

Request for Proposal (RFP) reference number	E1187CXMWP
Issue date	16 April 2025
Submission date and time	09 May 2025 at 10h00
RFP validity period	12 months from the submission date and time
RFPs are to be delivered to the following address on the stipulated closing date and time.	Eskom Holdings SOC Ltd Tender Office Megawatt Park (Retail Centre) 1 Maxwell Drive Sunninghill 2157

Dear Sir/Madam

REQUEST FOR PROPOSAL FOR THE SETTING UP OF AN STRUCTURE FOR THE PURPOSE OF RINGFENCING FUNDS FOR ENVIRONMENTAL REHABILITATION FOR COAL MINES AND COAL FIRED POWER STATIONS.

Please take note that this is a confidential request and all information, including this request for proposal ("RFP"), should be treated as such. You are therefore prohibited from discussing or divulging the existence or contents of this RFP or any other information relating to this RFP to any third party without our prior written consent.



Kabelo Masike

Acting General Manager Treasury

Date: 16 April 2025

1. DEFINITIONS

"B-BBEE Act"	the Broad-Based Black Economic Empowerment Act No. 53 of 2003
"Tenderer"	Any corporate service provider or consortium that submits responses to this RFP as per procurement procedures
"RFP Response"	any reply submitted by a Tenderer in response to the requirements of this invitation
" Submission Date"	the date identified as the RFP Response Submission Date
"Eskom"	Eskom Holdings SOC Ltd, registration number 2002/015527/30, as incorporated pursuant to the Eskom Conversion Act No. 13 of 2001
"PFMA"	the Public Finance Management Act No. 1 of 1999
"Preferential Procurement Policy Framework Act" or "PPPFA"	the Preferential Procurement Policy Framework Act No. 5 of 2000

2. BACKGROUND

Eskom has a financial liability related to the environmental rehabilitation as required by environmental legislations and related licences. The legislations and licences set out the requirements for financial provisions for the decommissioning and rehabilitation of coal operations. These operations relate to Eskom's power stations as well as the related mines.

3. OBJECTIVE

Eskom is required to ensure that funds are available for decommissioning and rehabilitation of these operations. As such, the objective of this RFP is to obtain executable ringfenced

solutions in line with current and best market practices for the purpose of environmental rehabilitation financial provisioning.

4. ELIGIBLE TENDERERS

Tenderers must be a recognised financial or insurance firm with proven experience in environmental rehabilitation investment solutions and instrument. Tenderers are deemed **ineligible** to submit a proposal if they have the nationality of a country on any international sanctions list. A Tenderer shall be deemed to have the nationality of a country if it has the status of a national or is constituted, incorporated, or registered and operates in conformity with the provisions of the laws of that country.

5. CONFLICT OF INTEREST

A Tenderer shall not have a conflict of interest. All Tenderers found to have a conflict of interest shall be disqualified. Tenderers must submit a form, see Annexure B, stating that none of its personnel have any involvement or interest in Eskom and any of its subsidiaries and likewise no Eskom personnel have any involvement or interest in the Tenderer's business with the response to this document or influence the decisions of Eskom during the bidding process.

A Tenderer may also be considered to have a conflict of interest with one or more parties in this RFP process, if they have a relationship with each other, directly or through common third parties, which puts them in a position to have access to information about or influence on the proposal of another Tenderer.

Alternatively, the bidder must disclose **ALL** such information in its response submission containing sufficient disclosure regarding any interests that may result in an actual or potential conflict of interest. Where any potential or actual conflict of interest arises after the submission of the proposal or during the term of the potential mandate, the Tenderer shall be obliged to immediately notify Eskom thereof in writing. Note that Eskom reserves the right to disqualify a Tenderer or terminate the services as service provider if there is, in the opinion of Eskom, any actual or perceived conflict of interest.

6. COSTS OF TENDERING

The Tenderer shall bear all costs related to the preparation and submission of their RFP responses. Eskom shall in no way be responsible or liable for any of these costs regardless of the conduct or outcome of the procurement process.

