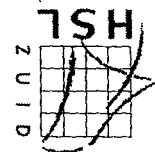


Prequalification document

Infraprovider HSL February 1999



THE STATE OF THE NETHERLANDS
(THE MINISTRY OF TRANSPORT, PUBLIC WORKS AND WATER MANAGEMENT)

PROVISION OF THE

HSL

INFRASTRUCTURE

PART I

INFORMATION AND PREQUALIFICATION REQUIREMENTS
FOR PROSPECTIVE TENDERERS

February 1999

Prequalification document

IMPORTANT NOTICE

1. This Prequalification Document is issued by The State of the Netherlands (The Ministry of Transport, Public Works and Water Management) (the "State") on the terms set out below for the exclusive use of the persons to whom it is addressed.
2. Whilst this Prequalification Document has been prepared with due care, the information contained in it is indicative only. It is given in good faith for the guidance of Respondents. No representation, warranty or undertaking, express or implied, is or will be made, and no responsibility or liability is or will be accepted by the State as to, or in relation to, the accuracy or completeness of this Prequalification Document, any suggestion made by it or any other written or oral information made available to any interested party or its advisers and any such responsibility or liability is hereby expressly disclaimed.
3. All references to sums of money, distances, contract interfaces and any other figures contained in this Prequalification Document are to be treated as approximate. All information on future Governmental policy is to be treated as preliminary only and may be subject to alteration.
4. Neither the receipt of this Prequalification Document by any person nor any information contained in it or supplied with it or subsequently communicated to any person constitutes or is to be taken as constituting the giving of investment advice by the State, to any such person.
5. The State reserves the right not to proceed with any tender and may terminate the process at any time.
6. Respondents are requested not to seek publicity with regard to their involvement in this prequalification process.
7. This Prequalification Document shall be governed by Dutch law to the exclusion of any other national law.

FOREWORD

The High-Speed Line South (HSL) Project represents a new approach to the development of major infrastructure projects in the Netherlands. Simultaneously, it implements several new and important policies of the Dutch Government. The new approach provides value for money and an appreciation of life cycle costing. The important policies seek to promote a modal shift from planes and cars to trains. Additionally, the ultimate consumer – the passenger – benefits through an alternative and convenient mode of transport. The Dutch Government enthusiastically endorses and is committed to the realisation of this approach and these policies through the proposed structure for the HSL-IP Project.

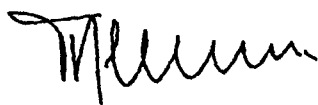
The following document invites the private sector to consider tendering for the HSL-IP Project in which a service will be provided in return for a performance-based fee. The Government sees benefit to both private and public sectors through this innovative approach.

Since this is only the first of what may become a number of PPPs in the Netherlands, we will be encouraging the private sector to respond with innovative, technically sound, economically advantageous proposals. The thought processes and experiences gained through this approach should be mutually beneficial.

The HSL-IP Project is vital to the Netherlands and to the economic wellbeing of Europe as a whole. In that light, we very much look forward to receiving your submission, which will be evaluated carefully to ensure that we create the optimum railway infrastructure for the new millennium.

Sincerely,

The Minister of Transport, Public Works and Water Management, T. Netelenbos



The Minister of Finance, G. Zalm



GLOSSARY

Authorised Representative	A person who is nominated and is duly authorised by a Respondent, Shareholder and/or Member, to act as the Respondent's point of contact with the State for all matters in relation to this Prequalification Document
Base Tender	A Tender which is in compliance with the base requirements of the ITT
BB 21	A long term project (1997 – 2015) undertaken by NS-RIB, so authorised by the State, aimed at improving the usage of Dutch railways in general, focused on: <ul style="list-style-type: none"> • Signalling (BEV 21); • Traffic Management (VPT +); • Communication (GSM-R); and • Energy (upgrade from 1500v to 25 kv)
BEV 21	Pilot project, part of BB 21, at this moment still in the planning stage
CCC	Command, Control and Communications
Civils Works	The civil engineering works and other associated works up to and including the Sub-slab which are to be undertaken in connection with the HSL-IP Project
Commission	European Commission
EIB	The European Investment Bank
EIF	The European Investment Fund
ERTMS	European Railway Traffic Management System
ETCS	European Train Control System
EU	European Union
€	The Euro
Financial Close	The time at which funds become unconditionally available under the financing documents associated with the Implementation Agreement
Government	The Government of the State of the Netherlands
GSM-R	Part of BB 21, at this moment still in the planning stage
HSL	Dutch High Speed Line (South)
HSL Infrastructure	The Systems and the Civils Works
HSL-IP Project	The provision of the HSL Infrastructure as subject to the Implementation Agreement

