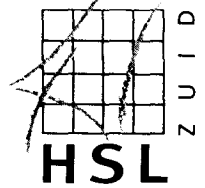


Venw/DG/RO-2009/5296

Subject  
Qualification HSL-Zuid Transport Contracts



|                                    |           |
|------------------------------------|-----------|
| <b>Projectorganisatie HSL-Zuid</b> |           |
| Datum ontvangst                    | : 26-9-00 |
| Registratiecode                    | : 129503  |
| Beh. eenh. (+ rubriek)             | :         |
| Behandelen door                    | : R Test  |
| Kopie:                             |           |

Consortium Startrac  
Attn. Mr. T. Kienhorst  
Pompstertocht 14  
9791 JJ Ten Boer

Dear Mr. Kienhorst,

Thank you for returning the Request for Qualification. Parts A, B, C1-3 of the Request for Qualification provided by you and your partners, is now being evaluated. Parts C4, D and E will be assessed after 2 October 2000. The assessment will be done by a number of teams from the Ministries of Transport and Finance and other external experts. These teams will advise both the Ministers of Transport and Finance.

Currently we are in the midst of assessing the exclusion and minimum requirements. Concerning your Request for Qualification, we have a few remarks and or questions. You will find these in the accompanying annex. The requested information (original and 4 copies) should be submitted to us before 2 October 2000 before 10.00 hrs local time (Attn. of Mr Roel Testroote).

We would like to inform you that we have received a total of 4 applications:

1. Arriva Nederland – Deutsche Bahn Reise & Touristik AG;
2. ConneXXion – SJ International – CGEA Connex;
3. Stagecoach Holdings Plc<sup>1</sup>;
4. NS Reizigers BV – KLM (Royal Dutch Airlines)<sup>2</sup>.

On the 27th of October we will announce the consortia that have been qualified. The Invitation to Tender will be send to you in November 2000.

Yours sincerely,

Bas van Os  
Project Manager HSL-Zuid Transport Contracts

Appendix: Request for clarification

<sup>1</sup> In the cover letter of the Request for Qualification it was mentioned that: "We are currently exploring the possibility of adding a minority partner to our bidding team from one of the Dutch bus companies ...".

<sup>2</sup> In the cover letter of NS to the Request for Qualification it was mentioned that: "...NS Reizigers and KLM have agreed on a Memorandum of Understanding with National Express Group PLC.".

Date  
25 September 2000  
Your reference  
HSL-Zuid U-129583  
Our reference  
-  
Contactperson  
Roel Testroote  
Extension  
0031 30 2728 751  
E-mail  
roel.testroote@hslzuid.com

Projectorganisatie  
Hogesnelheidslijn-Zuid  
Postal address:  
PO Box 43  
3500 AA Utrecht  
The Netherlands  
Visiting address:  
Catharijnesingel 33  
3511 GC Utrecht  
Tel +31 30 – 2728 400  
Fax +31 30 – 2728 577

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**Request for clarification (Appendix to our letter of 25 September 2000, our reference HSL-Zuid U-129583)**

**Question 1**

Fill in Part B1 of the Request for Qualification for CGEA SA.

**B 1**                      **Details of the company**

|   |  |
|---|--|
| Registered name                         |  |
| Current trading name                    |  |
| (if different)<br>Previous trading name |  |
| Registered address                      |  |
| Authorised Officer                      |  |
| Telephone                               |  |
| Facsimile                               |  |
| E-mail                                  |  |

Type of organisation

|  |
|--|
|  |
|  |

Country of registration

|                   |  |                      |  |
|-------------------|--|----------------------|--|
| Registered number |  | Year of registration |  |
|-------------------|--|----------------------|--|

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.

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**Question 2**

Fill in Part B1 of the Request for Qualification for Swedcarrier.

B 1

**Details of the company**

|   |  |
|---|--|
| Registered name                         |  |
| Current trading name                    |  |
| (if different)<br>Previous trading name |  |
| Registered address                      |  |
| Authorised Officer                      |  |
| Telephone                               |  |
| Facsimile                               |  |
| E-mail                                  |  |

Type of organisation

|  |
|--|
|  |
|  |

Country of registration

|                   |  |                      |  |
|-------------------|--|----------------------|--|
| Registered number |  | Year of registration |  |
|-------------------|--|----------------------|--|

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.

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**Question 3**

Mr. Anker was designated for Connexxion NV, but did not sign the application. The forms for Connexxion NV were signed by officers that were designated for Connexxion Holding only. Please confirm that Mr. Bruggink and Mr. Koerhuis are authorised to sign on behalf of Connexxion NV as well.

|   |              |
|---|--------------|
| On behalf of the Startrac consortium, I confirm that Mr. Bruggink and Mr. Koerhuis are authorised to sign on behalf of Connexxion NV. |              |
| Name  | T. Kienhorst |
| Signature   |              |

**Question 4**

Submit annual reports of: CGEA and Connexion of last 3 accounting years.

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Appendix D: Request for Qualification

Part A: Information about the Applicant

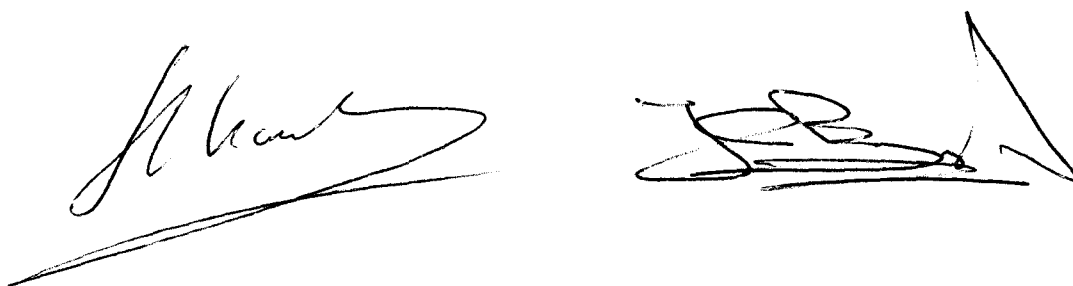
The answers to these questions should be provided by the duly authorised officer of the Applicant. In cases where an Applicant is a consortium, the duly authorised officers of all consortium partners must duly answer these questions.

A 1 Applicant

|                    |                      |
|--------------------|----------------------|
| Name               | Consortium: STARTRAC |
| Authorised Officer | Ton Kienhorst        |

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

| Company Name        | (Intended) Percentage holding |
|---------------------|-------------------------------|
| ConneXXion NV       | 5 %                           |
| CGEA Connex SA      | 47,5 %                        |
| SJ International AB | 47,5 %                        |
|                     |                               |
|                     |                               |



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

|           |   |
|-----------|---|
| Name      | Ton Kienhorst                                     |
| Address   | Pompstertocht 14<br>9791 JJ Ten Boer<br>Nederland |
| Telephone | 050-3024136                                       |
| Fax       | 050-3024137 + 46 8 762 36 06                      |
| 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 has 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 the 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 cooperating on this important high speed service for an European network.

The structure of the consortium will be build 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.



**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                         | ConneXXion NV                                 |
| Current trading name                    | ConneXXion                                    |
| (if different)<br>Previous trading name |   |
| Registered address                      | Marathon 6, 1213 PK Hilversum                 |
| Authorised Officer                      | C. Anker, NV Verenigd Streekvervoer Nederland |
| Telephone                               | + 31 35 625 1668                              |
| Facsimile                               | + 31 35 625 1699                              |
| E-mail                                  | g.eikelboom.hk@connexxion.nl                  |

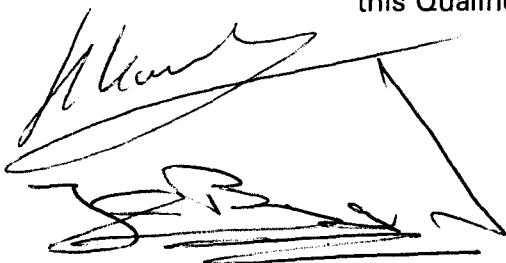
**Type of organisation of conneXXion**

- Service provider in passenger transport
- Naamloze Vennootschap

**Country of registration the Netherlands**

|                   |          |                      |      |
|-------------------|----------|----------------------|------|
| Registered number | 29041887 | Year of registration | 1994 |
|-------------------|----------|----------------------|------|

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.





**B 2** Parent of consortium partner company

Is the company in B 1 a subsidiary of another organisation? + Yes -  No

If yes, please provide:

|  |                                     |
|--|-------------------------------------|
| Name of parent company   | NV Verenigd Streekvervoer Nederland |
| What interest does the parent company have in the company in B 1 | 100 % shares                        |

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

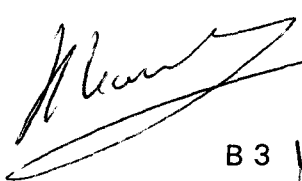
|   |  |
|---|--|
| Registered name                         | NV Verenigd Streekvervoer Nederland  |
| Current trading name                    | ConneXXion Holding   |
| (if different)<br>Previous trading name | VSN groep  |
| Registered address                      | Marathon 6, 1213 PK Hilversum  |
| Authorised Officer                      | F.W. Sevenstern and/or J.C. Bruggink + H.H.J. Koerhuis                         |
| Telephone                               | + 31 35 625 1668   |
| Facsimile                               | + 31 35 625 1699   |
| E-mail                                  | <a href="mailto:g.eikelboom.hk@connexxion.nl">g.eikelboom.hk@connexxion.nl</a> |


Type of organisation of conneXXion holding

- Financial holding company
- Naamloze Vennootschap

Country of registration the Netherlands

|                   |          |                      |      |
|-------------------|----------|----------------------|------|
| Registered number | 30065787 | Year of registration | 1981 |
|-------------------|----------|----------------------|------|

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

 ConneXXion NV is a service provider in passenger transport in the Netherlands. The company moves 1 million passengers per day which

---

amounts to more than 300 million passengers per year. With 13.000 employees conneXXion NV operates approximately 4,000 buses, 300 motor coaches and 2,500 taxis, small busses and limousines. On top of that we operate light and heavy rail trains amounting up to nearly 30.

The mission of conneXXion is "bringing people together" and our core values are reliability, enthusiasm, entrepreneurship and pleasure.

The services include public transport in the city and in the regions of the Netherlands, dedicated transport services of all variances and planning and cont of mobility. In the latter service we act as a channel captain for a special transp demands.

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Two handwritten signatures in black ink. The top signature is a cursive name, possibly 'H. van der...' followed by a long horizontal stroke. The bottom signature is more stylized and appears to be 'J. B. van...'.


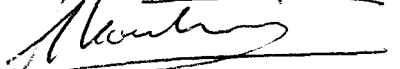
**Part C: Pre-qualification criteria**

**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:


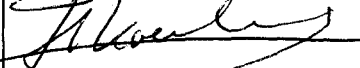
- a) person or legal entity in a state of bankruptcy or liquidation, which has ceased its business activities, or which is the subject of a moratorium or a settlement or in a similar situation as a result of a similar procedure under national laws or regulations;
- b) person or legal entity which is 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)  |
|-----------------------|---------------|---|
| J.C. Bruggink         | ConneXXion NV |  |
| H.H.J. Koerhuis       | ConneXXion NV |  |
|                       |               |   |
|                       |               |   |
|                       |               |   |

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.

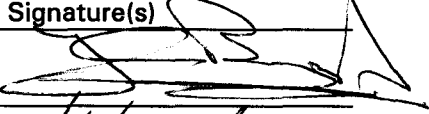

| Authorised officer(s) | Company name  | Signature(s)  |
|-----------------------|---------------|---|
| J.C. Bruggink         | ConneXXion NV |  |
| H.H.J. Koerhuis       | ConneXXion NV |  |
|                       |               |   |
|                       |               |   |
|                       |               |   |

**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)  |
|-----------------------|---------------|---|
| J.C. Bruggink         | ConneXXion NV |   |
| H.H.J. Koerhuis       | ConneXXion NV |  |
|                       |               |   |
|                       |               |   |
|                       |               |   |

<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.

Projectorganisatie HSL-Zuid  
Catherijnesingel 33  
Radboudtoren, level 5  
3511 GC UTRECHT  
The Netherlands

For the attention of Mr. Roel Testroote.

Date : 2000-10-02  
Subject : HSL Zuid pre qualification

Dear Mr. Testroote,

Hereby you receive both the second part of the pre-qualification documents and the answers on your request and / or questions from your letter of 25 September 2000.

1. Second part of the pre-qualification documents.
  - a. You already received from SJ International the parts C4, D and E.
  - b. We would like to withdraw part D from SJ International and replace it by a new joint part D on behalf of the consortium STARTRAC.
  - c. From conneXXion you receive the parts C4 and E.
  - d. From CGEA Connex you receive the parts C4 and E.
  
2. Answers and requests from 25 September 2000.
  - a. Part B1 for CGEA SA.
  - b. Part B1 for Swedcarrier.
  - c. Declaration of signatures regarding conneXXion.
  - d. Annual reports of conneXXion and CGEA.

We are looking forward for your decisions on the follow up of the project.

Kind regards,



A.H. Kienhorst  
On behalf of the consortium  
STARTRAC

- Enclosed: 1 original and 4 copies.

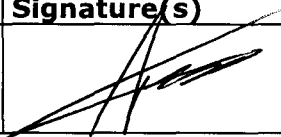
- I can also be reached on my mobile number: 06-51068904.

C4

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

I declare that the Applicant<sup>1</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.

| <b>Authorised officer(s)</b> | <b>Company name</b> | <b>Signature(s)</b>  |
|------------------------------|---------------------|--|
| Jérôme JEAUFFROY             | CGEA Connex S.A.    |  |

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>1</sup> In case the Applicant is a consortium the combined experience and ability of the consortium partners.



**ARTHUR ANDERSEN**

**Barbier Frinault & Cie  
Société Civile**

41, rue Ybry  
92576 Neuilly-sur-Seine Cedex  
France

Téléphone +33 (0) 1 55 61 00 00  
Télécopie +33 (0) 1 55 61 05 05

In our capacity as Statutory Auditor of CGEA Connex, we declare that the Applicant:

- 1) has been operating trains services for several years in Europe. The turnover of such subsidiaries operated by CGEA Connex (previously CGEA Transport) has exceeded MEUR 100 in 1997, 1998 and 1999,
- 2) has operated other significant passenger transport services, mainly bus transport services, during the same period. The related turnover exceeded MEUR 10 in 1997, 1998 and 1999,
- 3) has already operated a subsidiary in the Dutch passenger transport market during the same period.

