



MINISTRY OF PUBLIC WORKS AND TRANSPORT

LUANG PRABANG INTERNATIONAL AIRPORT PPP PROJECT



Addendum n°2 to the Request for Qualification

May 14, 2025



1. INTRODUCTION - DEFINITIONS

- 1.1 The Government of the Lao People's Democratic Republic ("**GOL**") through the Ministry of Public Works and Transport ("**MPWT**") issued on March 19, 2025 a request for qualification for the public private partnership to carry out the redevelopment and expansion of the Luang Prabang International Airport ("**Request for Qualification**") solely for use by Prospective Bidders (as defined below) in preparing and submitting Prequalification Applications (as defined below) as part of the Bid Process (as defined below). The Request for Qualification was amended by an addendum, dated [•] (the "**Addendum n°1**"). The Request for Qualification has been prepared with the assistance of the International Finance Corporation ("**IFC**") as lead transaction advisor on the Project, acting through its Transaction Advisory Services in Public
- 1.2 Capitalized terms used in this addendum to the Request for Qualification ("**Addendum n°2**") shall have the meaning given to them in the Request for Qualification.

2. DISCLAIMER

Neither the GOL, IFC, nor any of their respective employees, consultants or advisors:

- (a) make any representation or warranty (express or implied) as to the accuracy or completeness of the information contained herein or in any other document made available to a Prospective Bidder (at any time) in connection with the Bid Process;
- (b) shall have any liability for this Request for Qualification, for the Project or for any other written or oral communication transmitted to a Prospective Bidder in connection with the Bid Process or a Prospective Bidder's evaluation of the Project; or
- (c) will be liable to reimburse or compensate a Prospective Bidder for any costs or expenses incurred by a Prospective Bidder in evaluating or acting upon this Request for Qualification or otherwise in connection with the Bid Process, the Project or otherwise.

3. ADDENDA

The provisions of the Request for Qualification are amended in accordance with this Clause 3 (*Addenda*):

3.1 Amendment to Clause 1 (Definitions)

- 3.1.1 In Clause 1 (Definitions) of the Request for Qualification, the definition of Closely Connected Person is amended as follows:

Closely Connected Person means, in relation to any Person:

- (i) any Person which Controls such Person or is Controlled by such Person;
- (ii) any director, senior executive or manager either of such Person or of any Person referred to in paragraph (i);
- (iii) any consultant, agent or representative supporting such Person in connection with the Project;
- (iv) any Person with an aggregate ultimate beneficial interest in at least five per cent (5%) of the share capital or ownership interest in such Person (howsoever held); or
- (v) any Affiliate ([including any Non-Sister Affiliate](#)) of such Person whose projects are used to satisfy the technical and/or financial capacity requirements pursuant to Clause 6.2.2.

3.1.2 In Clause 1 (Definitions) of the Request for Qualification, the following definition is added:

Non-Sister Affiliate [means any Affiliate which \(i\) Controls the Prospective Bidder \(or, if the Prospective Bidder is a Consortium, Controls any Consortium Member\), or \(ii\) is Controlled by the Prospective Bidder \(or, if the Prospective Bidder is a Consortium, any Consortium Member\), excluding any Affiliate which is under common Control with the Prospective Bidder \(or, if the Prospective Bidder is a Consortium, any Consortium Member\).](#)

3.2 Amendment to Clause 6.2.2 (Content of Prequalification Application)

Clause 6.2.2 (Content of Prequalification Application) of the Request for Qualification is amended as follows:

" The Prospective Bidder, or if the Prospective Bidder is a Consortium, the relevant Consortium Member, may include projects undertaken by one or more of its Affiliates to satisfy the technical capability requirements set out in Clause **Error! Reference source not found.** (*Technical Criterion n°1*) of **Schedule 3** (*Technical and Financial Criteria*) ~~and~~. [The Prospective Bidder, or if the Prospective Bidder is a Consortium, the relevant Consortium Member, may include projects undertaken by one or more of its Non-Sister Affiliates to satisfy the technical capability requirements set in](#) Clause 1.2 (*Technical Criterion n°2*) of **Schedule 3** (*Technical and Financial Criteria*) [and the financial capability requirements set in Clause 2.2](#) (*Financial Criterion n°2*) of **Schedule 3** (*Technical and Financial Criteria*). In case the Prospective Bidder, or if the Prospective Bidder is a Consortium, the relevant Consortium Member, chooses to include evidence of projects undertaken by one or more of its Affiliates ([including any Non-Sister Affiliate \(as the case may be\)](#)), it shall submit, in addition to all other documentation required by ~~Error! Reference source not found.~~ (**Error! Reference source not found.**) in respect to the Prospective Bidder (or if the Prospective Bidder is a Consortium, the relevant Consortium Member), the documentation specified in paragraph **Error! Reference source not found.** of Part A of ~~Error! Reference source not found.~~ (**Error! Reference source not found.**) with respect to this Affiliate ([including any Non-Sister Affiliate \(as the case may be\)](#)), as well as evidence of the relationship of affiliation between the Prospective Bidder or the relevant Consortium Member and this Affiliate ([including any Non-Sister Affiliate \(as the case may be\)](#))."

