

June 4, 2015

# Pre-Qualification Questionnaire (PQQ)

for

New offshore Wind Tenders in Denmark – Kriegers Flak

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**Forms**

The following forms may be used when applying for prequalification. However, other documents providing the same information may be used as well, if the applicant so chooses.

Form 1: Consortium Declaration

Form 2: Statement on annual overall turnover, equity ratio and long term debt rating

Form 3: Declaration of support (Economic and financial capacity)

Form 4: Declaration of support (Technical capacity - Project development and management of construction)

## 1. Introduction

This PQQ relates to the New Offshore Wind Tender in Denmark – Kriegers Flak. Contract notice no. 2015/S 090-161094 was published in Supplement to the Official Journal of the European Union on May 9, 2015.

A party interested in bidding for the contract must submit an application to the Danish Energy Agency (DEA). The application should contain the applicant's responses to the prequalification questions set out in section I.

The application must be received by DEA no later than:

**First of October 2015, 13:00 hrs (Danish time).**

The application is requested in one original application in hard copy, two hard copies of the original and one electronic copy (e.g. memory stick) of the application. The application is to be handed in at/delivered to the following address:

Amaliegade 44, 1256 Copenhagen K, Denmark

Apart from the first section (*section I*), which sets out the prequalification questions, this PQQ contains explanatory notes and examples to the minimum requirements (*section II*); Information regarding the selection process (*section III*); Information on changes in consortia (*section IV*); and miscellaneous terms (*section V*).

In the event of any discrepancies between this PQQ and the Contract Notice, the Contract Notice prevails.

## SECTION I

### 2. Question set A: Organisation and contact details

A1 The applicant's organisation:

1. Name

2. Full postal address

3. A short description of the business and the organisation of the applicant as well as the ownership structure (should be confined to approx. 250 words).

Enclosed? Yes  / No

4. Type of organisation (e.g., public limited company, limited company, a limited liability partnership)

5. Date of registration or establishment

6. Country of registration and (if applicable) business registration number

A2 Applicant representative:

1. Name of authorised representative of the applicant

2. Authorised representative's contact details (full postal address, telephone number, e-mail address)

A3 Is the applicant a consortium/joint venture? Yes  / No .

If "yes", then provide the following information:

1. Details on each member of the consortium/joint venture (see A1.1-6 above)

2. Explain the consortium/joint venture structure, the role of each consortium/joint venture member, their shareholdings and how relationships will operate (should be confined to approx. 1000 words).

Enclosed? Yes  / No

3. Details on authorised representative of the consortium/joint venture (see A2 above)

4. Provide Consortium Declaration (*See form no. 1*)

Enclosed? Yes

A4 Multiple applications

1. Are any consortium/joint venture members part of other prequalification application(s) for this contract?

Yes  / No

**Kommentar [LHP1]:** Corrected 07.09.2015. Previous version stated: (see A1.1-8 above)

If "yes", then provide the names of the relevant consortium/joint venture members, and information of measures taken/planned in order to maintain confidentiality and avoid distortion of the tender process (should be confined to approx. 250 words).

Enclosed? Yes  / No

2. Are any organisations associated with the applicant applying for prequalification for this contract? (For example, a company within the same group). Yes  / No

If "yes", then provide identification and relationship to the organisation, and information of measures taken/ planned in order to maintain confidentiality and avoid distortion of the tender process (should be confined to approx. 250 words).

Enclosed? Yes  / No

*(An economic operator may in principle participate in the submission of more than one application for prequalification (e.g. as a member of different consortia). In that case, and in case of an economic operator associated with the applicant submitting application for prequalification, appropriate measures to maintain confidentiality and to protect the competitive process must be implemented. In these situations, the applicant must therefore use different contact points (i.e. different personnel) in the applications submitted. Furthermore, the applicant must demonstrate to the reasonable satisfaction of DEA that it will maintain confidentiality and avoid distortion of the tender process. DEA reserves the right to exclude the applicant from further participation in the tender process if appropriate measures are not executed and maintained throughout the tender procedure.)*

### 3. QUESTION SET B: ECONOMIC AND FINANCIAL STANDING

- B1 In order to demonstrate compliance with the minimum requirements, the applicant (including, where the applicant is a consortium/joint venture, each member of that consortium/joint venture) must state:

Annual overall turnover (in IFRS: "revenue") for each of the latest 3 financial years (*see form no. 2*). A pension fund must state the turnover as the sum of gross premiums and turnover from investment activities for each of the latest 3 financial years.

