

**DECLARATION OF INTEREST OF THE CO-FINANCED PRIVATE INITIATIVE
"CONTRIBUTION OF INFRASTRUCTURE AND COMPLEMENTARY SERVICES TO
EDUCATIONAL MANAGEMENT FOR NEW HIGH-PERFORMANCE SCHOOLS IN THE
REGIONS OF PASCO, HUANCVELICA AND CUSCO"**

Important: This is an unofficial translation. In the case of divergence between the English and Spanish text, the version in Spanish shall prevail.

**INFORMATIVE DOCUMENT N° 1
(06/25/2021)**

By means of this document, the interested parties are hereby informed of the answers to the consultations formulated regarding the Declaration of Interest, the incorporation of information to the Virtual Data Room, as well as the indications for the presentation of the expressions of interest.

A. Inquiries to the Declaration of Interest

Question 1:

In order to comply with the technical construction requirements, please confirm that office buildings, shopping centers and sports centers are considered public infrastructure properties and, therefore, qualify for compliance with the requirement.

Answer:

"Public infrastructure properties" should be considered to be those buildings that correspond to State or public sector entities or companies, i.e., national or subnational governments; or those buildings that have been built on land in the name of the State, under a specific contract.

Accordingly, the evaluation of compliance with the general, technical, financial and legal prequalification requirements will be carried out on a case-by-case basis, considering the documentation submitted during the bidding process, after the submission of Envelope No. 1, under penalty of execution of the letter of guarantee, according to what will be established in the bidding terms.

Construction experience may be accredited in: i) educational institutions or ii) higher education institutions or iii) universities or iv) hospitals or clinics or v) hotels or vi) multi-family housing buildings or vii) public infrastructure properties; each project must have at least a covered area of 14,800 m² (fourteen thousand eight hundred square meters).

With regard to the minimum participation of 25%, referred to in the penultimate text of paragraph ii. Technical Requirements of letter B. of the Declaration of Interest, it is indicated that it refers to the experiences to be accredited within the last 10 years.

Question 2:

Regarding the entities authorized to issue guarantees, please confirm that in order to comply with the requirement requested for insurance companies "that at the date of issuance of the letters of guarantee they have a minimum rating of "A" for financial strength



and be granted by at least two (2) risk rating agencies recognized and accredited in Peru", the ratings presented by the Superintendence of Banking, Insurance and Pension Fund Administrators (<https://www.sbs.gob.pe/app/iece/paginas/MostrarResumenClasificaciones.aspx>) and ratings of A-, A and A+ will be accepted.

Answer:

The minimum rating would be A or A+, according to risk rating agencies recognized by the Superintendence of Banking, Insurance and Pension Fund Administrators.

Question 3:

Would it be possible to extend the 90-day deadline for submitting expressions of interest?

Answer:

The ninety (90) day deadline is non-extendable, which expires on July 9 of this year.

Question 4:

Will it be possible to participate in the process after publication of the bidding terms without having expressed interest within 90 calendar days from the Declaration of Interest?

Answer:

Yes, it will be possible in the case of a call for bids. Those who did not express their interest within the 90 calendar day period may participate in the bidding process upon payment of the Participation Fee, submission of the Letter of Expression of Interest and Letter of Guarantee, according to the models established in Annexes 1 and 2 of the Declaration of Interest, in accordance with what will be established in the bidding terms. The deadline for the submission of these documents will be the one established in the bidding schedule for the submission of Envelope No. 1: Prequalification.

Question 5:

If the answer to the previous question is affirmative, is it foreseen that the Participation Fee for new interested third parties has to be acquired or can be transferred by another bidder? If it can be acquired, what will be the acquisition amount of this fee?

Answer:

The Participation Fee, the amount of which will be established in the bidding terms, may be acquired directly by the interested party, one of its shareholders, partners or members, or through a Related Company or through an assignment of rights, in accordance with what will be established in the bidding terms.



Question 6:

Section B.ii) of the Declaration of Interest states that "The bidder or member of the bidder that accredits at least the aforementioned experience in construction or operation must become a Strategic Partner, in accordance with the conditions established in the Concession Contract." Likewise, paragraph 87 of Annex 1-DEFINITIONS of the Concession Contract defines the Strategic Partner as "The shareholder or participant of the CONCESSIONAIRE that accredited, directly or through its Related Companies, as applicable, compliance with the technical capacity requirements set forth in the Declaration of Interest, and that holds the ownership of the Minimum Participation in the CONCESSIONAIRE". In the event that the technical capacity requirements are accredited by more than one shareholder, please clarify who will be designated as strategic partner and how its minimum participation will have to be.

