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# INVITATION FOR QUALIFICATION TEMPLATE FOR THE DEVELOPMENT AND FREE ZONES COMMISSION

## FINAL REPORT

June 2, 2011

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# **INVITATION FOR QUALIFICATION TEMPLATE FOR THE DEVELOPMENT AND FREE ZONES COMMISSION**

## **FINAL REPORT**

USAID JORDAN ECONOMIC DEVELOPMENT PROGRAM

CONTRACT NUMBER: 278-C-00-06-00332-00

DELOITTE CONSULTING LLP

USAID/ECONOMIC GROWTH OFFICE

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### **DISCLAIMER:**

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# 1. INTRODUCTION

The Government of Jordan wishes to promote effective private sector participation in zone development within the framework of Law No. 2 of 2008 and its amended by Law No. 38 of 2010 (The Law). The Government of Jordan has empowered the DFZC to implement the Law.

For that purpose, the DFZC intends to enter into a Development Agreement under a Public Private Partnership (PPP) with a private developer to design, promote, commercialize, finance, build, operate and maintain the Project.

## 1.1 PROVISION OF THE LAND BY DFZC

The DFZC will provide public land based on financial remuneration to the ultimate winner of this tender process along with all corresponding development rights to implement their Development/Business and Financial Plans. .

## 1.2 INTERESTED PARTIES / CONSORTIA

An Interested Party is a local or international company wishing to participate in this process. An Interested Party may at its own discretion form a Consortium. Any Consortium is required to be comprised of companies, firms, corporate bodies or other legal entities who intend to participate through joint effort in the bidding process ("Bidding Process") as further specified herein. Any Interested Party who wishes to participate in this process can be a member of one Consortium only.

If an Interested Party fulfils all participation requirements, it can participate without forming a Consortium.

The Interested Party / Consortium shall appoint and authorize a lead member to represent the Interested Party / Consortium in all matters connected with the prequalification process.

## 1.3 COSTS

Interested Parties / Consortia shall bear all costs associated with the preparation and submission of its Prequalification Application.

The DFZC shall not be responsible or liable to pay any costs of any Interested Party / Consortium, regardless of the conduct or outcome of the prequalification process.

## 1.4 COMMUNICATION PROCEDURE

Any Interested Party / Consortium shall correspond only and exclusively with the Sole Point of Contact stated in the **Data Sheet attached hereto as Annex 1.**

## 1.5 CALENDAR

All periods of time herein shall refer to calendar days inclusive of public holidays and weekends.

## **2. PREQUALIFICATION APPLICATION: PREPARATION**

### **2.1 PREPARATION OF PREQUALIFICATION APPLICATIONS**

#### **2.1.1 LANGUAGE OF PREQUALIFICATION APPLICATION**

The Prequalification Application and all correspondence and documents related to the Prequalification Application exchanged by Interested Parties and the Committee shall be written in the English language. Any printed literature furnished by Interested Parties may be written in another language, so long as such literature is accompanied by a certified translation of its pertinent passages in the English language..

#### **2.1.2 DOCUMENTS COMPRISING THE PREQUALIFICATION APPLICATION**

The Prequalification Application shall comprise the documents outlined in Sections 2.1.3 through 2.1.7.

Prequalification Applications shall contain no prices or price schedules or other reference to rates and prices for undertaking the Project. Prequalification Applications containing such price information may be rejected.

#### **2.1.3 PART I – CONFIRMATION LETTER AND OTHER DOCUMENTS**

Each Interested Party / Consortium shall identify a Lead Member of the Interested Party / Consortium which is duly authorized to act on its behalf. In Part I of the Prequalification Application the Lead Member shall provide the following:

