



Ven W / DGMO-2009 / 5258

SJ International

**ORIGINAL**

Projectorganisatie HSL-Zuid  
Catharijnesingel 33  
Radboudtoren, Level 5  
3511 GC Utrecht  
Holland

2000-09-14

Attention Mr Roel Testroote.

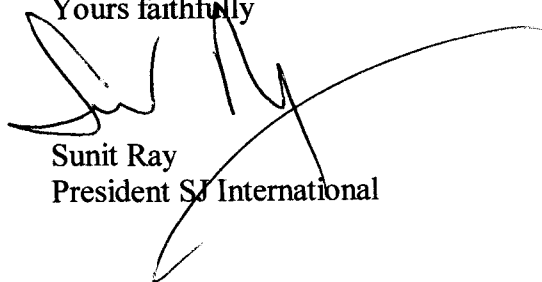
RE: Qualification Documents HSL-Zuid project

Please find enclosed the qualification documents for the HSL-Zuid transport contract.

SJ International is very pleased to submit this important proposal in conjunction with ConneXXion NV of the Netherlands, CGEA Connex S.A. of France and SJ International of Sweden. We sincerely hope that our strong and competent consortium will be the best party for your future negotiations.

I remain

Yours faithfully



Sunit Ray  
President SJ International

*A subsidiary of Swedish State Railways*

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SE-105 50 Stockholm  
SWEDEN

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Nat. 08-762 50 14  
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Int. +46 8 762 36 06

E-mail  
sjinternational@int.sj.se

**Part B: Information about each consortium partner (as identified at question A 1).**  
Each consortium partner should complete questions B 1 to B 3 (on separate copies) and provide the information relevant to their roles as set out in parts C and D.

**B 1** Details of the company

Registered name	SJ International AB
Current trading name	SJ International AB
(if different) Previous trading name	N/A
Registered address	105 50 STOCKHOLM, Sweden
Authorised Officer	Sunit Ray
Telephone	+46 8 762 5014
Facsimile	+46 8 762 3606
E-mail	Sjinternational@int.sj.se

Type of organisation

A limited liability company incorporated under Swedish Law

Country of registration SWEDEN

Registered number	556334-4620	Year of registration	1988
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I/We confirm that the authorised officer named in A 3 is authorised to act as the principal contact person on behalf of this/these companies in dealings with the State related to the tender of the HSL-Zuid transport contracts, as set out in this Qualification Document.

See enclosure B1-1

**B 2** Parent of consortium partner company

Is the company in B 1 a subsidiary of another organisation? **Yes**

If yes, please provide:

Name of parent company	Swedcarrier AB, (Swedish State Railways/ SJ Group) Swedcarrier reg.no 556036-3406 SJ reg.no 699400-4007 Address 105 50 Stockholm, Sweden
What interest does the parent company have in the company in B 1	100% owner

For each parent of the consortium partner please supply details specified in B 1.

**B 3** Describe the nature of the business and the services which the company at B 1 provides.

SJ International is the company within the Swedish State Railway (SJ) responsible for International Business Development on behalf of SJ Group.

The SJ Group provides Passenger and Freight transports, Engineering, Real Estate development, IT-development and related services.

See enclosed Annual Accounts for 1998 and 1999, app B3-1 and B3-2

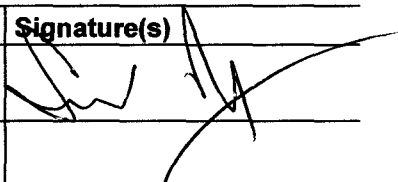
## Part C: Pre-qualification criteria

### C 1 Exclusion

The Applicant and each consortium partner should respond accordingly to the following questions regarding its corporate activities.

I declare that I am not a:

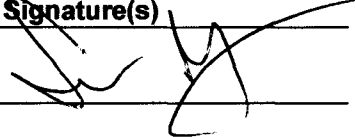
- a) person or legal entity in a state of bankruptcy or liquidation, which has ceased its business activities, or which is the subject of a moratorium or a settlement or in a similar situation as a result of a similar procedure under national laws or regulations;
- b) person or legal entity which is subject to a bankruptcy application or forms the subject of a procedure for a moratorium or settlement, or a similar procedure under national laws or regulations;
- c) person or legal entity which, by virtue of a judgement which has become final and conclusive, has been found guilty of an offence which raises doubts about the professional integrity of the Applicant, its shareholders, or member(s);
- d) person or legal entity which has committed a grave error in the performance of their profession, determined on any grounds for which the State can make a reasonable case;
- e) person or legal entity which has not met its obligations with regard to the payment of social security contributions, in accordance with the legal requirements in the country in which it is established or those of the Netherlands;
- f) person or legal entity which has not met its obligations with regard to the payment of taxes, in accordance with the legal requirements in the country in which it is established or those of the Netherlands; or
- g) person or legal entity which has been guilty of making false statements in the provision of information, including statements made for the purpose of an Application and the information submitted on the basis thereof.

