CPF
Fulfilling Lives

FINANCIAL
SERVICES

EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH ENGINEERING, PROCUREMENT AND CONSTRUCTION, FRAMEWORK.

January 2025

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REQUEST FOR EXPRESSION OF INTEREST (EOI)

1. Expression of Interest Particulars

1.1. Title of the EOI

Engineering, Procurement, Construction of Real Estate Projects in Kenya.

1.2. Issue date of the EOI

31st January 2025

1.3. Closing Date for Receipt of EOI

21st Feb 2025

1.4. EOI Number

CPF/EPC/2025/01/EOI

2. Introduction

CPF Financial Services whose office is in Nairobi-Kenya and being a procurement agent for Local Authorities Pension Trust (LAPTRUST) and County Pension Fund (CPF) among others, invites applications for pre-qualification for the provision of services on turnkey basis for the procurement, design, and construction of small, medium and large projects across the country broadly categorized into three groups.

NO.	PROJECT SIZE	Estimated project Costs
1	Small projects	Ksh.1 billion and below
2	Medium projects	Above Ksh.1 billion and not exceeding Ksh.2 billion.
3	Large projects	Above Ksh.2 billion
	Bidders can bid more than one category and submit as one EOI document but will be required to indicate the categories bided.	

*During RFP(Q) CPF may reclassify the above categories based on time and complexity issues of the projects.

The projects will cover all property sectors including residential (with a focus on affordable housing, Middle income, and high-end units), commercial (Office and retail), hospitality, purpose-built uses, as well as specialized uses. Eligible firms/companies/contractors who will have submitted applications and met the requirements stated in this Invitation will be pre-qualified for the upcoming procurement processes and invited to bid.

Scope of Work

Provision of construction services in the form of Engineering, Procurement, and Construction.

Prequalification Application Process

This process is aimed to pre-qualify potential Companies/Firms for its participation in the upcoming bidding process. Hence, interested international/local Companies and/or consortia/Joint

Venture with required experience and qualifications are requested to complete the CPF Financial Services Pre-Qualification Application and submit relevant documentation/information as to demonstrate that they are eligible and have required skills and qualification to undertake such project(s) on turnkey basis. This Pre-qualification will remain valid for the next two years after its date of completion. If any other similar scaled projects with requirements of similar nature arise within the aforesaid two-year period, the outcome of this process will also be used for conducting the bidding process.

The following procedures will be adopted:

I. CPF Financial Services shall publish an invitation for Expression of Interest (EIO) in local publications and its website.
II. Following the submission of the EOI applications, interested companies or consortia will be evaluated on the requirements and criteria set forth in the attached instructions to applicants based on the project category applied for.
III. The Applicants whose application is determined by the Pre-qualification Evaluation Committee to be substantially responsive to the requirements and criteria of the Pre- qualification process shall be designated as **"Prequalified Bidders".**
IV. Prequalified Bidders shall be invited to submit proposals in line with developed Request for Proposal documents for various projects under the three categories with our design proposals. However, the Bidders are at liberty to adopt ours or submit alternative proposals.
V. CPF Financial Services shall evaluate the proposal received from the Prequalified Bidders based on an evaluation criteria set out in the RFP documents and select the most qualified party for negotiations and subsequent appointment.

Pre-qualification Applications and all attachments must be submitted in both hard and soft copy, not later than 11 noon, Nairobi local time on **3rd March 2025** at the address indicated in the attached Data Sheet in Annex 1 or the address below.

The Group Managing Director

CPF Financial Services Ltd

CPF House, 7th Floor.

Haile Selassie Avenue

P. O. Box 28938, 00200 Nairobi

CATEGORY: ……..

[STATE NAME, ADDRESS, TELEPHONE NUMBER (WITH COUNTRY AND CITY CODE) AND EMAIL OF PROSPECTIVE BIDDER

a) Applications received after the above deadline will not be considered.

b) Please ensure the outer envelope of the submission is clearly marked with the **EOI** Reference number as stated in the solicitation document e.g. **[Category 1.** PREQ received without reference number in the outer envelope will not be entertained and may result in the rejection of submission.

c) At any time prior to the deadline for submission of Prequalification Document, CPF Financial Services may, for any reason, whether at its own initiative or in response to a clarification requested by Applicants, modify the Prequalification Application and its attachments by amendment, including through provision of supplementary information. The amendment will be posted on the CPF Financial Services website.

d) If there is need for additional information, please write to **procurement@cpf.or.ke**. The team will provide necessary information within due date. However, any delay in providing such information will not be considered a reason for extending the submission date of this Pre-qualification. Deadline for submitting requests for clarification of questions/queries about the contents of the prequalification document is 14 days before submission of this EOI. No phone calls will be accepted. Answers to questions/enquiries will be posted to CPF Financial Services web pages and other web pages where this pre-qualification notice is posted.

e) Completion of the pre-qualification application and submission of relevant documentation is compulsory as indicated in the data sheet. Applications with incomplete submissions shall be disqualified.

f) All applicants are required to comply with Kenyan Laws and Regulations.

3. Background

Local Authorities Pensions Trust (LAPTRUST) has a history of more than 90 years, when it was established as a pension scheme for Nairobi Municipality employees of the then only Local Government Authority. The basic objectives for Lap-trust DB Scheme are to enhance returns while maintaining membership and ensuring a healthy funding level to ensure sustainability.

Through Legal Notice No. 313 of 1963, new rules and regulations for the scheme were enacted, enabling all senior officers of Local Authorities to join the scheme, regardless of race, color or creed, as was previously the case.

Through amendments in 1993 to the KLGOSF Rules of 1963, the scheme opened its doors to all cadre of employees of Local Authorities, whether salaries or non-salaried.

Kenya Local Government Officers Superannuation Fund trustees dropped its former name in favor of the more dynamic, Local Authorities Pension Trust, LAPTRUST.

The Lap-trust DB Scheme closed its doors to new members in 2012 and in a new Defined Contribution Scheme, Lap-trust (Umbrella) Retirement Fund (Now County Pension Fund), was registered to meet the retirement needs of new employees within the then Local Authorities of Kenya.

The County Pension Fund is an employer-sponsored Defined Contribution Scheme. The scheme is established under the Retirement Benefits Authority (RBA) Act and is registered with the Retirement Benefits Authority. The scheme's primary purpose is to provide retirement benefits to its members, based on the contributions received from both employer and employee. The value of the ultimate benefits payable from the County Pension Fund depends on the amount of contributions made coupled with the investment return achieved. Employees contribute to the Fund at a rate of 12% of their pensionable salaries while their respective employers contribute at a rate of 15% of the employees' pensionable salaries. The County Pension Fund was established in response to Treasury Circular No. 18/2010 of November 2010 which required all public sector retirement schemes to close Defined Benefits (DB) schemes to persons aged 45 and below and establish a Defined Contribution (DC) schemes in their place. To this end, the scheme was registered by the RBA, as Lap-trust Umbrella Retirement Fund Certificate No. 01305 of 27th May 2011 and started operations on 1st July 2011. It was later, through a stakeholder consultative process renamed to County Pension Fund under certificate number 01670 of 14th June 2019.

CPF Financial Services Ltd (hereafter referred to as 'the company') was incorporated on 16th June 2011 and started operations on 1st January 2012. The company is wholly owned by the Local Authorities Pension Trust, the County Pension Fund and CPF Individual Pension Plan. It is a holding company, with subsidiary companies being Laser Infrastructure and Technology Solutions (Lites), Laser Property Services (Laser), Laser Insurance Brokers (LIB), CPF Asset Managers Limited, Trust fund Services, Rukuisha, and CPF Capital & Advisory. The company was set up with the primary objective of offering Scheme Administration, Training and Consultancy services. As an investment of the CPF Group pension schemes, the company provides an avenue for investment in new ventures while enhancing corporate governance and strategic autonomy for the Group's entities. The company operates 9 regional offices across the republic of Kenya and serves clientele from across the 47 Counties. CPF Financial Services has a staff contingent of 235 professionals drawn from diverse areas of practice. The CPF Financial Services acts as the procuring agent for above pension schemes.

4. Important Notice

The Pre-qualification Document is provided to the recipient solely for use in preparing and submitting applications for Pre-qualification as a prequalified bidder in connection with the Project. The Pre- qualification Document is issued by CPF Financial Services solely for use by prospective partners in considering the Project.

CPF Financial Services is being assisted by a mix of internal and external technical team on the project in the preparation and implementation of this transaction. The advisory services are being provided based on best international practices, without consideration of any existing or potential investment. To mitigate against the possibility of a perceived or real conflict of interest in the provision of its transaction advice, the technical team has enforced non-disclosure of confidential information between its advisory and the CPF Financial Services.

The Pre-qualification criteria was determined by CPF Financial Services, and the applications will be evaluated by a committee appointed by CPF Financial Services. They will exercise these responsibilities in a fair and transparent manner, without preferential treatment of any applicant or bidder.