Neuilly-sur-Seine, le 22 septembre 2000

The Statutory Auditor

---

**BARBIER FRINAULT & CIE**  
Jean Bouquot



**CERTIFICATE**

Re : **MINISTRY OF TRANSPORT, PUBLIC WORKS AND WATER MANAGEMENT**  
**Projectorganisatie HSL - Zuid**  
**Catharijnesingel 33**  
**Radboudtoren, level 5**  
**3511 GC UTRECHT (THE NETHERLANDS)**

We, NATEXIS BANQUES POPULAIRES, with a share capital of EUR 541.117.760, having our registered office at 45, rue Saint-Dominique 75700 Paris SP 07,

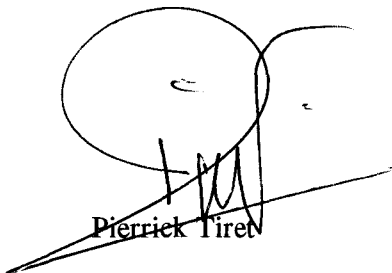
hereby certify that CGEA CONNEX, a limited liability company with a capital of EUR 126.552.080 whose registered office is 169, Avenue G. Clemenceau - 92000 Nanterre - France, ranks among the leading french and european concerns of the branch, and enjoys an excellent technical repute.

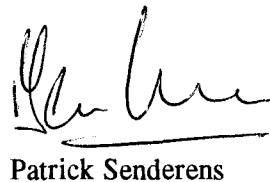
As sole contractor and/or as member of a joint venture it executes both in France and abroad important contracts complying with the technical and financial conditions set forth in the specifications, and proved it is highly competent for major projects.

It is a member of a strong industrial group enjoying an excellent financial structure and it is eligible to BANQUE DE FRANCE rediscount.

At that date and with the financial informations in our hands, we declare that CGEA CONNEX has the ability through financial institutions to raise finance, adequate to cover an initial investment, other than for rolling stock, of 50 Millions EUR and to acquire a performance bond of another 100 Millions EUR, or a compatible security to the benefit of the State.

Done in Paris, September 25th, 2000

  
Pierrick Tiren

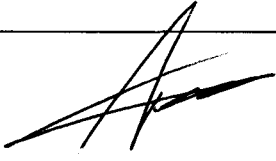
  
Patrick Senderens

**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.

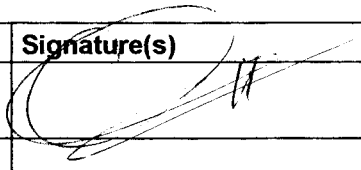
I/We confirm that the Request for Qualification is correct insofar as it relates to me/us.

| <b>Authorised officer(s)</b> | <b>Company name</b> | <b>Signature(s)</b>   |
|------------------------------|---------------------|---|
| Jérôme JEAUFFROY             | CGEA Connex S.A.    |  |

**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)  |
|-----------------------|---------------|---|
| C. Anker              | Connexion N.V |  |
|                       |               |   |
|                       |               |   |
|                       |               |   |
|                       |               |   |

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.

Projectorganisatie HSL Zuid  
For the attention of: Mr Roel Testroote  
Catharijnesingel 33  
Radboudtoren, Level 5  
3511 GC UTRECHT

**AUDITORS' REPORT PURSUANT TO PART C4 OF THE QUALIFICATION DOCUMENT**

issued for use by ConneXXion NV for the Request for Qualification HSL-Zuid Transport Contracts.

Within the framework of the Request for Qualification drawn up by ConneXXion NV, Hilversum, we were asked to state whether ConneXXion NV meets the criteria for the qualifications b and c as stated in Part C4 of the Qualification Document HSL-Zuid Transport Contracts, 17 July 2000, Utrecht (Netherlands).

The Request for Qualification is the responsibility of the company's management. Our responsibility is to express whether ConneXXion NV meets the criterias b and c as stated in Part C4.

In our opinion ConneXXion NV:


- 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 three accounting years;
- has adequate insights in the Dutch passenger transport market based on the following aspects:
  - in 1999 the turnover in operation of at least one other type of passenger transport services was 683 million Euro;
  - ConneXXion NV transported 276 million passengers in 1999;
  - ConneXXion NV made 2.333 million traveller kilometres in 1999.

Utrecht, 28 September 2000

for **Ernst & Young Accountants**



A. de Bie RA



W.R. Kuh RA

## **CURRICULUM VITAE**

**Name** Cornelis Anker  
**Address** Mozartlaan 135, 7522 HM Enschede, The Netherlands  
**Telephone** +31 53 435 2247  
**Date of birth** February 18th 1952  
**Place of birth** Gouda  
**Marital status** Married

### **Education**

1971 Gymnasium B, diploma  
1971 – 1976 Royal Marine Academy, diploma

### **Experience**

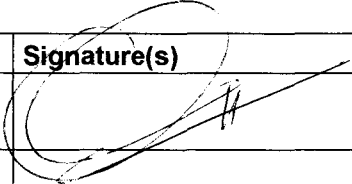
1974 – 1980 Deputy Chief Logistics, Officer Royal Netherlands Navy  
1980 – 1982 Chief Projectoffice, Ministry of Defence  
1982 – 1984 Chief Logistics, H.M. Jan van Brakel  
1984 Resignation with honours from Royal Netherlands Navy  
1984 – 1986 Deputy regional manager Westnederland (Regional Busline Company)  
1986 – 1988 Regional manager Amsterdam Municipal Transport Company  
1988 – 1996 Managing Director T.E.T. (Regional Transport Company)  
1996 – 1998 Managing Director Midnet Group (Regional Transport Company)  
1998 Vice-President Commercial Affairs VSN-1 (conneXXion predecessor)  
1999 – present President conneXXion N.V.

**Part E: Declaration**

I agree to the submission of this Request for Qualification.

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

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

| Authorised officer(s) | Company name    | Signature(s)  |
|-----------------------|-----------------|---|
| C. Anker              | Connexxion N.V. |  |
|                       |                 |   |
|                       |                 |   |
|                       |                 |   |
|                       |                 |   |

**VERTROUWELIJK**

Connexion N.V.  
t.a.v. de heer J.G. Vendrig  
Postbus 224  
1200 AE HILVERSUM

Utrecht, 17 augustus 1999

wk/b99.218/bdh

Betreft: **accountantsverklaring inzake pro-forma jaarcijfers 1995-1997**

Geachte heer Vendrig,

Ingevolge uw opdracht hebben wij de bijgevoegde en gewaarmerkte pro-forma jaarcijfers van CPV Holding N.V. (hierna: Connexion N.V.) voor de jaren 1995, 1996 en 1997 gecontroleerd.

De pro-forma jaarcijfers van Connexion N.V. voor de jaren 1995, 1996 en 1997 zijn gecontroleerd aan de hand van de jaarrekeningen over de respectieve jaren van Midnet, Oostnet, NZH en ZWN. De daarin begrepen jaarcijfers van de techniek en handeldochters van de genoemde ondernemingen zijn geëlimineerd. Bij de gebruikte jaarrekeningen hebben wij in alle gevallen goedkeurende accountantsverklaringen verstrekt.

Wij machtigen u de bijgevoegde accountantsverklaring te gebruiken ten behoeve van uw offertes.

Hoogachtend,  
Ernst & Young Accountants  
namens deze



drs. W.R.L. Koolhof RA

Bijlage: accountantsverklaring

Connexxion N.V.  
t.a.v. de heer J.G. Vendrig  
Postbus 224  
1200 AE HILVERSUM

Utrecht, 17 augustus 1999

wk/b99.218/bdh

**ACCOUNTANTSVERKLARING INZAKE PRO-FORMA JAARCIJFERS 1995-1997**  
afgegeven t.b.v. offertes van Connexxion N.V.

*Opdracht*

Wij hebben de bijgevoegde door ons gewaarmerkte pro-forma jaarcijfers van Connexxion N.V. (voorheen CPV Holding N.V.) te Hilversum inzake de jaren 1995 tot en met 1997 gecontroleerd. Deze pro-forma jaarcijfers zijn opgesteld onder verantwoordelijkheid van de leiding van de vennootschap. Het pro-forma karakter van deze jaarcijfers is in de bij de jaarcijfers opgenomen toelichting uiteengezet. Het is onze verantwoordelijkheid een accountantsverklaring inzake deze pro-forma jaarcijfers te verstrekken.

*Werkzaamheden*

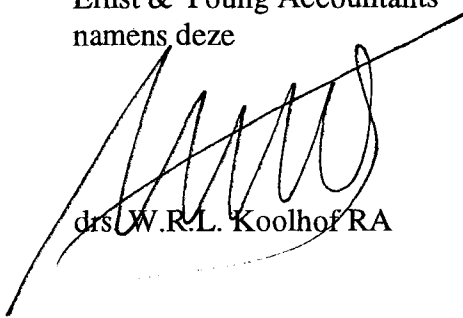
Onze controle is verricht overeenkomstig algemeen aanvaarde richtlijnen met betrekking tot controle-opdrachten. Volgens deze richtlijnen dient onze controle zodanig te worden gepland en uitgevoerd, dat een redelijke mate van zekerheid wordt verkregen dat de opgave van de omzet geen onjuistheden van materieel belang bevat.

Wij zijn van mening dat onze controle een deugdelijke grondslag vormt voor ons oordeel.

*Oordeel*

Wij zijn van oordeel dat de pro-forma jaarcijfers van Connexxion N.V. (voorheen CPV Holding N.V.) te Hilversum inzake de jaren 1995 tot en met 1997 op alle materieel van belang zijnde aspecten op juiste wijze zijn ontleend aan de jaarrekeningen van Midnet Groep N.V., Oostnet Groep N.V. (t/m 1995: TET en GVM), Noord-Zuid-Hollandse Vervoermaatschappij N.V. en ZWN Groep N.V. van de respectieve jaren, waarbij wij goedkeurende accountantsverklaringen hebben afgegeven.

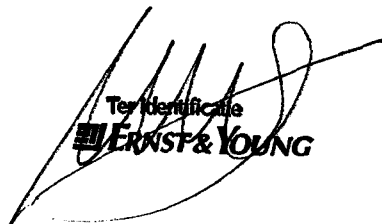
Ernst & Young Accountants  
namens deze



drs W.R.L. Koolhof RA



Paraaf voor waarmerkingsdoeleinden:

  
Ter identificatie  
**ERNST & YOUNG**

Bijlage: Pro-forma jaarcijfers 1995-1997 van CPV Holding N.V.

# connexion

## Pro-forma jaarcijfers

| Ultimobalansen                          | 1997           | 1996             | 1995             |
|---|----------------|------------------|------------------|
| <b>Immateriële vaste activa</b>         |                |                  |                  |
| Goodwill                                | 0              | 2.160            | 3.300            |
| Overige immateriële vaste activa        | 0              | 0                | 0                |
| <b>Totaal</b>                           | <b>0</b>       | <b>2.160</b>     | <b>3.300</b>     |
| <b>Materiele vaste activa</b>           |                |                  |                  |
| Bedrijfsgebouwen en terreinen           | 283.491        | 264.498          | 259.729          |
| Rollend materieel                       | 433.994        | 503.832          | 537.117          |
| Andere vaste bedrijfsmiddelen           | 43.128         | 42.996           | 40.216           |
| Vaste bedr midd in uitvoering           | 12.740         | 17.350           | 4.390            |
| Niet aan bedrijfsuitoefening dienstbaar | 632            | 617              | 714              |
| <b>Totaal MVA</b>                       | <b>773.985</b> | <b>829.293</b>   | <b>842.166</b>   |
| <b>Financieële vaste activa</b>         |                |                  |                  |
| Deelnemingen                            | -77            | 2.361            | 11.790           |
| Vorderingen                             | -613           | 9.531            | 57.892           |
| <b>Totaal FVA</b>                       | <b>-690</b>    | <b>11.892</b>    | <b>69.682</b>    |
| <b>Vlottende activa</b>                 |                |                  |                  |
| Vorraden                                | 8.829          | 18.477           | 10.157           |
| Vorderingen                             | 174.127        | 201.843          | 218.531          |
| Liquide middelen                        | 32.957         | 35.073           | 35.931           |
| <b>Totaal vlottende activa</b>          | <b>215.913</b> | <b>255.393</b>   | <b>264.619</b>   |
| <b>Totaal activa</b>                    | <b>989.208</b> | <b>1.098.738</b> | <b>1.179.767</b> |
| <b>Eigen vermogen</b>                   |                |                  |                  |
| Eigen vermogen                          | 461.812        | 466.410          | 465.329          |
| Belang van derden                       | 14.691         | 15.435           | 9.136            |
| <b>Groepsvermogen</b>                   | <b>476.503</b> | <b>481.845</b>   | <b>474.465</b>   |
| Egalisatierekening investeringbijdrage  | 27.802         | 35.103           | 43.295           |
| Voorzieningen                           | 71.773         | 94.933           | 101.701          |
| Langlopende schulden                    | 191.523        | 246.370          | 297.423          |
| Kortlopende schulden                    | 221.607        | 240.487          | 262.883          |
|   | 0              | 0                | 0                |
| <b>Totaal passiva</b>                   | <b>989.208</b> | <b>1.098.738</b> | <b>1.179.767</b> |

Ter Identificatie  
  
**ERNST & YOUNG**

# connexion

| Resultatenrekening   | 1997             | 1996             | 1995             |
|--|------------------|------------------|------------------|
| Openbaar vervoer   | 1.139.661        | 1.115.900        | 1.071.393        |
| Toervervoer  | 90.289           | 89.244           | 97.043           |
| Taxi   | 198.271          | 180.274          | 131.409          |
| Vervoeropbrengsten   | 1.428.221        | 1.385.418        | 1.299.845        |
| Overige activiteiten   | 20.328           | 17.714           | 36.635           |
| <b>Netto omzet</b>   | <b>1.448.549</b> | <b>1.403.132</b> | <b>1.336.480</b> |
| Inkoopwaarde T&H   | 44.420           | 53.239           | 41.662           |
| Lonen en salarissen & sociale lasten                                 | 727.777          | 725.107          | 692.636          |
| Afschrijvingen   | 119.773          | 118.037          | 109.940          |
| Overige bedrijfskosten   | 487.316          | 459.120          | 422.024          |
| <b>Totaal bedrijfslasten</b>   | <b>1.379.286</b> | <b>1.355.504</b> | <b>1.266.262</b> |
| <b>Bedrijfsresultaat<br/>(I -/- II)</b>                              | <b>69.263</b>    | <b>47.628</b>    | <b>70.218</b>    |
| Res. deelnemingen  | 0                | -203             | -3.183           |
| Intrest  | -22.161          | -23.722          | -21.574          |
| <b>Financieel resultaat</b>  | <b>-22.161</b>   | <b>-23.925</b>   | <b>-24.757</b>   |
| <b>Resultaat uit gewone<br/>bedr. uitvoef. (III + IV)</b>            | <b>47.102</b>    | <b>23.703</b>    | <b>45.461</b>    |
| Belasting op resultaat<br>uit gew. bedr. uitvoef.                    | 17.949           | 9.317            | 17.177           |
| <b>Resultaat uit gewone<br/>bedrijfsuitoefening<br/>na belasting</b> | <b>29.153</b>    | <b>14.386</b>    | <b>28.284</b>    |
| Buitengewone baten   | 476              | 0                | 4                |
| Buitengewone lasten  | -44.648          | -480             | -8.339           |
| <i>Buitengewoon resultaat voor belasting</i>                         | <i>-44.172</i>   | <i>-480</i>      | <i>-8.335</i>    |
| Belasting op buitengewoon resultaat                                  | 15.424           | 88               | 2.866            |
| <b>Buitengewoon resultaat na belasting</b>                           | <b>-28.748</b>   | <b>-392</b>      | <b>-5.469</b>    |
| <b>Groepsresultaat<br/>(V + VI)</b>                                  | <b>405</b>       | <b>13.994</b>    | <b>22.815</b>    |
| Derdenbelang   | -167             | 957              | 553              |
| <b>Netto resultaat</b>   | <b>572</b>       | <b>13.037</b>    | <b>22.262</b>    |

## **Toelichting bij pro-forma jaarcijfers**

VSN-1 is in 1998 totstandgekomen als gevolg van de door VSN Groep te Utrecht in gang gezette reorganisatie. Hierbij zijn Midnet Groep N.V., Oostnet Groep N.V. (t/m 1995: TET en GVM), Noord-Zuid-Hollandse Vervoermaatschappij N.V. en ZWN Groep N.V. (hierna Midnet, Oostnet, NZH en ZWN), alle voormalige dochtermaatschappijen van de VSN Groep, met uitzondering van hun techniek en handel-activiteiten, ingebracht in VSN-1.

