land or buildings, or which form part of the fixed property and cannot be removed without damage or alteration. Immoveable assets are usually treated as property improvements and may revert to the landowner at the end of a lease, e.g Buildings and Warehouses, Paved Areas, Drainage Systems, Security Fencing, Loading and Offloading platforms
- 3.10.1.5 **Operational expenditure (OPEX)** items such as maintenance, calibration, and licensing fees are not assets themselves and should not be included as part of the investment plan.
- 3.10.1.6 Bidders are required to fill and submit annexure G (High Level Investment Plan Template)
- 3.10.1.7 The investment plan should distinguish between immoveable and moveable assets and include all planned investment for both asset types (movable and immovable).
- 3.10.1.8 All investment commitments in the bid response will form part of the lease agreement.
- 3.10.1.9 The lease will be managed against the full investment plan (immoveable and moveable assets).

3.10.1.10 Bidders are required to submit one set of figures per leasable asset, and not several scenarios.

3.10.1.11 Bidders must provide information on proposed investments within the station boundary for all leasable assets. Investment categories including, but not limited to:

- Refurbishment, upgrade and maintenance of leasable station buildings, structures and/or vacant land;
- Rehabilitation and/or upgrade of the rail tracks and associated assets within the footprint, where applicable;
- Improvement and upkeep of leasable assets drainage systems;
- Installation, upgrade and maintenance of lighting;
- Erection, upgrade and maintenance of perimeter fencing and access-control infrastructure;
- Provision and enhancement of security systems and controls;

3.11 Commercial Rental Offer

3.11.1 Bidders are required to submit market-related rentals for the leasing of the station footprint. Bidders are allowed to propose bids for rentals above market-related rentals.

3.11.2 It remains the responsibility of the bidder to ensure that the market-related rental proposed in their bids for the station is informed by the requisite property valuations conducted by an industry competent professional.

3.11.3 TRIM will conduct its own market valuation on the station that will be used to do a comparative analysis against what has been submitted.

3.11.4 In cases where there are discrepancies between submitted rental offer and TRIM valuation, such discrepancies shall be dealt with in the contract negotiations phase with the successful bidder.

3.11.5 Should TRIM and the successful Bidder be unable to reach agreement on the rental during the contracting phase, TRIM reserves the right to withdraw the letter of award and proceed to the second-ranked bidder.

3.11.6 The rental offer proposals must be submitted as part of annexure F section 6. Bidders are allowed to include a separate annexure / letter to address the rental offer comprehensively with company address and letter head, if necessary, in addition to Annexure F. Failure by the bidder to capture the rental offer in annexure F will result in score of zero for the criteria.

3.12 Specific Goals

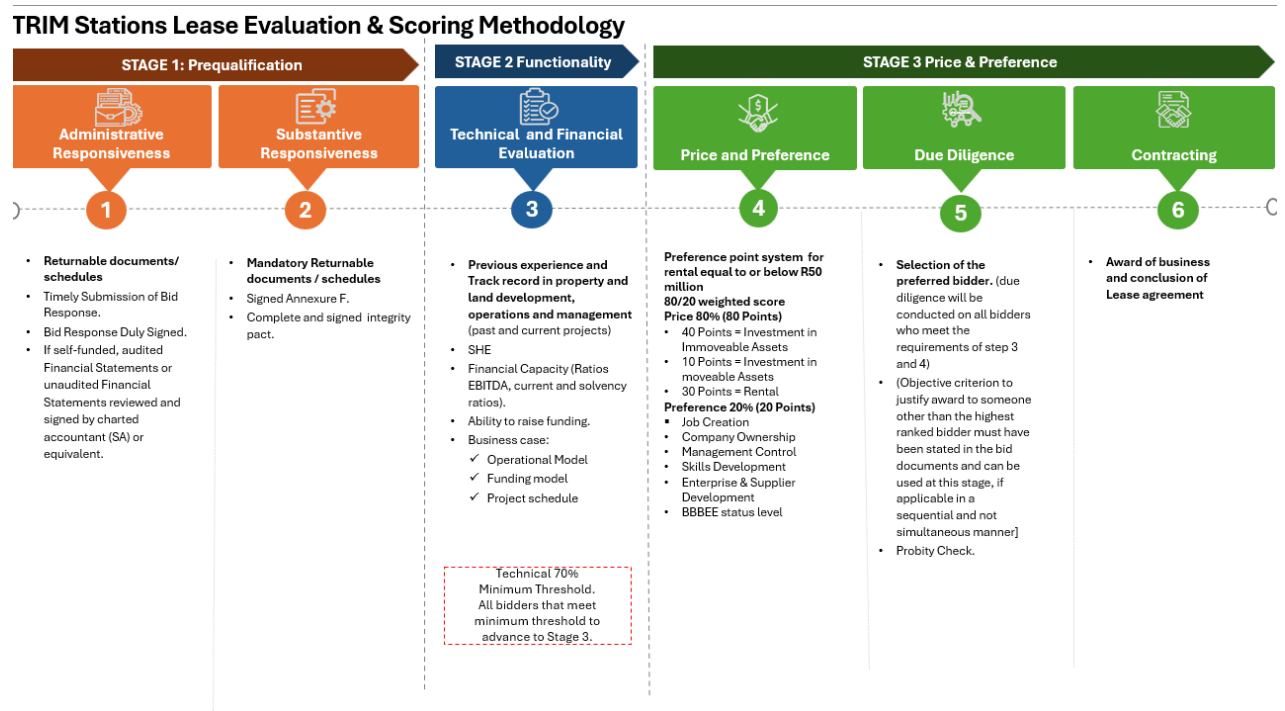
- 3.12.1 Bidders are required to provide information needed to score the specific goals criteria in section 7 of Annexure F in the format prescribed. Failure to provide the information in the prescribed annexure and in the format prescribed will be treated as non-responsive by evaluators.