1. Enclosed? Yes  / No

**AND**

2. a) Equity ratio as a percentage of total assets (total equity/total assets x 100) for the latest financial year (*see form no. 2*).

Enclosed? Yes  / No

**OR**

- b) Information on the long term debt rating of the applicant (including, where the applicant is a consortium/joint venture, the members of that consortium/joint venture) (*see form no. 2*).

Enclosed? Yes  / No

- B2 In order to verify the applicant's response to B1, the applicant (including, where the applicant is a consortium/joint venture, the members of that consortium/joint venture) must provide the following financial information:

Copies of the full annual report for the latest 3 financial years, including:

- (a) Balance sheet;
- (b) Profit and loss account, including turnover and cost of sales;
- (c) Full notes to the accounts; and
- (d) Directors' Report and Auditors' Report (where applicable).



Enclosed? Yes  / No

B3 Does the applicant rely on the economic and financial capacity of other economic operators (e.g. a partner, a parent company, founding companies/future owners, or one or more affiliated companies)? Yes  / No

If "yes", the following applies:

1. The applicant must submit documentation and information on these other economic operators, see B1-B2 (but for Financial Institutions: see B4).

Enclosed? Yes  / No

AND

2. The applicant must document that the applicant can rely on the capacities of the other economic operators in this respect (*see form no. 3*)

Enclosed? Yes  / No

*(Please note that if the concession contract is awarded to an applicant that relies on the economic/financial capacity of other economic operators (e.g. a partner, a parent company, subcontractors, founding companies/future owners, or one or more affiliated companies), these other economic operators will be required to undertake joint and several liability with the applicant when the contract is signed (but not for the prequalification). For more information on the scope of the joint and several liability, please consult with the separate executive presentation on the web page of DEA dedicated to the large scale offshore tenders [www.ens.dk/offshorewind](http://www.ens.dk/offshorewind). The exact terms of this liability will be stated in the tender documents).*

B4 For the purpose of this tender a Financial Institution is defined as an economic operator that is authorised by a national financial supervisory authority to provide financial services falling under the scope of the EU Capital Requirement Directive (CRD III and/or CRD IV), the Solvency II Directive or any similar financial regulation including, but not limited to, regulation based on the Basel II Accord and/or Basel 2.5 and the Basel III Accord.

1. Is a member of the applicant a Financial Institution? Yes  / No

2. Does the applicant rely on the economic and financial capacity of a Financial Institution? Yes  / No

If "yes" to one or both of the above two questions in B4 1-2, the following documentation and information must be submitted regarding the/each Financial Institution:

- (a) Documentation as described in B1.1.

Enclosed? Yes  / No

- (b) Documentation as described in B2.  
Enclosed? Yes  / No

AND

- (c) Documentation of compliance regarding the regulatory solvency requirement and any additional individual solvency requirements laid down by the national financial supervisory authority (the date of this documentation must not precede the expiry of the application deadline by more than four (4) months);  
Enclosed? Yes  /  No

B5 Is the combined sum of the yearly overall turnover of the applicant (including Financial Institutions and including economic operators on whose financial capacity the applicant relies) at least DKK 15,000,000,000 (DKK 15 billion calculated as an average of the latest three (3) financial years available) (**Minimum requirement**)? Yes  / No

B6 Does the applicant/all members of the applicant (including each of the economic operators on whose financial capacity the applicant relies) have (**Minimum requirement**):

**1. For all economic operators except Financial Institutions:**

- (a) An equity ratio as a percentage of total assets (total equity/total assets x100) of 20 % or more? Yes  / No

