



MINISTRY OF PUBLIC WORKS AND TRANSPORT

LUANG PRABANG INTERNATIONAL AIRPORT PPP PROJECT



Clarifications to the Request for Qualification dated March 19, 2025

May 14, 2025



#	QUESTION	ANSWER
1.	Could you please share the audited financial statements of Luang Prabang International Airport for the past three fiscal years (FY [2022], [2023], and [2024])?	<p>The Information Memorandum provided with the Request for Qualification contains information on several of the areas mentioned in your questions such as financial performance of the airport during the past 5-6 years, the legal framework for the PPP, and UNESCO heritage, among others.</p> <p>Additional information will not be provided at this stage. Further information about the Airport such as available financial information, the detailed scope of the Project, etc., will be provided to the Prequalified Bidders in the virtual data room and in the draft PPP Agreement that will be issued together with the Request for Proposals.</p>
2.	We seek confirmation on whether the air cargo business charges/fees, as well as the construction and maintenance of cargo facilities, fall within the scope of this PPP project.	Please see answer above.
3.	Are the charges related to airspace management around Luang Prabang Airport included in the PPP project's revenue-sharing or operational responsibilities?	Airspace management fees and operational responsibility are expected to remain outside of the scope of the PPP Agreement. Further information will be provided to the Prequalified Bidders in the virtual data room and in the draft PPP Agreement that will be issued together with the Request for Proposals.
4.	To facilitate compliance and feasibility assessments, could you provide the official text of Laos' PPP laws and regulations applicable to this project?	Please see answer above. Please also note that Prospective Bidders are expected to carry out their own legal due diligence.

5.	Please share any specific technical, operational, or environmental restrictions imposed on airport expansion and ongoing operations to ensure compliance with heritage preservation mandates.	Please see answer above.
6.	Would it be possible for a 100% foreign company to operate the project?	The Concessionaire (SPV) must be a company incorporated under Lao PDR Law. It may have 100% foreign shareholding.
7.	Financial commitments of the PPP concession agreement? Please confirm that this will be a revenue share model. I believe the concession agreement for the High Speed Rail is c30%. Is this the level you expect the concession agreement will stipulate?	A revenue share model is being strongly considered for the Project. No expected level has been determined. Further information will be provided in the Request for Proposals.
8.	Concession period? 20yrs-30yrs was the range you mentioned TBC and for informational purposes: I have been informed that by Lao law concessions are typically 49/50yrs. Can you comment on this? Would a 50yr period be possible?	20-30 years is the range of the Concession Period being considered by MPWT, and it will be set out in the draft PPP Agreement. This concession period is in line with international best practice. We are aware of the point raised in relation to the typical duration of Lao PDR Law concessions. It is highly unlikely that the concession period approved by MPWT for the Project will be greater than 35 years.

9.	<p>“Below Wing” operations. Can you confirm/clarify the scope of responsibilities of Lao Airlines and details of contractual costs, given that this function is to be maintained by them? Can they be replaced?</p>	<p>It is expected that Lao Airlines will continue to be the sole provider of ramp handling services at LPIA, responsible for the following:</p> <ul style="list-style-type: none"> ○ towing and pushing back the aircraft ○ aircraft cabin cleaning ○ loading/unloading luggage and cargo ○ transporting luggage and cargo to/from the terminals (pax or cargo) ○ potable water ○ toilet cleaning ○ provision of power ○ provision of pre-conditioned air <p>The virtual data room and the draft PPP Agreement (which will be provided to the Prequalified Bidders together with the Request for Proposals) will have more information about this and will address the other questions posed by the Prospective Bidder.</p>
10.	<p>Transportation links to/from the airport - Is there an expectation to be responsible for the upgrade and maintenance of roads to and from the airport?</p>	<p>No, this is not expected to be part of the scope of the Project.</p>

11.	Please confirm whether an affiliate of the prospective bidder may be used to meet the Financial and Technical Criteria?	<p>Please see Addendum n°2 of the Request for Qualification:</p> <ul style="list-style-type: none"> • Technical Criterion 1 : A Prospective Bidder (or, if the Prospective Bidder is a Consortium, the Airport Operator Member) may use an Affiliate to meet this criterion. • Technical Criterion 2 : A Prospective Bidder (or, if the Prospective Bidder is a Consortium, any Consortium Member) may use a Non-Sister Affiliate to meet this criterion. • Financial Criterion 1 : For the purposes of 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) • Financial Criterion 2 : A Prospective Bidder (or, if the Prospective Bidder is a Consortium, any Consortium Member) may use a Non-Sister Affiliate to meet this criterion.
12.	We propose that the prequalification submission be signed by the authorized signatory of the bidder at the RfQ stage only. If bidders are qualified for the next stage, notarized documents shall then be submitted together with the main bid submission. Kindly confirm if this approach is acceptable.	Prospective Bidders are required to submit all documents in the form required in the Request for Qualification, including the notarized Authorized Representative power of attorney and the notarized Lead Member power of attorney(s). These documents will not be requested/assessed again at the Request for Proposals stage.