4 General Bidder Obligations

- 4.1 The Bidder shall be fully responsible to Transnet for the acts and omissions of persons directly or indirectly employed by them.
- 4.2 The Bidder must comply with the requirements stated in this Request for Proposal.

5 Evaluation Methodology

- 5.1 TRIM will utilise the following methodology and criteria in selecting a preferred Lessee:



6.1 Stage 1: Prequalification

Step 1: The test for administrative responsiveness will include the following:

• Whether the Bid has been lodged on time
• Whether all Returnable Documents and/or schedules [where applicable] were completed and returned by the closing date and time
• Verify the validity of all returnable documents
• Verify if the Bid document has been duly signed by the authorised bidder
• If Self-funded, audited Financial Statements or unaudited Financial Statements reviewed and signed by chartered accountant or equivalent, or Letter of Credit from recognised Financial Institution for companies less than 1 year

Step 2: The test for substantive responsiveness will include the following:

• Signed Annexure F
• Completed and Signed Lease Integrity Pact.

The Prequalification [Stage One, Step 1 and 2] must be passed for a Bidder's Proposal to progress to Stage Two, Functional Evaluation

6.2 Stage Two: Technical and Functional Evaluation, Minimum Threshold 70%

Step 3: The test for the Technical and Functional threshold will include the following:

Measures	Description	Score	Scoring Table
Experience and Expertise	Relevant Experience Expertise and experience (years) in the development, leasing, operation and management of either stations, transport interchanges, commercial precincts, retail centres, office parks, mixed-use developments or any	10	Provide a Company Profile and at least 1 reference letter from a customer as proof of years of experience aligned to measure. The letter must clearly state the work done and the number of years • 0 = Failure to submit all necessary documentation/ No portfolio of evidence • 2 Points = less than or equal to 1 Year

	business infrastructure assets.		• 4 Points = > 1 Year and ≤ 2 Years • 6 Points = > 2 Years and ≤ 3 Years • 8 Points = > 3 and ≤ 4 Years • 10 Points = > 4 Years
Track Record	Number of Facilities operated or developed	10	Provide a Portfolio of projects demonstrating assets operated, managed or developed by the bidder. Each facility included must include: asset type and description, size/scale (e.g. sqm or asset value where applicable), Scope of involvement (operated, managed, developed), duration of involvement and customer contact details, if applicable. • 0 points: no track record / submission • 4 points = 1 facility • 8 points = 2 facilities • 10 points = ≥ 3 facilities
Safety, Health, Environment & Risk	Letter of commitment to comply with Safety, Health and Environmental regulations and TRIM station rules and access policies. 1. Statement of commitment to comply with occupational health and Safety Act 85 of 1993 and its regulations 2. Statement of commitment to comply with Applicable environmental legislation and Municipal environmental by-laws, such as zoning,	8	Provide dated and signed letter of commitments on the company letter head confirming compliance with Occupational Health and Safety Act 85 of 1993 and other applicable municipal by-laws and station operational rules. • 0 Point = no submission • 8 Points = submission in compliance with RFP requirements

	waste management and noise control. 3. Legal accountability and corporate endorsement - Letter must be on company letterhead with the business address and dated and signed by CEO/Director. 4. Commitment to comply with TRIM station rules, access protocols and operational procedures, where applicable.		
Financial Capacity	Proof of Funding Proof of funding relating to investment: 1. Letter from Financial Institution. 2. If self-funded, audited Company financials or unaudited financials reviewed and signed by chartered accountant (SA) or equivalent.	15	• No documentation submitted = Zero • Documents in line with RFP request = 15 points
	Profitability EBITDA	10	Bidder EBITDA • 0 Point = NO documents • 2 Points = ≤ R100 000 • 4 Points = > R100 000 and ≤ R300 000 • 6 Points = > 300 000 and ≤ R400 000 • 8 Points = > R400 000 and ≤ R500 000 • 10 points = > R500 000