**Request for clarification (Appendix to our letter of 25 September 2000, our reference HSL-Zuid U-129583)**

**Question 1**

Fill in Part B1 of the Request for Qualification for CGEA SA.

**B 1** Details of the company

|   |   |
|---|---|
| Registered name                         | C.G.E.A. SA   |
| Current trading name                    | CGEA  |
| (if different)<br>Previous trading name |   |
| Registered address                      | 163-169 Avenue Georges Clémenceau<br>92735 Nanterre Cedex, FRANCE |
| Authorised Officer                      | Henri PROGLIO   |
| Telephone                               | 01 46 69 33 45  |
| Facsimile                               | 01 46 69 33 30  |
| E-mail                                  | Hproglio@cgea.fr  |

Type of organisation

CGEA SA is a group of transport and waste management companies

Country of registration

|                   |                                 |                      |            |
|-------------------|---------------------------------|----------------------|------------|
| Registered number | R.C.S NANTERRE<br>B 572 221 034 | Year of registration | 23.12.1957 |
|-------------------|---------------------------------|----------------------|------------|

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.

## Question 2

Fill in Part B1 of the Request for Qualification for Swedcarrier.

B 1

### Details of the company

|   |  |
|---|--|
| Registered name                         | AB Swedcarrier                           |
| Current trading name                    | AB Swedcarrier                           |
| (if different)<br>Previous trading name | Svenska Lastbilsaktiebolaget (1937-1982) |
| Registered address                      | Box 255<br>101 25 Stockholm              |
| Authorised Officer                      | Daniel Johannesson                       |
| Telephone                               | +46 8 762 3003                           |
| Facsimile                               | +46 8 14 94 31                           |
| E-mail                                  | Daniel.johannesson@stab.sj.se            |

### Type of organisation

AB Swedcarrier is a holding company for all SJ incorporated limited liability companies.  
AB Swedcarrier is 100% owner of SJ International. AB Swedcarrier is 100% owned by SJ,  
The Swedish State Railway.

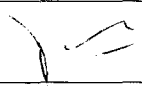
### Country of registration

|                   |             |                      |      |
|-------------------|-------------|----------------------|------|
| Registered number | 556036-3409 | Year of registration | 1937 |
|-------------------|-------------|----------------------|------|

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.

**Question 3**

Mr. Anker was designated for Connexion NV, but did not sign the application. The forms for Connexion NV were signed by officers that were designated for Connexion Holding only. Please confirm that Mr. Bruggink and Mr. Koerhuis are authorised to sign on behalf of Connexion NV as well.

|  |   |
|--|---|
| On behalf of the Startrac consortium, I confirm that Mr. Bruggink and Mr. Koerhuis are authorised to sign on behalf of Connexion NV. |   |
| Name   | T. Kienhorst  |
| Signature  |  |

**Question 4**

Submit annual reports of: CGEA and ConnexXion of last 3 accounting years.



| Request for clarification HSL 16 May 2001 |   | STARTRAC's answers 23 May 2001  |
|---|---|---|
| QUESTIONS                                 |   | ANSWERS   |
|   | 2. The passengers   |   |
| 1   | 2.1 Page 24: You seem to have taken out the students from your volume projections, but not from your purpose split, resulting in an overrepresentation of leisure passengers at the expense of business passengers. If this is so, what would be the effect on revenues and the contribution to government?   | <p>We have excluded student trips from the volume projections.</p> <p>We have also made a comparison of the proportion of domestic journeys by purpose for the revenue generating trips (i.e. what is included in the model) and the non-revenue generating trips. Business trips make up 10% of the non-revenue generating domestic trips compared to 27% of revenue generating trips. Conversely there is a lot higher proportion of commuting in the non-revenue generating trips, 36% vs 10%. The implication of this is that the proportion of leisure trips in both samples is similar, 64% of the revenue generating trips and 55% of the non-revenue generating trips.</p>  |
|   | 2.2 Page 30: In figure 2.13 you specify that the domestic market would be 5.7 million passengers if the HSL would exist in the year 2000. In addition you mention that you use an average growth rate of 2.7% p.a. for non-Schiphol related growth and 5.5% for Schiphol related growth. If we apply these growth figures (weighted average growth of 4.3% p.a.) on the 'ex-rail' passengers only we arrive at an passenger volume of 8.2 million passengers in 2010. |   |
| 2   | 2.2 A A. Could you please explain this difference?  | <p>The base domestic market is 5.7m if the HSL were to exist in 2000. The average growth rates for non-Schiphol and Schiphol related growth were 2.7% and 5.5% respectively. However these are not the only factors affecting the level of demand in 2010. There are also the effects of constraining the Amsterdam-Schiphol trips (the biggest effect), revenue management and application of constrained load factors. All these factors affect the domestic passenger volumes in the base case and the overall the effect is to push the passenger volumes down as the greatest effect is caused by the Amsterdam-Schiphol constraint. It is also true that the overall growth rate at the beginning of the period will be lower because the Schiphol flows are a smaller proportion of the total.</p> |

|   |       |  |  |
|---|-------|--|--|
|   |       | Similarly if we apply your growth rates of 2.7% and 5.5% between 2010 and 2020 (with 60% Schiphol related traffic in 2010, figure 2.14) starting from a volume of 6.8 million passengers in 2010 we arrive at a volume of 10.5 million domestic passengers in 2020 as opposed to your figure of 9.6 million. |  |
| 3 | 2.2 B | B. Could you please explain this difference?   | The same applies with regards to the comment on the number of domestic passengers in 2020 being lower than what they have calculated (10.5m compared to 8.2m). It is also worth making the point that because the Schiphol flows growth at a faster annual growth rate their share of the total domestic journeys is likely to increase over time. The same points as the above can be made with reference to the International journeys and illustrates why the STARTRAC forecasts are lower than the calculations made in the comments |
| 4 | 2.2 C | C. Similar question for the international traffic.   | see above  |
|   |       | 2.3 Student's passes:  |  |
| 5 | 2.3 A | A. What would be the effect on revenues and the contribution to government, if you would receive similar compensation as NS and Connexion receive from the Ministry of Education (on an O/D basis, not per passengerkilometer)?  | This question cannot be answered because for new lines and or new operating companies this is not foreseen in the present contract.  |
| 6 | 2.3 B | B. Likewise, what would be the effect if there would be no student pass anymore?   | On the assumption that students are not a special category and have similar fares as other travellers the volume could increase by 19% (6.82 m to 8,08 m). However this is a new assumption therefore not a condition of the ITT.  |
|   |       | 3. Service Offer   |  |
| 7 | 3.1   | 3.1 How will you incorporate the smartcard/OV chip card for buying international tickets?  | It will be possible to use the purse application as a mode of payment, for example in the international TVM and on the trains. We also hope that it will be possible to store the ticket in the ticket or contract application. This depends on the final specification of the OV chip card and the possibilities for the customer to use the function outside Holland.  |
|   |       | 4. Pricing and yield management  |  |

|    |     |   |   |
|----|-----|---|---|
| 8  | 4.1 | 4.1 Page 56: In figure 4.6 you mention the lowest price for domestic passengers at 33%. Is this a discount of 33% on the average yield or do you mean a price at 33% of the average yield (discount 67%)? | The price per passenger km will be at 33% of the average yield (discounted 67%).  |
| 9  | 4.2 | 4.2 The system of revenue management indicates that low-yield customers will be encouraged to move to off-peak. Will there be any low-fare segment available in the peak?                                 | By using our revenue management system we have the opportunity to offer "last-minute-tickets" and APEX (pre-booking) on each departure. Our experience from Sweden gives that we are able to offer tickets to the low-fare segment even on peak departures but to say in advance how many seats is impossible.  |
| 10 | 4.3 | 4.3 What would be the effect on revenues and the contribution to government if you assume that NS would raise domestic fares with CPI +2% every year until including 2006.                                | This is a new assumption not covered by the ITT. Should be discussed in the negotiation phase.  |
|    |     | 6. Organisation   |   |
| 11 | 6.1 | 6.1 Page 67/68: Where will the counter staff be employed. Will it be dedicated 'Startrac' sales counters at stations or within NS Stations sales counters?  | Counters staff will be employed within the STARTRAC organisation. There will be dedicated STARTRAC sales and information counters, beside / instead / next to, of sales activities placed out of contract; or within the existing NS organisation or other entrepreneurs, at every station mentioned in the basic bid.  |
|    |     | 7. Rolling Stock  |   |
| 12 | 7.1 | 7.1 Could you please indicate the effect of a shift in time of the utilisation of the track to 1 June 2006 on your rolling stock.   | We will delay the purchasing and the procurement of the Rolling stock with at least 5 months. If we are informed before the order of the rolling stock is placed we are able to change the planning without financial consequences except the on going project management costs. If the decision to delay the utilisation as mentioned to 01 June 2006 is made later than the purchase data of the rolling stock, there could be financial consequences that are to be validated at the moment it occurs. |
| 13 | 7.2 | 7.2 Please supply information on energy consumption of rolling stock (as asked in ITT chapter 7.1)  | Based on Siemens ICE3 train by section (assuming approximately the same energy consumption for both directions).<br>Energy consumption in KW by section (per unit and single way):<br>Rotterdam CS : 1958 KW<br>Border: 3536 KW.<br>Amsterdam CS -<br>Amsterdam CS - Belgium  |

|    |       |  |   |
|----|-------|--|---|
|    |       | 7.3 Page 72: What would be the effect of using 220 kph rolling stock for both domestic services and Brussels services in terms of:   |   |
| 14 | 7.3 A | A. journey times;  | Amsterdam CS - Brussels : 105 minutes with the same number of stops   |
| 15 | 7.3 B | B. passenger volumes; and  | This is not corresponding to the conditions of the ITT  |
| 16 | 7.3 C | C. contribution to government?   | see above   |
|    |       | 7.4 Page 77, figure 7.4: This figure shows that the Base Case requires 5 domestic + 24 international train sets. On page 106 you state that passenger numbers are lower than the Base Case. Figure 3 and page 109 shows that Variant 2 requires 7 domestic + 24 international train sets (2 more sets than the Base Case). | The differences, in term of fleet, are coming from 2 origins: -The capacity to offer on the section Schiphol <=> Rotterdam CS, which is depending of the demand, - The repartition of the domestic travellers on domestic and international trains is very different for these three scenarios (depending of the origin or the destination). The total rotation time (journey time and back, time to turn around in terminal stations) is shorter when the trains turn in Amsterdam WTC compared to the turn around time in Amsterdam CS. In the base case, all domestic trains are composed of single unit during the peak hours.  |
|    |       |  | in variant 2, to offer enough capacity on the section Schiphol <=> Rotterdam CS, all domestic trains are coupled during peak hours (3 units more in operation compared to the base case). The number of international trains is the same as in the base bid. In variant 3, 50% of the domestic trains are coupled to offer enough capacity on the section Schiphol <=> Rotterdam CS (2 units more in operation compared to the base case). The number of international trains in operation decrease by one unit in variant 3 compared to the base case due to the shorter turn around time in Amsterdam WTC compared to Amsterdam CS. There are less domestic passengers on international trains in scenarios 2 and 3 than on the base bid (in peak hours). This is due to the fact that passengers have only two trains in Amsterdam CS per hour in variants 2 and 3, in place of 4 in the base case. The split of the passengers between domestic and international trains is optimised in the base case because there is the choice in Amsterdam CS between domestic and international train and more frequency (4 trains per hour) than in variants 2 or 3 (only 2 trains per hour) |
| 17 | 7.4 A | A. Why is this if passenger numbers and journey time have decreased?   | see above   |

|    |       |   |   |
|----|-------|---|---|
|    |       | Also page 113 you state that Variant 3 requires 7 domestic + 23 international train sets.   |   |
| 18 | 7.4 B | B. Why are there more domestic and less international train sets required in Variant 3 when compared to the Base Case?  | see above   |
| 19 | 7.5   | 7.5 Page 78: The workshop investments (see also table 8.1) of the text do not match with your Business Model. Could you please indicate which number is correct?  | The business model is correct as part of the investment is assumed to be covered by a lessor.   |
| 20 | 7.6   | 7.6 Page 78: All maintenance will be outsourced, but a depot in Amsterdam/Watergraafsmeer is anticipated and a large investment in this workshop is mentioned. Could you please elaborate more on this?                         | The reason for investing in a new workshop is that STARTRAC wants to secure here access to a workshop in the Netherlands, secondly we want to have competition regarding maintenance and servicing of trains in the Netherlands. STARTRAC is not intending to maintain the workshop only for her own rolling stock, but will offer SNCF, SNCB and other rail operators in Holland including the Dutch Rail the possibility to maintain their rolling stock at this location. STARTRAC plans to place the workshop activities under the responsibility of an experienced entrepreneur. Selection and contracting will take place in a later phase (see figure 5.1 page 58 STARTRAC bid). |
|    |       | 8. Financing and risks  |   |
| 21 | 8.1   | 8.1 Applying your lower payments to government leads to a higher taxation in the first years. What is the effect on your contribution to government if you increase your contribution the first year and avoid taxation?        | Does not apply since we require a 5% after tax profit.  |
| 22 | 8.2   | 8.2 It seems you have not included the release of your retained earnings in 2020/21 when determining the required pay-out of dividends. If this is so, what would be the effect on revenues and the contribution to government? | Please, explain the question.   |
|    |       | 9. Key service parameters   |   |