- a) A Confirmation Letter signed by the lead member (“Lead Member”) of the Interested Party / Consortium in the form of **Annex 2;**
- b) The following documents and background information:
  - i. Executive Summary, in the form of a brief description of the history, structure and capabilities of the Interested Party (each member of the Consortium), including a brief description of any existing or prior relationships among the Consortium members, if applicable
  - ii. **basic information on each member of a Interested Party / Consortium as detailed in **Annex 3;****
  - iii. documents evidencing that the officer who signed the Prequalification Form is duly authorized to represent the Interested Party / Consortium and mentioning the officer’s name, organization, address, telephone number, facsimile number and email details
  - iv. copy/ies of each of the Interested Party's (each member of the Consortium) registration in the commercial register of its place of incorporation

## 2.1.4 PART II – CONSORTIA DOCUMENTS AND REQUIREMENTS AS APPLICABLE

In Part II of the Prequalification Application, each member of the Consortium shall provide a written commitment, in the form of a letter duly executed by an authorized officer of each Consortium member, which:

- a) Confirms each member's commitment to the Consortium
- b) Identifies the member that will assume the role of Lead Member on behalf of the other members, with the authority to commit all members

## 2.1.5 PART III – QUALIFICATION CRITERIA

In Part III of the Prequalification Application, the Interested Party or Consortium shall submit proof that it meets the minimum qualification criteria set out below (the Qualification Criteria).

Interested Parties and consortia may submit any other information or document evidencing that it satisfies the Qualification Criteria in addition to those referred to hereunder:

Qualification Criteria	Required Documents/Forms
<p>Technical Criteria 1: Development Experience</p> <p>Within the past fifteen (15) years the Interested Party or at least one of the members of the Consortium, as the case may be, shall have been directly and substantially responsible for the development of at least one zone, logistics center, special economic zone or other relevant mixed use real estate development that included an industrial or logistics component; and</p> <p>The aggregate land area of all development projects referred to in paragraph (a) above during the ten year period shall not be less than <b>2,000,000 m<sup>2</sup></b>; and</p> <p>The cumulative amount of capital expenditure in the development projects referred to paragraph (a) above shall be at least <b>USD 100 million or equivalent.</b></p> <p>Note: "Development" for this purpose shall mean serving as the lead party in arranging financing, promotion and marketing, managing the design, and taking an at risk participation in the projects.</p>	<p>SEZ Relevant Project Development</p> <p>The Interested Party or Consortium shall provide a list of relevant projects in the form of <b>Annex 4</b> to demonstrate that it satisfies the Technical Criteria 1.</p>

Qualification Criteria	Required Documents/Forms
<p><b>Technical Criteria 2: Operations Experience</b></p> <p>The Interested Party, itself, or at least one member of the Consortium shall have had direct and substantial responsibility of the operational and facility management of zones, special economic zones or other relevant mixed use real estate development that included an industrial, office or logistics component. Alternatively, the Interested Party or the Consortium may describe a potential contractual relationship with a management company that has the required operating experience.</p>	<p><b>SEZ Relevant Operating Experience</b></p> <p>The identified management company shall provide a list of projects in the form <b>Annex 5</b> to demonstrate that it satisfies the Technical Criteria 2.</p>
<p><b>Financial Criteria: Financial Strength</b></p> <p>The Interested Party/Consortium shall demonstrate:</p> <p>(a) An average aggregate Annual Revenue of USD 50 Million or if a Consortia its members (weighted proportionately to the proposed share holding of each member in the Consortium) of at least <b>USD 50 million</b> or equivalent over the most recent three (3) full financial years. The revenue of any member of the Consortium not operating in any of the most recent three years shall be regarded as zero for the non-operating year(s). The Committee reserves the right to accept revenue calculations for less than the most recent three years if Consortia members have operated for less than three years.</p>	<p><b>Compliance Statement</b></p> <p>The Lead Member of the Interested Party/Consortium shall provide a statement confirming compliance with the Financial Criteria. Note that the subsequent Request for Proposals will require the Consortium (each Interested Party separately) to provide audited financial statements, duly certified by a certified public accountant, for the most recent three (3) full financial years.</p>
<p><b>Corporate Criteria: Consortium Structure (As applicable)</b></p> <p>Any Consortium shall demonstrate the participation of at least one (1) Company providing the development and operational expertise set out in Technical Criteria 1 and holding at least 20% of the shares in the Consortium</p>	<p><b>Commitment Statement</b></p> <p>The relevant members of the Consortium shall provide a statement confirming compliance with the Corporate Criteria of their application. Note that the subsequent Request for Proposals will require the Consortium (each Interested Party separately) to provide a Memorandum of Understanding, or similar, where the Corporate Criteria are addressed and allow for firm commitment of the members to the Project and its implementation.</p>