	SOLVENCY RATIO (NORM IS 1:1 -TOTAL ASSETS DIVIDED BY TOTAL LIABILITIES)	7	• 0 Point = Ratio < 0.5 • 2 Point = Ratio ≥ 0.5 and < 0.8 • 4 Points = Ratio ≥ 0.8 and < 1 • 7 Points = Ratio ≥ 1
	CURRENT RATIO (NORM IS 2:1 – CURRENT ASSETS DIVIDED BY CURRENT LIABILITIES)	6	• 0 Point = Ratio < 1 • 2 Point = Ratio ≥ 1 and < 1.5 • 4 Points = Ratio ≥ 1.5 and < 2 • 6 Points = Ratio ≥ 2
Business Case	Operating Model Bidder to provide a high-level operating model demonstrating how the station assets will be developed, managed and/or operated	8	Facility Utilization and Concept Design (QL) Bidders must demonstrate the utilisation of station buildings, commercial spaces and vacant land, including: • Proposed land and assets development and uses (retail, offices, logistics support, mixed-use, parking, industrial etc.) • Concept designs showing layout, circulation, interfaces with TRIM infrastructure and public areas (if Applicable) Scoring as follows: • 0 points: No submission • 4 points: partial submission, covering some assets • 8 points: full coverage of all assets Organizational Structure and Skills (QL) • High level description of the bidder's organisational structure, including some roles, responsibilities, and reporting lines. • 0 points: no submission • 4 points: structure with only positions names (without incumbents)

		12	8 points: Full structure with roles, responsibilities and reporting lines plus experience of the top structure and/or critical operational management Commercial model and revenue generation (QL) The bidder shall demonstrate a high level commercial strategy that clearly outlines the proposed revenue generation approach through various commercial models. The strategy must identify revenue streams, demonstrate financial sustainability. 0 points: No submission 6 points: partial submission, covering some assets 12 points: full coverage of all assets
	Project Schedule Bidders are required to provide a high-level implementation plan covering refurbishment / development, construction and leasing plan of each station asset. Providing clearly outline project schedule.	6	Project Schedule 0 point = No Submission 6 points = High level Project Plan

Bidders are to note that Transnet will round off final technical scores to the nearest 2 (two) decimal places for the purposes of determining whether the technical threshold has been met.

The minimum threshold of 70% for technical/functionality [Stage 2, Step 3] must be met or exceeded for a Bidder's Proposal to progress to Stage 3 for final evaluation.

6.3 Stage Three: Price and Preference

Step 4: Price and preference will be evaluated using the 80/20 principle.

Measures	Description	Score 80/20	Scoring Table
Investment offer and Rental Price Offer (80)	Station Investment Bidders shall submit a capital investment plan for station immovable assets over the lease period. Investment categories may include, but are not limited to: • Refurbishment and upgrade of station buildings (retail, offices, warehouse etc.) • Building services upgrades (ablution facilities, lighting, utilities) • Precinct upgrades (paving, landscaping, signage etc.) • Security infrastructure upgrades (fencing, access control, CCTV, guard houses) Compliance upgrades (fire safety, accessibility, statutory requirements)	40 Points (Calculations based on Immoveable Assets) 10 Points (Calculations based on Moveable Assets)	The highest offer will receive the maximum points allocated to this segment. All other bidders with lower offers will proportionally receive points based on the following formula: Formula $Pr = Ap(X_{high} + (Pt - Phigh) \frac{(X_{low} - X_{high})}{(Plow - Phigh)})$ <i>Pr</i> : Points to be awarded for the offer under consideration <i>Pt</i> : Offer under consideration <i>Phigh</i> : Highest offer received <i>Plow</i> : Lowest offer received <i>Xhigh</i> : Score for highest offer received <i>Xlow</i> : Score for lowest offer received <i>Ap</i> : Percentage allocated for this segment.
	Rental Offer: Bidders must propose rental fees payable to TRIM for the lease of station footprint.	30 points	Highest financial offer scores highest, with proportional scoring applied. $Pr = (\frac{Pt}{Phigh})Ap$

