

Request for Tender: Greater Wellington Bus Services

Part 6 Returnable: Due Diligence

Tenderer's name	<i>[Insert Tenderer's name here]</i>
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Overview - Part 6: Due diligence

Information provided in this Part 6 Returnable will be used by GWRC to undertake due diligence of your organisation, should your organisation be selected as a Preferred Tenderer.

Due diligence will be undertaken to assess the financial capacity and strength and any conduct history that may represent a risk to GWRC or to future performance by a Tenderer. Note that if a Tenderer does not meet GWRC's criteria for financial capacity and strength, GWRC reserves the right to request additional information and/or equivalent information about the Tenderer's parent company (where the parent is different to the Tenderer entity).

GWRC will also undertake a financial price review of Tenders and reserves the right to require a Tenderer to supply GWRC with an underlying financial model, in accordance with section 9.4.9 of the RFT.

Part 6 needs to be completed and returned as a stand-alone document in the Tender response. Enter the required information directly into this document where indicated.

Note that this Returnable is specific to each Tenderer and is only required to be submitted once per Tenderer. However if the Tenderer is a Consortium, this Part 6 should be completed by each Consortium Member individually. Section 2 of this Returnable should also be completed separately by each entity that will act as the Guarantor under the Contract.

The electronic file naming conventions for this Returnable and any supplementary material are:

Part 6-[Tenderer name]

Eg, 'Part 6-Bus Co Ltd'

The naming convention for any supplementary documents to support this returnable is:

Part 6-[Tenderer name]-supplementary-[specific question number supplementary information answers or relates to]

Eg, 'Part 6-Bus Co Ltd-supplementary-2.2'.

Capitalised terms used in this Part 6 Returnable have the meaning given to them in the Greater Wellington Bus Services Request for Tender document, which was issued by GWRC.

1. Conduct and claims history

Complete this section 1 separately for the Tenderer, each Consortium Member, (if applicable) and each Key Subcontractor. Copy additional tables as required.

Tenderer name: ***Insert here***

Consortium Member name (if applicable): ***Insert here***

<p>1.1 Has the organisation ever been the subject of any orders by the Court, or proceedings for winding up or administration or similar proceedings in any jurisdiction, otherwise than for the purposes of bona fide re-construction or amalgamation?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>
<p>1.2 Has the organisation had appointed, or is the organisation subject to proceedings for appointment of, a Receiver, Receiver and Manager, Liquidator, Manager, Administrator or similar office holder on behalf of a creditor, in respect of the organisation's business under the laws of any jurisdiction?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>
<p>1.3 Have any employees, officers, directors, partners, members or associates of the organisation:</p>	
<p>1.3.1 Been convicted of a criminal offence relating to the conduct of the organisation's business?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>
<p>1.3.2 Been convicted of offences relating to fraud, bribery or corruption?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>

<p>1.3.3 Committed an act of grave misconduct in the course of the organisation's business?</p> <p>Note: Grave misconduct is not synonymous with 'serious misconduct that results in termination'. The term grave misconduct is intended to refer to the conduct of persons who, in undertaking the respondent's business (rather than acting in their personal interest), act in a way (other than as described in 1.3.1 and 1.3.2) that damages the reputation of the respondent to an extent that the respondent may not be considered an appropriate party to be awarded a publicly funded contract.</p>	<p>[YES/NO]</p> <p><i>If 'yes', please provide details here.</i></p>
<p>1.4 With reference to contracts under which the organisation has been appointed to provide services, supplies or works of any kind:</p>	
<p>1.4.1 Within the last five years, has the organisation received notice under any such contract to the effect that it is in default of that contract?</p>	<p>[YES/NO]</p> <p><i>If 'yes', please provide details here.</i></p>
<p>1.4.2 Has any such contract been terminated in the last five years due to breach or under performance by the organisation?</p>	<p>[YES/NO]</p> <p><i>If 'yes', please provide details here.</i></p>
<p>1.5 Has the organisation had a Performance Bond, letter of credit or similar security called upon in the last three years?</p>	<p>[YES/NO]</p> <p><i>If 'yes', please provide details here.</i></p>

1.6 Is the organisation aware of any current threatened or pending termination of any such contract where such threatened or pending termination relates to breach or under performance by the organisation?

[YES/NO]

If 'yes', please provide details here.

2. Financial capacity and strength

Complete this section for the Tenderer (and each Consortium Member, if applicable). Question 2 should also be completed separately by each entity that will act as the Guarantor under the Partnering Contract. Copy additional tables as required.

Consortium member name (if applicable): ***Insert here***

2.1	Current financial status	<i>Brief description of your organisation's current financial status and stability</i>
2.2	<p>Please provide a copy of your most recent audited accounts for the last three financial years (in the local currency).</p> <p>Note: Where the most recent (interim/final) accounts are unsigned, please alternatively provide draft accounts for that year. Where the last set of accounts provided relate to a financial year ending more than 10 months prior to submission of this RFT, please also include the last set of formal management accounts.</p>	<i>Attach your accounts in spreadsheet form as an Excel file or PDF file.</i>
2.3	<p>Provide a copy of your latest annual report (where available). Note that annual reports are preferable where available but not mandatory.</p>	<i>Attach your annual report.</i>
2.4	<p>Please provide details of any event occurring between the date on which the latest set of accounts was authorised for issue and the RFT closing date that, had the account not been authorised for issue until the RFT closing date, would have required an adjustment or disclosure in accordance with the provisions of the New Zealand International Accounting Standard 10.</p>	<p><i>[YES/NO]</i></p> <p><i>If 'yes', please provide details here.</i></p>
2.5	<p>Has there been any company announcement, since the publication of the latest set of accounts to NZX or to any other stock exchange, bourse or market, on which the stocks or shares of the organisation are</p>	<p><i>[YES/NO]</i></p> <p><i>If 'yes', please provide copies of the announcement.</i></p>

publicly traded?	
2.6 Has the organisation met the terms of its banking facilities and loan agreements (if any) during the past year?	<p>[YES/NO]</p> <p><i>If 'No', what were the reasons and what has been done to address the matter?</i></p>
2.7 Has the organisation met all of its obligations to pay its creditors and staff during the past year?	<p>[YES/NO]</p> <p><i>If 'No', what were the reasons and what has been done to address the matter?</i></p>
2.8 Is the organisation currently credit rated?	<p>[YES/NO]</p> <p><i>If 'yes', please provide the latest credit rating reports.</i></p> <p><i>If 'No', please provide a banker's reference from the organisation's principal banker, in order to evaluate the credit worthiness of the organisation. The banker's reference must specify:</i></p> <ul style="list-style-type: none"> • <i>The name and address of the relevant bank</i> • <i>The length of time the organisation has been a customer of the bank</i> • <i>Whether the organisation is a customer of good standing</i> • <i>Whether the accounts held by the organisation have been operated satisfactorily</i> • <i>The facility limits applicable to the organisation.</i>

<p>2.9 Please provide a statement from the organisation's auditor (or company Director if organisation does not use an auditor) of any material current or pending litigation, or other legal proceedings in the past three years against the organisation. The auditor's statement should include reasons for the litigation, amounts claimed and amounts settled.</p>	<p>Attach the auditor's (or Director's) statement.</p>
<p>2.10 Is a merger/sale/restructure in contemplation?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>
<p>2.11 Will Overseas Investment Office consent be required?</p>	<p>[YES/NO] <i>If 'yes', please provide details here.</i></p>