	<p>We propose that the hardcopy submission for the RfQ stage shall be made <u>optional</u>. The RfQ submission shall primarily be done via electronic submission. This is quite common for PPP tenders during RfQ stage. Please confirm if this is permissible</p>	<p>Prospective Bidders are required to submit hard copies of their Prequalification Application, as provided in the Request for Qualification.</p>
13.	<p>We request an extension of the RfQ submission deadline to 30 May 2025.</p>	<p>Please see the revised Estimated Timetable in Addendum n°1 of the Request for Qualification.</p>
14.	<p>According to Article 4.1.2 (as shown at Figure 1), after the prequalification approval, during the formal bidding phase and the formal implementation phase of the project, if the Consortium needs to change its members and submit an application, will the Government of Laos approve it?</p>	<p>As indicated in Clause 4.1.2 of the Request for Qualification, any change in the composition of a Consortium during the Bid Process will be subject to the prior written approval of the GOL.</p> <p>In relation to the implementation phase of the Project, the PPP Agreement (to be issued to Prequalified Bidders together with the Request for Proposals) will specify the conditions and restrictions related to changes in the shareholding structure of the Concessionaire.</p>
15.	<p>According to Article 4.3.2, the PPP Agreement will not require the Airport Operator Member to hold equity in the Concessionaire (as shown at Figure 2). Are there any requirements on the proportion of shares held by</p>	<p>The Request for Proposals will specify the equity shareholding requirements. Additionally, please note that the conditions and restrictions related to changes in shareholding structure of the Concessionaire during the life of the Project will also be set out in the PPP Agreement. The</p>

	the Consortium leader and other members of the Consortium?	draft PPP Agreement containing such provisions will be made available to Prequalified Bidders together with the Request for Proposals.
16.	According to Technical Criterion n°2 of SCHEDULE 3 (as shown at Figure 3), and the Annex 7 of SCHEDULE 4 requests to set out the construction experience in airport infrastructure project of the Consortium member. The construction experience of an airport infrastructure construction project, with an aggregate construction value of not less than one hundred million US dollars, does this project meet the requirements?	<p>We understand that the query relates to whether an airport infrastructure construction project, with an aggregate construction value of not less than one hundred million US dollars would meet the requirements for Technical Criterion n°2.</p> <p>Please note that Technical Criterion n°2 (set under Clause 1.2 of Schedule 2 of the Request for Qualification) also requires the project to have been carried out in the last ten (10) years by the Prospective Bidder or any of its Non-Sister Affiliates (or, if the Prospective Bidder is a Consortium, at least one Member of the Consortium or any of its Non-Sister Affiliates).</p>
17.	According to Article 10 of SCHEDULE 4 (as shown at Figure 4), are there any format requirements for the letter of intent to form a Consortium?	We confirm that there is not any format requirement for the letter of intent to form a Consortium.
18.	Refer to Annex 1 Authorized Representative Power of Attorney. Please clarify the required jurisdiction for notarization. Is notarization to be completed by a	Notarization is to be done by a notary of the Prospective Bidder's (or if the Prospective Bidder is a Consortium, each Consortium Member's) country of incorporation.

	notary public within Laos, or within the bidder's country of incorporation	
19.	Refer to Annex 2 Lead Member Power of Attorney. Please clarify the required jurisdiction for notarization. Is notarization to be completed by a notary public within Laos, or within the consortium member's country of incorporation	Please see answer above.
20.	Please provide a list of specific document types that would be acceptable as evidence of the ability to fund/finance the Project?	Prospective Bidders may provide any form of evidence they consider appropriate. Such evidence may include corporate documents, audited financial statements, letters from lenders/financing entities
21.	Are there any specific industry sectors or types of projects that are considered acceptable for this previous experience requirement?	All industry sectors and types of projects are acceptable for Financial Criterion n°2.
22.	Regarding the Annex 3 Organisational Chart – for a listed company the information on who holds significant shares (5% and up) and directors' stakes is already published in our Annual Report. Is it okay if we give you those sections from the report? or do we need to provide a specific summary chart or document prepared just for Annex 3?	Any document clearly indicating the required information is acceptable.