OR

- (b) A long term debt rating of BBB- or above (Standard & Poor's and Fitch) and/or Baa3 or above (Moody's) or an equivalent rating from another reputable international credit rating agency? Yes  / No

*(Please note that in terms of meeting the minimum requirements the requirement regarding equity ratio (a) and the requirement regarding long term debt rating (b) are equal alternatives to each other (i.e. one is not preferred to the other)).*

**2. For Financial Institutions (as an alternative to B6 1(a) and 1(b) above):**

Does the Financial Institution comply with the regulatory solvency requirement and any additional individual solvency requirements laid down by the national financial supervisory authority (**Minimum requirement**)?  
Yes  / No

#### 4. QUESTION SET C: TECHNICAL AND PROFESSIONAL ABILITY

##### Relevant Experience:

- C1 The applicant must provide documentation for references within project development AND management of construction of offshore wind farms.
1. For each project used as a reference the applicant is asked to provide the following information:
    - a) Name of offshore wind farm;
    - b) Contact person at the contracting entity, the authority who awards the licence or the like (preferably including phone number and email address);
    - c) Contract signing date/ Date of concession, permit, licence etc.;
    - d) Location of the offshore wind farm;
    - e) Planned capacity of the project (MW), and installed capacity of the project (MW);
    - f) The applicant's role (i.e. owner, main consultant, sub-contractor, member of a consortium, constructor, or other);
    - g) The applicant's contribution to the project within the following key areas: Project planning and management, design, management of construction and quality control of offshore wind farms and, finally, procurement/contract negotiation;
    - h) Information regarding whether fixed external deadlines for (partial) completion were met (i.e. deadlines for connection of first and last offshore wind turbine to internal grid, etc.). If no external deadlines were applied, the applicant is asked to provide information regarding internal deadlines. Finally, the applicant is asked to provide an explanation of why a fixed deadline (external or internal) was not met, if relevant, and
    - i) The current stage of the project and the period of time the applicant has been assigned to the project.
  2. Are minimum 1 and maximum 5 references enclosed? Yes  / No
  3. Does at least one (1) reference relate to project development AND management of construction in respect to an offshore wind farm of 150 MW installed capacity or more (**minimum requirement**)? Yes  / No

If "yes":

- (a) Are all the key areas mentioned in (g) above included in this reference **(minimum requirement)**? Yes  / No
- (b) Has the instalment of the turbines been completed and is the wind farm ready for production in this project **(minimum requirement)**? Yes  / No

C2 Does the applicant rely on the experience of other economic operators (e.g. a partner, a parent company, subcontractors, founding companies/future owners, or one or more affiliated companies) in regard to C1 Yes  / No

If "yes", the following applies:

- i. The applicant must submit documentation and information on the experience of these other economic operators on which the applicant relies.  
Enclosed? Yes  / No
- ii. The applicant must document that the applicant can rely on the capacities of these other economic operators in this respect (*see form no. 4*).  
Enclosed? Yes  / No

**Kommentar [KVP2]:** Corrected 15.09.2015. Previous version stated: (*see from no. 4 and 5*)

*(Please note that if the concession contract is awarded to an applicant that in respect of project development and management of construction, see C1 above, is relying on the technical capacity of other economic operators (e.g. a partner, a parent company, a sub-contractor, founding companies/future owners, or one or more affiliated companies), these other economic operators will be required to undertake joint and several liability with the applicant when the contract is signed (but not for the prequalification). For more information on the scope of the joint and several liability, please consult with the separate executive presentation on the web page of DEA dedicated to the large scale tenders in Denmark [www.ens.dk/offshorewind](http://www.ens.dk/offshorewind). The exact terms of this liability will be stated in the tender documents).*

## Section II

### 5. The contract notice, VI.2) Additional information, no. 6, (I)

*"(I) The applicant must have a yearly overall turnover (in IFRS: "revenue") of minimum DKK 15 billion (calculated as an average of the latest three (3) financial years available)"*

Reference is made to B5 above.

The minimum requirement is that the yearly overall turnover, calculated as an average of the latest three (3) financial years available, must be at least DKK 15,000,000,000.