## 2.1.6 PART IV – PRE-PRINTED LITERATURE

If Interested Party / Consortium wish to provide pre-printed literature about any Interested Party or the Consortium, any such pre-printed literature shall be contained in Part IV of the Prequalification Application only and shall be separately bound.

## 2.1.7 CLARIFICATIONS

Any Interested Party / Consortium requiring any clarification of the Instructions, Qualification Criteria or any of the requirements set out in this Section may notify the Committee in writing at the address indicated in the Data Sheet.

Any request for clarification of the Instructions, Qualification Criteria or any of the requirements set out in this Section may be received in writing no later than the due date for Prequalification Applications. The Committee will email written responses, including an explanation of the query but not identification of its source (the "Response to Questions Document"), to all Interested Parties / Consortia registering with the Committee for a prequalification application form within a week of receiving the request for clarification. If similar or repeated queries are made by more than one Interested Party / Consortium, those queries may be listed as one query and responded to only once.

## 2.1.8 TIMETABLE

The Indicative Timetable, from the issuance of this Invitation to the completion of the Pre-Qualification Process, is as follows (the "Indicative Timetable"):

Indicative Pre-Qualification Timetable\*

Milestone	Date
Establish DFZC Tender Committee	
Issue Invitation for Prequalification and Preliminary Project Information Memorandum	
Deadline for Prequalification submittals	
Tender Committee evaluates Prequalification submittals	
Tender Committee submits to Board of Commissioners recommended Prequalified Bidders	
Prequalified Bidders Announced	
Tender Committee Approves Request for Proposal Documents	

The Committee may, in its sole discretion, amend the Indicative Timetable. The Committee may give notice of changes to the Indicative Timetable, if any, by addenda.

## 2.1.9 FORMAT AND SIGNING OF THE PREQUALIFICATION APPLICATION

- Each Interested Party / Consortium is required to submit one signed and initialed original of its Prequalification Application and the number of copies specified in the Data Sheet, clearly marking each one as "Original," "Copy No. 1," "Copy No. 2," as

appropriate. In the event of any discrepancy between the copies and the original, the original shall govern.

- b) The original and all copies of the Prequalification Application, each consisting of the documents listed in this Section, shall be typed or written in indelible ink. The person or persons duly authorized to bind the Interested Party / Consortium shall sign the Prequalification Application by,
  - i. Signing the original of the Confirmation Letter; and
  - ii. Initialing all of the pages of the original of the Prequalification Application, except for pre-printed literature.
- c) The Prequalification Application shall contain no alterations, omissions or additions, unless such corrections are initialed by the person or persons signing the Prequalification Application.
- d) The Prequalification Application shall be submitted as hard copies, accompanied by an electronic version. For the avoidance of doubt, in the event of any discrepancies between the hard copy and the electronic copy, the hard copy takes precedent over the electronic version.

## **3. PREQUALIFICATION APPLICATION: SUBMISSION**

### **3.1 SEALING AND MARKING OF PREQUALIFICATION APPLICATION**

#### **3.1.1 FORMAL SUBMISSION**

Interested Parties/Consortia shall seal the original Prequalification Application and each required copy in a single envelope and shall mark the envelope as “Development and Free Zones Commission Prequalification Application”

The envelope shall be sealed and addressed to the Committee (address in Data Sheet).

The envelope shall be sent registered mail or hand-carried to this address during normal business hours at which time a receipt for submission will be provided.