While all care has been taken in the preparation of this EOI ,neither any of the above-mentioned entities nor their consultants make any representation (express or implied) or warranties as to the accuracy or completeness of the information contained herein, or any other document made available to a person in connection with the tender process for the Project and shall have no liability for this Pre- qualification Document or for any other written or oral communication transmitted to the recipient in the course of the recipient's evaluation of the Project. Neither any of these entities, nor their consultants will be liable to reimburse or compensate the recipient for any costs nor expenses incurred by the recipient in evaluating or acting upon this Pre- qualification Document or otherwise in connection with the Project as contemplated herein.

5. Description of Requirements

CPF Financial Services invites interested companies or consortia to submit Expression of Interest Applications ("**Expression of Interest- Applications**") to be pre-qualified as potential development partners to enter an Engineering, Procurement and Construction agreement with CPF Financial Services being the scheme clients for the real estate developments across Kenya as per the categories below.

There are three categories of companies or consortia required:

NO.	PROJECT SIZE	Estimated project Costs	CATEGORY	EOI Ref no.
1.	Small projects	Ksh.1 billion and below	Open to all consortia including international	EOI/SP/25
2.	Medium projects	Above Ksh.1 billion and not exceeding Ksh.2 billion.	Open to all consortia including international	EOI/MP/25
3.	Large projects	Above Ksh.2 billion	Open to all consortia including international	EOI/LP/25

Due to the multi-disciplinary nature of the requirement, a consortium of contractors or single general contractors are encouraged to express interest.

The consortia are also expected to engage multi-disciplinary firm (s) to provide integrated and full-service consultancy services for the design, supervision, construction and specialist works for the various projects because of the design build requirement of this EOI.

The expertise of the firm(s) shall include but not limited to the following key consultancy and construction disciplines; Development and Project Management, Project Finance, Architectural Services including landscape architect, Civil and Structural, Mechanical & Electrical and Plumbing, Environmental and Social Impact Assessment Experts, Space Planning and Interior Design Services, Specialist Information Technology and Security Services, Cost Planning, Engineering Services.

The Consortium shall provide proof of agreement by the parties to participate in this EOI and the anticipated final tender.

This EOI is open to both local and international applicants. The Prequalification application will be opened in public and decisions on choosing the prequalified bidders will be made within thirty days after the opening of the EOI documents.

International applicants shall ensure at least 40% (value of contract) participation by the local (Kenyan) firms in the Consortium. The Consortium to provide a letter of undertaking as per Annex 12 Format. The same shall be reviewed quarterly for compliance during project implementation period.

6. Specific Requirements

1. Technical Capacity: the bidder must demonstrate capacity and ability to design, construct and deliver projects under the categories listed above.
2. Financial Capacity: the bidder must demonstrate the financial ability and capacity
3. Demonstrate capacity, experience and expertise in technical teams to undertake planning, preparation of business case, risk management and adoption of sustainable green technologies.
4. Demonstrate a resourcing plan for the project with complete organogram outlining relationships, decision making, and communication and reporting lines between all the project parties.
5. Demonstrate the ability to produce construction drawings in BIM compatible format

7. Minimum Qualification Requirements

7.1. The lead consortium member can be a developer, consultant, Special Purpose Vehicle (SPV) or contractor.

7.2. The applicant should provide Certificate of Incorporation.

7.3. In case of sub-contracting, the vendor shall submit:

a. Signed agreements from sub-contractors in the following categories as a minimum:

i. Building and Civil Works

ii. Mechanical, Electrical and Plumbing Installation Works

iii. Interior – fit out and finishing works

iv. Specialist information technology and physical security

v. Landscaping services

b. Certificates of incorporation for each sub-contractor showing proof of minimum five years of experience as a specialist in their respective expertise.

7.4. The lead firm shall provide proof of projects completed over the past ten years comparable to the key disciplines itemized above. Individual firms within the consortium shall also provide proof of projects completed over the past ten years in their core business. The following information should be submitted to document relevant project experience.

a) Name and location of the project

b) The value of the contract awarded

c) Completion certificate signed by the Client or the Consultant

d) The start and completion dates of the project

e) Name and contact details of the Client including physical address, contact person outlining telephone numbers and email address

f) A brief description of the project with photographs outlining how the scope is comparable to the key disciplines in the anticipated projects.

7.5. The Contractor and at least the mechanical, electrical and plumbing sub-contractors (if applicable), as a minimum, shall provide proof of relevant and comparable projects as per the classification detail over the last 10 years that demonstrate their capacity in execution, quality control, health and safety, financial capability and meeting construction timelines. In order to demonstrate the above, the following project specific information should be submitted.

   a. Name and location of the project

   b. The value of the contract awarded

   c. Completion certificate signed by the Client or the Consultant

   d. The start and completion dates of the project

   e. Name and contact details of the Client including physical address, contact person outlining telephone numbers and email address

   f. A brief description of the project with photographs.

7.6. The Consortia's design team shall provide proof of 10 years of professional experience either as a multidisciplinary company or firm providing integrated and full-service consultancy services. The expertise of the firms shall include but not limited to the following key disciplines, Development and Project Management, Project Finance, Architectural Services and Landscaping design, Civil and Structural, Mechanical, Electrical and Plumbing, Environmental, Space Planning and Interior Design Services, Specialist Information Technology and Security Services, Cost Planning and Engineering Services.

7.7. The Consortia shall also provide curriculum vitae (CVs) of the key design team members for various disciplines within the consortium to be engaged in providing design, tendering, construction, and financing and supervision services during the project lifecycle.

7.8. To qualify for contract awards, the Bidders shall have the following:

   a) Legal capacity to enter a contract for procurement
   b) Shall not be insolvent, in receivership, bankrupt or in the process of being wound up and is not the subject of legal proceedings relating to the foregoing.
   c) Shall not be debarred from participating in public procurement by PPRA or equivalent in-home country.

7.9. Bidders will also be required to provide the following mandatory documentation in the form provided in Annex 11 to demonstrate their eligibility:

7.9.1. Contractors.

   a) Certificate of registration.
   b) Current tax compliance certificate*.
   c) Proof of financial strength and stability by providing audited for the last five (5) years and the current management accounts; and
   d) NCA Registration in Kenya and from foreign accreditation certification for offshore companies.

      I. Provide documentary evidence of registration from the above bodies as follows Building Works Contractor Category NCA 1 for Kenyan contractors and equivalent of the same for foreign contractors. In case of a Joint Venture, at least 1 party to provide evidence of the above registration.

II. Provide documentary evidence of valid annual practicing license from the National Construction Authority for Kenya contractors and equivalent of the same for foreign counterparts. In case of a Joint Venture, at least 1 party to provide evidence of the valid annual practicing license.

7.9.2 Consultants.

a) Certificate of registration.
b) Current tax compliance certificate* or equivalent for foreign companies.
c) Proof of professional indemnity cover.
d) Proof of financial strength and stability by providing audited for the last five (5) years and the current management accounts; and
e) Registration & Practicing License(s) for the firm and/or its key experts by relevant professional body in Kenya, as applicable

7.9.3 Developers.

a) Certificate of registration.
b) Current tax compliance certificate or equivalent for foreign companies.
c) Proof of financial strength and stability by providing audited accounts for the last five (5) years and current management accounts.
d) Demonstration ability to offer sales services for some of the project's e.g. (Housing projects)

* A valid tax compliance certificate or evidence of application for the same to KRA will be acceptable. However, on award of a particular project, a valid tax compliance certificate will be mandatory.

8. Prequalification Terms, Procedures and Application Procedure

8.1. Pre-qualification of Applicants

This Pre-qualification Document will be received by entities which have responded to the Expression of Interest invitation published in local dailies and posted on the CPF Financial Services Website. (Collectively, the "**Prequalification Applicants**")

8.2. Tender Structure

The project is being tendered on the basis that each of the Applicant is entitled to present its EOI for the proposed project as described in Section 5.

8.3. Eligibility of Applicants

8.3.1. For determining the eligibility of Applicants for their pre-qualification as Prequalified Bidders hereunder, the following shall apply:

a) The Applicant for pre-qualification may be a single entity or a group of entities

("**Consortium**") coming together to implement the Project(s). However, no applicant applying individually or as a member of a consortium can be a member of another Consortium. The term Applicant used herein would apply to both a single entity and a consortium applicant.

b) An Applicant may be a natural person, private or public entity or any combination of them with a formal intent to enter into an agreement or under an existing agreement to form a consortium. A Consortium shall be eligible for consideration subject to the conditions set out in Clause 8 below.

c) An Applicant shall not have conflict of interest (the "**Conflict of Interest**") that affects the qualification Process. Any Applicant found to have Conflict of Interest shall be disqualified. An Applicant shall be deemed to have Conflict of Interest affecting the qualification Process, if:

I. A constituent of such Applicant is also a constituent of another Applicant; or
II. Such Applicant has the same legal representative for purposes of this Application as any other Applicant; or
III. Such Applicant, or any Associate thereof has a relationship with another Applicant, or any Associate thereof, directly or through common third party/ parties, that puts either or both of them in a position to have access to each other's information about, or to influence the Application of either or each other; or
IV. Such Applicant or any Associate thereof has participated as a consultant to the CPF Financial Services in the preparation of any documents, design or technical specifications of the Project.

d) An Applicant shall be liable for disqualification if any legal, financial or technical adviser of the CPF Financial Services in relation to the Project(s) is engaged by the Applicant, its Partner or any Associate thereof, as the case may be, in any manner for matters related to or incidental to the Project. For the avoidance of doubt, this disqualification shall not apply where such adviser was engaged by the Applicant, its Partner or Associate in the past but its assignment expired or was terminated 6 (six) months prior to the date of issue of this EOI nor will this disqualification apply where such adviser is engaged after a period of 3 (three) years from the date of commercial operation of the Project.