Authorised officer(s)	Company name	Signature(s)
Sunit Ray	SJ International AB	

**C 2** The Applicant and, in the case of a consortium, each of the consortium partners should complete the following declaration.

I declare that:

- a) I have applied in this qualification procedure only once and I am not an Applicant in my own right or consortium partner of another Applicant;
- b) I do not and will not have a conflict of interest that gives rise, or will give rise, to an unfair advantage against another Applicant;
- c) I have not and/or will not collude with any other Applicant at any point during the tender process;
- d) I will co-operate with any integrity study carried out by or on behalf of the State.

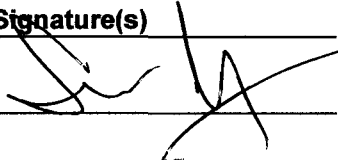
<b>Authorised officer(s)</b>	<b>Company name</b>	<b>Signature(s)</b>
Sunit Ray	SJ International AB	

## C 3 Minimum requirements

The Applicant and each consortium partner should respond accordingly to the following questions.

I declare that the Applicant:

- a) contains at least one Registered Party (see Appendix A, *Important Definitions*);
- b) is a consortium of which each of its members have committed to at least 5% of the consortium's future equity base;
- c) does not include a rolling stock manufacturer nor that any member is part of an industrial group containing a rolling stock manufacturer<sup>1</sup>;
- d) does not contain more than one of the Thalys Partners (see Appendix A, *Important Definitions*), either directly or indirectly (through companies belonging to the same Industrial Group (see Appendix A, *Important Definitions*) as one of the Thalys Partners);
- e) does not include more than two of the transport companies along the HSL-Zuid Corridor (see Appendix A, *Important Definitions*);
- f) does not contain a member that is – directly or indirectly<sup>2</sup> – a member of another Applicant<sup>3</sup>.

Authorised officer(s)	Company name	Signature(s)
Sunit Ray	SJ International AB	

<sup>1</sup> In case an Applicant, or a member of a consortium applying for qualification, is part of an Industrial Group (see Appendix A, *Important Definitions*) that contains a rolling stock manufacturer, the Applicant must satisfy the State that there will be no conflict of interest in relation to rolling stock procurement;

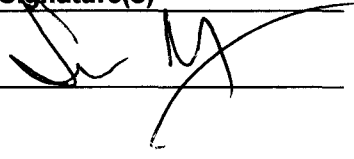
<sup>2</sup> If shares are held in a company bidding with another consortium, compensation may be granted by the State provided less than 5% of the shares are held and the Applicant can demonstrate that the relationship is solely of a financial nature.

<sup>3</sup> Notwithstanding the possibility that an Applicant may have a different consortium composition for each contract offered.

C 4 The Applicant and each consortium partner should respond accordingly to the following questions.

I declare that the Applicant<sup>4</sup>:

- a) has adequate experience in operation of train services, with a turnover from such activities of at least 100 million Euro in each of the last 3 accounting years;
- b) has adequate experience in operation of at least one other type of passenger transport services, with a turnover from such activities of at least 10 million Euro in each of the last 3 accounting years;
- c) has adequate insights in the Dutch passenger transport market;
- d) has the ability to raise finance adequate to cover an initial investment, other than for rolling stock, of 50 million Euro and to acquire a performance bond of another 100 million Euro, or a comparable security to the benefit of the State.

Authorised officer(s)	Company name	Signature(s)
Sunit Ray	SJ International AB	

The Applicant is required to provide adequate proof of the declaration above, e.g. through written statements of a certified auditor (a, b and possibly c), CV's and commitments of managers for the start-up phase of the company (for c) and a letter of comfort of a financial institution (for d).

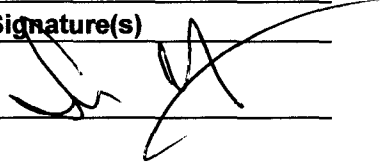
<sup>4</sup> In case the Applicant is a consortium the combined experience and ability of the consortium partners.

## Part E: Declaration

I/We agree to the submission of this Request for Qualification.

I/We have read and agree to be bound by the terms and conditions of the Qualification Document.

