

ANNEX 9. REMUNERATION SCHEDULE AND DISBURSEMENT ARRANGEMENTS (THIS ANNEXURE SUPERSEDES ANNEX 1 AND SERVES TO REPLACE ANNEX1)

The Transaction Advisor contract will be a lump sum contract and will be paid on the basis of timely and acceptable deliverables over an envisaged contract period of 20 calendar months. The appointed TA is expected to sign a contract for 24 months, extendable at no extra cost for a further one year in the event that Financial Close has not been reached within 24 months. An extension at extra cost would however be considered for inflation adjustments where delays have not arisen as a result of the performance of the TA.

Bidders must submit bids in the formats prescribed in the RFP. The remuneration schedule is as set out below:

- ☐ Phase 1 (the “Phase 1 Amount”) - 45% of the lump sum contract amount
- ☐ Phase 2 (the “Phase 2 Amount”) - 55% of the lump sum contract amount

The following disbursement schedule is set for each phase of the contract. Bidders should keep these in mind in writing their proposals.

For Phase 1:

- ☐ 10% of the lumpsum contract amount upon delivery of the inception report;
- ☐ 15% of the lumpsum contract amount upon delivery of the draft Feasibility Study Phase Deliverables including Feasibility Study Report, draft ESIA report. The Communication Strategy and Plan should also be delivered at this point;
- ☐ 15% of the lumpsum contract amount upon delivery of the final Feasibility Study Phase Deliverables including Feasibility Study Report, ESIA report. This shall also include presentation of the findings and recommendations; and
- ☐ 5% of the lumpsum contract amount upon acceptance of the final feasibility study by KETRACO and the PPP Committee.

If KETRACO elects to proceed to Phase 2:

- ☐ 7% of the lumpsum contract amount upon delivery of Resettlement Action Plan, Social Audit and Vulnerable and Marginalized Group Plan (VMGP);
- ☐ 8% of the lumpsum contract amount upon delivery of the RFQ stage procurement documentation and completion of the RFQ process;
- ☐ 15% of the lumpsum contract amount upon delivery of the RFP bidding stage documentation, including RFP, draft PPP project agreements, Design Criteria and Performance Specifications, evaluation criteria, including any other relevant bid documents and completion of the RFP bidding process and evaluation of bids, and delivery of the evaluation report;
- ☐ 10% of the lumpsum contract amount upon execution of the PPP agreements, delivery of Project’s contract management framework and case study; and
- ☐ 15% of the lumpsum contract amount upon financial close and delivery of the close-out report and final case study.

After Phase 1, KETRACO will decide whether to proceed with Phase 2. If KETRACO decides not to proceed with Phase 2, the contract with the TA will be terminated. There shall be reduction of payments in case fewer number of the project(s) proceed to Phase 2 and/ or if one of the project fails during the transaction process.