In order to meet the minimum requirement the combined sum of turnover for all economic operators must be at least DKK 15 billion. Thus, it is not required that each economic operator meets the minimum requirement individually.

When evaluating whether the minimum requirement is met, the yearly overall turnover of the following economic operators must be considered:

- The applicant (or if the applicant consists of more than one economic operator, the members of the applicant)
- Economic operators on whose financial capacity the applicant rely.

This minimum requirement applies to all the economic operators mentioned - also if they are Financial Institutions.

Please note that a pension fund will have to nominate the turnover as the sum of gross premiums and turnover from investment activities (calculated as an average of the last 3 financial years) see B1 above.

#### *Examples:*

##### **Ex1**

The applicant is a limited company with the following annual turnover and financial year:

1 July 2010 - 30 June 2011:	DKK 6 bn
1 July 2011 - 30 June 2012:	DKK 4 bn
1 July 2012 - 30 June 2013:	DKK 10 bn

The applicant relies on the financial capacity of another limited company with the following annual turnover and financial year:

1 April 2010 - 31 March 2011:	DKK 7 bn
1 April 2011 - 31 March 2012:	DKK 8 bn
1 April 2012 - 31 March 2013:	DKK 10 bn

The combined annual turnover is DKK 45bn (DKK 6+4+10+7+8+10 bn), divided by 3 fi-

nancial years, equals DKK 15 bn per year

**The applicant meets the minimum requirement.**

**Ex2**

The applicant is a consortium that consists of 3 members with the following annual turnover and financial year:

Member no. 1

1 July 2010 - 30 June 2011:	DKK 7 bn
1 July 2011 - 30 June 2012:	DKK 8 bn
1 July 2012 - 30 June 2013:	DKK 10 bn

Member no. 2 (established in 2011)

1 April 2011 - 31 March 2012:	DKK 0.5 bn
1 April 2012 - 31 March 2013:	DKK 1 bn

Member no. 3

1 July 2010 - 30 June 2011:	DKK 10 bn
1 July 2011 - 30 June 2012:	DKK 8 bn
1 July 2012 - 30 June 2013:	DKK 10 bn

The combined annual turnover is DKK 54.5 bn, divided by 3 years which is more than DKK 15 bn per year.

**The applicant meets the minimum requirement.**

## 6. The contract notice, VI.2) Additional information, no. 6, (II)

*"II) The applicant must have an equity ratio (total equity/total assets x 100) of 20% or above OR a long term debt rating of BBB- or above (Standard & Poors and Fitch) and/or Baa3 or above (Moody's) or an equivalent rating from another reputable international credit rating agency."*

Reference is made to B6 (1) above.

The minimum requirement consists of two alternatives. Either the level of equity ratio must be at least 20 % OR the level of long term debt rating must meet the above mentioned level (the level depends on which credit rating agency has issued the rating). The two alternatives are equal alternatives to each other (i.e. one is not preferred to the other).

Regarding the equity ratio, the minimum requirement must be met for the latest financial year.

Regarding the long term debt rating, it is the rating at the time of application for prequalification that must meet the mentioned level.

Each of the following individual economic operators must meet one or the other of the two alternative requirements:

- The applicant (or if the applicant consists of more than one economic operator, each member of the applicant)
- Economic operators on whose financial capacity the applicant relies (regarding the requirement for total annual turnover).

However, if one of these economic operators is a Financial Institution, a different minimum requirement applies to the Financial Institution, see section 7 below.

### **Ex 3**

In the situation mentioned in Ex 1, the applicant has relied on the financial capacity of another economic operator in regard to the minimum requirement for annual turnover. Thus, this other economic operator must also meet the minimum requirements regarding equity ratio or long term debt rating.

If the applicant for the financial year 1 April 2012 - 31 March 2013 has total assets of DKK 10 bn and a total equity of DKK 2 bn, the equity ratio is 20 % (2bn/10bn x100). The other economic operator - which is not a Financial Institution - has a long term debt rating of Baa3 from Moody's.