Measures	Description	Score 80/20	Scoring Table
	Highest financial offer scores highest, with proportional scoring applied. Where one bidder proceeds to stage 3, the bidder will be awarded the full points of the criterion due to no other rental offer to compare.		Where: <i>Pr</i> = points to be awarded for the offer under consideration <i>Pt</i> = the annual Basic Rental offer under consideration <i>Phigh</i> = the highest annual Basic Rental offer received <i>Ap</i> = percentage allocated for the price
Notes on the Rental Offer: If the highest scoring bidder did not offer a market-related Rental Offer, TRIM reserves the right not to award the lease to that Bidder. TRIM may: - Negotiate a market-related rental with the Bidder with the highest score or cancel the RFP; - If the highest scoring Bidder does not agree to a market-related rental, TRIM may negotiate a market-related rental with the Bidder with the second highest score or cancel the RFP; - If the Bidder with the second highest score does not agree to a market-related rental, TRIM may negotiate a market-related rental with the Bidder with the third highest score or cancel the RFP. - If a market-related rental is not agreed upon with the Bidder with the third highest score, TRIM must cancel the RFP. *For monthly rental, TRIM shall commission a Registered Professional Valuer and Member of the South African Institute of Valuers to conduct a market evaluation study for each asset within the Station it takes out to the market to avoid anti-competitive behaviours' from bidders (limit, restrict or eliminate competition/abuse of dominance).			

PREFERENCE

Measures	Description	Score	Scoring Table
Specific Goals	Job Creation Jobs created for Citizens, Black People (including Black	4	No. of Jobs created in this category as a % of the total staff complement.

Measures	Description	Score	Scoring Table
	Women, Black Youth and PWD) and Citizens from Local Communities. Annexure F and Section 3 of this RFP document.		Highest number of jobs created will receive the maximum points allocated to this segment. All other bidders with fewer jobs created will receive proportionally less points based on the formula. Formula $Pr = Ap(X_{high} + (Pt - Phigh) \frac{(X_{low} - X_{high})}{(Plow - Phigh)})$ <i>Pr</i>: Points to be awarded for the offer under consideration <i>Pt</i>: Offer under consideration <i>Phigh</i>: Highest offer received <i>Plow</i>: Lowest offer received <i>Xhigh</i>: Score for highest offer received <i>Xlow</i>: Score for lowest offer received <i>Ap</i>: Percentage allocated for this segment.
	Company Ownership Ownership by Black People (including Black Women, Black Youth and PWD), in the Company. Ownership by Local Communities in the company. Annexure F	4	Number of individuals in this category as a % of total directorship. Ownership of the enterprise i.e. 25%+1 voting rights in the hands of Black people 0 point = < 70% 2 points = ≥ 70% and < 80% 3 points = ≥ 80% and < 90% 4 points = ≥ 90%
	Management Control Which focuses on the involvement of Black People (in particular Black Women, Black Youth and PWD) in board directorship, Executive Management, and Senior Management. Annexure F	4	No. of individuals in this category as a % of total in category. 0 point = < 70% 2 points = ≥ 70% and < 80% 3 points = ≥ 80% and < 90% 4 points = ≥ 90%
	Skills Development Which focuses on the contributions made by the Company to improve the skills	4	Amount projected to spend as a % of Turnover. Highest offer will receive the maximum points allocated to this segment. All other bidders with

Measures	Description	Score	Scoring Table
	of Employees, local learners at higher education institutions (Black Women, Black Youth and PWD). Annexure F		lower offers will receive proportionally less points based on the formula Formula $Pr = Ap(X_{high} + (Pt - Phigh) \frac{(X_{low} - X_{high})}{(Plow - Phigh)})$ <i>Pr</i>: Points to be awarded for the offer under consideration <i>Pt</i>: Offer under consideration <i>Phigh</i>: Highest offer received <i>Plow</i>: Lowest offer received <i>Xhigh</i>: Score for highest offer received <i>Xlow</i>: Score for lowest offer received <i>Ap</i>: Percentage allocated for this segment.
	Enterprise and Supplier Development: Which focuses on the contribution by the bidding company towards buying goods and services from local SMMEs and company's plans to supplier development and enterprise development initiatives intended to assist and accelerate growth and sustainability of enterprises owned by Black Women, Youth and PWD. Annexure F	4	- Amount projected to spend as a % of Turnover. - Highest offer will receive the maximum points allocated to this segment. All other bidders with lower offers will receive proportionally less points based on the formula Formula $Pr = Ap(X_{high} + (Pt - Phigh) \frac{(X_{low} - X_{high})}{(Plow - Phigh)})$ <i>Pr</i>: Points to be awarded for the offer under consideration <i>Pt</i>: Offer under consideration <i>Phigh</i>: Highest offer received <i>Plow</i>: Lowest offer received <i>Xhigh</i>: Score for highest offer received <i>Xlow</i>: Score for lowest offer received <i>Ap</i>: Percentage allocated for this segment.

6.4 Step 5: Objective Criteria

6.4.1 Selection of the preferred bidder.

6.4.1.1 Objective criteria to justify award to someone other than the highest ranked bidder can be used at this stage, if applicable, in a sequential and not simultaneous manner. The following objective criteria will apply:

6.4.1.1.1 Outcomes of a Probity check. A probity check is a due diligence process carried out before awarding a lease to a company, mitigating risk for Transnet.