Answer:

In the event that the technical capacity requirements are accredited by more than one shareholder, the designation of the strategic partner is a decision to be made by the concessionaire, considering what is established in the Declaration of Interest, which will be included in the bidding terms. The minimum participation may not be less than twenty-five percent (25%) of the capital stock, as established in the Initial Version of the Contract.

Question 7:

Once the call for bids and its terms have been published, will it be possible to re-form the Bidders or Prequalified Bidders, both individuals and consortia?

Answer:

Said regulation will be included in the bidding terms; notwithstanding, it may be indicated that it will be possible to form or re-form consortia up to the maximum term established in the bidding terms. The new consortium must comply with the prequalification requirements. The changes must be submitted to the Project Manager for consideration within the indicated deadline, who reserves the right to accept these changes.

Question 8:

Will Prequalified Bidders be able to partner with other Prequalified Bidders or third parties?

Answer:

Refer to previous answer

Question 9:

The Declaration of Interest describes in its letter B the General, Technical, Financial and Legal Requirements that an interested party must comply with in order to be prequalified. We understand that these requirements will be exactly the same as those that will be published in the bidding terms. Please confirm our understanding. In the negative case, i.e., in the event that the requirements established in the bidding terms were more restrictive,



please confirm that the lack of compliance by a Bidder that has submitted its expression of interest within 90 calendar days from the Declaration of Interest will not be grounds for the execution of its letter of guarantee and that it will be returned immediately.

Answer:

Its understanding is confirmed, in the sense that the bidding terms will include the prequalification requirements established in letter B. of the Declaration of Interest.

Question 10:

According to letter G of the Declaration of Interest "Prior to the execution of the Concession Contract, the successful bidder shall reimburse PROINVERSIÓN for the preparatory expenses of the process, whose final settlement shall be communicated in due time, in accordance with the provisions of paragraph 89.2 of Article 89 of the Regulations of Legislative Decree No. 1362." We understand that the amount will be communicated before the submission of Envelopes 2 and 3. Please confirm our understanding and indicate how many days in advance it will be communicated. Also, what will be the approximate amount of this item?

Answer:

Your understanding is confirmed in the sense that the amount of the preparatory expenses of the process to be reimbursed to PROINVERSIÓN referred to in letter G. of the Declaration of Interest will be communicated by Official Letter prior to the submission of Envelopes 2 and 3. Notwithstanding the foregoing, such expenses to date amount to approximately S/ 7 million including IGTV (General Sales Tax).

It should be noted that, additionally, it should be taken into account that according to letter A. subparagraph vii. of the Declaration of Interest, the successful bidder, if different from the Tenderer, shall reimburse the latter the amount of S/ 2,953,776.00 without IGTV (General Sales Tax).

Question 11:

What will be the format of the supporting documentation that must be submitted to prove the requirements? Will it have to be apostilled or can it be simple copies?

Answer:

The details of said regulation will be found in the bidding terms; notwithstanding, it may be indicated that the submission of documents of Envelope No. 1: Prequalification will be considered virtually, in PDF format, through PROINVERSIÓN's virtual reception desk.

The documents to accredit the prequalification requirements may be submitted in simple copy, except for those related to powers of attorney, which must be taken into account as follows:

- a) The power of attorney granted outside of Peru designating a Legal Representative must be:



- ✓ Duly drawn up or legalized before the competent Peruvian consulate, attaching a simple translation into Spanish if issued in a different language.
- ✓ Endorsed by the Ministry of Foreign Affairs of Peru or,
- ✓ Apostilled, in case the Bidder or its members come from a signatory country of the “Convention Abolishing the Requirement of Legalization for Foreign Public Documents” adopted on October 5, 1961, in the City of The Hague, Kingdom of the Netherlands, approved by Legislative Resolution No. 29445 and ratified by Supreme Decree No. 086-2009-RE (“Hague Apostille”).

b) Powers of attorney granted in Peru must be evidenced by a public deed or a notarized copy of the minutes of the corresponding corporate body by which they are granted.

Question 12:

Approximate bidding schedule

Answer:

The Bidding Schedule will be established in the bidding terms; notwithstanding, it is expected to last approximately 6 to 8 months.

Question 13:

What does it mean to be a strategic partner?

Answer:

It implies that, mainly, the strategic partner holds the ownership of the Minimum Participation in the CONCESSIONAIRE, which at no time may be less than twenty-five percent (25%) of the CONCESSIONAIRE's subscribed and paid-in cash capital stock, a condition that it must hold and maintain throughout the term of the Concession, in accordance with the terms set forth in the Concession Contract. This participation shall necessarily have the right to speak and vote at the General Shareholders' Meeting of the CONCESSIONAIRE.



Question 14:

Can the general requirement be evidenced by a company related to the bidder or to the member of the bidding consortium that intends to evidence this requirement?