**The applicant meets the minimum requirement.**

## 7. The contract notice, VI.2) Additional information, no. 6, (III)

*"(III) The Financial Institution must comply with the regulatory solvency requirement and any additional individual solvency requirements laid down by the national financial supervisory authority."*

Reference is made to B6 (2).

This minimum requirement only applies to economic operators that are Financial Institutions and applies for Financial Institutions as an alternative to the financial minimum requirements set out in B6(1) above (equity ratio of 20% or above OR a long term debt rating of BBB- or above etc.)

For the purposes of this tender, a Financial Institution is defined as an economic operator that is authorised by a national financial supervisory authority to provide financial services falling under the scope of the EU Capital Requirement Directive (CRD III and/or CRD IV), the Solvency II Directive or any similar financial regulation including, but not limited to, regulation based on the Basel II Accord and/or Basel 2.5 and the Basel III Accord.

The status of the implementation of Basel II, 2.5 and III in jurisdictions that are members of the Basel Committee on Banking Supervision (BCBS) or of the European Union is available at <http://www.bis.org/publ/bcbs290.pdf>

The status of the implementation of Basel II, 2.5 and III in jurisdictions that are neither members of the Basel Committee on Banking Supervision (BCBS) nor members of the European Union is available at <http://www.bis.org/fsi/fsiop2014.pdf>

This minimum requirement applies only when the Financial Institution is:

- An applicant
- A member of an applicant (only relevant when the applicant is a consortium/joint venture).
- An economic operator on which the applicant relies in regard to meeting the requirement concerning annual turnover.

This minimum requirement is met when the applicant provides documentation of the Financial Institution's compliance with the regulatory solvency requirement and any additional individual solvency requirements laid down by the national financial supervisory authority.

The date of the documentation must not precede the expiry of the application deadline by more than four (4) months.

The documentation may be in the form of a signed statement from the Financial Institution.



**8. The contract notice, VI.2) Additional information, no. 7,**

*"(I) The applicant must have at least one reference within project development and management of construction regarding an offshore wind farm of minimum 150 MW installed capacity, including all the key areas mentioned in the Contract Notice, section III.1.3 letter K, g); the reference must concern a project where the instalment of the turbines has been completed and the wind farm is ready for production".*

Reference is made to C1 above.

The minimum requirement is that the applicant has (at least) one reference that meets the following criteria:

1. That is within project development AND management of construction regarding an offshore wind farm of minimum 150 MW installed capacity;
2. where the instalment of the turbines has been completed and the wind farm is ready for production; and
3. where the applicant's contribution to the project in question is within all of the key areas mentioned in the Contract Notice, III.1.3), letter K, g), i.e.:
  - Project planning and management,
  - design,
  - management of construction and quality control of offshore wind farms, and
  - procurement/contract negotiation.

If the applicant consists of more than one economic operator and/or the applicant relies on the technical capacity of other economic operators in order to meet the technical minimum requirements, the sum of references for the economic operators must meet this minimum requirement whereas it is not required that each individual economic operator meets this minimum requirement.

Additional references - to the reference meeting the minimum requirement - can be enclosed in the tender as well. The additional references will be taken into consideration for the selection if more than 10 applicants meet both the financial and technical minimum requirements see section III, 10, below regarding the selection process.

The additional references must be within both project development AND management of construction of offshore wind farms. The applicant is asked not to enclose more than five references in total. The additional references do not necessarily have to relate to completed projects but may also relate to projects that are still under construction. Likewise, the additional references may relate to an offshore wind farm of less than 150 MW installed capacity, and the applicant's contribution to the projects in question does not necessarily have to be within all of the key areas mentioned in the Contract Notice, III.1.3), letter K, g).

No limits apply as to how old a reference may be.

The applicant's submission of application for prequalification serves, at the same time, as the applicant's consent to the release of any and all information from any contracting entity (or the like) identified in the references, if DEA wishes to verify information provided as a part of a reference.