7. PARTNERSHIPS

Provisions of the Preferential Procurement Policy Framework Act (PPPFA) of 2011 and its regulations will apply in terms of awarding points. Tenderers are required to submit original and valid B-BBEE Status Level Verification Certificates or certified copies thereof together with their responses, to substantiate their B-BBEE rating claims. Tenderers who do not submit their B-BBEE status level verification certificates or are non-compliant contributors to B-BBEE will not qualify for preference points for B-BBEE.

To assist Eskom with its transformation and B-BBEE objectives, it is proposed that the Tenderer enhance their team with their choice of B-BBEE financial advisory firms.

8. SCOPE OF REQUIREMENT

The successful bidder will be required to provide the following information related to environmental rehabilitation financial provisioning:

- a) Provide a brief analysis of the environmental rehabilitation financial provision requirements.
- b) For each ringfenced solution it is required to provide a term sheet that sufficiently defines the legal and financial obligations as well as insight into the following:
 - Tax considerations.
 - Environmental regulatory considerations.
 - Investment of funds considerations.
 - Liquidity considerations.
 - Timing and ease of execution.
 - Pricing and cost considerations.
 - Pros and Cons of each solution
- c) Provide evidence of a track record of implementation and execution of ringfenced solutions as well as cases of past implementation.

9. MANDATORY RESPONSE REQUIREMENTS

The RFP response should cover all the criteria stipulated in the attached Annexure A and must be a maximum of 30 pages, Arial font size 11. The Tenderer must submit the following:

- one (1) original, one (1) copy of the original and one (1) soft (electronic) copy of the original response,
- signed integrity declaration form,
- Company profile and relevant experience,
- Company registration documents,
- Credit rating documentation
- Provide contactable references,
- Evidence of registration with applicable recognised professional body,
- Original or certified copy of B-BBEE verification certificate,
- Original or certified copy of Tax clearance certificate,
- Audited Financial Statements of the tenderer for the previous 18 months, or to the extent that such statements are not available, for the last year,
- CSD number,
- Pricing must be inclusive of VAT.

Failure to submit the original response, copies of the tender and integrity declaration form will disqualify your submission. Failure to submit B-BBEE verification certificates will not result in disqualification but will impact the scoring.

10. EVALUATION CRITERIA

Responses to cover the criteria in Annexure A will be scored out of 80. B-BBEE status will be scored out of 20 in accordance with PPPFA. Tenderers will be ranked by applying the preferential point scoring based on the 80/20 principle. RFP Proposals who do not meet the threshold for the technical scoring will not qualify to be evaluated further and subsequently disqualified. Functionality criteria for technical scoring will be as stipulated in **Annexure A**, with a threshold of 70%:

Technical Criteria	Weighting
Legal Structure	30%
Description of ringfenced structure	5.00%
Environmental regulatory considerations	10.00%
Tax considerations	10.00%
Pros and Cons related to the solution	5.00%
Investment Structure	10%
Flexibility to manage funds	5.00%
Liquidity of underlying investments	5.00%
Transaction Readiness	30%
The term sheet sufficiently defines the legal and financial obligations.	10.00%
Suitability and ease of execution of the solution.	10.00%
Provide timelines to the financial close of the solution.	5.00%
Provide all costs associated with the solution i.e., setup cost, on-going costs.	5.00%
Credence of parties	30%
Number of transactions in mining, resource, or energy sectors related to environmental rehabilitation in the last 10 years exceeding ZAR1 billion	10.00%
Number of years' experience the firm has in structuring and executing investment solutions for environmental rehabilitation.	10.00%
Number of transactions in mining, resource, or energy sectors related to environmental rehabilitation in the last 7 years.	10.00%

Following the scoring of the technical criteria the highest-ranking tenderer after consideration for pricing will be considered for contracting.

11. LODGING OF PROPOSALS

Your submission titled “**TREASURY RFP – Environmental Rehabilitation Provision Guarantee solutions**” must be lodged with the Eskom Tender Office and sent by email to: vdMerwLC@eskom.co.za and VenterFrJ@eskom.co.za **before 10:00 on 09 May 2025**. Please take note that proposal may be submitted before the closing date. Late proposal will not be accepted and will be returned to the sender.

12. DISCUSSIONS

Eskom reserves the right to call upon a Tenderer to discuss its proposal in more detail as and when deemed necessary.