Explanation: In case an Applicant is a consortium, then the term Applicant as used in this Clause 8.3., shall include each Member of such consortium.

8.3.2. To be eligible for pre-qualification and short-listing, an Applicant shall fulfill the following conditions of eligibility:

a) Technical Capacity: For demonstrating technical capacity (the "Technical Capacity"), the Applicant shall, over the past 10 (ten) financial years preceding the Application Due Date, have:

I. Capacity and ability to design, construct and deliver similar project/s.
II. Proof that they have undertaken project(s) of similar nature in Kenya.
III. Demonstrate ability to raise project financing.

b) Financial Capacity: For demonstrating financial capacity (the "Financial Capacity"), the Applicant shall demonstrate the ability to raise development financing for deployment to the development to the extent of the applicable category.
c) Project Management Capacity: for demonstrating Project Management Capacity, the Applicant shall provide the organization structure of the proposed project management team along with the profiles of key personnel in the organization as shown in Annex 10.

8.3.3. The Applicants shall enclose as per the format of Annex 2, the following:

I. Certificate(s) from the applicant's statutory auditors or the concerned client(s) stating the payments made/ received or works commissioned, as the case may be, during the past 10 years in respect of the projects specified in paragraph 8.3.2 (A) above.

II. In case a particular job/ contract has been jointly executed by the Applicant (as part of a consortium), it should further support its claim for the share in work done for that particular job/ contract by producing a certificate from the statutory auditor or the client; and

8.3.4. The Applicant should submit a Power of Attorney as per the format at Annex 3 (A), authorizing the signatory of the Application to commit the Applicant. In the case of a consortium, the Members should submit a Power of Attorney in favor of the Lead member as per format at Annex 3 (B).

8.3.5. Where the Applicant is a Consortium, it shall comply with the following additional requirements:

a) The application should contain the information required for each Partner of the consortium.

b) Members of the consortium shall nominate one member as the Lead Member (the "Lead Member"). The nomination(s) shall be supported by a Statement of Legal Capacity, as per the format at Annex 3 (C), signed by all the other members of the Consortium.

c) The Application should include a brief description of the roles and responsibilities of individual members, particularly with reference to financial, technical and the project management obligations.

d) An individual Applicant cannot at the same time be Member of consortium applying for the EOI. Further, a member of a particular Applicant consortium cannot be a member of any other Applicant consortium applying for pre-qualification.

e) Members of the consortium shall enter into a Joint Expression of interest Agreement, substantially in the form specified at Annex 7 (the "Joint Deed Agreement"), for the purpose of making the EOI Application. The joint Expression of Interest Agreement, to be submitted along with the Application, shall, inter alia.

I. Convey the intent to form a consortium in accordance with this EOI and enter into an Engineering, procurement and construction agreement with CPF Financial Services and subsequently perform all the obligations of the consortium in terms of the Engineering, procurement and construction agreement, in case the award to undertake the Project (s) with CPF Financial Services is given to the bidder.

II. Clearly outline the proposed roles and responsibilities, if any, of each member.

III. Include a statement to the effect that all partners of the consortium shall be held liable jointly and severally for all obligations to CPF Financial Services in relation to the Project until the EPC agreement is signed.

f) Except as provided under this Expression of Interest Documents, there shall not be any amendment to the Joint Expression of interest Agreement without the prior written consent of the CPF Financial Services.

8.3.6. Any entity which has been barred by the Government, or any entity controlled by it, from participating in any project, and the bar exists as of the date of the Application, shall not be eligible to submit an application, either individually or as a member of a consortium.

8.3.7. An Applicant including any consortium member or Associate should, in the last 3 (three) years, have neither failed to perform on any contract, as evidenced by imposition of a penalty by an arbitral or judicial CPF Financial Services or a judicial pronouncement or

arbitration award against the Applicant, Consortium member or Associate, as the case may be, nor has been expelled from any project or contract by any public entity nor have had any contract terminated by any public entity for breach by such Applicant, consortium member or Associate.

8.3.8. In computing the Technical Capacity, Financial and Project Management Capacity of t h e Applicant/ Consortium members under Clauses 8.3, 8.4, 8.7 and 8.8, the technical, financial and project capacity of their respective associates would also be eligible hereunder.

For purposes of this EOI, Associate means, in relation to the Applicant/ Consortium member, a person who controls, is controlled by, or is under the common control with such Applicant/ Consortium member (the "Associate"). As used in this definition, the expression "control" means, with respect to a person which is a company or corporation, the ownership, directly or indirectly, of more than 50% (fifty per cent) of the voting shares of such person, and with respect to a person which is not a company or corporation, the power to direct the management and policies of such person by operation of law.

8.3.9. The following conditions shall be adhered to while applying:

I. Applicants should attach clearly marked and referenced continuation sheets in the event that the space provided in the prescribed forms in the Annexes is insufficient. Alternatively, Applicants may format the prescribed forms making do provision for incorporation of the requested information.

II. Information supplied by an Applicant (or other constituent member if the Applicant is a consortium) must apply to the Applicant, member or Associate named in the Application and not, unless specifically requested, to other associated companies or firms. Invitation to submit proposals will be issued only to Applicants whose identity and/ or constitution is identical to that at pre- qualification.

III. In responding to the pre-qualification submissions, Applicants should demonstrate their capabilities in accordance with Clauses 8.3.2 above.

IV. In case the Applicant is a consortium, each member should substantially satisfy the pre-qualification requirements to the extent specified herein.

8.3.10. Notwithstanding anything to the contrary contained herein, in the event that the Application Due Date falls within three months of the closing of the latest financial year of an Applicant, it shall ignore such financial year for the purposes of its Application and furnish all its information and certification with reference to the 5 (five) years or 1 (one) year, as the case may be, preceding its latest financial year. For the avoidance of doubt, financial year shall, for the purposes of an Application hereunder, mean the accounting year followed by the Applicant during its normal business.

8.4. Change in composition of the Consortium

8.4.1. Where the Applicant is a consortium, change in the composition of a consortium may be permitted by the CPF Financial Services during the Qualification and Implementation Stages and may take the form of substitution of a consortium member, removal of a consortium member or addition of a consortium member, only where:

a) The application for such change is made before the submission of the RFP document.
b) The Lead Member continues to be the Lead member of the consortium.
c) The substitute or additional member is at least equal, in terms of Technical, Financial and Project Management Capacity, to the consortium member who is sought to be substituted or removed, and the modified consortium shall continue to meet the pre- qualification and short-listing criteria for Applicants; and
d) The new Member (s) expressly adopt(s) the Application already made on behalf of the consortium as if it were a party to it originally and is not an Applicant/Partner/Associate of any other consortium bidding for this Project(s).

8.4.2. Approval for change in the composition of a consortium shall be at the sole discretion of the CPF Financial Services and must be approved by CPF Financial Services in writing. This approval will not be unreasonably withheld by CPF Financial Services.

8.4.3. The modified/ reconstituted consortium shall submit a revised Joint Expression of Interest Agreement before the before the submission of the RFP document.

8.5. Expression of Interest (EOI) Costs

8.5.1. An applicant applying individually or as a member of a consortium shall not be entitled to submit another application either individually or as a member of a consortium, as the case may be.

8.5.2. The Applicant shall bear all costs ("EOI Costs") associated with the preparation and submission of its EOI Application, including, without limitation, all costs and expenses relating to the EOI Applicant's preparation of questions or requests for clarification.

8.6. Fraud and Corrupt Practices

8.6.1. The Bidders and their respective officers, employees, agents and advisers shall observe the highest standard of ethics during the Bidding Process. Notwithstanding anything to the contrary contained herein, the CPF Financial Services may reject an application without being liable in any manner whatsoever to the Qualified Bidder if it determines that the Qualified Bidder has, directly or indirectly or through an agent, engaged in corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice in the Bidding Process.

8.6.2. Without prejudice to the rights of the CPF Financial Services under Clause 8.6.1 hereinabove, if a Qualified Bidder is found by the CPF Financial Services to have directly or indirectly or through an agent, engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice during the Bidding Process, such Qualified Bidder shall not be eligible to participate in any Bid or RFP issued by the CPF Financial Services during a period of 2 (two) years from the date such Qualified Bidder is found by the CPF Financial Services to have directly or indirectly or through an agent, engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice, as the case may be.