6.4.1.1.2 The following aspects are a broad illustration of what the Probity check would consider; however, this list is not fully exhaustive,

- i. The company financial position.
- ii. Credit Risk Assessment.
- iii. Companies flagged by National Treasury

6.5 Step 6: Award of Lease and Conclusion of Lease Agreement

Immediately after approval to award the lease has been received, the successful or preferred bidder(s) will be informed of the acceptance of his/their Bid either by way of a Letter of Award or Letter of Intent, where TRIM will negotiate the final terms and conditions of the lease agreement with the successful Bidder(s).

Thereafter the final lease agreement will be concluded with the successful Bidder(s).

Should the parties fail to reach agreement on the terms of the Lease Agreement, TRIM reserves the right to withdraw the award letter and proceed to engage the next ranked bidder in Stage 3.

SECTION 4: Summary of Offer

1. National Railway Safety Regulator Act

1.1 If applicable, in compliance with the National Railway Safety Regulator Act, 30 of 2024, the successful Bidder shall comply fully with the specifications as set out in this Request For Proposal, and also adhere to railway safety requirements and/or regulations. The Bidder shall grant Transnet access, during the term of the lease agreement, to review any safety-related activities, including the coordination of such activities across all parts of the organisation.

2. Service Levels

2.1 Service Levels will be determined and approved as per the Lease Agreement

3. Total Cost of Ownership and Continuous Improvement Initiatives

3.1 Bidders commit, for the duration of any lease agreement which may be awarded through this Request For Proposal process, to participate with Transnet in its continuous improvement initiatives to reduce the total cost of ownership [TCO], which will reduce the overall cost of station maintenance and logistics provided by Transnet's operating divisions within South Africa to the ultimate benefit of all end-users.

3.2 Bidders must briefly describe their commitment to TCO and continuous improvement initiatives and give examples of specific areas and strategies where cost reduction initiatives can be introduced. Specific areas and proposed potential savings percentages should be included. Additional information can be appended to the Bidder's Proposal if there is insufficient space available below.

4. Risk

Bidders must elaborate on the control measures put in place by their entity, which would mitigate the risk to Transnet pertaining to potential non-performance by the Bidder, in relation to:

4.1 Continuity of service:

4.2 Compliance with the Occupational Health and Safety Act, 85 of 1993:

4.3 Compliance with the National Railway Safety Regulator Act, 30 of 2024:

SIGNED at _____ on this ____ day of _____ 20__

SIGNATURE OF WITNESSES

ADDRESS OF WITNESSES

1 _____

Name _____

2 _____

Name _____

SIGNATURE OF BIDDER'S AUTHORISED REPRESENTATIVE: _____

NAME: _____

DESIGNATION: _____

SECTION 5: Business Proposal Form and list of required documents

I/We _____

[name of entity, company, close corporation or partnership] of [full address]

carrying on business trading/operating as

represented by

in his / her capacity as

being duly authorised thereto by a Resolution of the Board of Directors or Members or Certificate of Partners, dated _____ to enter into, sign execute and complete any documents relating to this proposal and any subsequent Agreement. The following list of persons are hereby authorised to negotiate on behalf of the abovementioned entity, should Transnet decide to enter into Post bid Negotiations with highest ranked bidder(s).

FULL NAME(S)

CAPACITY

SIGNATURE

I/We hereby offer to lease the abovementioned assets at the Rental Offer quoted in the bid submission. The offer to lease also includes delivering on all commitments in the bid submission including but not limited to the implementation of the Operational Model and investment within the station. This will be done in accordance with the terms set forth in the documents listed in the accompanying schedule of Request For Proposal documents.

I/We agree to be bound by those conditions in Transnet's:

- (i) Standard Lease Agreement (which may be subject to amendment at TRIM's discretion if applicable);
- (ii) General Bid Conditions; and
- (iii) any other standard or special conditions mentioned and/or embodied in this Request For Proposal (Commercial Proposal).

Should Transnet decide that a formal lease agreement should be signed and so inform me/us in a letter of intent [the **Letter of Intent**], this Proposal [and, if any, its covering letter and any subsequent exchange of correspondence] together with Transnet's Letter of Intent, shall constitute a binding contract between Transnet and me/us until the formal lease agreement is signed.

I/We further agree that if, after I/we have been notified of the acceptance of my/our Proposal, I/we fail to enter into a formal written lease agreement if called upon to do so, or fail to commence the occupation and use of the leased assets in the station within the time period, or on the date stipulated by Transnet. Transnet may, without prejudice to any other legal remedy which it may have, recover from me/us any expense to which it may have been put in calling for Proposals afresh and/or having to accept any less favourable Proposal.

Furthermore, in the absence of a formal written lease agreement, I/we agree to a penalty clause/s which will allow Transnet to invoke a penalty against us for non-compliance with material terms of this Request For Proposal including non-performance by ourselves. etc.