23.	Can the bidding team's composition change for the upcoming RFP submission, or must it be consistent with this RFQ submission?	As indicated in Clause 4.1.2 of the Request for Qualification, any change in the composition of a Consortium during the Bid Process will be subject to the prior written approval of the GOL.
24.	Could you please provide the detailed data of the passenger and aircraft movement projections? We need would like to further understand the specific escalation rates and assumptions that were used in the forecasting	Please refer to the Information Memorandum. Also, Prospective Bidders will be expected to produce their own traffic forecast assumptions and projections as part of their bid submission.
25.	Do 'Mandatory Work' include all works (Airfield, Terminal, Ancillary Infrastructure) stated on '5. Facility Requirements and CAPEX Program'? Or only the airfield infrastruture?	The Mandatory Works will include upgrades across all parts of the airport infrastructure, including the airfield, terminal, and ancillary facilities. More details on the Mandatory Works will be provided in the draft PPP Agreement.
26.	Are there any requirements on 'upgrade' of work item from '5. Facility Requirements and CAPEX Program'? E.g Increasing the quantity, upgrading specification, etc. Could you provide more explanations (necessary improvements and the background for necessary upgrades) for each work?	Further details on the required improvements will be provided in the draft PPP Agreement.
	May the CAPEX program be subject to adjustment?	The description of the Mandatory Works will be provided in draft PPP Agreement.

27.	<p>Could you please provide clarification for documents of notarization? (if notarization is necessary). (e.g. annex 1,2 or evidence for annex 3,4 need to be notarized).</p>	<p>Please refer to Schedule 4 of the Request for Qualification which specifies where a document is required to be notarized. Unless expressly specified in Schedule 4, notarization is not required.</p>
28.	<p>Could you provide samples for the 'evidence provided' for the financial criterion No.2? We could provide the url which connects the project information on the official website. Could this work as the evidence?</p>	<p>Prospective Bidders may provide any form of evidence they consider appropriate. Such evidence may include corporate documents, audited financial statements, letters from lenders/financing entities.</p>
29.	<p>With regard to the estimated timetable, we consider it rather tight such as the period of the draft PPP agreement.</p> <p>May we kindly ask if there is any possibility of revising or adjusting the schedule?</p>	<p>Please see the revised Estimated Timetable in Addendum n°1 of the Request for Qualification.</p>
30.	<p>With regard to the notarized letter from the auditing firm indicating the Net Worth, in our country, we don't have it, because it is not common for auditing firms to issue a notarized letter indicating net worth. Please kindly refer to the Balance Sheet.</p>	<p>Please refer to Addendum n°2 of the Request for Qualification. Prospective Bidders will not be required to submit a notarized letter from the auditing firm indicating the Net Worth.</p>

31.	<p>As our company became a non-listed entity in FY2022, the audited financial statements for FY2023 are available only in our native language.</p> <p>Please kindly refer to the original audited version and its English translation, with identical figures.</p>	<p>Please note that any document submitted in a language other than English should be accompanied by a certified English translation.</p>
32.	<p>According to our internal company regulations, the RFQ stage does not require the President's approval, and a signature by the Division Director is deemed sufficient at this stage.</p> <p>However, depending on the scale of the proposal amount at the future bidding stage, it is possible that Presidential approval may be required.</p> <p>In such a case, an internal approval process will be duly conducted prior to submission. Thus, we would like to kindly confirm whether it is acceptable for the Division Director to sign the Annex 1 (Authorized Representative Power of Attorney) at this RFQ stage.</p>	<p>The Authorized Representative Power of Attorney and the Lead Member Power of Attorney(s) should be signed by a person having the power and authority to do so under the laws of the country of incorporation and the constitutional documents of the Prospective Bidder (or where the Prospective Bidder, the relevant Consortium Member).</p>
33.	<p>Also, should we submit the proof of the duly notarized separately?</p> <p>Due to a personnel change effective April 1, we are currently uncertain whether we will be able to submit the notarized document by the deadline.</p>	<p>Prospective Bidders are required to submit the notarized power of attorney(s) with their Prequalification Application. The Prequalification Application deadline has been extended, please see the revised Estimated Timetable in Addendum n°1 of the Request for Qualification.</p>