8.6.3. For the purposes of this Clause 8.6.3, the following terms shall have the meaning hereinafter respectively assigned to them:

a) "Corrupt practice" means (i) the offering, giving, receiving, or soliciting, directly or indirectly, of anything of value to influence the actions of any person connected with the Bidding Process (for avoidance of doubt, offering of employment to, or employing, or engaging in any manner whatsoever, directly or indirectly, any official of the CPF Financial Services who is or has been associated in any manner, directly or indirectly, with the Bidding Process or the Letter of Acceptance or has dealt with matters concerning the Concession Agreement or arising therefrom, before or after the execution thereof, at any time prior to the expiry of one year from the date such official resigns or retires from or otherwise ceases to be in the service of the CPF Financial Services, shall be deemed to constitute influencing the actions of a person connected with the Bidding Process); or (ii) save and except as permitted under Clause 7, engaging in any manner whatsoever, whether during the Bidding Process or after the issue of the Letter of Acceptance or after the execution of the Concession Agreement, as the case may be, any person in respect of any matter relating to the Project or the Letter of Acceptance or the Concession Agreement, who at any time has been or is a legal, financial or technical adviser of the CPF Financial Services in relation to any matter concerning the Project;

b) "Fraudulent practice" means a misrepresentation or omission of facts or suppression of facts or disclosure of incomplete facts, in order to influence the Bidding Process.

c) "Coercive practice" means impairing or harming or threatening to impair or harm, directly or indirectly, any person or property to influence any person's participation or action in the Bidding Process.

9. EOI Preparation

9.1. Language of EOI Application

The EOI Application prepared by the Applicant, and all correspondence and documents related to the EOI Application, shall be submitted in English

9.2. Documents Comprising the EOI Application

The EOI Applications submitted by the Applicant shall comprise the following documents:

I. Part I – the information required by Section 9.3 Part I;

II. Part II – the documents or information required by Section 9.3.

III. Part III – where the Prequalification Applicant is a Consortium, the documents required by Section 9.4.

IV. Part IV – Power of Attorney required by Section 9.6; and

V. Part V – optional, separately bound pre-printed literature, as specified by Section 9.7.

EOI submissions containing pricing data, cost plans or revenue projections will be rejected without any reference to the bidder.

9.3. Part I – EOI Criteria

In Part I of the EOI Application, the Applicant shall submit proof that it meets the Criteria set out below for the specific category.

Qualification Criteria				
	Project Types	Small Projects	Medium Projects	Large Projects
1	Project Value	Ksh.1 billion and below	Above Ksh.1billion and not exceeding Ksh.2 billion.	Above Ksh.2 billion
	Technical Criteria (Refer to Annex 4)	Experience as Developer, financier, and/or prime contractor in developing projects in Kenya with a value not less than KES 1.5 billion (or equivalent) in aggregate over the last 5 financial years, of which at least one of the above-mentioned contracts must have a value exceeding KES 800 million (or equivalent);	Experience as Developer, financier, and/or prime contractor in developing projects in Kenya with a value not less than KES 2.5 billion (or equivalent) in aggregate over the last 10 financial years, of which at least one of the above-mentioned contracts must have a value exceeding KES 1.5 billion (or equivalent);	Experience as Developer, financier, and/or prime contractor in developing projects in Kenya with a value not less than KES 4.5 billion (or equivalent) in aggregate over the last 10 financial years, of which at least one of the above-mentioned contracts must have a value exceeding KES 2 billion (or equivalent);
2	Financial Criteria (Refer to Annex 5)	Minimum average annual revenue/ turnover equivalent to KES 1 billion million (or equivalent) for the last 5 financial years.	Minimum average annual revenue/turnover equivalent to KES 2 billion (or equivalent) for the last 5 financial years.	Minimum average annual revenue/turnover equivalent to KES 2.5 billion (or equivalent) for the last 5 financial years.
		Minimum net worth of KES 250 million (or equivalent)	Minimum net worth of KES 500 million (or equivalent)	Minimum net worth of KES 750 million (or equivalent)

	Qualification Criteria	To Be Met By	Required Documents/Forms
	Other Criteria		
3	The Applicant is not aware of any conflict of interest or potential conflict of interest arising from prior or existing contracts or relationships which could materially affect its capability to comply with its obligations under the JV agreement.	Prequalification Applicant (if sole applicant) or each member of the Consortium (if the Prequalification Applicant is a Consortium).	Annex 6
4	Has not been declared bankrupt and is not subject to liquidation proceedings.	Prequalification Applicant (if sole applicant) or each member of the Consortium (if the Prequalification Applicant is a Consortium).	Annex 6
5	Has not been convicted of fraud, corruption, or money laundering as principal or accessory.	Prequalification Applicant (if sole applicant) or each member of the Consortium (if the	Annex 6

The Applicant, or a member in the case of a consortium, may present a list of projects undertaken by a Parent Company (as hereinafter defined) to satisfy Criterion No. 1.

The Applicant, or one Member of a consortium, may present the financial statements of the Parent Company to satisfy Criteria N.

The term "Parent Company" shall mean any entity controlling the activities of the Applicant. For purposes of this definition, "controlling" means having a majority in the general assembly (or other similar constituent body) or otherwise directing the management and policies of an entity, whether through the ownership of voting securities, by contract, or otherwise.

Should an Applicant be qualified based upon the technical, financial and project management qualifications of a Parent Company, such Parent Company shall be required to provide a Letter of Support as detailed in Annex 10.

9.4. Part II– EOI Application and Other Documents

Each Prequalification Applicant shall provide the following with its Prequalification Application:

I. A Prequalification Application form signed by the Applicant (or if the Prequalification Applicant is a Consortium, by the Lead Member) in the form provided in Annex 2.

II. The following legal documents and basic information:

a) Basic information on the shareholding structure (or equivalent document) of the Prequalification Applicant (or each member of a Consortium), as detailed in Annex 4, including up-to-date shareholders' certificate for each shareholder holding 10% or more of shares in the Prequalification Applicant (or each Consortium member) or equivalent corporate information (e.g. company shares registry) listing such shareholders and their respective shareholdings.

b) Up-to-date company memorandum, articles of association or incorporation and/or by-laws (or equivalent document) of the Prequalification Applicant (or, if the Prequalification Applicant is a Consortium, such information as to each member); and

c) Valid extract of the Annual Company Return (or equivalent document) of the Prequalification Applicant (or, if the Prequalification Applicant is a Consortium, such information in relation to each member).

III. An Affidavit, in the form of Annex 6, confirming that the Prequalification Applicant or each member of the Consortium (in the event that the Prequalification Applicant is a Consortium): (a) is not in bankruptcy or liquidation proceedings; (b) has not been convicted of, fraud, corruption, collusion or money laundering, and is not aware of any pending prosecution, proceedings or legal action against it in such respect); and (c) is not aware of any conflict of interest or potential conflict of interest arising from prior or existing contracts or relationships which could affect its capability to comply with its obligations under in the Engineering, procurement, construction and finance agreement.

IV. If registered, a company's copy of current CR12 extract from registrar of companies.

9.5. Part III – Consortia Documents and Requirements

If the Prequalification Applicant is a Consortium, there must be a Lead Member who is duly authorized through a power of attorney, as described in Clause 9.6, by all other Consortium members to act on their behalf and proceed with the prequalification procedures.

As of the Prequalification Application submission deadline indicated in Data Sheet Annex 1, it is prohibited to undertake any change in the structure/form or members of the Consortium without the prior written consent of CPF Financial Services.

A Prequalification Applicant wishing to qualify as a Consortium shall submit, as Part III of the Prequalification Application, a written commitment, in the form of a letter duly executed by the legal representative of each Consortium member, which:

a) Confirms each member's commitment (in terms of % interest) to the Consortium; and
b) Identifies the member that will assume the role of Lead Member on behalf of the other members, with the authority to commit all members.

9.6. Part IV – Power of Attorney

If the Prequalification Applicant is a Consortium, each member of the Consortium shall authorize the Lead Member in signing the Prequalification Application documents. Such authorizations – duly notarized indicating that the person(s) signing the Prequalification Applications has/have the authority to sign – shall be provided with the Prequalification Application.

If the Prequalification Applicant is a company, the prequalification documents shall include a recent extract of the company's annual return, or equivalent evidence, indicating the person having the right to sign on behalf of the company. The prequalification documents shall be signed by that person, or any other person officially authorized by him. Such authorizations – duly notarized by the Prequalification Applicant's bank – shall be provided along with the Prequalification Application.

9.7. Part V - Printed Brochures or Booklets

If the Applicant wishes to provide printed brochures or booklets about the entity or about the consortia members, such printed material shall be appended to Part V of the Application only and should be separately bound.

9.8. Requests for Clarifications

Applicants requiring any clarification on the Instructions to Applicants, EOI Criteria or any of the requirements set out herein may notify CPF Financial Services on the email address indicated in the Data Sheet attached as Annex 1.

Any request for clarification of the EOI Document must be sent at least 7 days before closure of the bid. Responses to such queries shall be sent, without identifying the identity of the requesting party and distributed to all Applicants who have already received the EOI Document within 7 days before closure of bid.

9.9. Form and Signature of the EOI Application

Each Applicant shall prepare and submit one original of its relevant EOI Application and the number of copies specified in the Data Sheet, clearly marking each one as "Original" and the other "Copy" as appropriate. In the event of any discrepancy between the copies and the original, the original shall prevail.

The original and all copies of the EOI Application, each consisting of the documents listed in Section 9.2, shall be typed or written in permanent ink. The person or persons duly authorized to bind the Applicant shall sign the EOI Application by:

I. Signing the original of the relevant EOI Application where indicated; and

II. Initialing all of the pages of the original of the relevant Application, except for any un-amended printed literature.