HSL Project	The overall HSL transportation system encompassing, inter alia, the realisation of the Dutch element of the TENs high speed train network, including the infrastructure, transport operations, ancillary activities and the associated socio-economic benefits, as more fully described in Section 2.
Implementation Agreement	The contract to be entered into by the State and the Infrastructure Provider which will set out the terms and conditions for the design, construction, maintenance and financing of the Systems and the provision of the HSL Infrastructure
Infrastructure Manager	The manager of rail infrastructure as contemplated, inter alia, by Directive 91/440 and Article 28 paragraph 3 of the Railway Act
Infrastructure Provider	The private sector party selected by the State to be responsible for the provision of the HSL Infrastructure under the Implementation Agreement
ITC	Invitation to Consult
ITN	Invitation to Negotiate
ITT	Invitation to Tender
Member	An entity nominated by the Respondent to perform a Specified Function
Member State	A country which is a member of the EU
Minister	The Minister of Transport, Public Works and Water Management of the State of the Netherlands
Ministry	The Ministry of Transport, Public Works and Water Management of the State of the Netherlands
NLG	Dutch Guilders
NS	N. V. Nederlandse Spoorwegen, the national rail operating holding company in the Netherlands (more fully described in Appendix I (f))
NS-Groep	NS-Groep is the holding company for all the NS business units with commercial activities (more fully described in Appendix I (f))
NSR	NS Reizigers, the passenger rail subsidiary of NS-Groep (more fully described in Appendix I (f))
NS-RIB	NS-Railinfrabeheer, a subsidiary of NS (more fully described in Appendix I (f))
NS Stations	NS Stations is a subsidiary of NS-Groep (more fully described in Appendix I (f))

NSVL	NS Verkeersleiding, a subsidiary of NS (more fully described in Appendix I (f))
OJEC	Official Journal of the European Communities
Partner	A Member and/or Shareholder of a Respondent
Performance Fee	The payment described more fully in Section 3.3
PPP	Public Private Partnership
Preferred Tenderer	The Tenderer, identified by the State in the negotiation phase (see Section 6.3.3), and who may be granted a period of exclusivity in which to proceed to Financial Close
Prequalification Document	This document issued by the State providing further information for prequalification of Respondents for the HSL-IP Project.
Questionnaire	The Request for Prequalification set out in Appendix III of this Prequalification Document
Railned	Railned is a subsidiary of NS (more fully described in Appendix I (f))
Respondent	An entity which submits a Request for Prequalification. It may consist of a single entity or a group of Partners
Request for Prequalification	A completed Questionnaire and accompanying material
RIT	NS-Railinfratrust, a subsidiary of NS (more fully described in Appendix I (f))
Shareholder	An entity intending to participate in the equity capital of the entity/entities that have been, or will be, set up prior to Financial Close to take on the position of the Respondent.
Schiphol	Amsterdam Airport Schiphol
Slab track	A system of railway track where the rails on which the rolling stock runs are directly fastened onto a continuous slab of concrete. Note: this differs from traditional railway track where the rail is supported on sleepers equally spaced resting on stone ballast
Specified Functions	Certain functions set out in Section 8.8 for which the Respondent is required to identify the company who will be responsible
State	The State of the Netherlands
Sub-slab	The slab of concrete on top of which the Slab track is constructed. The Sub-slab will be designed and built to minimal settlement
Systems	All infrastructure necessary for operation of the HSL Infrastructure which is built on top of the Sub-slab. Main elements include, inter alia, track, CCC, power systems, noise screens etc.

Task Organisation	See Part II, Appendix I (f)
Tenderer	A Respondent who receives the ITC
Term	Intended to be 30 years from Financial Close (comprising approximately 5 years construction and 25 years revenue service)
Thalys	The current high-speed train service of NS (HST-VEM), DB, SNCF and SNCB between Brussels and Paris, with extensions on conventional track to Amsterdam and Cologne
TOC	Train Operating Company
UAR	Uniform Aanbestedings-Reglement (UAR-EG 1991)
VPT +	Part of BB 21, at this moment still in the planning stage

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