<p>34. Regarding the technical standards specified in Schedule 3 (TECHNICAL AND FINANCIAL CRITERIA), Clause 1.2 of the Request for Qualification, as we are participating as a consortium bidder, we seek clarification on whether the project experience of our consortium members—both independently undertaken and those performed as part of other joint ventures—fully satisfies the stated requirements?</p>	<p>You may rely on experience undertaken independently or through other joint ventures.</p> <p>Clause 6.2.2 of the Request for Qualification (as amended by Addendum n°2 of the Request of Qualification) specifies the conditions under which 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 a criteria.</p>
<p>35. Regarding Schedule 4(FORM AND CONTENT OF PREQUALIFICATION APPLICATION), Clause 3 of the Request for Qualification: (1) Whether only all organisations with a shareholding of 5% or more in the potential bidder's equity structure need to be listed, while those holding less than 5% may be omitted; (2) whether the ownership tracing should extend to the ultimate beneficial owner or only up to the parent company level; and (3) whether both an organisational chart and descriptive text are acceptable formats for submission?</p>	<p>There is no requirement to list shareholders below the 5% threshold.</p> <p>The ownership structure is to be shown “up to the level of ultimate beneficial ownership.” Hence, the organization chart should identify by name all Persons holding (an aggregate ultimate beneficial interest of more than five per cent (5%) at any level in the organization structure.</p> <p>The Prospective Bidder (or, if the Prospective Bidder is a Consortium, each Consortium Member) may provide a comprehensive organization chart or a narrative description. An organizational chart with a descriptive text is acceptable.</p>
<p>36. Regarding Schedule 4(FORM AND CONTENT OF PREQUALIFICATION APPLICATION), Clause 4 of the Request for Qualification, we would like to confirm whether the submission of the following documents by the prospective bidder would satisfy the requirements: Articles of Association, business licence, licence for</p>	<p>The precise set of constitutional documents can vary by jurisdiction but commonly includes Articles of Association (or equivalent) and/or certificates of incorporation (or equivalent).</p>

	opening accounts, and qualification certificates (if applicable)?	
37.	Regarding Schedule 4(FORM AND CONTENT OF PREQUALIFICATION APPLICATION), Clause 9 of the Request for Qualification, we seek clarification on: (1) whether the required financial statements must include complete versions with all notes; (2) if other consortium members still need to provide financial statements when either the lead member or financial member has already met the net asset requirement exceeding US\$100 million; (3) whether submission of financial statements audited by an auditing firm and notarised would suffice without additional supporting letters; and (4) whether all monetary data in the financial statements must be converted to US dollars.	<p>Yes, complete version of the audited financial statements are required.</p> <p>Only the Consortium Members whose financial information is used to meet the Financial Criteria must provide financial statements.</p> <p>For Financial Criterion n°1, audited financial statements are sufficient.</p> <p>For Financial Criterion n°2, audited financial statements may be sufficient provided that they contain the required evidence of financial capability. Otherwise, the Prospective Bidder is required to provide relevant supporting documentation. Prospective Bidders may provide any form of evidence they consider appropriate. Such evidence may include corporate documents, letters from lenders/financing entities.</p> <p>Only the relevant monetary data of the financial statements must be converted to US dollars.</p>
38.	Regarding Schedule 4(FORM AND CONTENT OF PREQUALIFICATION APPLICATION), Clause 10 of the Request for Qualification, we seek clarification on whether there are specific format and content requirements for the Letter of Intent to form a consortium.	We confirm that there is not any format requirement for the letter of intent to form a Consortium.
39.	Regarding Annex 5 (Legal Criteria Confirmation), we seek clarification on: (1) whether the scope of confirmation applies only to the bidder's activities within Laos; and (2) whether supporting documentary evidence must be submitted.	<p>The Legal Criteria Confirmation is not limited to activities in Laos.</p> <p>No supporting documentary evidence is required.</p>