III. Every Applicant will be required to indicate the preferred category of projects they are bidding for.

The relevant EOI Application shall contain no alterations, omissions or additions, unless such corrections are signed by the person or persons signing the EOI Application.

9.10. Sealing and Marking of the EOI Application

The Applicant shall seal the original EOI Application and each copy thereof in 2 separate envelopes, each containing the documents specified in Clause 9.2, and shall mark the envelopes as "EOI Application - Original" and "EOI Application – Copy." The 2 envelopes shall be placed in 1 sealed envelope. The inner and outer envelopes shall all bear the following:

Development of real estate assets through an engineering, procurement, construction and financing framework: EOI Application pertaining to CPF Financial Services.

Do Not Open Before **3rd March 2025.**

The inner envelopes shall each indicate the name and address of the Applicant or Lead Member to enable the relevant Application to be returned unopened in the event of delayed delivery.

If the outer envelope is not sealed and marked as required in clause 9.10 above, the evaluation Committee shall not assume any responsibility for any EOI Applications misplacement or pre – mature opening.

Bidders are also instructed to send a soft copy of their submission to info@cpf.or.ke or procurement@cpf.or.ke

10. Evaluation Criteria

There will be a two-stage evaluation process as outlined below.

10.1. Preliminary Examination of EOI Applications

The EOI Evaluation Committee will examine each Application to determine whether it is complete, documents have been properly signed, and that it is generally in order. Any Application not in compliance with the submission requirements or documents may be subject to rejection by the Committee.

Where the EOI Committee deems it appropriate or necessary, it may request supplementary information or documentation from the Applicant (including each member of the Consortium) for determining the Applicant's eligibility for Pre-qualification. Whenever such request is made, the Applicant shall provide the requirements on the date specified by the Committee, failing which; the EOI Application may be subject to rejection.

10.2. Evaluation of EOI Applications

The applications will be evaluated by the EOI Evaluation Committee against four sections as follows:

1. Mandatory Requirements
2. Technical Capacity
3. Financial Capability
4. Project Management Plan

Mandatory and Eligibility Criteria – Engineering, procurement and construction. (EPC).	**Pass/Fail**
A. Provide certificate of registration for all consortium members	
B. Provide current tax compliance certificate* for all consortium members	
C. Provide proof of professional adequate indemnity cover for all consultants	
D. Provide audited accounts for the last five (5) years for all consortium members	
E. Provide practicing license(s) for the firm and its key experts by relevant professional body, as applicable	
F. Provide valid NCA Registration Certificate and Practicing License for the relevant category for contractors & registration & licences in relevant bodies for consultants or equivalent of the same for foreign companies.	
G. Letter of undertaking to comply with the requirement on 40% (contract value) local participation.	
Technical Capability Criteria (Annex 9B)	**Points**
A. Detailed profile of firm/company	5
B. Demonstrate the ability to put together a project management team to deliver the project within a maximum period of 36 months.	15
C. Proof that they have undertaken project(s) of similar nature through an EPC framework or other Partnership arrangements. (Attach four contracts or completion certificates from previous clients as proof)	16
D. Recommendation letters from at least three (3) clients / Practical completion certificate signed from at least (3) Clients	9
Financial Capacity Criteria – Annex C	
A. Demonstrate capacity and ability to raise funds for the project (s) to the tune of USD 60 Million.	12.5
B. Demonstrate Sound Net worth of the entity of USD 30 Million and in case of a Consortia of USD 75 Million.	12.5
Project Management Team	
Provide the organization structure of the proposed project management team along with the profiles & testimonials of key personnel in the organization. (Annex 9A)	30
	100

The evaluation will be carried out on the basis of a scoring matrix on a scale of 100 points allocated based on the strength of the three points listed below:

This evaluation will be enabled by an evaluation of score using a scale of 100 points allocated according to the quality, thoroughness and credibility of the Technical and Financial Capacity elements as defined in Clause 8.3.2. Sections a-c. The available total points and relative weights for these sections are presented in the following table:

There are 100 maximum possible points. Any features that Applicants wish to include over and above the CPF Financial Services stated requirements will not receive any additional points.

Only those Applicants who shall have an overall aggregate score of 70 points of the evaluated Technical and Financial Capability and a Pass on Project Management, shall be considered as Prequalified Bidders

An Applicant whose Application is found to be in compliance with the Criteria specified in Clause 9.3, and the other requirements in Clause 9 relating to the Criteria of the EOI, shall be designated as a "Qualified Partner."

An Applicant whose Application is found not to be in compliance with the Criteria specified in Clause 9.3 and the other requirements in Clause 9, relating to the Criteria of the EOI, shall be designated as a "Non-Qualified Partner."

11. Invitation to participate in the Tender process

- Following the submission of EOI applications, interested bidders or consortia will be evaluated on the requirements and criteria set forth in the attached instructions to Applicants.
- The applicants whose application is determined by the Evaluation Committee to be substantially responsive to the requirements and criteria of the pre –qualification process shall qualify them for the next bidding step.
- Qualified bidders shall be provided with a Request for Proposal document which shall require them to submit a detailed architectural and engineering design proposal and financial proposal inclusive of term sheets for the financing input of the project.
- The evaluation committee will then evaluate the proposals received from qualified bidders based on an evaluation criterion spelt out in the RFP document and select the most suitable bidder for contract award subject to the outcome of the negotiation process.
- Award of contract.

11.1. Partnering Between Prequalified Bidders

Without prejudice to Clause 9.5, a Qualified Partner may not partner (directly or indirectly) with another Qualified Partner without the express written approval of CPF Financial Services.

If the Qualified Partner is a Consortium, the above shall apply to all members of the Consortium.

11.2. Partnering Between Prequalified Bidders and Non-Prequalified Bidders

Without prejudice to Clause 9.5, Non-Prequalified Bidders or new entities that have not applied for prequalification shall be entitled to form a Consortium with a Qualified Partner, provided that:

I. Only the Qualified Partner can be the Lead Member of the Consortium.

II. The said Non-Qualified Partner or new entity fulfills Prequalification Criteria Nos. 4, 5 and 6 set out in Clause 9.3.

III. A Consortium which includes a Non-Qualified Partner or new entity continues to fulfill all Prequalification Criteria in Clause 9.3; and

IV. The express written approval of the CPF Financial Services.

ANNEX I

EOI Data Sheet

1.	Project Name	EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH AN ENGINEERING, PROCUREMENT & CONSTRUCTION FRAMEWORK
2.	Location of these Documents	Expression of interest Documents shall be downloaded from the following address: **www.cpf.or.ke**
3.	Address for Submission of Expression of Interest	**The Group Managing Director** **CPF Financial Services Ltd** **CPF House, 7th Floor.** **Haile Selassie Avenue** **P. O. Box 28938, 00200** **Nairobi**
4.	Submission Deadline.	The Submission Deadline will be on **3rd March 2025** at 11AM, which will be the date on which the Opening Committee convenes to open Expression of Interest Envelopes. Location: **CPF House, Mezzanine floor.** **Haile Selassie Avenue**
5.	Currency	Kenya Shillings (KES)
6.	Language of Bid	All, correspondence, and documents required under or related to the Process shall be made in the English language.
7.	Number of Copies of the Expression of Interest	1 (one) original EOI and 2 (two) Copies and a softcopy containing of the original Expression of Interest Application. A soft copy submission should be sent to the email address below. procurement@cpf.or.ke
8.	Official Guidelines on Financial Market Information in Kenya	Central Bank of Kenya - https://www.centralbank.go.ke
9	Non responsiveness of the EOI	EOI which will not have met the mandatory requirements will be deemed nonresponsive, eg Power of attorney Not signed, not commissioned, Misrepresentation of facts

ANNEX 1 (B)

Prequalification Process Timetable

	Prequalification Process	**Schedule Date**
1.	Issuance of EOI	
2.	Deadline for submission of Requests for Clarifications on Documents	
3.	Issuance of an addendum to the Documents	
4.	Submission Deadline	
5.	Opening of EOI Submissions	
6.	Notification of the evaluation results	
7.	Announcement of the Prequalified Bidders	
8.	Issuance of RFP to Prequalified Bidders	
9.	Submission of Technical and Financial offers by Prequalified Bidders	
10.	Notification of Successful Partners	
11.	Signing of Partnership Agreements between CPF and Successful partners and commencement of the Project.	

ANNEX 2

PREQUALIFICATION APPLICATION FORM

EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH AN ENGINEERING, PROCUREMENT, CONSTRUCTION AND FINANCING FRAMEWORK

Date: _____

The Group Managing Director

CPF Financial Services Ltd

CPF House, 7th Floor.

Haile Selassie Avenue

P. O. Box 28938, 00200 Nairobi

Pursuant to the Invitation for Expression of Interest dated ……., [*Name of Prequalification Applicant/Lead Member*] hereby submits this Prequalification Application for the participation in the tender for Proposed real estate developments by CPF Financial Services, in conformity with the Instructions to Prequalification Applicants.