I/we agree that in the absence of a formal written lease agreement, non-compliance with any of the material terms of this Request For Proposal, including those mentioned above, will constitute a material breach of the terms of this Request For Proposal, and provide Transnet with cause for cancellation.

Address for Notices

The law of the Republic of South Africa shall govern this Request For Proposal, and any contract or lease agreement created by the acceptance of this Request For Proposal or entered into pursuant to this Request For Proposal.

The *domicilium citandi et executandi* shall be an address in the Republic of South Africa to be specified by the Bidder hereunder, at which all legal documents may be served on the Bidder, who shall agree to submit to the jurisdiction of the courts of the Republic of South Africa. Foreign Bidders shall, therefore, state hereunder the name of their authorised representative in the Republic of South Africa who has the power of attorney to sign any lease agreement which may have to be entered into in the event of their Proposal being accepted, and to act on their behalf in all matters relating to such lease agreement.

Bidder to indicate the details of its *domicilium citandi et executandi* hereunder:

Name _____ of _____ Entity:

Address:

A. Notification of award of Request For Proposal

As soon as possible after internal approval to award the contract(s)/lease(s), the successful Bidder will be informed in writing of the acceptance of its Proposal. Unsuccessful Bidders will be advised in writing of the name of the successful Bidder and the reason as to why their Proposals have been unsuccessful, for example, in the category of price, delivery period, quality or for any other reason.

B. Validity Period

Transnet requires a validity period of 365 Calendar Days against this Request For Proposal, excluding the first day and including the last day.

C. Name(s) and Address (Addresses) of Director(s) or Member(s)

The Bidder must disclose hereunder the full name(s) and address(s) of the director(s) or members of the company or close corporation [C.C.] on whose behalf the Request For Proposal is submitted.

(i) Registration number of company / C.C.

(ii) Registered name of company / C.C.

(iii) Full name(s) of director/member(s)	Address/Addresses	ID Number(s)
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D. Returnable Documents

Returnable Documents means all the documents, Sections and Annexures, as listed in the tables below. There are three types of returnable documents as indicated below, and Bidders are urged to ensure that these documents are returned with their bids based on the consequences of non-submission as indicated below:

Mandatory Documents	Returnable	Failure to provide all these Mandatory Returnable Documents at the Closing Date and time of this Request For Proposal <u>will</u> result in a Bidder's disqualification.
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Returnable Documents Used for Scoring	Failure to provide all Returnable Documents used for purposes of scoring a bid, by the closing date and time of this bid will not result in a Bidder's disqualification. However, Bidders will receive an automatic score of zero for the applicable evaluation criterion.
Essential Returnable Documents	Failure to provide essential Returnable Documents <u>will</u> result in Transnet affording Bidders a further opportunity to submit by a set deadline. Should a Bidder thereafter fail to submit the requested documents, this may result in a Bidder's disqualification.

All Returnable Sections, as indicated in the header and footer of the relevant pages, must be signed, stamped and dated by the Bidder.

a) Mandatory Returnable Documents

Bidders are required to submit with their bid submissions, the following **Mandatory Returnable Documents**, and also to confirm submission of these documents by so indicating [Yes or No] in the tables below:

MANDATORY RETURNABLE DOCUMENTS	SUBMITTED [Yes/No]
Bid documentation duly signed by the bidder or unincorporated/incorporated joint venture (bidders)	
Minimum of 1 year audited Financial Statements and signed audit report or for entities not required by regulation to have financial reports audited, submission of unaudited report reviewed and signed by chartered accountant (SA) or equivalent. * If not audited and signed by an auditor or reviewed and signed by chartered accountant (SA) or equivalent if unaudited the bidder will be disqualified. * Financial Statements can come from the bidding company or Holding Company or Group If bidding company has been in existence for less than 1 year, the bidder needs to provide a Letter of Credit from recognised Financial Institution (obtain rating of financial institutions from Finance)	
SBD1 form Section 1	

Signed Annexure F	
Completed and Signed Lessee Integrity Pact (Annexure C)	
Annexure L Preference Points and Certificate of Independent Bid Determination	

b) Returnable Documents Used for Scoring

In addition to the requirements of section (a) above, Bidders are further required to submit with their Proposals the following **Returnable Documents Used for Scoring** and also to confirm submission of these documents by so indicating [Yes or No] in the table below:

RETURNABLE DOCUMENTS USED FOR SCORING	SUBMITTED [Yes/No]
Operational plan to demonstrate how the leasable station assets will be managed, operated and maintained throughout the lease period.	
Annexure G High Level Investment Plan Template	
Annexure M Community Development Plan	
Proof of security of funding	
Documentation regarding the management of environmental matters including compliance (SHER)	
Job-Creation Schedule	
B-BBEE status	
Project Schedule	

c) Essential Returnable Documents required in the Lease Application Form:

Over and above the requirements of section (a) and (b) mentioned above, Bidders are further required to submit with their Proposals the following **Essential Returnable Documents** if applicable and also to confirm submission of these documents by so indicating [Yes or No] in the table below:

ESSENTIAL RETURNABLE DOCUMENTS	SUBMITTED [Yes/No]
Certificate of Incorporation or any amendment thereto	
Annexure H Health & Safety Questionnaire	
Memorandum of Articles of Association	
Resolution signed by the company Secretary or Chairperson and copy/copies of identity document/s of person/s authorised to act on behalf of the company and sign the lease agreement and in what capacity	
Certificate from Secretary/Auditor of the company confirming the address of the registered office where processes are to be served	
Operational readiness plan	
Annexure J Environmental Screening Tool Risk	

E. CONTINUED VALIDITY OF RETURNABLE DOCUMENTS

The successful Bidder will be required to ensure the validity of all returnable documents, including but not limited to its valid proof of B-BBEE status, for the duration of any lease agreement emanating from this Request For Proposal. Should the Bidder be awarded the lease agreement [**the Agreement**] and fail to present Transnet with such renewals as and when they become due, Transnet shall be entitled, in addition to any other rights and remedies that it may have in terms of the eventual Agreement, to terminate such Agreement immediately without any liability and without prejudice to any claims which Transnet may have for damages against the Bidder.

SIGNED at _____ on this _____ day of _____ 20____

WITNESSES

Name: _____

Date: _____

Signature: _____

Name: _____

Date: _____

Signature: _____

BIDDER'S AUTHORISED REPRESENTATIVE:

Name: _____

Date: _____

Signature: _____

SECTION 6: Certificate of Acquaintance with Request For Proposal, Master Agreements (Standard Lease Agreement) and applicable documents

By signing this certificate, the Bidder is deemed to acknowledge that he/she has made himself/herself thoroughly familiar with and agrees with all the conditions governing this Request For Proposal. This includes those terms and conditions contained in any printed form stated to form part hereof, including but not limited to the documents stated below. As such, Transnet SOC Ltd will recognise no claim for relief based on an allegation that the Bidder overlooked any such term or condition or failed to properly take it into account for the purpose of calculating prices or for any other purpose:

1	Transnet's General Bid Conditions
2	Master Agreements attached (Standard Lease Agreement Annexure I)
3	Transnet Integrity Pact
4	Non-disclosure Agreement
5	Facility specifications and drawings attached to this Request For Proposal
6	Bidder Declaration Form and all supporting documents (new customers only).

Should the Bidder find any terms or conditions stipulated in any of the relevant documents quoted in the Request For Proposal unacceptable, it should indicate which conditions are unacceptable and offer alternatives by written submission on its company letterhead, attached to its submitted Bid. Any such submission shall be subject to review by Transnet's Legal Counsel who shall determine whether the proposed alternative(s) are acceptable or otherwise, as the case may be. A material deviation from any term or condition may result in disqualification.

Bidders accept that an obligation rests on them to clarify any uncertainties regarding any bid to which they intend to respond on, before submitting the bid. **The Bidder agrees that he/she will have no claim or cause of action based on an allegation that any aspect of this Request For Proposal was unclear but in respect of which he/she failed to obtain clarity.**

The Bidder understands that his/her Bid will be disqualified if the Certificate of Acquaintance with Request For Proposal documents included in the Request For Proposal as a returnable document, is found not to be true and complete in every respect.

SIGNED at _____ on this _____ day of _____ 20____

WITNESSES

Name: _____

Date: _____

Signature: _____

Name: _____

Date: _____

Signature: _____

BIDDER'S AUTHORISED REPRESENTATIVE:

Name: _____

Date: _____

Signature: _____

SECTION 7: Request For Proposal Declaration and Breach of Law Form

NAME OF ENTITY: _____

We _____ do hereby certify that:

1. Transnet has supplied and we have received appropriate responses to any/all questions [as applicable] which were submitted by ourselves for Request For Proposal Clarification purposes;
2. We have received all information we deemed necessary for the completion of this Request For Proposal;
3. We have been provided with sufficient access to the existing Transnet facilities/sites and all relevant information relevant to the station and/or the leasing of such assets/facilities within the station as well as related Transnet information and employees, and have had sufficient time in which to conduct and perform a thorough due diligence of Transnet's operations, business requirements and assets owned and/or used by Transnet. Transnet will therefore not consider or permit any pre- or post-contract verification or any related adjustment to pricing, service levels or any other provisions/conditions based on any incorrect assumptions made by us (the Bidder) in arriving at our Bid Price or our conclusion of the relevant contracts.
4. At no stage have we received additional information relating to the subject matter of this Request For Proposal from Transnet sources, other than information formally received from the designated Transnet contact(s) as nominated in the Request For Proposal documents;
5. We are satisfied, insofar as our entity is concerned, that the processes and procedures adopted by Transnet in issuing this Request For Proposal and the requirements requested from Bidders in responding to this Request For Proposal have been conducted in a fair and transparent manner;
6. We have complied with all obligations of the Bidder/Supplier as indicated in the Transnet Supplier/Lessee Integrity document which includes but are not limited to ensuring that we take all measures necessary to prevent corrupt practices, unfairness and illegal activities in order to secure or in furtherance to secure a contract with Transnet;