|    |      |  |  |
|----|------|--|--|
| 23 | 9.1  | 9.1 The international trains will be used for domestic passengers for Amsterdam – Rotterdam. How will a seat chance be secured, compliant with article 8.2 of the draft contract with SNCB?  | There will not be no difference in the way we offer domestic passengers seats on international trains in Belgium compared to The Netherlands.  |
| 24 | 9.2  | 9.2 Page 87: What does the line 'customers will be paired' mean. Could you be more specific on this? You tell us that experience in Sweden with your management system have increased seat change dramatically. Are there any figures in your bid to support this statement and to the Swedish experience comparable to The Netherlands? | The exact wording is paired with departure. 'Customers will be paired' means that customers with low price sensitivity have a bigger opportunity to choose departure compared with the low-fare segment since their seats in general are referred to off-peak departures. As shown in figure 3.1 the number of available seats for each customer segment increases, especially for off-peak travellers, and this results in a higher seat chance and we can not see why it wouldn't work in The Netherlands. This system has been used by the major airlines over the world for many years with the same result. |
|    |      | 10. Implementation plan  |  |
| 25 | 10.1 | 10.1 What is the role of SJ in your consortium during implementation?  | SJ will be 100% involved as partner in the implementation period to provide their knowledge and experience, together with the other members of STARTRAC, (see figure 1.1 page 13 STARTRAC bid) to launch STARTRAC.   |
|    |      | Part F: Financial Model  |  |
| 26 | F.1  | F.1 Page 2: Are total passenger kilometres filled in correctly?  | The figures are inclusive of passenger kilometres on the SNCF and SNCB network.  |
| 27 | F.2  | F.2 Page 2: Does train service frequency match with Base Case (32 trains on Amsterdam-Brussels (sum of single services) each day)?   | Yes, it does. STARTRAC's planned frequency of service applies 365 days a year see page 38 Figure 3.4.  |
| 28 | F.3  | F.3 Page 2: Are pass passengers also allowed to travel during peak hours?  | It is depending on the type of pass passengers. There will be pass passengers only allowed during off peak time and pass passengers allowed at every time, depending on the fare structure.  |

|    |     |   |  |
|----|-----|---|--|
| 29 | F.4 | F.4 Page 3: Train kilometres are consistent year after year. Does did mean that you will already start operation a full service, also in the building-up phase?                             | As explained in chapter 10.3 Operational implementation, page 100 and chapter 10.4 Build up of services, page 101, Startrac launches with full domestic service, and builds the complete train timetable within six months. STARTRAC offers the required frequency of service from launch: · Full domestic service (32 trains per direction per day every day Amsterdam CS <=> Rotterdam); · 50% of international service (8 trains per direction Amsterdam CS <=> Brussels Midi and 8 trains per direction Amsterdam CS <=> Paris) every day. Within six months, by July 2006, 100% of international services will be in operation. This planning is compliant with the delivery schedule of the rolling stock (see Chapter 7) and with the general implementation plan. STARTRAC plans to evolve service by increasing capacity, using two train sets per train during peak hours, or by extending peak hours. see also the corrected chapter 3.3 on a separate sheet. |
| 30 | F.5 | F.5 Page 5. Please explain your category 'other' in table 4.2. How do the categories link to the categories distinguished in the yield management chapter (chapter 4)?                      | We are referring to the APEX categories; special offers/groups, last minute-tickets and pre-booked ticket.   |
| 31 | F.6 | F.6 Page 7: Table E leads to 16 owned trainsets in 2010. This does not match with the number of sets in table F1. Could you please explain the difference.                                  | Correction in table E attached   |
| 32 | F.7 | F.7 Page 13: Have you adjusted your lease fees (noticing that the fixed nominal fee decreases in real terms over time)? If not, what would be the effect on the contribution to government? | This answer is depending on the inflation rate to be adopted. You may modify the model with your own assumptions.  |
| 33 | F.8 | F.8 Page 16: Please make a split-up of the operational margin per line.   | We need more time to do it.  |
| 34 | F.9 | F.9 When reconciling your yields and volumes with your revenues we miss 2,3% on international and 5,6% domestic revenues.   | Please provide us with more explanation.<br>VAT → Bert   |

|    |       |   |  |
|----|-------|---|--|
|    |       | O. Other  |  |
| 35 | O.1   | O.1 Please change your Compliancy Statement:<br>'I herewith declare that this Bid is, apart from the contribution to the Government, fully compliant with...'   | Done.  |
|    |       |   |  |
|    |       | O.2 Overall question: taking your answers to questions (nr. 2.1, 2.3, 7.3, 8.1, 8.2, F.8, F.9 and O.4) into account. What is your optimal bid for:  |  |
| 36 | O.2 A | A. the base case;   | This is modifying the conditions of the ITT and should be addressed during the negotiation phase   |
| 37 | O.2 B | B. the variants; and  | see above  |
| 38 | O.2 C | C. your optimal combination of variants.  | see above  |
|    |       |   |  |
| 39 | O.3   | O.3 Where can costs of building/leasing and connecting the rail traffic control centre be found?  | The cost for these activities are in the model. Renting square meters, telephone fax, furniture, computers are to be found in the Station costs. Staff cost are divided between Overhead, Production staff. General remark we assumed to place the rail service centre at the same building and location as the Rail Traffic control in Amsterdam. |
|    |       |   |  |
|    |       | O.4 Compared to our reference position we wonder whether you may have overstated:   |  |
| 40 | O.4 A | A. international rolling stock;   | all the figures are available in the model. Could you explain this point further?  |
| 41 | O.4 B | B. international staff; and   | see above  |
| 42 | O.4 C | C. maintenance for rolling stock.   | see above  |
|    |       | Is it possible that you have assigned all costs to the NSL TOC instead of splitting these with SNCB. What would be the financial effect on the contribution to government of an optimisation in this respect? | The costs have been apportioned accordingly to the ITT conditions, including the SNCB and SNCF draft contracts. Could you be more specific?  |
|    |       |   |  |
| 43 | O.5   | O.5 What do you believe are the main areas for discussion with SNCB and SNCF and how could these improve or reduce your Bid (indicatively)?   | First of all we believe that it will weaken HSL's position having the negotiation with SNCB and SNCF (and any other potential party) conducted in parallel with two bidders.   |
|    |       |   |  |
|    |       |   | The main areas for discussion are:   |



|  |  |  |   |
|--|--|--|---|
|  |  |  | Fleet size, specification and order of the rolling stock, maintenance contracts, Financing of the rolling stock could be approached together on the basis of operational leases with a single provider, |
|  |  |  | Commercial aspects as sales ( common system for ticketing and reservation, electronic purse...), definition of services to be done with synergy, extension south or west of Paris.                      |
|  |  |  | It may be also very interesting to work on extension of services from London to Bruxelles as SNCB and SNCF are partners in Eurostar.  |
|  |  |  | We cannot indicate how these discussions will improve or reduce our bid as it requires too many assumptions.  |



## E Rolling Stock

| Year Ending 31 December               | Units | SNCF contract |      |      |      |           |            |            |            |            |            |            |            |            |
|---------------------------------------|-------|---------------|------|------|------|-----------|------------|------------|------------|------------|------------|------------|------------|------------|
|                                       |       | 2001          | 2002 | 2003 | 2004 | 2005      | 2006       | 2007       | 2008       | 2009       | 2010       | 2011       | 2012       | 2013       |
| <b>7.1 Rolling stock requirements</b> |       |               |      |      |      |           |            |            |            |            |            |            |            |            |
| <b>Seat capacity per set</b>          |       |               |      |      |      |           |            |            |            |            |            |            |            |            |
| A'dam-Rotterdam                       | no.   | 448           |      |      |      |           |            |            |            |            |            |            |            |            |
| A'dam-Brussels                        | no.   | 448           |      |      |      |           |            |            |            |            |            |            |            |            |
| A'dam-Paris                           | no.   | 448           |      |      |      |           |            |            |            |            |            |            |            |            |
| <b>Couple factor</b>                  |       |               |      |      |      |           |            |            |            |            |            |            |            |            |
| A'dam-Rotterdam                       | no.   |               |      |      |      | 1,00      | 1,10       | 1,10       | 1,10       | 1,16       | 1,16       | 1,16       | 1,16       | 1,16       |
| Rotterdam-Brussels                    | no.   |               |      |      |      | 1,00      | 1,20       | 1,20       | 1,20       | 1,31       | 1,31       | 1,31       | 1,31       | 1,31       |
| Brussels-Paris                        | no.   |               |      |      |      | 1,00      | 1,00       | 1,00       | 1,00       | 1,10       | 1,10       | 1,10       | 1,10       | 1,10       |
| Set kilometers                        | km    |               |      |      |      | 8.586.855 | 11.846.925 | 11.848.925 | 11.848.925 | 12.816.802 | 12.816.802 | 12.816.802 | 12.816.802 | 12.816.802 |
| <b>Sets in use</b>                    |       |               |      |      |      |           |            |            |            |            |            |            |            |            |
| Amsterdam - Rotterdam                 | no.   |               |      |      |      | 4         | 4          | 4          | 4          | 4          | 4          | 4          | 4          | 4          |
| Amsterdam - Brussels                  | no.   | art.nr. 4.1   |      |      |      | 1,1       | 4,8        | 4,8        | 4,8        | 5,8        | 5,8        | 5,8        | 5,8        | 5,8        |
| Amsterdam - Paris                     | no.   | (1)           |      |      |      | 1,0       | 1,9        | 1,9        | 1,9        | 2,4        | 2,4        | 2,4        | 2,4        | 2,4        |
| Spare sets                            | no.   |               |      |      |      | 1,1       | 2,2        | 2,2        | 2,2        | 2,2        | 2,2        | 2,2        | 2,2        | 2,2        |
| Total                                 | no.   |               |      |      |      | 7,2       | 12,9       | 12,9       | 12,9       | 14,4       | 14,4       | 14,4       | 14,4       | 14,4       |

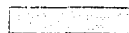

(1) For revenue, cost and investment arrangements with SNCF, take the draft agreement with SNCF into account.

2014      2015      2016      2017      2018      2019      2020

|      |      |      |      |      |      |      |
|------|------|------|------|------|------|------|
| 1,16 | 1,16 | 1,16 | 1,16 | 1,16 | 1,16 | 1,16 |
| 1,31 | 1,31 | 1,31 | 1,31 | 1,31 | 1,31 | 1,31 |
| 1,10 | 1,10 | 1,10 | 1,10 | 1,10 | 1,10 | 1,10 |

|            |            |            |            |            |            |            |
|------------|------------|------------|------------|------------|------------|------------|
| 12.816.502 | 12.816.802 | 12.816.802 | 12.816.802 | 12.816.802 | 12.816.802 | 12.816.502 |
|------------|------------|------------|------------|------------|------------|------------|

|      |      |      |      |      |      |      |
|------|------|------|------|------|------|------|
| 4    | 4    | 4    | 4    | 4    | 4    | 4    |
| 5,8  | 5,8  | 5,8  | 5,8  | 5,8  | 5,8  | 5,8  |
| 2,4  | 2,4  | 2,4  | 2,4  | 2,4  | 2,4  | 2,4  |
| 2,2  | 2,2  | 2,2  | 2,2  | 2,2  | 2,2  | 2,2  |
| 14,4 | 14,4 | 14,4 | 14,4 | 14,4 | 14,4 | 14,4 |

 = to be filled in  
 = not to be filled in



2018      2019      2020

|            |            |            |
|------------|------------|------------|
| 1.831.232  | 1.831.232  | 1.831.232  |
| 2.624.557  | 2.624.557  | 2.624.557  |
| 6.366.150  | 6.366.150  | 6.366.150  |
| 10.821.939 | 10.821.939 | 10.821.939 |

# STARTRAC

*the HSL Zuid Transport consortium formed by:*

CGEA Connex

ConneXXion

SJ International



**a) Experience with yield management, electronic ticketing, internet-sales and customer loyalty programmes.****Yield management: STARTRAC has sophisticated systems available**

**CGEA Connex** build up large experience in yield management based on developing services with a primarily focus on realizing and maintaining customer satisfaction. In the CGEA Connex group there are 7 commitments to its clients: Guaranteed results, adaptability & flexibility, quality service, technical expertise, outsourcing, proximity and environmental ethics.

The experience of CGEA Connex in yield management is based also on operational efficiency, which mainly comes from a special focus on customers needs and quality of service: All steps of the added value chain for the design and the operation of an operational concept is based on accurate database on passengers flows and needs for the different types of period, day, and hour. The quality of the daily operation in terms of availability and punctuality is depending on:

- a. An accurate graphics for trains, based on an efficient database for running and dwelling times,
- b. A well dimensioned drivers staff, with adapted roster
- c. A well designed daily dispatching tool

CGEA Connex, in this matter, has an extensive know how and considers this skill as a core competence.

Based upon the experience build up in France and other countries with the management of a large range of contracts, including the commercial risks, CGEA Connex has developed high marketing skills. This enables us also to put these skills at disposal of all the regional companies.

Within CGEA Connex the exchange of knowledge is implemented by introducing four transversal projects: Acquisitions and tenders, Integration of new companies, Operational and commercial best practice exchange and Human resources.

CGEA Connex strongly believes that the capital in the company mainly exists on the existence of qualified and motivated personnel. Therefore CGEA Connex invest a lot in the development of the social side of the company, not only through several education programs but also through a large involvement of the worker participation. To bring our services to a higher level of quality we started two special Institutes for education, in France and in the United Kingdom. In these Institutes we motivate and train the front liners and management

CGEA Connex is organized in operational, international regions. Within each international region a culture of decentralization of the responsibilities is implemented at all levels in order for the operational sites to be the closest near to the customer needs and the most efficient in the cost optimization.