We confirm our interest in bidding for developments within the……category where the project value is at a maximum of KES……...

[*Name of Prequalification Applicant /Lead Member*] hereby confirm that I:

I. Agree to comply with all the bidding rules, laws and regulations governing the tender as issued by the relevant authorities from time to time.

II. Accept the right of the Prequalification committee to:

a) Request additional information reasonably required to assess the application.

b) Amend the procedures and rules or any clarifications thereof; and

c) Extend or amend the time schedule of the prequalification and the tender.

III. Accept the exclusive application of Kenyan law with respect to the tender process.

I [*Name of Prequalification Applicant/Lead Member*] hereby represent and warrant that, by virtue of this Prequalification Application and as of the date of this letter, all of the information submitted in the Prequalification Application, including the enclosed forms and documents, are accurate in all respects.

Attached to this Prequalification Application are the following documents:

I. Power of Attorney (Annex 3)
II. Basic Information Form (Annex 4)
III. Project Management Capability Form (Annex 9)
IV. Audited Financial Statements (Annex 5)
V. Affidavit (Annex 6); and
VI. Other documents required in Clause 3 of the Instructions to Prequalification Applicants.
VII. Parent company letter of support (Annex 10) if applicable.

I, [*Name of Prequalification Applicant / Lead Member*], hereby designate ___ as our individual representative for receiving notices in respect of the prequalification and the tender at the following address, telephone and facsimile numbers and email address:

[*Representative's address, telephone, facsimile numbers, and email address*]

Dated this _____ day of _____ , 2024.

_____

[Signature]

In the capacity of ____

[Position]

Authorized to sign this Prequalification Application of ____

[Name of Prequalification

Applicant/Lead Member]

ANNEX 3 (A)

FORMAT OF POWER OF ATTORNEY FOR APPOINTING THE LEAD CONSORTIUM REPRESENTATIVE/MEMBER

(Each firm to designate LCM on separate sheet)

POWER OF ATTORNEY FOR APPOINTING LEAD CONSORTIUM REPRESENTATIVE /MEMBER

THE REPUBLIC OF KENYA

IN THE MATTER OF OATHS AND

STATUTORY DECLARATIONS ACT CAP 15 LAWS OF KENYA

AFFIDAVIT

BY THIS POWER of Attorney made on this …… day of ……. 2024, We …… (name of Company) ……... of P.O Box ……(address)……., Nairobi; …… (name of Company) ……... of P.O Box ……(address)……..., Nairobi, ……(name of Company)…….. of P.O Box ……(address)……..., Nairobi, …… (name of Company) ……... of P.O Box ……(address)……..., Nairobi, …… (name of Company) ……... of P.O Box ……(address)……..., Nairobi, being partners in the Consortium do hereby jointly, severally and irrevocably appoint ……(Name of the Lead Bidder)…….. of P.O Box ……... Nairobi to be the Lead Bidder and our lawful attorney to act for us in our name and on our behalf to execute all or any of the acts and things specified hereunder: -

To append their signature and or initials on our behalf on the respective pages of the Bidding Document: EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH AN ENGINEERING, PROCUREMENT, CONSTRUCTION AND FINANCING OR ENGINEERING, PROCUREMENT AND CONSTRUCTION FRAMEWORK.

In witness whereof, we ……... have today executed this DEED on this …… day of ……. 2024.

SEALED with the Common seal of the said Donor

…… (Name of the Company) ……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

SEALED with the Common seal of the said Donor

…… (Name of the Company) ……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

SEALED with the Common seal of the said Donor

…… (Name of the Company) ……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

SEALED with the Common seal of the said Donor

…… (Name of the Company) ……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

SEALED with the Common seal of the said Donor

…… (Name of the Company) ……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

ANNEX 3 (B)

FORMAT OF POWER OF ATTORNEY FOR APPOINTING AUTHORISED REPRESENTATIVE

POWER OF ATTORNEY FOR APPOINTING AUTHORISED REPRESENATIVE REPUBLIC OF KENYA

SPECIAL POWER OF ATTORNEY

BY THIS POWER of Attorney made on this …… day of ……. 2024, we ……... of P.O Box ……..., Nairobi in the Republic of Kenya do hereby appoint ……... and ……... of P.O Box ……... Nairobi to be our lawful attorney for us in our name and on our behalf to execute all or any of the acts and things specified hereunder: -

To append his signature and or initials on our behalf on the respective pages of the Bidding Document EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH AN ENGINEERING, PROCUREMENT, CONSTRUCTION AND FINANCING OR ENGINEERING, PROCUREMENT AND CONSTRUCTION FRAMEWORK.

In witness whereof, we ……... have today executed this DEED on this …… day of ……. 2024.

SEALED with the Common seal of the said Donor

……

In the presence of }

}

DIRECTOR _____ }

}

DIRECTOR/SECRETARY _____ }

_____

Commissioner for Oaths

ANNEX 4

BASIC INFORMATION FORM- APPLICANTS

1.

a) Name:
b) Country of incorporation:
c) Address of the corporate headquarters and its branch office(s), if any, in Kenya:
d) Date of incorporation and/ or commencement of business:
e) Project Category
f) EOI Reference No.

2.Brief description of the Company including details of its main lines of business and proposed role and responsibilities in this Project:

3. Details of individual(s) who will serve as the point of contact/ communication for the CPF Financial Services:

(a) Name:

(b) Designation: (c) Company: (d) Address:

(e) Telephone Number:

(f) E-Mail Address:

4. Particulars of the Authorized Signatory of the Applicant:

(a) Name:

(b) Designation:

(c) Address:

(d) Phone Number:

(e) Fax Number:

5. In case of a Consortium:

(a) The information above (1-4) should be provided for all the Members of the Consortium.

(b) A copy of the Joint Deed Agreement, as envisaged in Clause 8.3.5(g) should be attached to the Application.

(c) Information regarding the role of each member should be provided as per table below:

Sl. No.	**Name of Member**	**Role*** {Refer Clause 8.3.5(d)} $	**Percentage of equity in the Consortium** {Refer Clauses 8.3.5(a), (c) & (g)}
1.			
2.			
3.			
4.			

* The role of each Member, as may be determined by the Applicant, should be indicated in in accordance with instruction 4 at Annex-4.

(d) The following information shall also be provided for each M e m b e r of the Consortium:

Name of Applicant/ Member of Consortium:

No.	Criteria	Yes	No
1.	Has the Applicant/ constituent of the Consortia been barred by the Government, or any entity controlled by it, from participating in any project (BOT or otherwise).		
2.	If the answer to 1 is yes, does the bar subsist as on the date of Application?		
3.	Has the Applicant/ constituent of the Consortia paid liquidated damages of more than 5% of the contract value in a contract due to delay or has been penalized due to any other reason in relation to execution of a contract, in the last three years?		

6. A statement by the Applicant and each of the Members of its Consortium (where applicable) or any of their Associates disclosing material non-performance or contractual non-compliance in past projects, contractual disputes and litigation/ arbitration in the recent past is given below (Attach extra sheets, if necessary):

ANNEX 5

AUDITED FINANCIAL STATEMENTS

(For the last three financial years – Prequalification Criteria 2 and 3) Or an updated financial position in case of Equity Funds

This Annex summarizes the Prequalification Applicant's or Consortium's (consolidated information for the members of the Consortium) revenue/turnover and balance sheet over the past three financial years to fulfill Criteria 2 and 3 set out in Clause 9.3. The Prequalification Applicant or Consortium must provide, in addition, a copy of their audited financial statements for the past three financial years.

REVENUE/TURNOVER FOR THE PAST THREE FINANCIAL YEARS

BALANCE SHEET FOR THE PAST THREE FINANCIAL YEARS

ANNEX 6

AFFIDAVIT

Date:

To:

The Group Managing Director

CPF Financial Services Ltd

CPF House, 7th Floor.

Haile Selassie Avenue

P. O. Box 28938, 00200 Nairobi

I, [Name of Prequalification Applicant/Lead Member of Consortium and every member in the Consortium] hereby represent and warrant that, as of the date of this Declaration that:

I/we have not been declared bankrupt or insolvent and am/are not subject to liquidation proceedings.

I/we have not been convicted of any case of fraud, corruption, or money laundering as principal or accessory and I/we am/are not aware of any pending prosecution, proceedings or legal action in such respect.

Prior and existing contracts or relationships entered presently or before shall not affect my/our ability to comply with the obligations under the Engineering, procurement, construction and finance agreement.

Sincerely,

Authorized Signature

Name and Title of Signatory

Name of Company

Address

ANNEX 7 (A)

FORMAT FOR JOINT DEED AGREEMENT

This Joint Deed Agreement executed on this day of Two thousand and

between M/s_ a incorporated under and having its Registered Office at (hereinafter called the "Lead Consortium Member", which expression shall include its successors, executors and permitted assigns) and M/s_ a incorporated and having its Registered Office at - (hereinafter called the "Technical Consortium Member", which expression shall include its successors, executors and permitted assigns) for the purpose of making a Expression of Interest and entering into the Development Agreement (in case of award) to be hereinafter referred to as the Contracts, against Request for Proposed Real Estate Development through an EPC framework, or its Authorized representative (hereinafter referred to as CPF Financial Services).