If technical experience through project development and management of construction in relation to a completed project has been transferred from the company in charge of building the farm to another company which that have submitted a declaration of support, the applicant must confirm that all relevant assets and liabilities, including personnel, tools, templates, routines, contract models, etc., have been transferred, and that these transferred assets and liabilities from an organizational point-of-view constitutes an independent business division or unit.

**Ex 4**

Two members of the applicant have a reference each within project development and management of construction regarding the same offshore wind farm of 150 MW installed capacity. The construction is completed.

One of the members of the applicant has contributed to the project within the following key areas mentioned in letter K, g):

- Project planning and management.
- Design.

The other member of the applicant has contributed to the project within the following key areas mentioned in letter K, g):

- Management of construction and quality control of offshore wind farms, and
- Procurement/contract negotiation.

Combined, the references regarding the project cover all of the key areas mentioned in letter K, g).

**The applicant meets the minimum requirement.**

**Ex 5**

The applicant is a consortium that consists of 3 members with the following references:

Member no. 1

Two references within project development and management of construction of offshore wind farms of less than 150 MW installed capacity. The constructions are not completed.

Member no. 2

One reference within project development regarding an offshore wind farm of less than 150 MW installed capacity. The construction is completed.

Member no. 3

One reference within project development and management of construction regarding an offshore wind farm of 200 MW installed capacity. Member no. 3's contribution to the project is within all of the key areas mentioned in letter K, g). The construction is completed.

The reference of member no. 3 meets the minimum requirement. **Hence, the applicant meets the minimum requirement.**

Neither the references of member no. 1 nor the reference of member no. 2 meets the minimum requirement. As the references of member no. 1 are within both project development and management of construction of offshore wind farms, the applicant can choose to enclose these references in the application. The references will then be taken into consideration for the selection if more than 10 applicants meet both the financial and technical minimum requirements. As the reference of member no. 2 is solely within project development of an offshore wind farm, this reference should not be enclosed in the application since it is of no relevance to DEA.

### **Section III**

#### **9. Selection process**

DEA intends to select a maximum of 10 applicants to bid for the contract. The selection process will consist of 2 steps:

1. Verification that the applicant meets the minimum requirements.
2. If more than 10 applicants meets the minimum requirements they will be evaluated and DEA will select the 10 applicants to bid for the contract on the basis of: (I) the applicants who have the most relevant references regarding project development AND management of construction of offshore wind farms as mentioned in the Contract Notice, III.1.3), letter K in relation to the assignment put up for tender.

#### **10. Clarification or supplementation**

Regardless of the use of the words "must" or "shall" in the tender documents, DEA reserves the right to invite economic operators to supplement or clarify the certificates and documents submitted whilst complying with the principles of equal treatment, non-discrimination and transparency.

Finally, DEA reserves the right to clarify any ambiguities in the application whilst complying with the principles of equal treatment, non-discrimination and transparency.

## **Section IV**

### **11. Changes in composition after prequalification**

More information on the possibility of making changes in compositions after prequalification is under preparation and will follow shortly, including a separate executive presentation.

## Section V

### 12. Conflicts of Interest

Each applicant is responsible for ensuring that no conflict(s) of interest exist(s) between it or, if it is a consortium, any of its members or any of their respective appointed advisors, on the one hand, and DEA, on the other hand, during the tender process. Any conflict of interest or potential conflict of interest which arises in respect of the project must be fully disclosed in writing to DEA as soon as such conflict or potential conflict becomes apparent. DEA reserves the right to exclude the applicant from further participation in the tender process if the conflict is not addressed to the reasonable satisfaction of DEA.

### 13. Questions

An applicant may seek clarification from DEA in relation to this PQQ and the Contract Notice. All questions must be submitted in writing to [offshorewind@ens.dk](mailto:offshorewind@ens.dk). All questions are asked to be received no later than **15 September 2015, 13:00 hrs** (Danish Time).

Applications may be submitted in English. However, pre-printed material (e.g. financial accounts) may also be submitted in Danish, Swedish or Norwegian.

All questions must be sent in English (to [offshorewind@ens.dk](mailto:offshorewind@ens.dk)).