40.	Regarding the notarisation requirements for the Request for Qualification, are there any specific requirements for the form of notarisation?	Any legally valid form of notarization of the jurisdiction of incorporation of a Prospective Bidder (or where the Prospective Bidder is a Consortium, Consortium Member) is acceptable.
41.	Regarding requirements of Schedule 3 (Clauses 1.1 Technical Criteria n°1), can we use the airport that is independently operated by a wholly-owned subsidiary of our airport operator member as our airport operation experience for this bid? To demonstrate the equity relationship between our consortium's airport operator member and this subsidiary, what documents are required as proof? If the Articles of Association can serve as valid evidence, would submitting only the chapter outlining shareholder composition be sufficient?	<p>Prospective Bidders may rely on the experience of Affiliates to meet Technical Criterion n°1.</p> <p>Relevant sections of share registries or shareholder agreements are acceptable as evidence of affiliation so long as those sections clearly show the shareholding. Articles of association are also acceptable evidence.</p> <p>Please note that, if a Prospective Bidder relies on an Affiliate (including a Non-Sister Affiliate) to meet a criterion, the certified copy of a full version of the constitutional documents of such Affiliate must be submitted, in accordance with Clause 6.2.2 : <i>“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, it shall submit, in addition to all other documentation required by Schedule 4 (Form and Content of Prequalification Application) in respect to the Prospective Bidder (or if the Prospective Bidder is a Consortium, the relevant Consortium Member), the documentation specified in paragraph 4 of Part A of Schedule 4 (Form and Content of Prequalification Application) with respect to this Affiliate as well as evidence of the relationship of affiliation between the Prospective Bidder or the relevant Consortium Member and this Affiliate.”</i></p>
42.	Regarding Annex 6, for submitting the Technical and Operational Experience, Scope of Undertakings for the Airport Operator Member, we seek clarification on: (1) whether textual descriptions alone are acceptable, or if third-party certified documentation is mandatory;	<p>As specified in Schedule 4 of the Request for Qualification, Prospective Bidders should submit a “certificate from the counterpart contracting party or regulator listing the criteria set forth in the operating experience and stating that such experience was carried out in a satisfactory manner”.</p> <p>No specific form is required.</p>

	and (2) if third-party certified documentation is required, what specific standards apply?	
43.	Regarding requirements of Schedule 3 (Clause 1.2 Technical Criteria n°2), as a consortium, can we combine the previous project experience of all members to satisfy this requirement? Does the aggregate construction value of not less than US\$100 million refer to the total of all previous projects of all consortium members, or must it be for one airport project? Also, whether submission of contract copies (extracts) constitutes sufficient evidence, or whether full contract copies are required?	<p>No, the Consortium Members may not combine their experience to meet Technical Criterion n°2.</p> <p>The construction value of US\$ 100 million must be met through one single airport project.</p> <p>As specified in Schedule 4 of the Request for Qualification, the evidence for Technical Criteria n°2 must also include construction completion certificate for each project issued by the owner.</p> <p>Extracts of contracts are acceptable as supplementary evidence. Full copies are not required.</p>
44.	Regarding requirements of Schedule 3 (Clause 2.2 Financial Criterion n°2), for general project implementation it is necessary to establish a concession company that directly conducts the financing, with our consortium member providing guarantees. Can we rely on an investment/joint-venture agreement plus a project completion document as proof of financing experience? If not, what specific requirements must be met to prove our project financing experience?	<p>A Prospective Bidder (or, if the Prospective Bidder is a Consortium, any Consortium Member) may use a Non-Sister Affiliate to meet Financial Criterion 2, please see Addendum n°2 of the Request for Qualification.</p> <p>Prospective Bidders may provide any form of evidence they consider appropriate. Such evidence may include corporate documents, audited financial statements, letters from lenders/financing entities.</p>
45.	Whether supplementary evidence/documentation can be submitted if the initial materials provided during the review stage are deemed insufficient for qualification purposes?	Under Clause 8.4 of the Request for Qualification, the Tender Committee “may (but shall not be obliged to) request written clarification from a Prospective Bidder.” If any Prequalification Application is unclear or incomplete, the Prospective Bidder may be asked to provide additional documents

46.	The RFQ specifies using the average of the Jan 1st and Dec 31st Federal Reserve exchange rates. If rates are not published on these specific dates, can we use the rate from the closest available publishing date?	Yes. Please specify the date of exchange rate used.
47.	As the owner and operator of the reference airports, our organization does not have an external 'counterpart contracting party' for the operational aspect required by Clause 1.1. Could you please advise what alternative documentation would be considered suitable?	Please provide any document issued by the grantor of the concession and/or the regulator showing that the required number of passengers by year specified in Technical Criterion n°1 is met.
48.	To confirm our company's ownership percentage in Société Concessionnaire de l'Aéroport , is the shareholding percentage listed on page 96 of our 2023 annual report sufficient? If not, what specific documents would be appropriate to provide as proof of ownership?	Yes. Prospective Bidders may also provide the constitutional/incorporation documents (or an abstract of such documents) of the project company demonstrating ownership.