WHEREAS CPF Financial Services desired to select a private party for the Proposed Real Estate Developments through an EPC framework for projects worth (insert project value),

WHEREAS, CPF Financial Services has invited Expression of Interest vide its EOI Document.

AND WHEREAS Section 8.3.5(g) of the EOI document stipulates that the partner qualifying on the strength of a Consortium to submit a legally enforceable Joint Deed Agreement in a format specified by CPF Financial Services wherein the Consortium Members have to set out their roles and responsibilities for the implementation of the Project.

AND WHEREAS the Proposal has been submitted to CPF Financial Services vide letter no…. in accordance with the relevant provisions of EOI.

NOW THEREFORE, THIS INDENTURE WITNESSETH AS UNDER:

dated in

In consideration of the above premises and agreements all the partners in this consortium do hereby mutually agree as follows:

1. In consideration of the award of the Contract(s) by CPF Financial Services to the Consortium, we the members of the Consortium and partners to the Joint Deed Agreement do hereby unequivocally agree that partner M/s_

(Name of Lead Consortium Member), shall act as the Lead

Consortium Member as defined in the EOI for self and agent for and on behalf of the Consortium Members.

2. Notwithstanding anything contrary contained in this Joint Deed Agreement all the Consortium Members shall be jointly and severally responsible for the execution of the Project in accordance with the terms of the Engineering, procurement, construction, and finance agreement.

3. The roles and responsibilities of the Lead Consortium Member are as follows:

a.

b.

4. The roles and responsibilities of the Consortium Member are as follows:

a.

b.

5. The Lead Consortium Member is hereby authorized by the Consortium Members to bind the Qualified Consortium and receive instructions for and on their behalf. It is further understood that the execution of the Contract shall be done exclusively by the Project Company.

6. The Lead Consortium Member shall be jointly liable and responsible for ensuring the individual and collective commitment of each of the members of the consortium in discharging all their respective obligations. Each Consortium member further undertakes to be individually liable for the performance of its part of the obligations without in any way limiting the scope of collective liability envisaged.

1. The Lead Consortium Member shall inter alia undertake full responsibility for liaising with Lenders and mobilizing debt resources for the Project, achieving financial closure and implementation of the Project on behalf of the Consortium.

2. This Joint Deed Agreement shall be construed and interpreted in accordance with the Laws of Kenya and shall have the exclusive jurisdiction in all matters relating thereto and arising hereunder.

3. The Lead Consortium Member is Authorized and shall be fully responsible for the accuracy and veracity of the representations and information submitted by the Consortium Members respectively from time to time in response to the EOI and for the purposes of the project.

4. It is hereby expressly understood between the partners to this Joint Deed Agreement that neither partner may assign or delegate its rights, duties or obligations under the contract except with prior written consent of CPF Financial Services.

This Joint Deed Agreement

a) Has been duly executed and delivered on behalf of each Party hereto and constitutes the legal, valid, binding, and enforceable obligation of each such Party,

b) Sets forth the entire understanding of the Parties hereto with respect to the subject matter hereof.

c) May not be amended or modified except in writing signed by each of the Parties and with prior written consent of CPF Financial Services:

IN WITNESS WHEREOF, the partners to the Joint Deed Agreement have, through their Authorized representatives, executed these present and affixed Common Seals of their respective companies on the Day, Month and Year first mentioned above.

For and behalf of Lead Consortium Member by: (Name)

(Designation)

(Signature)

For and behalf of the Consortium Member by: (Name)

(Designation) (Signature)

ANNEX 7 (B)

FORMAT FOR JOINT BIDDING AGREEMENT

THIS Joint Bidding Agreement executed on this _____ day of _____ Two thousand and Twenty Two between M/s _____ ,a _____ incorporated under _____ and having its Registered Office at _____ (hereinafter called the "Lead Consortium Member", which expression shall include its successors, executors and permitted assigns) and M/s _____, a _____ incorporated_____ and having its Registered Office at_____ (hereinafter called the "Technical Consortium Member", which expression shall include its successors, executors and permitted assigns) for the purpose of making a Proposal and entering into the Development Agreement (in case of award) to be hereinafter referred to as the Contracts, against Request for Proposal from CPF Financial Services Ltd, or its authorized representative (hereinafter referred to as CPF Financial Services Ltd).

WHEREAS CPF desires to select a Developer for the Expression Of Interest For The Development Of Real Estate Assets Through An Engineering, Procurement, Construction And Financing Or Engineering, Procurement And Construction Framework Whereas, CPF Financial Services Ltd had invited Proposals vide its RFP Document; AND WHEREAS Clause 3.2.3 of the Instructions to Bidders in this RFP document stipulates that the Bidder qualifying on the strength of a Bidding consortium to submit a legally enforceable Joint Bidding Agreement in a format specified by CPF Financial Services Ltd wherein the Consortium Members have to set out their roles and responsibilities for the implementation of the Project.

AND WHEREAS the Proposal has been submitted to CPF Financial Services Ltd vide letter no. _____ dated _____ in accordance with the relevant provisions of RFP. NOW THEREFORE, THIS INDENTURE WITNESSTH AS UNDER:

In consideration of the above premises and agreements all the partners in this consortium do hereby mutually agree as follows:

1)In consideration of the award of the Development Contract by CPF Financial Services Ltd to the Consortium, we, the members of the Consortium and partners to the Joint Bidding Agreement do hereby unequivocally agree that partner, M/s (name of Lead Consortium Member), shall act as the Lead Consortium Member as defined in the RFP for self and agent for and on behalf of the Consortium Members.

2)Notwithstanding anything contrary contained in this Joint Bidding Agreement, all the Consortium Members shall be jointly and severally responsible for the execution of the Project in accordance with the terms of the Development Agreement.

3)The roles and responsibilities of the Lead Consortium Member are as follows:

a. _____

b. _____

4) The roles and responsibilities of the Consortium Members are as follows:

i. _____

ii. _____

iii. _____

5)The Lead Consortium Member is hereby authorized by the Consortium Members to bind the Bidding Consortium and receive instructions for and on their behalf. It is further understood that the execution of the Contract shall be done exclusively by the Lead Consortium Member.

6)The Lead Consortium Member shall be jointly liable and responsible for ensuring the individual and collective commitment of each of the members of the consortium in discharging all their respective obligations. Each Consortium member further undertakes to be individually liable for the performance of its part of the obligations without in any way limiting the scope of collective liability envisaged.

7)The Lead Consortium Member shall inter alia undertake full responsibility for liaising with Lenders and mobilizing debt resources for the Project, achieving financial closure and implementation of the Project on behalf of the Consortium.

8)This Joint Bidding Agreement shall be construed and interpreted in accordance with the Laws of Kenya and shall have the exclusive jurisdiction in all matters relating thereto and arising hereunder.

9)It is further expressly agreed that the Joint Bidding Agreement shall be irrevocable and shall form an integral part of the Development Contract and shall remain valid till the term of the Contract unless expressly agreed to the contrary by CPF Financial Services Ltd.

10)The Lead Consortium Member is authorized and shall be fully responsible for the accuracy and veracity of the representations and information submitted by the Consortium Members respectively from time to time in response to the RFP and for the purposes of the project.

11)It is hereby expressly understood between the partners to this Joint Bidding Agreement that neither partner may assign or delegate its rights, duties or obligations under the contract except with prior written consent of CPF Financial Services Ltd.

12)This Joint Bidding Agreement

a) has been duly executed and delivered on behalf of each Party hereto and constitutes the legal, valid, binding and enforceable obligation of each such Party,

b) sets forth the entire understanding of the Parties hereto with respect to the subject matter hereof.

c)may not be amended or modified except in writing signed by each of the Parties and with prior written consent of CPF Financial Services Ltd.

IN WITNESS WHEREOF, the partners to the Joint Bidding Agreement have, through their authorized representatives, executed these present and affixed Common Seals of their respective companies on the Day, Month and Year first mentioned above.

For and behalf of Lead Consortium Member by:

(Signature)

(Name)

(Designation)

For and on behalf of the Consortium Member by:

(Signature)

(Name

ANNEX 8

PROJECT MANAGEMENT CAPABILITY AND EXPERIENCE

The Applicant must provide sufficient detail on his experience in executing projects in joint venture of during the last five financial years to enable the Evaluation Committee to evaluate his fulfilment of each of the criteria described in Clause 8.3.2 and Section C

Currencies stated in the table below should be in Kenyan Shillings (KSH). If converted from another currency, please use the exchange rate issued by the Central Bank of Kenya. Add further continuous rows if necessary. (Data Sheet –Annex 1)

Project Name	**Country**	**Project Description**	**Aggregate Contract Value (in KSH)**	**Company's Portion in the Aggregate Contract Value (in KSH)**	**Company's Role**	**Client Contact Information**

ANNEX 9 A (i) – EPC

KEY PERSONNEL

a) The below to comprise **30%** of the marks.