I/We confirm that the Request for Qualification is correct insofar as it relates to me/us.

Authorised officer(s)	Company name	Signature(s)
Sunit Ray	SJ International AB	





ARTHUR ANDERSEN

ORIGINAL

SJ International AB  
Att: Sunit Ray

105 50 Stockholm

Stockholm, 11 September 2000

Arthur Andersen KB

Sveavägen 63  
P.O. Box 1329  
SE-111 83 Stockholm  
Sweden

Tel 46 (8) 506 710 00  
Fax 46 (8) 506 724 01

Dear Sunit,

### HSL-ZUID; REQUEST FOR QUALIFICATION

SJ International AB intends to qualify as applicant to compete for the contracts on offer regarding national and international high-speed rail services on the High Speed Line (HSL-Zuid) in the Netherlands. In connection with this we have in our capacity as by the National Audit Bureau subcontracted external auditors of the SJ Group been requested by you to respond to the questions in the Appendix D to the Qualification Document: Request for Qualification.

Our responses are as follows:

- **Question C4a.** The SJ Group to which SJ International AB belongs, has had experience in operation of train services, with a turnover from such activities of at least 100 million Euro in each of the last three accounting years. The actual turnover for the years 1997 to 1999 has been as follows:

(Amounts in millions of SEK and Euro, respectively)

	1999		1998		1997	
	SEK	Euro <sup>1)</sup>	SEK	Euro <sup>1)</sup>	SEK	Euro <sup>1)</sup>
Passenger traffic services	6,574	740	6,418	719	6,649	771
Cargo services	6,552	738	6,722	753	6,055	702
<b>Total train services</b>	<b>13,126</b>	<b>1,478</b>	<b>13,140</b>	<b>1,472</b>	<b>12,704</b>	<b>1,473</b>

<sup>1)</sup>Converted at annual average exchange rate for SEK/Euro

Source: Annual Reports

SJ International AB  
Stockholm, 11 September 2000  
Page 2 of 2

- **Question C4b.** The SJ Group has had experience in operation of at least one other type of passenger transport services, with a turnover from such activities of at least 10 million Euro in each of the last 3 accounting years. The SJ Group has had ferry operations with passenger transport services with a turnover for the years 1997 to 1999 as follows:

(Amounts in millions of SEK and Euro, respectively)

	1999		1998		1997	
	SEK	Euro <sup>1)</sup>	SEK	Euro <sup>1)</sup>	SEK	Euro <sup>1)</sup>
Total turnover	1,514	170	1,495	167	1,243	144

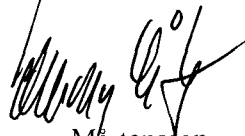
<sup>1)</sup>Converted at annual average exchange rate for SEK/Euro

Source: Annual Reports

Of total turnover for each of the above years relate well above 10 million Euro to passenger traffic services.

Very truly yours,

Arthur Andersen AB



Tommy Mårtensson



HSL-Zud, Netherlands

ORIGINAL

Dear Sirs,

At the request of SJ International AB ("SJ International"), registration No. 556334-4620, Stockholm, Sweden, we have been asked to give a general opinion on our relationship.

SJ International AB is wholly-owned by Statens Järnvägar AB ("SJ"), which is a state business utility entity.

The SJ Group is an esteemed customer of ours and we confirm that the companies in the SJ Group have fulfilled all their obligations to us.

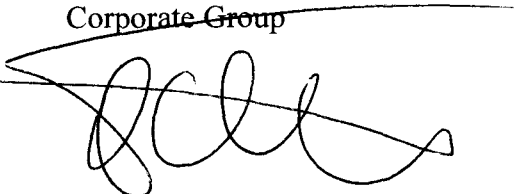
We are briefed about SJ's intention to bid for the HSL-Zud, Netherlands, operation. It is our belief that SJ International will be able to raise the funds necessary for the operation.


This opinion is given without any commitment, liability or responsibility from our side and shall not be construed as a guarantee by us.