### **3.2 DEADLINE FOR SUBMISSION OF PREQUALIFICATION APPLICATIONS**

Prequalification Applications will be reviewed as they are received and may be submitted at any time before ----AM/PM (Jordan local time) on----of-----.

### **3.3 LATE PREQUALIFICATION APPLICATIONS**

Any Prequalification Application received after the Prequalification Application Submission Deadline as indicated in Section 3.2 above, may be rejected and returned unopened to the sender.

## **4. PREQUALIFICATION APPLICATION: OPENING AND EVALUATION**

### **4.1 4.1 OPENING OF PREQUALIFICATION APPLICATIONS BY THE COMMITTEE**

#### **4.1.1 OPENING**

The Committee will review the Prequalification Applications at its scheduled meetings.

#### **4.1.2 DISCLOSURE OF INTERESTED PARTIES / CONSORTIA**

The names of all Interested Parties / Consortia who submitted Prequalification Applications and other such details as the Committee, at its discretion, may consider appropriate, will be announced by the Committee. The Committee will not announce financial information about Interested Parties / Consortia.

#### **4.1.3 MINUTES**

The Committee will prepare minutes of the Prequalification Application opening.

### **4.2 PRELIMINARY EXAMINATION OF PREQUALIFICATION APPLICATIONS**

The Committee will examine each Prequalification Application to determine whether it is complete, whether the documents have been properly signed, and whether it is generally in order. Any Prequalification Application found to be materially non-responsive or not meeting the Qualification Criteria, will be rejected by the Committee and not included for further consideration.

Where the Committee deems it convenient or necessary, it may request supplementary information or documentation from a specific Interested Party / Consortium determining its eligibility for prequalification. Whenever such request is made, the relevant Interested Party / Consortium shall provide the same to the Committee, by such date as the Committee may specify.

### **4.3 EVALUATION OF THE PREQUALIFICATION APPLICATION**

The Committee will carry out a detailed evaluation of the Prequalification Applications in order to determine whether they are substantially responsive and meet the Qualification Criteria. In order to reach such a determination, the Committee will examine the information supplied by the Interested Party.

The Qualification Criteria specified in Section 2.1.5 Part III are based on "pass" / "fail" for each one of the Qualification Criteria.

### **4.3.1 EVALUATION OF CONSORTIA**

Any Consortium with a Prequalification Application that passes each of the Qualification Criteria and is determined to be substantially responsive to the other requirements in Section 2.1 shall be admitted to bid and designated as a "Prequalified Bidder".

Any Consortium whose Prequalification Application is determined by the Committee to be substantially non-responsive or as not meeting all the Qualification Criteria and the other requirements in Section 2.1 shall be designated "Not Qualified".

### **4.3.2 EVALUATION OF INTERESTED PARTIES**

Any individual Interested Party with a Prequalification Application that passes at least one of the Qualification Criteria and is determined to be substantially responsive to the other requirements in Section 2, above shall be admitted to bid and designated as a "Prequalified Bidder", provided that any Project Proposal received from an Interested Party not meeting all the Qualification Criteria in their Prequalification Application shall demonstrate their ability to meet the remaining Qualification Criteria either as an individual company or as part of a consortium.

Any individual Interested Party whose Prequalification Application is determined by the Committee to be substantially non-responsive or as not meeting any of the Qualification Criteria and the other requirements in Section 2.1 shall be designated "Not Qualified".

Notwithstanding the foregoing, the Committee reserves the right to seek further information from an applicant Interested Party / Consortium in order that certain specific deficiencies / errors requiring clarification (only) in the prequalification requirements are met by the Interested Party / Consortium to the satisfaction of the Committee. Interested Parties and Consortia shall reply to a request for further information from the Committee within 15 days of receiving the request in order for their Prequalification Application to continue to be evaluated by the Committee,

# 5. INVITATION TO PARTICIPATE IN BIDDING PROCESS

## 5.1 NOTIFICATIONS

At the end of the Prequalification Applications evaluation, the Committee will either:

- a) Notify a Interested Party / Consortium that it has been designated “Not Qualified” as its Prequalification Application has been rejected on the grounds of being substantially non-responsive, or that it does not meet the Qualification Criteria and other requirements set forth in Section 2.1;
- b) Notify a Interested Party / Consortium that it has been designated as being a “Prequalified Bidder” with an invitation to participate in the Second Stage of the Tender Process.