Item	Position	No. of years of professional experience	Specific experience
1.Design Team			
a)	Team leader / Project Manager (6%)	20	The Team Leader should be a qualified Architect or Quantity Surveyor or Engineer in eligible countries with a relevant bachelor's degree qualification or equivalent. Should have at least 15 years' experience in similar building construction projects, with no less than 7 years as a Project Manager. Should have knowledge of the design process for building works and the ability to manage the design and supervision of projects.
b)	Landscape architect (1%)	10	Should be a qualified Landscape Architect in eligible countries with or equivalent qualification in architecture. Not less than 10 years' experience in design of similar works with at least 3 years in project implementation and supervision.
c)	Architect (buildings) (5%)	12.5	BORAQS registered and qualified Architect with at least 10 years' experience in design of similar works with at least 5 years in project implementation and supervision.
d)	Civil Engineer (2%)	12.5	EBK registered and qualified Engineer with at least 10 years' experience in infrastructure and civil works designs. Should be familiar with governing designs codes in the country.
e)	Structural Engineer (3%)	10	EBK registered and qualified Engineer with at least 10 years' experience in structural design of buildings and other structures. Should be familiar with governing designs codes in the country.
e)	Resident Engineer (1%)	10	EBK registered and qualified Engineer with at least 10 years' experience as resident engineer. Should be familiar with governing whole construction program.

	f)	Building services Engineer (Electrical) (2%)	10	EBK registered and qualified Engineer with at least 10 years' experience in design of electrical installations in buildings, with 5 being in supervision. Should be familiar with governing installation codes, practices and regulations.
	g)	Building Services Engineer (Mechanical /Sanitation) (2%)	10	EBK registered and qualified Engineer with at least 10 years' experience in design of water and drainage installations in buildings, with 5 being in supervision. Should be familiar with governing installation codes, practices and regulations.
	h)	Quantity surveyor (3%)	10	BORAQS registered and qualified Quantity Surveyor with at least 10 years' experience in quantity surveying and building economics. Should be familiar similar works, documentation, bid evaluations, and contract administration.
	i)	Interior Designer (1%)	10	A qualified professional with 10 years' experience in design of a similar project.

3. Legal advisory Team			
a)	Legal Expert (1%)	10	10 years' experience in drafting legal instruments on a similar scope, procurement, managing bidding process and resolving legal issues, policy and institutional assessment and successful preparation of a similar project. Alternative Dispute Resolution experience in the Construction Industry.
4. Environmental team			
a)	Environmental expert (1%)	10	10 years' experience as lead expert in environmental impact assessment and mitigation measures for housing and infrastructure projects in accordance with specific environmental and safeguard requirements of existing NEMA Laws. Knowledge and understanding of NEMA's Safeguards Policy Statement will be an added advantage.

Note-All technical staff to be registered by relevant professional bodies with attachments of the same to be availed.

Note-All technical staff to be registered by relevant professional bodies with attachments of the same to be availed.

ANNEX 9 B (i)

CONTRACTOR CAPACITY (Main Contractor, Electrical and Mechanical Contractor)

b) The below to comprise **30%** of the marks.

Technical proposal.	
1.	Detailed profile of firm/company **(5)**
	• Power of attorney **(1 mark)**,
	• Office/contacts **(1 mark)**,
	• Business permits **(1 mark)**,
	• Company life **(1marks)**,
	• Nature of the company o Equal to or more than 40% Local **(1 marks)**
2	Demonstrate the ability to put together a project management team to deliver the project within a maximum period of 36 months **(10).**
	• Team leader/PM/Architect (**2 marks)**
	• Civil engineer **(1 mark)**
	• Structural engineer **(1 mark)**
	• Landscape Architect **(0.5 mark)**
	• Site Agent (Contractor representative) **(1 mark)**
	• Bs electrical engineer **(1 mark)**
	• B/s mechanical **(1 mark)**
	• QS **(1 mark)**
	• Environmental expert **(0.5 mark)**
	• Financial expert **(0.5 mark)**
	• Legal expert **(0.5 mark).**
3	Proof that they have undertaken project(s) of similar nature through and EPC framework or other Partnership arrangements. **(10 marks)**
4	Recommendation letters from at least three (3) clients / Practical completion certificate signed from at least (3) Clients **(5 marks)**
Total Score for the Proposal = 30 Marks	

ANNEX 9 B

FINANCING CAPACITY

c) The below to comprise **40%** of the marks.

Project Types	Small Projects	Medium Projects	Large Projects
Financial Criteria	Minimum average annual revenue/turnover equivalent to KES 500 million (or equivalent) for the last 5 financial years. **(20 Marks)**	Minimum average annual revenue/turnover equivalent to KES 1 billion (or equivalent) for the last 5 financial years. **(20 Marks)**	Minimum average annual revenue/turnover equivalent to KES 2.5 billion (or equivalent) for the last 5 financial years. (**20 Marks**)
	Minimum net worth of KES 125 million (or equivalent) **(20 Marks)**	Minimum net worth of KES 350 million (or equivalent) **(20 Marks)**	Minimum net worth of KES 750 million (or equivalent) **(20 Marks)**

ANNEX 10

PARENT COMPANY LETTER OF SUPPORT FORM

Dated: ----------, 2023

The Group Managing Director
CPF Financial Services Ltd
CPF House, 7th Floor.
Haile Selassie Avenue
P. O. Box 28938, 00200 Nairobi

Dear [Sir/Madam],

RE: PROPOSED DEVELOPMENT OF REAL ESTATE ASSETS (THE "PROJECTS") THROUGH AN ENGINEERING, PROCUREMENT & CONSTRUCTION (EPC) FRAMEWORK.

We refer to the prequalification document ("Prequalification Document") issued by CPF Financial Services dated [insert date], for the implementation the proposed development of real estate assets (the "Projects") through an engineering, procurement, construction and financing framework.

According to Clause 3.3 of the Prequalification Document (Part I – Prequalification Criteria), the Prequalification Applicant, or one member of the Consortium if the Prequalification Applicant is a Consortium, may elect to present (a) evidence of projects undertaken by a Parent Company to satisfy Technical Criteria No. 1; and/or (b) financial statements from a Parent Company for the purposes of satisfying the Financial Criteria (Criteria No. 2 and 3).

"Parent Company" shall mean any entity controlling the Prequalification Applicant (or the relevant member of the Consortium), and "control" means control in any manner that results in control in fact, directly through the ownership of investment shares through a trust, a contract, the ownership of investment shares of any other body corporate or otherwise.

In consideration of the above, we hereby confirm and undertake that:

(i) We are the Parent Company of [name of subsidiary], which is seeking to pre-qualify for the Project as [Prequalification Applicant/Consortium member];

(ii) We will make available sufficient technical resources and skills to [name of subsidiary] to enable it to contribute the same to the Project Company; [and/or]2

(iii) We will make available sufficient funds to [name of subsidiary] to enable it to meet its obligations as a shareholder of the JV Company (to be formed pursuant to the JV Contract) and exercise its right

and perform its obligations as a Project sponsor.

Except where the context requires otherwise, capitalized terms used in this letter shall have the meaning ascribed in the Prequalification Document.

Yours faithfully,

[Name of Parent Company] By: _____ Name: _____

Title: _____ (Authorized signatory)

_____

ANNEX 11

MANDATORY SUPPORT DOCUMENTS

[The Bidder shall use this form to submit all the required support documentary evidence as required in the RFP, especially the mandatory and eligibility criteria specified in Section 7.8]

a) Certificate of Incorporation/Certificate of Registration

{*insert here a copy of certificate of incorporation or registration*}

b) Tax Compliance Certificate

{*Bidder to insert a copy of the tax compliance certificate from Kenya Revenue Authority or similar body in the case of foreign consulting firms*}

c) Professional Indemnity Cover

{*Bidder to insert copies of evidence of professional indemnity cover*}

d) Audited Financial Statements for the past five (5) years

{*Bidder to insert here copies of audited financial statements for the past three years*}

e) Practice License(s) or Certificate(s) for the Firm and/or its Key Experts issued by relevant professional body, if applicable.

{*If applicable, Bidder to insert a copy of the practice license or registration certificate for the firm and/or its Key Experts as issued by the relevant professional body*}

f) NCA Registration; for Kenyan companies.

{*If applicable, Bidder to insert a copy of the registration certificate for by National Construction Authority as a Building Works Contractor Category NCA 1*}

{*If applicable provide a copy of valid annual practising license from the National Construction Authority as Building Works Contractor NCA 1*}.

ANNEX 12

FORMAT FOR UNDERTAKING

International applicants The Consortium to provide a letter of undertaking as per Annex 12 Format. The same shall be

We hereby declare that we have made ourselves thoroughly conversant with the specifications, conditions laid by CPF Financial Services Ltd for this bid, and we have understood the same before submitting this Bid for the EXPRESSION OF INTEREST FOR THE DEVELOPMENT OF REAL ESTATE ASSETS THROUGH AN ENGINEERING, PROCUREMENT & CONSTRUCTION FRAMEWORK.

We hereby certify and confirm that We shall ensure at least 40% (value of contract) participation by the local (Kenyan) firms in the Consortium.

We further confirm and agree to be reviewed quarterly for compliance during project implementation period.

Signature of Bidder

Bidder _____

Address _____

Dated the _____ day of _____ 2024.

In the Presence of;

Commissioner for Oaths

Address _____

_____

Dated the_____ day of _____ 2024.