Yours faithfully,

NORDBANKEN AB (publ)

~~Corporate Group~~

  
Holger Otterheim  
Head of Corporate Division Sweden

  
Ulla Hermann  
Vice President

**Nordbanken AB (publ)**  
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**ORIGINAL**

## SJ INTERNATIONAL AB

Request for Qualification Document  
HSL-Zuid Transport Contracts

Stockholm 2000-09-14

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### Table of contents:

**Introduction** (combined contract)

#### **A Information about the Applicant**

A1 – SJ Group

#### **B Information about each consortium partner**

B1-1 Authorisation  
B3-1 Annual Report 1998  
B3-2 Annual Report 1999

#### **C Pre-qualification criteria**

C4 a-b certificate Arthur Andersen  
C4-d Merita-Nordbanken

#### **D Selection Criteria**

- a) Experience with yield management, electronic ticketing, internet-sales and customer loyalty programmes
- b) Experience with multi-modal arrangements involving passenger train services and air, bus and/or metro services
- c) Experience with publicly tendered franchises/concessions for public transport services
- d) Experience with the Dutch transport sector over and above the pre-qualification criterion
- e) Experience with operating joint international railway services
- f) Experience with operating rail services in a multi-operator setting, with an independent allocation of railway capacity over several passenger train operating companies
- g) Experience with operating high-speed rail services, including the procurement of high-speed (over 200 kph) rolling stock  
Dg-1 environment calculation, Dg-2 environmental report 1999

#### **E Declaration**

**Appendix D: Request for Qualification****Part A: Information about the Applicant**

The answers to these questions should be provided by the duly authorised officer of the Applicant. In cases where an Applicant is a consortium, the duly authorised officers of all consortium partners must duly answer these questions.

**A 1 Applicant**

<b>Name</b>	Consortium: STARTRAC
<b>Authorised Officer</b>	Ton Kienhorst

**A 2 In case the Applicant is a consortium, who are, or will be, the shareholders in the Applicant?**

<b>Company Name</b>	<b>(Intended) Percentage holding</b>
SJ International AB	47,5%
CGEA Connex S.A.	47,5%
ConneXXion N.V.	5,0%

A 3 Applicant's person for contact purpose (also in case the Applicant is a consortium)

Name	Ton Kienhorst
Address	Pompstertocht 14 9791 JJ Ten Boer  Holland
Telephone	050-3024136
Fax	050-3024137
E-mail	Tonkien@hetnet.nl

A 4 What is the actual, or if applicable proposed, legal status of the Applicant?

For the tender period, a consortium

The consortium is now based on a memorandum of understanding that oblige partners, after the contracts have been awarded, to incorporate a SPV under Dutch law.

A 5 Where the Applicant is a consortium, an outline of the method for governing the relationships between each consortium partner should be provided.

SJ international, CGEA Connex and ConneXXion aim at building up their activities on willingness to deliver services to the clients and to realize customer satisfaction. Although all parties in the consortium are widely and internationally experienced, we see an added value in co-operating on this important high speed service for a European network.

The structure of the consortium will be built on the following basic principles:

- to establish a steering committee for the legal decisions
- to establish a project organization under the responsibility of the committee
- to involve people in the committee and the project organization, from all parties in the consortium.
- to focus the experience of SJ International on the international services, CGEA Connex on the domestic services and ConneXXion on the Dutch market.

We will act in the consortium as one entity to the client.

We will finalize on the concrete organization shortly after receiving the Bidding Documents.



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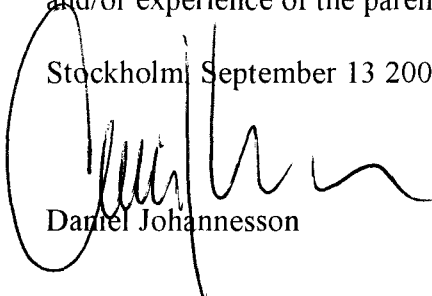
A1

**ORIGINAL**

To whom it may concern

This is to certify that SJ International, a fully owned subsidiary of the Swedish Railways (SJ) under the ownership of Swedcarrier AB can utilise the relevant attributes, skills, resources, and/or experience of the parent company as well as of the SJ group of companies subsidiaries.

Stockholm September 13 2000



Daniel Johannesson

Director General  
Swedish State Railways

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SJ Director General  
S-105 50 STOCKHOLM  
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19410 sjtgmcs



2009/5258.05

B1-1

Date

Our ref

Your date

Your ref

**ORIGINAL**

To whom it may concern

Re: SJ International AB

Mr Sunit Ray is appointed managing director of SJ International AB. He is competent to and shall be in charge of the day-to-day management of the company according to guidelines and instructions laid down by the board. Under the Swedish Companies Act 1975 the managing director may also without first asking for the board's authorisation take steps which with regard to the scope and nature of the company's operations are unusual or of great importance where a resolution to be made by the board cannot be awaited without considerable inconvenience to the company. In such a case the board of directors shall be informed as soon as possible of the steps taken.

Stockholm September 13<sup>th</sup> 2000

Magnus Westerlind

certified copy:

General Counsel  
Swedish State Railways

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SJ Legal Department  
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Sweden

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