**SJ** has developed very sophisticated yield management systems for flexible price setting, optimal seat occupancy and meeting competition:

- SJ has implemented a yield management system that regards every route as a profit centre in which operating profit is analysed day-by-day and train-by-train. This type of yield management system enables SJ to optimise seat pricing in relation to cabin usage.
- SJ's yield management systems allow SJ to compete with highly flexible price setting. Yield management also takes into account special customer groups as children, young people,



students, and the elderly and disabled people. Furthermore a special project named TRAPETS was carried out to stimulate leisure travel demand in order to sell empty seats during off peak hours.

- The efforts being spent on yield management is a major factor behind the success of the X2000: market share out of the total of train plus air travel Stockholm – Göteborg has increased from 37% in 1988 to 52% in 1996 and is even higher today.

#### **Electronic ticketing: STARTRAC has valuable experience with state of the art systems**

**ConneXXion** has a leading role in a Dutch project that aims at introducing a chip card to pay for all public transport in the entire country. With NS and GVB Amsterdam, ConneXXion is partnering to work out the essentials of this product that will reduce complexity in the transport system and leads to abolition of the regulatory payment system (WROOV) that sub-optimises the behaviour of transport companies. ConneXXion runs several pilots, thus enlarging chip card experience and preparation of the full concept.

**SJ** is focussed on making it extremely easy to make reservations and get a hold of tickets by introducing all kinds of electronic ticketing systems:

- SJ has introduced self-service ticket machines for regional and inter-regional services, electronic ticketing and ticket-less travel are in place and provide greater customer benefit. A new IT customer services centre with all the available information and sales channels has been established at Stockholm Central Station.
- SJ is co-operating with Telia for the use of mobile phones as ticket carriers. Ticket purchase can be confirmed by an SMS message to a mobile phone. The SMS message is verified via the conductor's onboard computer. It is already possible to buy the entire range of tickets onboard as the guard's onboard computers can handle discount and credit cards.
- The conductor's hand-held computers will be developed to act as mobile "gates" on the trains.
- A new ticket system, called the TiM card, has been introduced in the Malaren region in Sweden in the beginning of 2000. The card is a contact-less smartcard. The card is for everyone, whether you travel only occasionally or every day. The card can be tailored for commuters with different travel profiles. It can be loaded for journeys between two stations, and eventually for the combination train, metro and bus in a more complex travel pattern. The new ticket system that is supported by five rail operators, includes TiM vending machines and TiM card readers, is an important step towards seamless, border-less travelling throughout the region. The system has been developed in co-operation with Schlumberger.
- Being a customer of SJ Passenger Traffic should be simple. The booking and price systems of SJ are developed in such a way that they will be easy to reach, understand and interact with. High capacity of the toll-free 020-75 75 75 number, automatic voice reply, simpler Internet booking and payment systems, ticket vending machines and IT stations with IT hosts are a part of this effort.
- In May 2000 Ericsson Mobile Communications and SJ Passenger Traffic have made a full-scale test for implementation of WAP- and Bluetooth technology as a method of communication via mobile telephones. This method of wire-less communication enables the passenger to book tickets, receive confirmation, reserve seats, pay, get access to the Internet while on the train etc. – all via the mobile telephone. Applications adapted to the needs of train staff have also been tested.
- SJ Passenger Traffic is taking steps to create new combination products with other transport modes, particularly aviation, where a journey by rail in one direction and air in the other can be a very attractive combination for customers. SJ and SAS are co-operating with common

ticketing, enabling customers to travel on one and the same ticket all the way from their home to a flight destination.

The CGEA Connex knowledge of ticketing has been developed over many years and has a proven ability in designing and implementing new ticketing systems all over the world. Different businesses have different requirements for ticketing and this has allowed us to become expert in the use of paper and magnetic ticketing as well as smart and contact-less cards most notably with buses, trams, trains and boats.

Indeed our breadth and volume in this area has made us one of the most important private customers of ticketing equipment all over the world.

Connex has also been involved in pilot studies using electronic purses and will probably be introduced to French Connex operations in Amiens, Nice and Cannes shortly. This technology benefits the customer by simplifying the purchase and use of tickets and the organization by providing powerful, but efficient, management information on the system.

Ticketing system at Fertagus

In Lisbon, Fertagus uses integrated ticketing system and a project also involves hardware upgrades setting the way for contact less smart cards and automatic ticket barriers.

### **Internet sales: STARTRAC has leading Internet sales technology in public transport**

CGEA Connex offers Ticketic, an Internet service in the Paris region. It facilitates the purchase of the monthly or annual transport ticket for employees of medium-sized companies. Ticketic offers to company employees using public transport in the network of Ile de France a safe and simple way to buy their «Carte Orange» and receive it directly at home or at their place of work. In a near future, Ticketic plans to become a portal of transport services in the network of Ile de France:

- Sale of the major transport tickets of the network of Ile de France
- Car sharing services
- Complementary services: route research, personalised services

**SJ** is since 1997 involved in Internet sales:

- It has been possible to book SJ tickets on the Internet since 1997, and this service is available also to companies since 1999. SJ was the first travel company in Sweden to be able to offer booking and payment services via the Internet. Tickets can be paid for by credit card on line. Tickets can also be booked on line and delivered against cash payment at approx. 2.600 ticket outlets: SJ's, ATG's and travel agencies. ATG has an extremely dense network of outlets all over Sweden and offer service till late in the evening. Tickets can also be mailed together with an invoice to the customer's registered home address.
- A new Internet function will be launched by which customers will be able to create their own individual travel home pages on the basis of their own preferences.
- Special attention is paid to services offered on board the high-speed train X2000. Trials are presently made to install screens and making Internet available to the traveller. Mobile phones can be used on board without problem but there are restrictions in "silent" cars!
- Everything a customer needs to know about public transport in Sweden is currently updated on the WEB pages of SJ Passenger Traffic, [www.resor.sj.se](http://www.resor.sj.se).

- The Tågplus scheme, which links train travel (run by SJ and/or other operators) to bus or ferry travel on the same ticket, has been in operation since 1991. The system covers all of Sweden and links together all County Public Transport Authorities (CPTA) train / bus / ferry to the inter-regional transport network. Via SJ Passenger Traffic web pages, service is thus rendered also to companies competing with SJ on rail and/or by other means of transport.

**ConneXXion** provides Internet bookings for business executives. Since early 2000 conneXXion provides the largest company in the Netherlands, as well as other companies, the possibility to book executive transport online. This enables cost cutting redesign of processes and administrative handling leading to a win-win situation. This service is planned to be extended to other market segments.

#### **Customer loyalty programs: STARTRAC offers a wide variety of loyalty programs**

- **SJ** Passenger Traffic has a huge number of corporate agreements that include customer loyalty programmes for business travellers called Commeo. Companies who increase their travelling with SJ can get lower fares and a number of service benefits for the company, as well as special leisure offers for the passenger concerned. The companies are also provided with clear travel statistics and information on how they have contributed to a better environment by choosing rail travel.
- Customers who travel often can buy various types of annual tickets that provide different services and in some cases free travel in accordance with certain regulations. SJ offers a business travel card that provides a 25% discount on all train fares. There is also a special card (Reslustkortet) for non-business travellers, families and persons with flexible time schedules, which provides access to the cheapest tickets.

**CGEA Connex** has a wide variety of customer loyalty programs in its different operations over the world:

- In Sweden, a loyalty card for season-ticket holders is launched: Linjebuss Plus. The more customers travel the more advantages they receive in the form of discounts and special offers.
- In Sydney, Australia, a multi-trip ticket was introduced: MetroCard. The MetroCard is related to the Metro Monorail that serves the Central Business District of Sydney and offers discounts for frequent travellers
- In Paris, France, the Imagine'R Card is offered. The Imagine'R Card offers students in Paris that frequently travel with CGEA Connex discounts and special offers
- In Cannes, France, the Chequier Privilege loyalty programme was introduced. This programme offers customers with monthly passes special offers and discounts in Cannes.

**b) Experience with multi-modal arrangements involving passenger train services and air, bus and/or metro services**

**STARTRAC considers the organisation of multi-modal arrangements aimed at increased use of the HSL South as one of its prime objectives. To travel between A and B must be easy for the passengers. STARTRAC has already considerable experience in multi modal arrangements:**

**ConneXXion** is very experienced in multimodal arrangements involving train and other transport modes, as demonstrated by these three examples:

- **TRAXX:** a multimodal passenger service (train, bus, taxi, ferry) throughout the Netherlands for the elderly and the handicapped that are legally entitled to special provisions. ConneXXion has developed a transport network with national coverage, thus giving the handicapped optimum mobility. With just one phone call to the TraXX call centre passengers can arrange door to door transport from anywhere to any destination within the Netherlands. When, where and as often as they want it.
- **People Movers:** this driverless vehicle transports people between for instance tube stations and business parks, thus improving the attractiveness to use public transport and improving the modal shift. ConneXXion offers a wide range of multi-modal services for business travellers, starting from dedicated limousine services to fully integrated mobility services including choice and reservation of transport mode, tracking and tracing.
- **ConneXXion** is, second to the bicycle, the largest supplier of passengers to the trains in the Netherlands. Through effective planning the use of bus and taxi more and more transforms to be the most efficient, reliable and priceworthy feeder of people connecting to trains

ConneXXion also operates a service that combines public transport to Schiphol Airport with pick up services for personnel from distant parking lots thus reducing congestion at Schiphol Airport.

**SJ** is contributing to the development of seamless easy travelling in different ways, many of which could be applied and developed in a Dutch context:

- The Tågplus scheme, which links train travel (run by SJ and/or other operators) to bus or ferry travel on the same ticket, has been in operation since 1991. The system covers all of Sweden and links together all County Public Transport Authorities (CPTA) train / bus / ferry to the inter-regional transport network
- The Tågplus co-operation is formalised even further by the Samtrafiken i Sverige AB, established in 1993 and focusing on the needs of the customer to travel easily from one point to another even when changes of transport mode or transport operator is necessary. The aim is formulated as follows:
  - The customer shall be informed about the total journey, including necessary stops and changes from one source of information.
  - Time schedules shall be co-ordinated to permit adequate time for change of transport.
  - Changes shall be possible within a short walking distance.
  - The total journey, irrespective of the number of operators, and irrespective of mode of transport shall be included in one single ticket.
  - All transport operators shall co-operate closely to avoid unnecessary problems when delays occur. Thus they should as far as possible await each other's arrival or offer another suitable mode of transport to the customer.

- Samtrafiken AB issues a nation-wide timetable (Rikstidtabellen) including all rail operators, approximately 1000 bus lines and 75 ferry connections. It is available in print, on CD-ROM and on the Internet. There is also a possibility on the Internet to search for suitable travel connections. The system covers about 2000 destinations.
- Integrated electronic ticketing is the key word in the new price and ticket system for the Öresund Region. Rail, bus and ferry traffic is integrated in a collective transport network with a common price and ticket system (the Öresund Tariff System) The idea is that travellers only need to buy one ticket for the whole region. For rail services, SJ is responsible for the Swedish side and DSB for the Danish, for bus services, Skånetrafiken on the Swedish side and HT, Hovestadsområdets Trafikselskab on the Danish.
- SJ Passenger Traffic is taking steps to create new combination products with other transport modes, particularly aviation, where a journey by rail in one direction and air in the other can be a very attractive combination for customers. SJ and SAS are co-operating with common ticketing, enabling customers to travel on one and the same ticket all the way from their home to a flight destination.
- Different types of parking services are available at the stations, such as the new manned PS-Parkeringservice. The car is a complement to the train, and SJ will assist all customers in easily obtaining access to a car at their destination via Tågbil (Train Car, a rental car service) and Tågtaxi (Train Taxi. Pre-booked taxi). Special services are available for disabled people.
- TiM is a joint marketing company operated by SJ and the county public transport companies in the lake Mälaren Valley. The project was started at the end of 1995 for the purpose of creating world-class travel opportunities for the people of the region – mainly for commuting, but also for longer journeys inside and outside the region. The system is based on efficient co-ordination of heavy rail (train), light rail (metro and tram) and bus with high flexibility via more frequent departures. On the heavy rail side, five different train systems have been integrated.
- Since the opening of the Öresund Bridge in July 2000 there has been a co-operation agreement with Kastrup airport. Travellers coming from or going to Sweden will no longer go by ferry but by train. The train travels all the way into the airport terminal area. Luggage can be checked in Malmö. Air and rail travel is included on the same ticket for SAS-flights. This possibility will probably be extended to other airlines.
- SJ Real Estate has conducted a ten-year programme of converting railway stations into travel centres, the aim being to co-ordinate rail traffic with airline, ferry, bus/coach and car traffic.
- Stockholm Central Station is a good example of a travel centre where long-distance rail traffic, operated by different train operating companies, regional train traffic, commuter traffic, metro, local bus services, long-distance bus services, airport bus, rail-airport shuttle and ferry agencies all meet under the same roof.
- It is SJ's firm opinion that co-operation must continue. Public transport is a network activity where each route and each operator derive benefit from all other parts of the network. Competing players must collaborate operationally or the network will be weakened to everyone's disadvantage, customers as well as operators. Representatives of different modes

of transport have tended to emphasise the competition aspect at the expense of the whole system. This is detrimental to all stakeholders, and the worst afflicted are customers and travellers.

**CGEA Connex**, through its multi-modal competence, is able to answer to any land transport requirements and can adapt to any market size and needs. Vehicle operated range from heavy rail, commuter and regional trains, underground systems, light rail and tramways, trolley buses and buses, motor coaches, taxi and Para transit services, boats and ferries.

The command of urban and interurban services, the competence in rail and road transport, allow CGEA Connex a holistic competence to propose inter-modal and coordinated services, especially in densely populated areas.

CGEA Connex views stations as multi-modal areas where huge potential exists for integration with shops and other public services thus fulfilling a CGEA Connex mission to improve the ambiance of the area and allowing a better use of time for customers between connections.