3.3 Amendment to Schedule 3 (Technical and Financial Criteria)

Schedule 3 (Technical and Financial Criteria) is amended as follows:

3.3.1 Clause 1.2 (Technical Criterion n°2) of Schedule 3 (Technical and Financial Criteria) is amended as follows:

"The Prospective Bidder, or, if the Prospective Bidder is a Consortium, at least one Member of the Consortium, shall demonstrate that [it has or that any of its Non-Sister Affiliates has](#) experience either:

- (a) in the development, design, engineering procurement and construction, or
- (b) in the management and monitoring

of airport infrastructure construction projects during the last ten (10) years with an aggregate construction value of not less than one hundred million US dollars (US\$100 000 000)in at least one airport."

3.3.2 Clause 2.1 (Financial Criterion n°1) of Schedule 3 (Technical and Financial Criteria) is amended as follows:

"The Prospective Bidder (if it is not a Consortium) shall demonstrate that it had Net Worth of at least one hundred million US dollars (US\$ 100 000 000) or equivalent at all times during the last three (3) fiscal years.

If the Prospective Bidder is a Consortium, the Consortium shall demonstrate that the aggregate Net Worth of the Consortium Members was at least one hundred million US dollars (US\$ 100 000 000) or equivalent at all times during the last three (3) fiscal years and at least sixty million US dollars (US\$ 60 000 000) at all times during such period for the Financial Member or Lead Member.

[For the purposes of this Financial Criterion n°1, the Prospective Bidder, or, if the Prospective Bidder is a Consortium, the Lead Member or the Financial Member, may consolidate its Net Worth with the Net Worth of a Company which Controls such Prospective Bidder \(or, if the Prospective Bidder is a Consortium, such Lead Member or Financial Member\).](#)"

3.3.3 Clause 2.1 (Financial Criterion n°1) of Schedule 3 (Technical and Financial Criteria) is amended as follows:

"The Prospective Bidder, or, if the Prospective Bidder is a Consortium, the Lead Member or the Financial Member, shall demonstrate [that it has or any of its Non-Sister Affiliates has](#) the ability to fund/finance the Project through debt and/or equity financing raised for the Project, including having financed at least one previous project ([in any sector](#)) of at least one hundred million US dollars (US\$ 100 000 000) in the last ten (10) years."

3.4 Amendment to PART A (CONTENT OF PREQUALIFICATION APPLICATION) of Schedule 4 (Form and Content of Prequalification Application)

Item 9 of the list in PART A (CONTENT OF PREQUALIFICATION APPLICATION) of Schedule 4 (Form and Content of Prequalification Application) is amended as follows:

"9. evidence of financial capability in the form of Error! Reference source not found. (Error! Reference source not found.) of the Prequalification Application and supporting documents including either (i) IFRS compliant audited financial statements for the last three (3) fiscal years for which such statements are available or (ii) audited financial statements in any other recognized generally accepted accounting standards for the last three (3) fiscal years for which such statements are available ~~together with a notarized letter from the auditing firm indicating the Net Worth of the Prospective Bidder, described in Clause 2 (Financial Criteria) of Schedule 3 (Technical and Financial Criteria) in the form of Annex 8 (Evidence of Compliance with Financial Capability Requirements) of the Prequalification Application;~~"

3.5 Amendment to Annex 7 (Evidence of Compliance with Construction Requirements) of PART B (FORM OF PREQUALIFICATION APPLICATION) of Schedule 4 (Form and Content of Prequalification Application)

The text above the table in Annex 6 (Evidence of Compliance with Operation Requirements) of PART B (FORM OF PREQUALIFICATION APPLICATION) of Schedule 4 (Form and Content of Prequalification Application) of the Request for Qualification is amended as follows:

"The Prospective Bidder [or the Airport Operator Member or its Non-Sister Affiliate] hereby confirms the following relevant experience."

3.6 Amendment to Annex 8 (Evidence of Compliance with Financial Capability Requirements) of Schedule 4 (Form and Content of Prequalification Application)

The second paragraph of text above the table in section 2 (Financial Criterion N°2) of Annex 8 (Evidence of Compliance with Financial Capability Requirements) of PART B (FORM OF PREQUALIFICATION APPLICATION) of Schedule 4 (Form and Content of Prequalification Application) of the Request for Qualification is amended as follows:

"We hereby confirm that [we/the Lead Member/the Financial Member [or its or its Non-Sister Affiliate]] have the ability to fund/finance the Project through debt and/or equity financing raised for the Project as [we have/the Lead Member has/the Financial Member or its [or its Non-Sister Affiliate]] has] financed/refinanced at least one previous project of at least [100 million US\$] in the past ten (10) years."

4. OTHER

4.1 The provisions of Clause 3 (*Reserved Rights*) and 9 (*Governing Law*) of the Request for Qualification are applicable to this Addendum n°2 as if they were extensively set out in this Addendum n°2.

4.2 For the sake of clarity, this Addendum n°2 shall be read and construed as part of the Request for Qualification, save and except the amendments as set out in this Addendum n°2, all other provisions of the Request for Qualification which are not supplemented or amended by this Addendum n°2 remain in full force and effect.