



**Government of Barbados
and
Grantley Adams International Airport Inc.**

Grantley Adams International Airport PPP Project



Addendum n°4 to the
Request for Qualification dated February 3, 2020

February 27, 2020



1. INTRODUCTION - DEFINITIONS

- 1.1 The Government of Barbados (“**GOB**”) together with Grantley Adams International Airport Inc. (“**GAIA Inc.**”) issued on February 3, 2020 a request for qualification for the public private partnership project to complete the planned modernization and expansion of the facilities at the Grantley Adams International Airport and to improve the efficiency of its operations (the “**Request for Qualification**”). The Request for Qualification was amended by addendum n°1, dated February 7, 2020 (the “**Addendum n°1**”), addendum n°2, dated February 20, 2020 (the “**Addendum n°2**”) and addendum n°3, dated February 24, 2020 (the “**Addendum n°3**”). 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 Private Partnerships Department.
- 1.2 Capitalized terms used in this addendum to the Request for Qualification (the “**Addendum n°4**”) shall have the meaning given to them in the Request for Qualification.

2. DISCLAIMER

Neither the GOB, GAIA Inc., IFC, nor any of their respective employees, consultants or advisors:

- (a) makes 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 the Request for Qualification, Addendum n°1, Addendum n°2, Addendum n°3 or this Addendum n°4, 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 the 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*) below:

3.1 Amendment to Clause 1 (Definitions)

The definition of Closely Connected Person of the Request for Qualification is deleted and replaced by the following:

- | | |
|---|--|
| Closely
Connected
Person | <i>means, in relation to any Person:</i> <ul style="list-style-type: none">(i) <i>any Person which Controls such Person or is Controlled by such Person;</i> |
|---|--|

- (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 of the share capital or ownership interest in such Person (howsoever held); or*
- (v) *any Affiliate of such Person whose projects are used to satisfy the technical capacity requirements pursuant to Clause 6.2.2 and any Non-sister Affiliates of such Person whose projects are used to satisfy the technical capability requirements and the financial capability requirements pursuant to Clause 6.2.3.*

3.2 Amendment to Clause 4.4.1 (Participation Restrictions)

Clause 4.4.1 (Participation Restrictions) of the Request for Qualification is deleted and replaced by the following:

"No individual Prospective Bidder or Consortium Member may prequalify if:

- (a) it Controls or is Controlled by another individual Prospective Bidder or Consortium Member of another Consortium or any of their respective Affiliates; or*
- (b) it has the power to direct or cause the direction of the management policies of another individual Prospective Bidder or Consortium Member of another Consortium or any of their respective Affiliates; or*
- (c) another individual Prospective Bidder or Consortium Member of another Consortium or any of their respective Affiliates has the power to direct or cause the direction of its management policies.*

If Prospective Bidders or Consortium Members during the evaluation process are found to be in violation of this clause 4.4.1 then they will be given by GAIA Inc. one week to either clarify the situation or cure it."

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°4 as if they were extensively set out in this Addendum n°4.

4.2 For the sake of clarity, this Addendum n°4 shall be read and construed as part of the Request for Qualification as amended by Addendum n°1, Addendum n°2 and Addendum n°3, save and except the amendments as set out in this Addendum n°4, all other provisions of the Request for Qualification as amended by Addendum n°1, Addendum n°2 and Addendum n°3 which are not supplemented or amended by this Addendum n°4 remain in full force and effect.