CGEA Connex has worldwide experience in integrating various modes of public transport:

- **Air and rail: Gatwick Airport connections (UK):** Connex became the first train operator in the UK to extend its lines of route beyond what was initially awarded in its franchise. The new stretch of track connects many stations north of London with Gatwick Airport. This has allowed Connex to capture a new segment of the travel market increasing traffic from 16,000 to 85,000 a month in just six months.
- **Bus and metro: Lisbon, Barraqueiro, Fertagus (Portugal):** In Lisbon, Barraqueiro and Fertagus operate many bus lines on the south of the Tagus river and train services over the river. The two modes of transport are integrated allowing easy transfer from one to the other. Further, Connex manage the car parks around the stations, allowing a fully integrated system to become realised.
- **Metro and bus: Rouen (France):** To stimulate growth in Rouen, Connex operate its Metrobus concept, which include the operation of 28 trams capable of carrying 250 people at any given time. This project lead to totally restructure the bus network around the two Metro lines, and supports the metro services.
- **Metro and bus: Stockholm (Sweden):** Part of the Stockholm local traffic services are organised into two companies (Connex Tunnelbanan AB and Linjebuss Sverige AB) the Connex group is responsible for the operation of the Stockholm Metro, 5 other track systems and a significant portion of Sweden's bus services. Two other companies operate the other bus-services and one company operates the Stockholm commuter trains. All companies co-operate which has resulted in:
  - A single type ticket for the Stockholm area
  - A shared customer call service centre
  - Reshaping timetables of operators in order to offer comfortable connections and changing times to travellers

### **c) Experience with publicly tendered franchises/concessions for public transport services**

**The STARTRAC partners have extensive experience with public transport tenders and operating in competitive environments:**

**CGEA Connex** has won many public tenders and currently realises over 70% of its turnover outside of France

In **France**, the culture of the delegated management, has allowed Connex to acquire a very large experience in the tenders for public transport services:

In particular, Connex is operating the Metrobus in Rouen, a conurbation with 382 000 inhabitants situated 120 km to the Northwest of Paris, which has grown up on both banks of the Seine. A report compiled in 1986 highlighted the city centre congestion caused by private cars and low usage of public transport. Connex was awarded, after public tender, a 30 years concession contract, with industrial, commercial and financing risks (with investments for busses) for management of the whole inter modal network. This contract is for: Busses and Tramways, 30 million passenger trips per year and an annual turnover of NLG 100 million

In the **UK** CGEA Connex has extensive experience with public tenders in rail operations and operates public bus networks and 17% of the British rail network.

- Train: South-Central and South-Eastern franchises
- 200 million passenger trips per year
- Type of involvement: Operational contract of 7 years, for one franchise, with industrial and commercial risks excluding investments in rolling stock. Operational contract of 15 years for the other one, with industrial and commercial risks including investments in rolling stock.
- An annual turnover of NLG 2.3 billion

The competence developed in Connex UK is used in Linjebuss. Thanks to this combined competence Linjebuss was awarded successfully, in May 1999, for the operation of the **Stockholm** (Sweden) underground system for five plus five years (together with 3 suburban tramway lines), as a result of an international public tender.

Since July 1999, Connex and BARRAQUEIRO through the FERGATUS consortium, operate the heavy rail link serving the **Lisbon, Portugal** conurbation, through a 30 years contract with industrial and commercial risks, including financing of the rolling stock. Annually about 40 million passengers are transported and sales revenues are about NLG 55 million.

In **Australia**, CGEA Transport has won public tenders for the operation of the Hillside rail franchise. This commuter train service in Melbourne was granted based on concessions with an average duration of 12 to 20 years.

**SJ's** experience:

- Since 1990 the County Public Transport Authorities in Sweden (CPTAs) are responsible for local and regional passenger transport services. This means that local and regional traffic is being tendered on the open market.
- SJ has participated in most of these tenders, including for example the tendering process for the new high-speed railway link to Arlanda Airport. The tendered concession covered everything from construction of the track to train operation, BOT, build-operate-transfer.

- In December 1995, the Swedish Parliament decided, in accordance with the Government Bill to that effect, to approve new preconditions for rail traffic. The decision, as it relates to passenger traffic, gave County Transport Authorities the right, from 1 July 1996, to provide local and regional passenger transport services also on the main network, within their own county. They were also allowed, subject to special investigations and governmental approval, to provide passenger traffic on the main network in neighbouring counties, if the aim in so doing is to develop the local or regional passenger traffic in their own county.
- 1998 was marked by further deregulation and increasing competition. International operators made inroads into the Swedish railway market as well as newly formed Swedish railway companies. Since 1 January 2000 the metro in Stockholm is run by Connex (CGEA) and the Stockholm commuter trains are run by a consortia formed by ViaGti, Go-Ahead and the Swedish train operator BK Tåg. The same consortium also won the one year tender for the traffic between Gothenburg and Malmö. Unfortunately, the latter service went into bankruptcy in May 2000 and the traffic has been confided to SJ Passenger Traffic again by the bankruptcy court. As of today Go-Ahead is no longer part of the consortium.
- Concessions for public transport are presently tendered by the Counties as well as by the Swedish State. In this context the State is represented by Rikstrafiken, (National Public Transport Agency), which started operating in July 1999. The task of Rikstrafiken is to foster, acting from the traveller's perspective, a co-ordinated system of long-distance, collective bus, sea, air and rail transport. The aim is to create an accessible, high-quality, comfortable and safe transport system and at the same time achieve positive regional development. Other important tasks for Rikstrafiken are to make travelling easier for people with special needs and to ensure that equality of opportunity is observed within the collective transport sector. Rikstrafiken is presently formulating a strategy for giving travellers an increased say in collective transport.
- At present the government procures long-distance passenger rail services on lines, which SJ have declared, to be commercially unprofitable, air services between Umeå and Östersund and ferry services between Gotland and the mainland.
- After ten years of a gradually deregulated market SJ has solid experience of publicly tendered concessions in local, regional and long distance traffic. SwedeRail, a subsidiary of SJ, has in fact included this experience in management courses held for senior railway staff in developing countries, Eastern Europe and elsewhere.

The public tender of concessions for public transport is for conneXXion a relatively new concept in the Netherlands. In taxi and minibus transport conneXXion however has extensive experience with public tenders as all concessions to carry out these services have been tendered during the last few years. With a rising market share we have proven to be successful. . An estimated total of 60% of the turnover from taxi and mini-bus contracts (representing a turnover of 140 Million NLG) has been acquired through public tenders.

Beside this experience there is currently one public tender for public bus transport in the Netherlands, being the tender for city transport in Dordrecht. ConneXXion, in a consortium of two parties, has passed the qualification and has been selected to bid in competition with two transport providers. The closing of the tender is to be expected in October 2000



### d) Experience with the Dutch transport sector over and above the pre-qualification criterion

#### **STARTRAC has a wealth of experience in Dutch public transport**

ConneXXion has over 100 years of experience in the Dutch public transport sector and realises an annual turnover in public transport in The Netherlands of NLG 1.6 billion.

**ConneXXion** has experience with all kinds of transport modes throughout the Netherlands with a long-standing track record. Extensive knowledge of the entire Dutch transport sector is a prerequisite for offering world-class transport services to future HSL South travellers:

- ConneXXion operates services with public buses, luxury shuttle buses (public), minibuses, coaches, taxis, light rail, people movers and ferries. The main part of the turnover (around 80%) is reached with the operation of public bus services leading to a 20% market share of total public transport in the Netherlands.
- To deliver the quality desired by its customers ConneXXion makes analyses of the travellers' needs for public transport and then determines the routes and the stops together with our clients.
- Its transport fleet evidences the enormous involvement of ConneXXion in Dutch public transport. ConneXXion currently operates on a daily basis in The Netherlands 4.000 buses, 300 motor coaches, 2.500 taxis, 13 ambulances, 27 trams, 10 ships, and 2 trains.
- ConneXXion is asked in many projects and is involved in tenders related to passenger transport. The input and dedication to these projects and tenders is the key to success and ongoing innovation in the Dutch transport sector.

ConneXXion offers transport solutions with various modes and for various client groups  
To give an idea of the services ConneXXion provides to the different user segments in the Netherlands we refer to the summary in the table below:

| <b>Modes of transport</b>    | Public bus | Shuttle (public) | mini-bus | coach | taxi | (light) rail | People mover | ferry |
|------------------------------|------------|------------------|----------|-------|------|--------------|--------------|-------|
| <i>User segments</i>         |            |                  |          |       |      |              |              |       |
| Students (aged from 6 to 24) | ✓          | ✓                | ✓        | ✓     | ✓    | ✓            | ✓            | ✓     |
| Commuters                    | ✓          | ✓                | ✓        | ✓     | ✓    | ✓            | ✓            | ✓     |
| Business executives / VIP's  |            |                  |          | ✓     | ✓    |              |              |       |
| Leisure and special events   |            |                  | ✓        | ✓     | ✓    | ✓            | ✓            | ✓     |
| Disabled                     | ✓          | ✓                | ✓        |       | ✓    | ✓            | ✓            | ✓     |

Table 1: modes of transport and their user segments

#### Examples of Connexxion's dedicated concepts for various user segments

In order to give an impression of ConneXXion's services in the Dutch market three examples, offering innovative transport solutions to customers are outlined:

- **Interliner:** ConneXXion operates a service that is aimed to achieve substitution from car to public bus transport. The service offers comfortable door-to-door transport at distances mainly around 30 kilometres at a price level slightly higher than conventional bus transport.

The service is operated with luxury bus coaches and achieves speed advantages of around 20% related to conventional bus services. The interliner taxi and interliner call centre are part of the formula that provides a serious alternative to private car transport especially at congested roads.

- **Sternet:** ConneXXion operates a service that combines public transport to Schiphol Airport with pick up services for travellers from distant parking lots thus reducing congestion at Schiphol Airport and improving the accessibility of the airport.
- **TraXX:** ConneXXion operates a multimodal passenger service (train, bus, taxi) throughout the Netherlands for the elderly and the handicapped that are legally entitled to special provisions. At the invitation of the Ministry of Social Affairs and Employment, ConneXXion has developed a transport network, call centre and planning and control system with national coverage, thus giving the handicapped optimum mobility. With just one phone call to the TraXX call centre passengers can arrange door to door transport from anywhere to any destination within the Netherlands, when, where and as often as they want it. Every transport system is available and everything is co-ordinated by one control centre. When a passenger requires additional transport, TraXX offers a ready-made solution including assistance when changing at the bigger stations. Our experience with and operation of regional and local taxi transport is another big plus for the handicapped passenger.

#### ConneXXion makes innovations in public transport work

ConneXXion has an active role in delivering innovative services aiming at strengthening the position of transport services in the Netherlands. Its responsibility as a market leader in regional transport is employing state of the art technology from which the entire sector can profit. These examples show our commitment to improving the services to all passengers using public transport:

- **Development of dynamic planning and control systems combined with GPS tracking of all vehicles:** ConneXXion has developed planning and control systems that enable dynamic planning of vehicles and dynamic information to passengers concerning arrival and departure times of vehicles. This improves the service to all passengers, as this will make transport faster and more reliable.
- **Development of chipcard:** ConneXXion has a leading role in a project that aims at introducing a chipcard to pay for all public transport in the entire country. Together with NS and GVB Amsterdam we partner to work out the essentials of this product that will reduce complexity in the transport system and leads to abolition of the regulatory payment system (WROOV) that sub-optimises the behaviour of transport companies. ConneXXion is the only transport company that pilots the concept.
- **Development and operation of People Movers:** ConneXXion operates People Movers in the Netherlands. This driverless vehicle transports people between for instance tube stations and business parks, thus improving the attractiveness to use public transport and improving the modal shift. The advantages of this concept have triggered interest from many cities interested in implementing the concept around stations and business parks throughout the Netherlands.

ConneXXion uses marketing methods that make a difference

Two examples of improving the communication with our most important stakeholders, our customers, are listed. The information shows our ambition to pro-actively enlarge the use of public transport

- **One to one marketing:** One of the most important reasons for not using public transport is the perceived complexity of the system. People often are not aware of the destinations they can reach by public transport at travel times competing sincerely with the travel times needed with a private car. This led to our initiative to actively organise customer panels like visiting new inhabitants of certain areas where their transport needs are discussed and the public transport solution is prepared. Although this is a costly method we expect improvement of the modal split and a resulting increase in passengers to pay for the cost of the method.
- **Veluwe Reispas:** This card is a combined initiative of ConneXXion and providers of accommodation on the “Veluwe”. Admission to and information on all bus services in the area are included in the price of the accommodation leading to a boost of the use of bus services by tourists visiting attractions.

ConneXXion has a wide range of ticketing and call centres such as clients’ desks for information, reservations and Internet services

ConneXXion has in depth knowledge of the Dutch transport regulatory framework

The Dutch transport system is complex. Offering transport solutions using different modes of transport requires extensive knowledge of the political arena, of national regional and local governments, of tariff regulations and of government subsidies, as well as of environmental issues. ConneXXion acquired this valuable knowledge that will optimise the value proposition to the passenger.

**CGEA Connex** has followed the developments in the Dutch market already for a long time and particularly the last three years, very intense. This shows CGEA Connex deep commitment and interest in the Dutch market. To give some concrete examples of that commitment:

- CGEA Connex was involved in the tender process for four regional lines in the North of Holland in the province of Groningen. These lines were for passenger transport.
- We followed the Randstad Rail project, where we developed several contacts with building companies, development companies, rail-consulting companies and banks.
- We developed partnerships with rail freight companies to look jointly at the possibilities in the market.
- CGEA Connex operated some train passenger services, not only for tourism transport but also for commuter traffic.
- For the operation of the above-mentioned transport CGEA Connex has developed very good contact with the previous “task-organisations” of NS: Railned, Railinfrabeheer and Verkeersleiding. These contacts are still maintained.
- For the operation of the above-mentioned transport CGEA Connex still has the licenses on the name of the Dutch daughter company of Connex. For this transport we had to commit ourselves on the norms of Railned, regarding the safety attest. Because the operation was stopped, the safety attest requirements are postponed, but can easily be adjusted to the safety attest as well as to the necessary requirements of new rail transport.

CGEA Connex also employs Dutch management with different and high experience in transport: train as well as bus transport. Hereunder we give an overview of the experience and skills our Dutch employees have and that will be of use in this HSL-Zuid project:

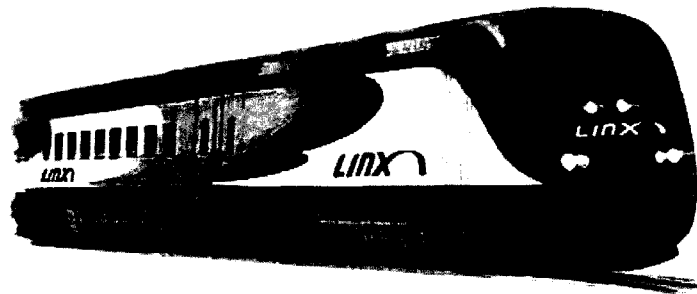
- Operational experience in several forms of train traction, and bus transport. Knowledge of maintenance of trains and busses, cleaning of trains and busses, budgeting projects and activities, employing people, education of people, ticketing, fare pricing, etc.
- Experience and knowledge of planning, developing services and schedules of train and bus transport.
- Experiences in management of train activities and bus transport from middle management till executive level. The train experience was developed during a long-term employment in NSR. The bus experience was developed during employment in several bus, tourism and taxi companies.
- Management (on executive level) of large companies, with complex juridical structures, and more than 1000 employees.
- Knowledge and experience with the Dutch safety attest for trains and the norms developed by Rained.
- Knowledge of the inter-modal transport between train and bus, but also bus/train and taxi transport.
- Knowledge of the passenger information systems like OVR, 'Vervoerbewijzen Nederland', trains information on stations, Internet presentations, ticket selling possibilities, etc.