7. We declare that a family, business and/or social relationship **exists/does not exist** [delete as applicable] between an owner/member/director/partner/shareholder of our entity and an employee or board member of the Transnet Group including any person who may be involved in the evaluation and/or adjudication of this Bid;
8. We declare that an owner/member/director/partner/shareholder of our entity **is/is not** [delete as applicable] an employee or board member of Transnet;
9. In addition, we declare that an owner/member/ director/partner/shareholder/employee of our entity **has/has not been** [delete as applicable] a former employee or board member of Transnet in the past 10 years. I further declare that if they were a former employee or board member of Transnet in the past 10 years that they **were/were not** involved in the bid preparation or had access to the information related to this Request For Proposal; and
10. If such a relationship as indicated in paragraph 7, 8 and/or 9 exists, the Bidder is to complete the following section:

FULL NAME OF OWNER/MEMBER/DIRECTOR/

PARTNER/SHAREHOLDER/EMPLOYEE:

ADDRESS:

—

—

Indicate nature of relationship with Transnet:

Failure to furnish complete and accurate information in this regard will lead to the disqualification of a response and may preclude a Bidder from doing future business with Transnet

11. We declare, to the extent that we are aware or become aware of any relationship between ourselves and Transnet [other than any existing and appropriate business relationship with Transnet] which could unfairly advantage our entity in the forthcoming adjudication process, we shall notify Transnet immediately in writing of such circumstances.

Breach of Law

12. We further hereby certify that I/we (the bidding entity and/or any of its directors, members or partners) **have/have not been** [delete as applicable] found guilty during the preceding 5 [five] years of a serious breach of law, including but not limited to a breach of the Competition Act, 89 of 1998, by a court of law, tribunal or other administrative body. The type of breach that the Bidder is required to disclose excludes relatively minor offences or misdemeanours, e.g. traffic offences. This includes the imposition of an administrative fine or penalty.

Where found guilty of such a serious breach, please disclose:

NATURE	OF	BREACH:

DATE OF BREACH:

Furthermore, I/we acknowledge that Transnet SOC Ltd reserves the right to exclude any Bidder from the bidding process, should that person or entity have been found guilty of a serious breach of law, tribunal or regulatory obligation.

SIGNED at _____ on this _____ day of _____ 20____

DULY AUTHORISED AND FOR AND ON BEHALF OF	Registered Company name:
	Registration No of Company/CC
Name:	
Position:	
Signature:	
Date:	
Place:	

AS WITNESS:	
Name:	
Position:	
Signature:	

SECTION 9: Job-Creation Schedule

THIS SECTION NEEDS TO BE COMPLETED AND INCLUDED IN THE BID SUBMISSION

The Government has identified State Owned Enterprises sourcing activities as a key enabler to achieve the National Development Plan (NDP) objective of reducing unemployment from the current baseline of 28% to 6%. In order to give effect to these job creation objectives, Bidders are required to provide the following undertaking of new jobs that will be created, should they be awarded this bid.

- (a) Please indicate total number of new jobs that will be created over the term of the lease agreement:

Total number and value of new jobs created	Total number of new jobs	Total rand value of new jobs created

- (b) Of the total number of new jobs created, please indicate the number and value of new jobs to be created for the following designated groups:

	Total number of new jobs	Total rand value of new jobs
Black men		
Black women		
Black Youth		
Black people living in rural or underdeveloped areas or townships		
Black People with Disabilities		

- (c) Of the total number of new jobs created, please indicate the number of skilled, semi-skilled and unskilled new jobs that will be created over the term of the contract:

	Total number of Skilled jobs	Total number of Semi-skilled jobs	Total number of Unskilled jobs
Black men			
Black women			
Black Youth			

Black people living in rural or underdeveloped areas or townships			
Black People with Disabilities			
Other			

(d) Please indicate the number of new jobs to be created, broken down per quarter over the term of the lease agreement.

Year 1	Q1	Q2	Q3	Q4
Total number of new jobs				
Number of new jobs for Black men				
Number of new jobs for black women				
Number of new jobs for black youth				
Number of new jobs for black people living in rural or underdeveloped areas or townships				
Number of new jobs for black People with Disabilities				
Number of new jobs for other categories				
Number of new skilled jobs				
Number of new semi-skilled jobs				
Number of new unskilled jobs				