Answer:

The general, technical and financial prequalification requirements may be accredited by the bidder, or by one of its members in the case of a consortium; directly, or through a related company. The definition of related company will be specified in the bidding terms.

Question 15:

Can the 5 years of experience in OPERATION be credited through the sum of several contracts or must they be credited through a single contract?

Answer:

The 5 years of operating experience may be accredited through more than one contract that considers the management or provision of at least the 4 services indicated above jointly in the same infrastructure.

Regarding the participation of a minimum of 25%, referred to in the penultimate text of subparagraph ii. Technical Requirements of letter B. of the Declaration of Interest, it is indicated that it refers to the experiences to be accredited within the last 10 years.

Question 16:

According to the "DECLARATION OF INTEREST": item "Provisional Project Schedule", a deadline of 04 quarters is indicated for the "DESIGN" stage. In the "Initial Version of the Contract _COAR" it is indicated: The CONCESSIONAIRE shall prepare the Definitive Engineering Studies and submit them to the GRANTOR, with a copy to the Supervisor within a term of (180) Calendar Days computed from the Calendar Day following the Closing Date (signing of the contract). Therefore, it is requested to clarify or indicate the maximum deadline for the design, revision and approval of each school.

Answer:

The details of the deadlines are regulated in Chapter VI of the Initial Version of the Contract, indicating that the maximum deadline for the submission of the Definitive Engineering Studies (EDI, for its acronym in Spanish) is 180 calendar days; and after that, the deadlines for review, observations, corrections, conformity or rejection are established.



Question 17:

According to the "DECLARATION OF INTEREST": ii. Construction Technical Requirements: Construction of at least five (5) projects of: i) educational institutions or ii) higher education institutes or iii) universities or iv) hospitals or v) hotels or vi) multi-family housing buildings or vii) public infrastructure properties; each project must have at least a covered area of 14,800 m² (fourteen thousand eight hundred square meters). Construction experience may be accredited with one (01) simple copy of the complete contract and evidence of its fulfillment (certificate of delivery-reception, conformity, contract settlement or other equivalent from the country where the project was executed) INQUIRY: In the case that the bidder is a company dedicated to the real estate activity (construction of Multi-family Buildings), in which it is the owner of the land, and within its activities it elaborates the Technical Files, executes the Works and sells Apartments, (in this case there is no contract of Execution of Work because they are owners and at the same time Executors of the same Work). The bidder is asked if the submission of the RESOLUTION OF BUILDING LICENSE (IT WAS: BUILDING LICENSE) and its RESOLUTION OF WORK CONFORMITY (IT WAS: WORK CONFORMITY AND DECLARATION OF CONSTRUCTION) in which the value of the work and characteristics of the work are indicated, these documents issued by the corresponding municipality.

Answer:

As part of the documentation to accredit the construction experience, the Building License with the Work Conformity and Declaration of Construction may be submitted together, which must correspond to the bidder's data and in which the information required in the prequalification requirements is verified.

Question 18:

Do the THREE (03) designs (including their licenses) have to be approved to start construction, or can it be executed in a staggered manner according to the approvals of the ENTITY?

Answer:

In order to begin construction, in addition to having the conformity of each of the EDI's, the requirements specified in clause 6.29 of the Initial Version of the Contract must be complied with.

Question 19:

In the calculation of food, will it be determined per period of NINE (09) months per year for each school, or otherwise specify how many months per year this service will be provided and indicate if it will be provided SEVEN (07) days per week or how many of these.



Answer:

The conditions for the food service are established in Chapter VII and Annex 12 of the Initial Version of the Contract (VIC, for its acronym in Spanish). This service will be provided during the school period, which runs approximately from mid-March to mid-December. According to the VIC, from Monday to Friday there are five rations (breakfast, lunch, dinner and two snacks) and on Saturdays and Sundays, three rations (breakfast, lunch and dinner).

Question 20:

Is the food service only for 300 students for each school or is a specific number of teachers and/or other personnel also considered? if yes, please indicate how many and in what period per year.

Answer:

According to the VIC, food service is for a maximum of 300 students.

Question 21:

In the calculation of laundry, shall it be determined per period of NINE (09) months per year for each school? or otherwise specify how many months per year this service will be provided.

Answer:

The conditions for the laundry service are set forth in Chapter VII and Annex 12 of the Initial Version of the Contract (VIC). This service will be provided during the school period, which runs from approximately mid-March to mid-December.

Question 22:

Are the COSTS for RISK MITIGATION works (landslide, rain drainage, etc.) part of the scope of the Investment Project?

Answer:

Yes, the costs of risk mitigation measures are considered within the investment budget of the Project.