**e) Experience with operating joint international railway services.  
(International contract)**

**STARTRAC has wide experience with operating international railway services**

- Since the start of international railway services, Sweden, being a peninsula, has always been dependent on well functioning co-operation with the railways on the European Continent. This goes for passenger as well as freight traffic. To justify large investments in new high-speed trains and to realise the vision of a European high-speed network, well functioning co-operation with our European colleagues is a must. This is true also for HSL-Zuid. Joint efforts are required.
- The vision to connect Sweden and Denmark via a tunnel was born 125 years ago and a (bridge) link was realised the 1<sup>st</sup> of July this year by the inauguration of the Öresund Bridge.
- The inauguration marked the end of an intense international project work.
- A total of 27 new train sets has been acquired, 17 by the Danish State Railways (DSB) and 10 by SJ. The County Public Traffic Authority of Skåne finances 6 of SJ's 10 train sets and the trains will be a part of "PågaTåg" – the local County traffic. The X2000 trains are being converted in terms of the power supply and the ATC system so that they can run on the new bridge to Kastrup and Copenhagen.
- The bridge is an important link between two densely populated areas. The rail traffic across the bridge includes long-distance trains, regional trains, local/commuter trains, an airport shuttle connecting to Kastrup and several freight train operations.
- Track access to the bridge is controlled and supervised by an independent entity, Öresundsbro Konsortiet.
- Integration is the key word in the new price and ticket system for the Öresund Region. Rail, bus and ferry traffic is integrated in a collective transport network with a common price and ticket system (the Öresund Tariff System). The idea is that travellers only need to buy one ticket for the whole region. For rail services, SJ is responsible for the Swedish side and DSB for the Danish, for bus services, Skånetrafiken on the Swedish side and HT, Hovstadsområdets Trafikselskab on the Danish.
- There is a co-operation agreement with Kastrup airport. Travellers coming from / going to Sweden will no longer go by ferry but by train. The train reaches all the way into the airport terminal area. The luggage can be checked in already in Malmö. Air and rail travel is included on the same ticket for SAS-flights. This possibility will probably be extended to other airlines.
- In a fast growing IT environment we recommend a visit to the following sites: [www.oresundskonsortiet.se](http://www.oresundskonsortiet.se) and to [www.tagoveroresund.com](http://www.tagoveroresund.com) to get a picture of what is offered to the customers.
- The EU vision of a European network for high-speed trains is being gradually realised.
- In May this year, a new railway company was established, Linx AB.

- Linx AB is a wholly owned subsidiary of NSB and SJ (Norwegian and Swedish State Railways).
- Linx is the name of a brand new high-speed rail route between Copenhagen- Göteborg- Oslo and Oslo-Karlstad-Stockholm. Linx will shrink the distance between Scandinavia's capital cities.
- A journey with Linx will be more than just transport. The Linx will deliver an unlimited travel experience, whether you want to work or just relax. The personnel will bring a whole new meaning to the concept of individual service. Modern IT solutions will make films, games and shopping available to everyone on board. People will be able to choose freely whether they want to sit on their own, together with somebody else or in a group, with or without access to computers or mobile phones.
- The Linx trains have been developed jointly by SJ and NSB. Due consideration has been given to all experience gained from the high-speed operations, SJ's - X2000 and NSB's - Signatur, not only technically but also above all from a customer point of view. You cannot compromise on the needs of the traveller.
- Linx plays on the word 'links', a rail connection that conveys a more conventional train feeling. However, the name also symbolises a bridge between cities and people. Linx also refers to the lynx, the big cat that symbolises smoothness, excitement and experience, as well as something Nordic. Linx quite simply means quick and smart.
- The Linx railway will pave the way for greater border-less travel in Scandinavia and aims to conquer another piece of the air travel market.



**f) Experience with operating rail services in a multi-operator setting, with an independent allocation of railway capacity over several passenger train operating companies**

**STARTRAC's experience in operating in multi-operator settings in particular in the UK and Sweden will be a great benefit in operating the HSL South**

**CGEA Connex** has extensive experience in operating multi-operator settings as demonstrated by some examples of operating multi-user railways inside our group.

In the **United Kingdom** Connex Transport UK Limited operates two major train operating companies (TOCS) in the South East of England, Connex South Central and Connex South Eastern:

- **South Central:** There are seven operators on the busiest sections of railways in the UK. Tracks are shared with Thameslink, Gatwick Express, South West Trains, Virgin, Wales & West and Freight. The number of trains, which run per day on South Central, is approximately 2350. Connex operates 1800 of these.
- **South Eastern:** Tracks are shared with Eurostar, European and Domestic Freight Traffic and Thameslink. The number of trains, which run per day on South Eastern, is approximately 1900. Connex operates 1800 of these.

**Key aspects of operating in the multi-user UK environment**

- **Train Path Allocation:** There is a requirement for the independent allocation of train paths. A timetable conference is held to negotiate train path aspirations, facilitated by Railtrack. At this conference, all users attempt to « flex » their own train pathways to accommodate the requirements of other users.
- **Revenue Sharing:** There is a revenue allocation and apportionment system (Lennon). Railway Settlement Plan (RSP) manages the process. RSP is a subsidiary of ATOC (The Association of Train Operating Companies), which is required to act impartially on behalf of all its members. The allocation system is dependent on usage for inter-available tickets. Fare levels are largely regulated, although there are certain discounted fares, which are specific to individual train operators.
- **Performance Regime:** The objective of the performance regime is to ensure that train services arrive within five minutes of the advertised time. Within the performance regime, priority is not given to specific operators but to recovering the total train service in the minimum time. A delayed minute's penalty apportionment system (STAR model) is used to ensure fair treatment of all users.
- **Emergency Management:** This includes Engineering Works planning and assisting other train operating companies in situations of disruption by arranging to carry passengers by having additional stops etc to enable journeys to be completed with the least inconvenience to customers.
- **Station Management:** The TOC responsible for a particular station is required to comply with impartial retailing of tickets and the provision of information. The TOC has to serve all

passengers equally. Regarding facilities management, TOC's are charged in proportion to their usage of facilities and the proportion of the staffing levels needed at the particular station.

- **Depot Management:** Connex South Central undertakes third party, maintenance for the Thameslink fleet. Third party maintenance represents 20 % of activity at one of our major Depots (Sellhurst).
- **Safety:** Train Operating Companies and Railtrack jointly attend route Safety and Performance Groups, with the objectives of improving operating performance, recommending actions for investment to improve the system and reviewing incidents to improve safety standards.

In **Australia (Melbourne)** CGEA Connex interfaces with other private sector operators at principal stations.

In **Germany** CGEA Connex interfaces with other private sector operators at principal stations and shares track with the State Railway, Deutsche Bahn.

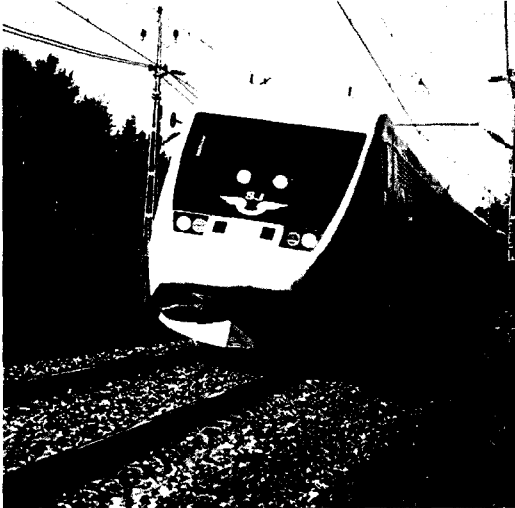
## SJ

- In 1988 the Swedish Parliament passed a Bill that has had a major impact on the railway sector, not only in Sweden but also in the whole of EU. What was later to be called "the Swedish model" was born. Railway operations and responsibility, development and maintenance of infrastructure were to be split up into entirely different entities. The National Rail Administration, Banverket, was created. The railway network was split up into main lines and regional lines.
- Banverket summarises its role as being responsible for the Swedish rail system. They fulfil society and customer demands for railways that are efficient, accessible, navigable, safe and environmentally sound. It is their task to develop railways into a competitive part of the Swedish transportation system.
- Since this major change in the organisation of the Swedish railway sector, the deregulation of the Swedish Railway market has proceeded step by step. Presently only profitable long-distance rail traffic is reserved for SJ. Railway traffic in Sweden is therefore provided by several railway operators and on the same tracks.
- In 1998 The Swedish Rail traffic Administration, a separate independent unit under the heading of The National Rail Administration, was created. Their responsibility includes track allocation, traffic control and traffic information to passengers. These tasks were previously undertaken by SJ. Consequently SJ is well experienced in dealing with The Swedish Rail Traffic Administration.
- In practise, the question of sharing and co-ordinating railway capacity with other operators, started formally in 1991.
- The Tågplus scheme, which links train travel (run by SJ and/or other operators) to bus or ferry travel on the same ticket, has been in operation since 1991. The system covers all of Sweden and links together all County Public Transport Authorities (CPTA) train / bus / ferry to the inter-regional transport network



- The Tågplus co-operation is formalised even further by the Samtrafiken i Sverige AB, established in 1993. The company is owned by all train operators and all CPTAs. Samtrafiken is focusing on the needs of the customer to travel easily from one point to another even when a change of transport mode or transport operator is necessary. The aim is formulated as follows:
  - The customer shall be informed about the total journey, including necessary stops and changes from one source of information.
  - Time schedules shall be co-ordinated to permit adequate time for change of transport.
  - Changes shall be possible within a short walking distance.
  - The total journey, irrespective of the number of operators, and irrespective of mode of transport shall be included in one single ticket.
  - All transport operators shall co-operate closely to avoid unnecessary problems when delays occur. Thus they should as far as possible await each other's arrival or offer another suitable mode of transport to the customer.
- The newly opened Öresund Bridge is an important link between two densely populated areas around Malmö in Sweden and Copenhagen in Denmark. The rail traffic across the bridge includes long-distance trains, regional trains, local/commuter trains, an airport shuttle connecting to Kastrup and several freight train operations.
- Track access to the bridge is controlled and supervised by an independent entity, Öresundsbro Konsortiet.
- A-Train, which operates the new railway shuttle between Arlanda and Stockholm City, is also the owner of the infrastructure and thus also responsible for track allocation to other operators, SJ included.
- In the international freight traffic SJ has to apply for suitable timetables concerning direct customer trains and has also entered into several co-operation agreements with European colleagues.

**g) Experience with operating high-speed rail services, including the procurement of high-speed (over 200-kph) rolling stock**



**On the 4<sup>th</sup> of September 2000  
SJ's X2000 high-speed train  
celebrated  
10 years of operation!**

**1990 - 2000**

**“Easier than flying, faster than the train”**

The end of the eighties showed a very negative trend for Swedish Railway Passenger Transport. The loss of market shares accelerated. In order to survive it was clear that a revolution had to take place in the railway market. As a consequence the decision was made to launch a high-speed train service in Sweden, starting with Stockholm – Göteborg and gradually developing into a network connecting to Copenhagen and, far in the future, to a European high-speed train network. We have reached Copenhagen!

In order to create something that could threaten the air transport market and make people leave their cars behind, thorough analysis were made of customer preferences etc. Speed in itself would not be sufficient to attract customers. A completely new concept was developed – the X2000.

The discussions about a high-speed train service actually started already in 1967 when the Swedish Government made a study of the question. In 1973 SJ started to co-operate with ASEA to develop a high-speed train. In 1981 SJ ordered three different prototypes. In 1986 SJ made an order for 20 train sets. Today SJ has 46 sets in operation.

The X2000 project consisted of three main parts: market, infrastructure and vehicle. In all three areas the customer was put in the centre.

The total travel concept became a new notion in order to stress the importance of considering all possible demands of the customer. Some examples:

- Possibilities to reach the station
- Parking facilities
- Ticket sales
- Travelling time

- Onboard service
- Onboard environment
- Availability of work aids such as telephone, telefax, copying on board the train, pre-booking of taxi cars at arrival
- And other relevant factors.

In order to respond to the customers' expectations, quality guided the whole project.

The rolling stock provider had to guarantee certain performance parameters and availability performance of the train sets. The latter included an undertaking of reliability in operation and an undertaking on Life Cycle Cost. The LCC model was quite unique at the time and generated international interest.

Detailed guarantees concerned maintenance, spare parts, documentation, training of service and maintenance staff, and delivery of workshop equipment. For each identified component, the contractor had to specify failure rate, repair time, indicated price etc.

**The vehicle is an X2 tilting train with a maximum speed of 220 kph. The speed record, however, is 275 kph.**

X2000 has been and still is a great success for SJ. The services before and after the train journey have improved and the service on board has been adapted to customer preferences. The X2000 market share out of the total of train plus air travel Stockholm – Göteborg increased from 37% in 1988 to 52% in 1996 and is even higher today.



Already in 1988 a “Zero Vision” was adopted by SJ concerning environment and safety. The goal was crystal clear. All work should be concentrated on eliminating negative environmental impact from SJ activities and the number of accidents involving trains should be zero. In 1995 SJ’s high-speed train X2000 was officially awarded the “Good Environmental Choice Mark”. SJ was the first Swedish transport company to be awarded such a mark. Later on, also the Freight Transport Division of SJ was awarded the same mark.

The environment is always in focus in SJ. On SJ WebPages, [www.sj.se](http://www.sj.se), “OM SJ”, the visitor gets a lot of information about the environment. There is also a possibility to make your own calculation of the environmental impact from different modes of transport. The result is presented in terms of hazardous elements emitted and the cost to the environment.

The safety record for X2000 is fortunately very good. During ten years of operation there have been no injuries to neither people nor have there been any casualties.

SJ never compromises with safety and the environment.

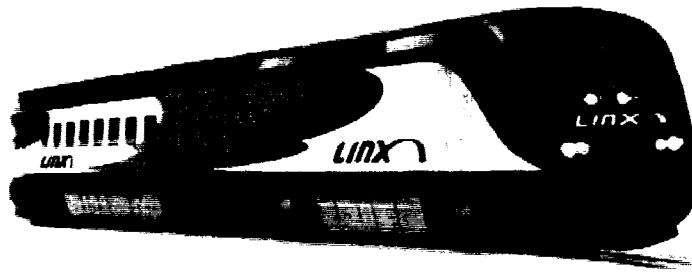
To present the environmental work performed within the SJ Group, the SJ Group issues an annual “Environmental Performance Report.