Shortlisted candidates should expect that on short notice, the core implementation team will be required to attend a one (1) hour clarification meeting during which thirty (30) minutes will be dedicated to the presentation of the proposal followed by a thirty (30) minutes question and answer session.

13. QUERIES/CLARIFICATION

Should there be questions/clarification or queries regarding this RFP please contact at all times the following Eskom representatives listed below. Please note that correspondence should only be in writing by email.

Name: Liugi Van Der Merwe	Name: Francois Venter
Email: vdMerwLC@eskom.co.za	Email: VenterFrJ@eskom.co.za

The tenderer will notify the Employer of any clarifications required before the closing time for clarification queries, which is 4 working days before the deadline for tender submission.

14. IMPORTANT NOTICES

Even though Eskom has exercised all efforts in good faith to prepare the information contained in this document, neither it nor any of its directors, partners, employees, sub-contractors, intermediaries, or agents, provide any assurances or guarantees, explicit or implied, in relation to this RFP. No representation or warranty, express or implied, is given by Eskom, or any of its respective directors, partners, employees, sub-contractors, intermediaries, or agents as to the accuracy or completeness of any of the contents of this RFP.

By issuing this RFP, Eskom does not undertake any obligation to provide any further information, or to correct any inaccuracies in this proposal, or to correct any omissions, which become known at any time. Any costs and expenses incurred by the persons who replied to this RFP, or by their agents or advisers, will be the sole responsibility of such persons and Eskom does not undertake to cover such costs.

This enquiry may be cancelled by Eskom at any time prior to deciding on it, if it is not deemed necessary to continue with the procurement process due to a substantial change in circumstances, or if public interest and welfare dictate such.

Eskom reserves the right to accept or reject any RFP Response, and to cancel the RFP and reject all replies prior to the announcement of the successful Tenderers.

Yours sincerely

A handwritten signature in dark ink, appearing to be 'Kabelo Masike', with a long horizontal line extending to the right.

Kabelo Masike

ACTING GENERAL MANAGER, TREASURY

Date: 16 April 2025

ANNEXURE A

Technical Criteria	Sub-weighting	RFP particulars (response)	Weighting
Legal Structure	100%		30%
Description of ringfenced structure	16.67%	Provided with clear description and detailing the mechanics of the structure = 5 Not Provided = 0	5.00%
Environmental regulatory considerations	33.33%	Provided with clear consideration on how the structure complies with Environment Regulatory provisioning requirement = 5 Not Provided = 0	10.00%
Tax considerations	33.33%	Provided with clear tax consideration and structure is tax exempt = 5 Provided with clear tax consideration = 2.5 Not Provided = 0	10.00%
Pros and Cons related to the structure	16.67%	Five pros and cons Provided = 5 Provided = 2.5 Not Provided = 0	5.00%
Investment Structure	100%		10%
Flexibility to manage funds	50.00%	Limited available investments = 1 to 2 Fixed Investment Mandate = 3 Fully customised Investment mandate = 4 Full flexibility in line with environment regulation = 5	5.00%
Liquidity of proposed underlying investments	50.00%	Yes = 5 No = 0	5.00%
Transaction Readiness	100%		30%
The term sheet sufficiently defines the legal and financial obligations.	33.33%	Provided = 5 Not Provided = 0	10.00%
Suitability and ease of execution of the solution.	33.33%	Suitable and easy to execute with justification and cases for each = 5 Suitable and easy to execute with justification and cases for either = 4 Suitable, but not easy to execute with either justification and cases = 3 Suitable, but not easy to execute = 2 Not suitable, but easy to execute = 1 Not suitable nor is it easy to execute = 0	10.00%
Provide timelines to the financial close of the solution.	16.67%	Provided with clear description = 5 Provided = 2.5 Not Provided = 0	5.00%
Provide all costs associated with	16.67%	Provided with clear description and detail = 5	5.00%