Question 23:

Indicate the approximate amount of PROCESS EXPENSES to be reimbursed to PROINVERSIÓN.



Answer:

Refer to the answer to Question 10.

Question 24:

Indicate the time from July 10, 2021 (DATE FOR SUBMISSION OF EXPRESSION OF INTEREST), in which THE ENTITY would convene the bidding terms of the new process, in case there are interested third parties and the time of the Schedule of the same (provisional).

Answer:

Refer to the answer to Question 12.

Question 25:

Will the experience of "CLINIC, 100 beds or more" be considered for the accreditation of operating experience?

Answer:

Operating experience may be accredited in one (1) educational institution or one (1) university of at least 8,000 m² (eight thousand square meters) of covered area or one (1) hospital or clinic (at least 100 beds) or one (1) three-star or higher hotel (at least 60 rooms).

Question 26:

For the accreditation of the experience in Social Infrastructure Management, can the Services in HOUSING OFFICES or CONDOMINIUMS be included as experience?

Answer:

Refer to the answer to Question 25.

Question 27:

For the accreditation of the experience in FOOD Operation, can this be supported with the experience of the company that would be contracted for this specific service?

Answer:

Refer to the answer to Question 14.



Question 28:

Can the design of the Preliminary Project proposed by the BIDDER be modified or does the BIDDER's proposed guidelines have to be followed?

Answer:

Yes, since the information contained in the Virtual Data Room is referential. The requirements for the development of the EDI are established in Annex 11: Minimum Requirements for Design and Construction of the Initial Version of the Contract (VIC).

Question 29:

When cancelling the amount of S/. 3.0M (Costs incurred by the Bidder in the elaboration of the PI), will it be possible to use the technical studies for the development of the FINAL DESIGN project? If so, could the original files reach the successful bidder of the New public bidding process?

Answer:

Refer to the answer to Question 28.

Question 30:

Can the amounts of the LETTER OF OPERATION PERFORMANCE be reduced over the years?

Answer:

No, the amounts and term of the Performance Bond are set forth in paragraph 9.2.2 of the Initial Version of the Contract (VIC).

Question 31:

Regarding the amount of S/. 73.86 M for Availability Payment (PPD, for its acronym in Spanish) as of December 2020. Is this the maximum amount to be paid per year? This maximum ceiling (readjusted each year) will be maintained as a ceiling over time (17 years).

Answer:

The maximum amount to be paid to the Concessionaire will be determined based on the bid of the successful bidder and will be paid in accordance with the provisions of the Concession Contract.



Question 32:

Concession renewal: Indicate the periods to be projected for CONCESSION extensions?

Answer:

The term of the Concession may be extended by mutual agreement, in accordance with the provisions of Chapter IV of the Initial Version of the Contract (VIC).

Question 33:

Who guarantees the payment of the project investment if the PPD is not paid to the CONCESSIONAIRE in the time indicated?

Answer:

Failure to pay the Grantor's PPD is a cause for termination of the Contract, in accordance with the provisions of the VIC.

Question 34:

How valid should the letter of guarantee to be presented by the interested third parties be if the date of signature of the contract is not known?

Answer:

The interested third party shall consider the term it deems convenient taking into account the approximate duration of the bidding process without prejudice of keeping it in force until the subscription of the concession contract, under penalty of execution of the same. By way of reference, it may be valid for a period of twelve (12) months, renewable.

Question 35:

Can the construction and operation requirement be credited through the same experience?

Answer:

Yes, if this is evidenced by the documents submitted during the bidding process, in accordance with the bidding terms.

B. Incorporation of information in the Virtual Data Room

A document has been included in the Virtual Data Room with details regarding the furniture and equipment established in the VIC.



C. Regarding the submission of expressions of interest.

The following is communicated:

Letter D. of the Declaration of Interest states: *“All expressions of interest must be submitted at the PROINVERSIÓN's Reception Desk, located at: Avenida Canaval y Moreyra N° 150, Lima 27, San Isidro, Peru or through PROINVERSIÓN's Virtual Reception Desk via email to: mesadepartesvirtual@proinversion.gob.pe, prior agreement between the Parties.”*

In this regard, it is indicated that, if the suspension of PROINVERSIÓN's in-person Reception Desk is extended until July 9, 2021, the submission of the expressions of interest with a copy of the letter of guarantee shall be made only through PROINVERSIÓN's virtual Reception Desk within the established schedule. Notwithstanding the above, the original of the letter of guarantee must be previously delivered to PROINVERSIÓN's offices, after coordination with the Project Management through the following e-mail: coar@proinversion.gob.pe.

Lima, June 25, 2021

Niulza Shiroma Nakahodo
Project Manager
PROINVERSIÓN