The goal of SJ Passenger Traffic is to get certified according to ISO 14001 in April 2001.

In September 1994 the Swedish Government launched the tendering process for the new high-speed railway link to Arlanda Airport. The tendered concession covered everything from construction of the track to train operation, BOT, build-operate-transfer. Private parties were invited and consortia were created. SJ participated in the ATAB-consortium, but regrettably was not awarded the contract.

The EU vision of a European network for high-speed trains is being gradually realised.

In May this year, a new railway company was established, Linx AB. Linx AB is a wholly owned subsidiary of NSB and SJ (Norwegian and Swedish State Railways)



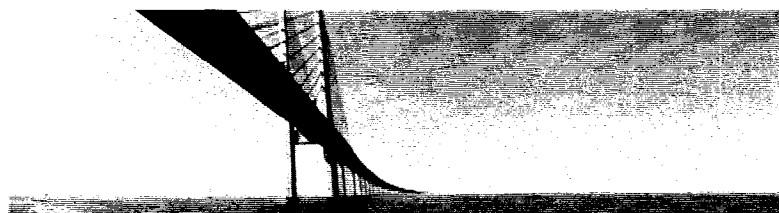
Linx is the name of a brand new high-speed rail route between Copenhagen- Göteborg- Oslo and Oslo-Karlstad-Stockholm. Linx will shrink the distance between Scandinavia's capital cities.

A journey with Linx will be more than just transport. The Linx will deliver an unlimited travel experience, whether you want to work or just relax. The personnel will bring a whole new meaning to the concept of individual service. Modern IT solutions will make films, games and shopping available to everyone on board. People will be able to choose freely whether they want to sit on their own, together with somebody else or in a group, with or without access to computers or mobile phones.

The Linx trains have been developed jointly by SJ and NSB. Due consideration has been taken to all experience gained from the high-speed operations of SJ's - X2000 and NSB's - Signatur, not only technically, but also above all from a customer point of view. You can not compromise on the needs of the traveller.

Linx plays on the word 'links', a rail connection that conveys a more conventional train feeling. However, the name also symbolises a bridge between cities and people. Linx also refers to the lynx, the big cat that symbolises smoothness, excitement and experience, as well as something Nordic. Linx quite simply means quick and smart.

The Linx railway will pave the way for increased border-less travel in Scandinavia and aims to conquer another piece of the air travel market.

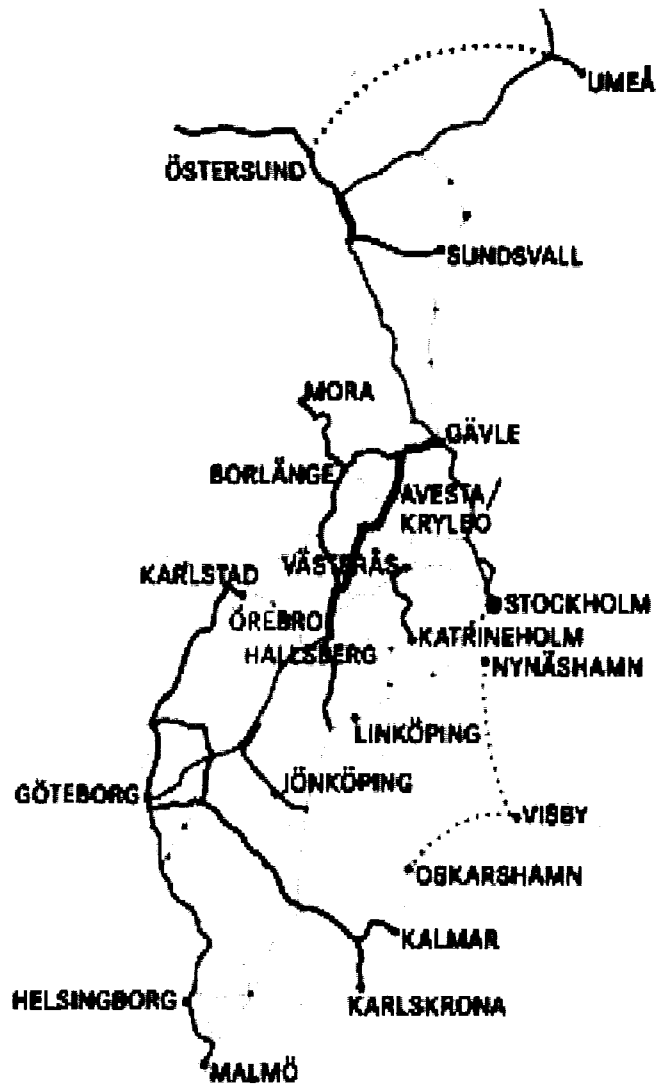


**Examples of experience with operating rail services in a multi-operator setting, with an independent allocation of railway capacity over several passenger train operating companies**

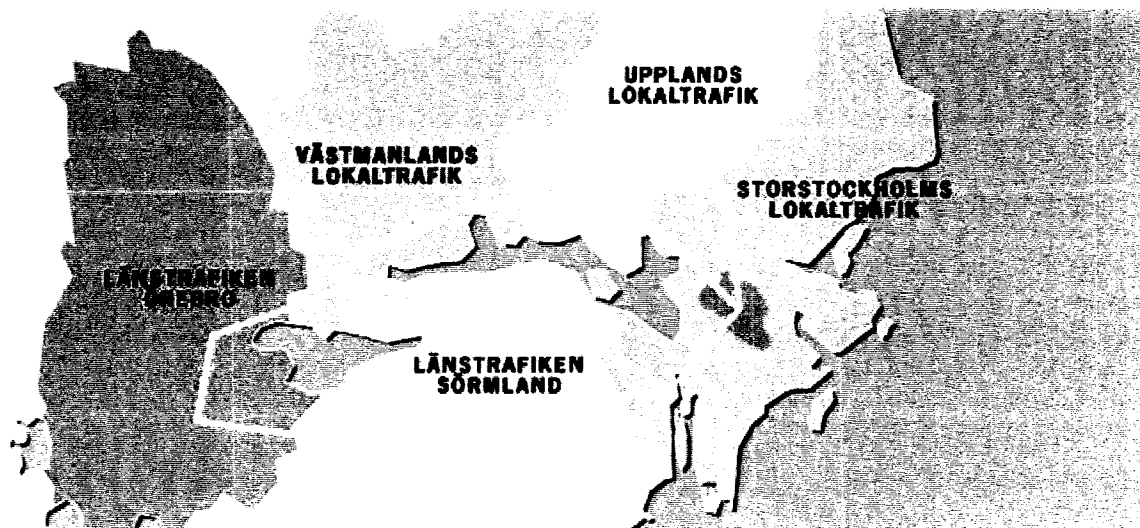


**tidtabellen**

**Examples of experience with publicly tendered franchises/concessions for public transport services**



Examples of experience with multi-modal arrangements involving passenger train services and air, bus and/or metro services



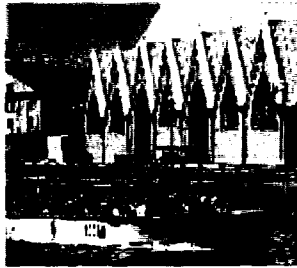
**SAMTRAFIKEN**  
SAMTRAFIKEN I SVERIGE AB

TÅG PLUS  
**GUIDEN**

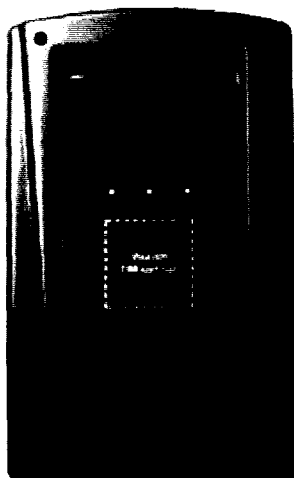
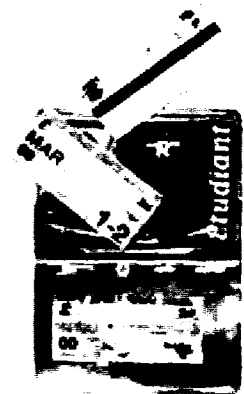
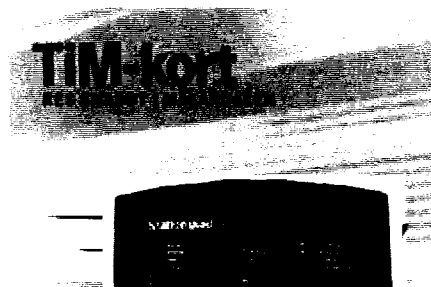
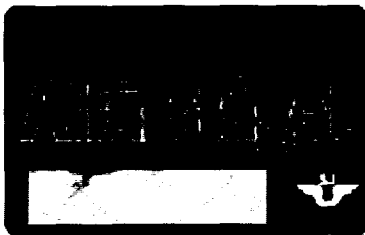
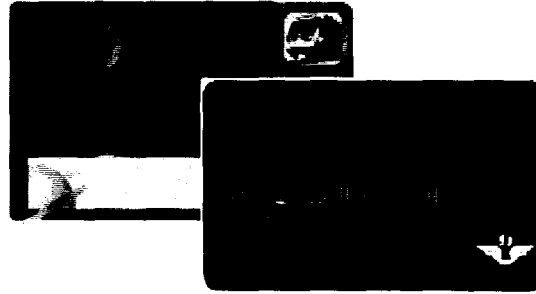


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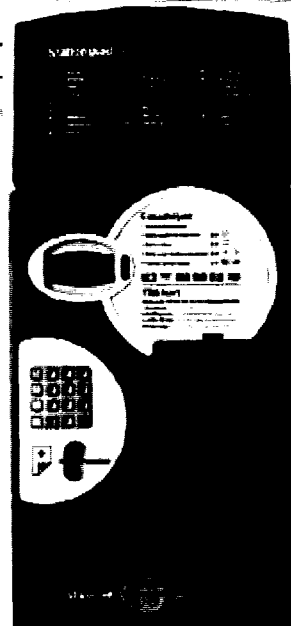
Examples of experience with yield management, electronic ticketing, internet-sales and customer loyalty programmes.



En natt i Göteborg?



Paketresor från 790 kr!






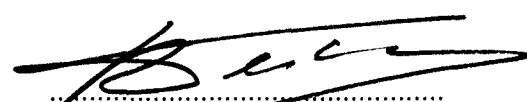
RECEIPT



Request for Qualification HSL-Zuid Transport Contracts

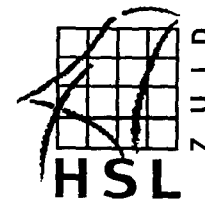
|                   |   |
|-------------------|---|
| Date              | Monday 2 October 2000                           |
| Time              | 09:15 hours                                     |
| Name Applicant    | STARTRAC<br>TON KIENHORST                       |
| Address Applicant | POMPSTERTOECHT 14<br>4791 JJ TEN BOEK           |
| Received by       | Project Organisation HSL-Zuid<br>Roel Testroote |

  
.....  
Signature Applicant

  
.....  
Signature representative HSL-Zuid

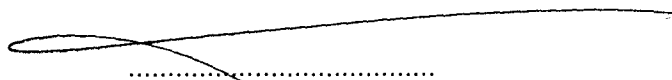
Projectorganisatie  
Hogesnelheidslijn-Zuid  
Postadres:  
Postbus 43  
3500 AA Utrecht  
Bezoekadres:  
Catharijnesingel 33  
3511 GC Utrecht  
Tel 030 - 272 84 00  
Fax 030 - 272 84 44

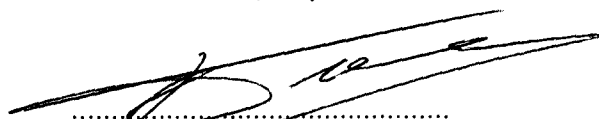
RECEIPT



Request for Qualification HSL Zuid Transport Contracts

|                   |  |
|-------------------|--|
| Date              | 15-09-2000   |
| Time              | 12.10  |
| Name Applicant    | STARTRAC<br>• SY INTERNATIONAL<br>• CONNEXION<br>• CGEA CONNEX |
| Address Applicant | POMPSTERTOCHT 14<br>9791 YY TEN BOER                           |
| Received by       | PROJECT ORGANISATION HSL-Zuid<br>ROEL TESTROOTE                |

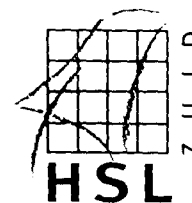
.....  
  
Signature Applicant

.....  
  
Signature representative HSL-Zuid

Projectorganisatie  
Hogesnelheidslijn-Zuid  
Postal address:  
Postbus 43  
3500 AA Utrecht  
The Netherlands  
Visiting address:  
Catharijnesingel 33  
3511 GC Utrecht  
Tel +31 30 - 272 84 00  
Fax +31 30 - 272 84 44

Subject

Qualification HSL-Zuid Transport Contracts



CGEA-Connex, SJ International and Connexion  
Attn. T. Kienhorst  
Pompstertocht 14  
9791 JJ Ten Boer

Dear Mr. Kienhorst,

I am writing to inform you of the results of the qualification phase. I am pleased to inform you that your consortium qualifies for the bidding phase of the HSL-Zuid Transport contracts.

You will receive the general Process Agreement in the course of next week. After returning a duly signed agreement we will send you the Invitation to Tender (ITT). We expect to send the ITT towards the end of November.

Other Applicants that qualify are:

- Arriva Nederland and Deutsche Bahn;
- NS Reizigers and KLM;
- Stagecoach Holdings Plc.

**Clarification of the results**

During the evaluation of your Request for Qualification, strengths and weaknesses have been identified by the assessors. We will call you next week to agree on a suitable date and venue to discuss these matters with you.

**Information meeting**

We intend to hold an information meeting with all parties on December 15th. During this meeting we will explain the results of our market research and give you the opportunity to talk with the researchers, the representatives of the Infrastructure Manager and the Tenderteam Infraprovider. An invitation for this meeting will be sent to you early in November.

Should you have any questions do not hesitate to call Roel Testroote on +31 30 2728 751.

Yours sincerely,

Bas van Os  
Project Manager HSL-Zuid Transport

Date  
26 October 2000  
Our reference  
HSL-Zuid U-148707  
Your reference  
-  
Contact person  
Roel Testroote  
Extension  
0031 30 2728 751  
E-mail  
roel.testroote@hslzuid.com

Projectorganisatie  
Hogesnelheidslijn-Zuid  
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PO Box 43  
3500 AA Utrecht  
The Netherlands  
Visiting address:  
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3511 GC Utrecht  
Tel +31 30 - 2728 400  
Fax +31 30 - 2728 577