thesolution i.e., setup cost, on-going costs.		Provided = 2.5 Not Provided = 0	
Credence of parties	100%		30%
Number of transactions in mining, resource, or energy sectors related to environmental rehabilitation in the last 10 years exceeding ZAR1 billion	33.33%	Number of transactions: >25 transactions - 5 points <20 transactions => 15 transactions - 4 points <15 transactions => 10 transactions - 3 points <10 transactions => 5 transactions - 2 points <5 transactions => 1 transaction - 1 point <1 transaction - 0 points	10.00%
Number of years' experience the firm has in structuring and executing ringfenced solutions for environmental rehabilitation.	33.33%	Experience: > 20 years - 5 points Between >15 - 20 years - 4 points Between 10 - 15 years - 3 points Between 5 - 10 years - 2 points Between 1 - 5 years - 1 point	10.00%
Number of transactions in mining, resource, or energy sectors related to environmental rehabilitation in the last 7 years.	33.33%	Number of transactions: >25 transactions - 5 points <20 transactions => 15 transactions - 4 points <15 transactions => 10 transactions - 3 points <10 transactions => 5 transactions - 2 points <5 transactions => 1 transaction - 1 point <1 transaction - 0 points	10.00%

Total Technical Score	100%
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ANNEXURE B

INTEGRITY DECLARATION FORM

(Form to be completed and signed by tenderer as Invitation to RFP returnable)

1. DECLARATION OF INTEREST

I/We understand that any natural/legal person, including employees of the State and/or those related to an Eskom employee/director (as per the definition of “related” set out hereunder), may tender to Eskom. However, in view of possible allegations of favouritism (the practice of showing favour to, or giving preference to some person/group, to the detriment of, or at the expense of another that is entitled to equal treatment or an equal opportunity), should the resulting tender, or part thereof, be awarded to such natural/legal person, as described herein, it is required that the *tenderer/s* declare such interest/relationship where:-

- the *tenderer/s* employees/directors are also employees/contractors/consultants/directors in the state or a state-owned entity.
- the *tenderer/s* employees/directors are also employees/contractors/consultants/directors of Eskom.
- the *tenderer/s* employees/directors are also employees/contractors/consultants or directors in another entity together with Eskom employees/consultants/contractors/directors.
- the *legal person/s (including its employees/contractors/directors/members/shareholders)* on whose behalf the tender documents are signed, is in some other way “related” to an Eskom employee/contractor/consultant/director involved in the tender evaluation/tender adjudication/tender negotiation. “Related” meaning that: -
 - an individual is related to another individual if they are married or live together in a relationship like marriage.
 - or are separated by no more than two degrees of natural or adopted consanguinity or affinity.
 - an individual is related to a juristic person if the individual directly or indirectly controls the juristic person, as determined in accordance with the definition of “control” (as per Companies Act section 2(1)); and
- **a juristic person is “related” to another juristic person if: -**
 - (1) either of them directly/indirectly controls the other, or the business of the other, as determined in accordance with the definition of “control” (as

per Companies Act section 2(1)).

- (2) either is a subsidiary of the other; or
- (3) a person directly/indirectly controls each of them, or the business of each of them, as determined in accordance with the definition of “control”.
- the *tenderer/s* and one or more of the *tenderers* in this tendering/RFP process have a controlling partner in common, or a relationship with each other, directly or through common third parties, that puts them in a position to have access to information about or influence on the tender/proposal/response of another tenderer or influence the decisions of Eskom regarding this bidding process.

To give effect to the provisions above, please complete the table hereunder with all required information. Full Name & Capacity/ Position within tenderer (e.g., employee/Director/member/ owner/shareholder)	Confirm and provide details (including employee number) if you are a State/State owned entity employee/contractor/ director	Full Names & Capacity/Position of Eskom employee/ director/ consultant and details of the relationship or interest(marital/ familial/personal/ financial etc.)	To your knowledge is this person involved in the evaluation/ adjudication/ negotiation of tenders

1. If any employee/director/member/shareholder/owner of Tenderer/s is also currently employed by Eskom, state whether this has been declared and whether there is

authorisation(Y/N) to undertake remunerative work outside public sector employment and attach proof to this declaration. _____

2. Do the tenderer/s and other tenderer in this tendering/RFP process share a controlling partner or have any relationship with each other, directly or through common third parties? (Y/N) If yes, attach proof to this declaration. _____

I declare that I have read and understood the provisions of the Integrity declaration form, that all information furnished herein is correct, that it is understood that the Tenderer's proposal/response may be rejected, and that Eskom will act against the Tenderer should any aspect of this this declaration prove to be false.

Signature:	
Designation and capacity in which signing:	
Date:	