## 5.2 CHANGE OF STRUCTURE

Prequalified Qualified Bidders shall not change the structure of the Interested Party / Consortium without the prior written consent of the Committee. Any changes to the structure of the Interested Party / Consortium may, at the sole discretion of the Committee, lead to disqualification of the Interested Party / Consortium or Bidder as the case may be.

## 5.3 BIDDING DOCUMENTS

The specific details of the bidding process, including the deadline and content for submission of proposals, will be specified in the Request for Proposal documents to be issued by the Committee to the Prequalified Bidders on the date specified in the Indicative Timetable (the RFP Documents). Bidders shall pay a non-refundable fee of **USD 1,000** for the RFP Documents, including access to the electronic data room and the right to conduct due diligence as the Committee may facilitate. This non refundable fee of **USD 1,000** shall be free and clear of, and without any present or future deduction for payment of any taxes, levies, duties, charges, fees, deductions or withholdings of any nature.

## 5.4 BINDING TERMS – INDEMNIFICATION

The Interested Party or Consortium (and each Consortium member) expressly agree(s) to be bound by the terms and conditions of the procedure set forth in this Invitation and by the decisions to be taken by the Committee in connection therewith, and further agree(s) to hold harmless and indemnify the Government of Jordan, DFZC, their advisors, agencies, consultants and employees, for any costs, expenses, claims and liabilities relating thereto resulting directly or indirectly from any breach of the terms and conditions set forth in this Invitation and any subsequent instructions, terms and conditions issued to the Bidders by any Interested Party or Consortium member or by any of their officers, employees or affiliates.

## **6. APPENDICES**

## **6.1 APPENDIX 1: DATA SHEET**



The following specific data for the facility and services to be procured shall supplement the provisions in these Instructions.

<b>Project Name</b>	<b>Insert Name</b>
Name of Project Sponsor	Development Zones and Free Zones Commission (DFZC)
Address of Project Sponsor	Development Zones and Free Zones Commission Address Amman, Jordan Tel: (++-) --- ---- Fax: (+) --- ---- Email:
Means of Communication	Email, letter, fax to the Sole Point of Contact (Delivery receipts to be issued by Sole Point of Contact of DFZC).
Contact Details "Sole Point of Contact"	Tender Committee Address Amman, Jordan  Tel: (++-) --- ---- Fax: (+) --- ---- Email:
Prequalification Application Submission Deadline	Not later than----AM/PM Jordan local time on ---of----
Language of Prequalification Application	English.
Number of Copies of Prequalification Application	Paper: 1 Original plus 4 copies. Electronic: 1 (on a CD-ROM). Email: Will not be accepted.
Requests for Clarification	May be submitted by email to Sole Point of Contact

## **6.2 APPENDIX 2: CONFIRMATION LETTER**

## Development Zones and Free Zones Commission

Date:

Re **Prequalification submittal for (Name of Project) tender process**

To: [Sole Point of Contact]

Pursuant to the Invitation for Prequalification dated \_\_\_\_\_, [Name Interested Party or Lead Member of Consortium] hereby submits its Prequalification Application in conformity with the Instructions.

[Name of Lead Member of Interested Party / Consortium, and list the consortium members] hereby apply to be qualified as a Bidder in the competitive tender for the design, promotion, financing, construction, commercialization, operation and maintenance of the Project under a Development Agreement frame worked as a Public-Private Partnership Agreement.

