Request for Proposal (RFP) reference number	MWP2633CX
Issue date	02 August 2024
Submission date and time	02 October 2024 at 10h00
RFP validity period	3 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: INVITATION TO SUBMIT A PROPOSAL FOR THE APPOINTMENT OF AN INTERNATIONAL AUDIT FIRM

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.

Richard Vaughan

General Manager Treasury

Date: 29 July 2024

Finance Division
Megawatt Park, Maxwell Drive
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Tel +27 11 800 4647 Fax +27 086 663 2288 www.eskom.com
Eskom Holdings SOC Ltd Reg No 2002/015527/30

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. OBJECTIVE

Eskom has entered into a loan agreement with two international lenders on 31 March 2023. The lenders require assurance that the proceeds made available for Eskom to use towards the Eligible Capital Expenditures evaluated and agreed upon are used strictly for intended purposes only and will not be made available, utilized, or accessed for additional purposes.

This is an open invitation to tender, and the objective of this RFP is to appoint an international audit firm for management of auditing the payments made to suppliers according to the loan agreement requirements of the club loan facility and ensure that the Eskom procurement processes were followed accordingly.

3. ELIGIBLE TENDERERS

Tenderers must have a recognised international auditing firm approved with proven experience in auditing international companies. 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.

4. 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, that 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.

5. 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.

6. 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 proposals, 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.
In order 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.

7. SCOPE OF REQUIREMENT

The successful bidder will be required to provide international audit services to assist Eskom in the verification of the eligible completeness of the books and records of all the expenses based on the:

a) Eligible Capital Expenditures and the related reports on the spending that are prepared in accordance with the terms of the Loan.

b) Eligibility of the suppliers compliant with due diligence reviews who have undertaken the works in relation to the Eligible Capital Expenditures.

c) Compliance of the works with Eskom’s internal procurement policies and procedures; and

d) Provide a signed report with an audit opinion for the lenders. The report shall be provided 30 business days after the end of each financial quarter.

8. MANDATORY PROPOSAL RESPONSES

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,
- At least three contactable references,
- Evidence of registration with Independent Regulatory Board for Auditors (IRBA) and any 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.

Please ensure that the submission is in line with the sequence of the technical criteria.

9. 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%:

Evaluation Criteria	Weighting
Firm Capability and Experience	**100%**
Demonstrate strong international audit experience in banking and financing transactions governed by international law including bonds and loan documentation for the past 5 years.	25%
Team leader's international experience in dealing with the compliance to procurement requirements of debt facility agreements of an organisation with borrowings more than US$2 billion.	25%
Demonstrate that the proposed team has successfully audited loan agreements of sovereign or state-owned entities with funding agreements that are governed by English law in the last 5 years.	25%
Indicate audit firms' intention to charge for time required to obtain a working knowledge of Eskom's procurement process and finance agreements together with an estimate of the number of hours required to obtain this understanding.	25%

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

10. LODGING OF PROPOSALS

Your proposal titled **"TREASURY RFP – APPOINTMENT OF AN INTERNATIONAL AUDIT FIRM** must be lodged with the Eskom Tender Office and sent by email to: maharaash@eskom.co.za and ngubanbc@eskom.co.za **before 10:00 on 02 October 2024.** Please take note that proposals may be submitted before the closing date. Late proposals will not be accepted and will be returned to the sender.

11. DISCUSSIONS

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

Short listed 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.

12. 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: Darlene Adams	**Name:** Buyisile Ngubane
Email: adamsdc@eskom.co.za	**Email:** ngubanbc@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.

13. 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

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Richard Vaughan

GENERAL MANAGER, TREASURY

Date: 29 July 2024

ANNEXURE A

Evaluation Criteria	Weighting
Firm Capability and Experience	
	0%
Demonstrate firm's international presence with strong international experience in auditing compliance to procurement requirements against loan documentation based on English Law for the past 5 years	**25%**
0 – 4 Agreements 5 agreements 6 – 7 agreements	0% 50% 100%
Team leader's international experience in dealing with the compliance to procurement requirements of debt facility agreements of an organisation with borrowings more than US$2 billion.	**25%**
0 – 4 Agreements 5 agreements 6 – 7 agreements	0% 50% 100%
Demonstrate that the proposed team has successfully audited loan agreements of sovereign or state-owned entities with funding agreements that are governed by English law in the last 5 years.	**25%**
0 – 4 Agreements 5 agreements 6 – 7 agreements	0% 50% 100%
Indicate audit firms' intention to charge for time required to obtain a working knowledge of Eskom's procurement process and finance agreements together with an estimate of the number of hours required to obtain this understanding.	**25%**
at least 5 weeks at least 3 weeks at least 1 week	50% 75% 100%

- **Skills required.**
    - Experience in auditing terms of reference for financial institutions both local and international
    - Knowledge of relevant accounting standards and experience in finance related audits.
    - A minimum of Degree/Honours relevant qualification.
    - Oversight by a Director (minimum of 10 years audit experience specifically in Finance).
    - Senior Managers/Managers/Supervisors experts - (minimum of 5 years' experience in Finance).
    - The experience must be documented in the CVs that must be submitted with the proposal.

- **Travel Requirements**

None. All work to be performed off site, travel in Megawatt Park might be required to collect/view audit related information.

- **Timing**

The timing to perform the audit will be within the terms of the loan agreements.

Table 1: Indicative Fees

Team Member	Designation	Rate per hour excluding VAT*	Estimated % of hours billed

**Confirmation of applicable international VAT rate / or zero rating*

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 of 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 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 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:	