[Name of Lead Member of Interested Party / Consortium] and the other Interested Parties of the Consortium [list the other members of the Consortium] hereby:

- (a) Agree to comply with the rules, laws and regulations governing the tender as issued by the DFZC's Tender Committee and other relevant authorities from time to time
- (b) Accept the right of the Tender Committee to: (i) request additional information reasonably required to assess the application; (ii) make clarifications thereof; and (iii) extend or amend the schedule of the pre-qualification and the tender
- (c) Accept the exclusive application of Jordanian law with respect to these prequalification procedures and future bidding process for the Project arising from being designated as a Prequalified Bidder .

[Name of Lead Member of Interested Party / Consortium] and the other Interested Parties of the Consortium [list all members of Consortium] hereby represent and warrant:

- (a) All of the information submitted in this Prequalification Application, including the enclosed forms and documents, is true and accurate in all respects
- (b) The Interested Party / Consortium and the Interested Party / Consortium members and affiliates, have not been subject to any voluntary or involuntary bankruptcy or insolvency or similar proceeding during the last five (5) years.

Attached herewith to this application for prequalification are the following documents:

- (i) Interested Party/Consortium Information Form (Annex 3);
- (ii) SEZ/Industrial Park Development Summary (Annex 4)
- (iii) SEZ/Industrial Park Management Summary (Annex 5);
- (iv) Conflict of Interest Statement (Annex 6);

(viii) Other documents required in Section 2.1 of the Instructions.

[Name of Lead Member] hereby designates \_\_\_\_\_ as its representative to receive notices in respect of the prequalification and the tender at the following address, telephone and facsimile numbers:

[Representative's address, telephone and facsimile numbers.]

Dated this day of \_\_\_\_\_, 20--.

\_\_\_\_\_  
[signature]

In the capacity of \_\_\_\_\_  
[position]

Authorized to sign this Prequalification Application of

[Name of Interested Party] \_\_\_\_\_ (Authorized to sign for and on behalf of the Interested Party / Consortium)

## **6.3 APPENDIX 3: INTERESTED PARTY/CONSORTIUM INFORMATION FORM**

**In the case of a Consortium provide the following information for each member of the Consortium and identify the Lead Member**

Name:	
Type: (Corporation, Partnership, etc.)	
Primary areas of business:	
Nationality:	
Address of principal office:	
Telephone number:	
Fax number:	
E-mail address:	
Website:	
Annual revenue for each of last five years stated in the original currency of investment and converted into United States Dollars	
Annual capital expenditure for each of the last five years stated in the original currency of investment and converted into United States Dollars	

## **6.4 APPENDIX 4: SEZ/ZONE DEVELOPMENT SUMMARY**

**Please provide as many copies of this form as may be required to represent applicable development experience. In the case of a Consortium provide the following information for each member of the Consortium.**

Project Name:	
Type of Project: (SEZ, zone, industrial park, mixed use development, etc)	
Size of Project (m <sup>2</sup> land area and m <sup>2</sup> of structures)	
Brief Description:	
Interested Party (or Consortium Member) Involved	
Time Period that Interested Party/Consortium member was (is) involved in the Project	
Role of the Interested Party, either as a sponsor or a member of the sponsor's consortium (stating the percentage of the stake in the consortium) in each project:	
Amount invested by the Interested Party in each project, stated in the original currency of investment and converted into United States Dollars:	



## **6.5 APPENDIX 5: SEZ/ZONE MANAGEMENT SUMMARY**

**Please provide as many copies of this form as may be required to represent applicable management experience.**

Project Name:	
Type of Project (SEZ, zone, mixed use development, etc)	
Size of Project (m <sup>2</sup> land area and m <sup>2</sup> of structures)	
Brief Description:	
Name of Company Providing Management Services	
Responsibilities of Management Company in the operations of the project	
Nature of Relationship of Management Company to Interested Party or Consortium Member	

**USAID Jordan Economic Development Program (SABEQ)**  
**Deloitte Consulting LLP**  
**Salem Center, Sequleyah Street, Al-Rabiyeh**  
**Amman, 11194 Jordan**  
**Phone: + 962-6 550-3050**  
**Web address: <http://www.SABEQ-Jordan.org>**