



REGISTRATION OF INTEREST
MELBOURNE AIRPORT RAIL LINK

September 2018



IMPORTANT NOTICE

Purpose

The Commonwealth and the Victorian Governments have each made funding commitments to the development and delivery of the Melbourne Airport Rail Link (ARL or Project). This Registration of Interest (ROI) is issued by Rail Projects Victoria (RPV) on behalf of the State of Victoria (State) to facilitate market engagement in relation to the procurement and delivery of the ARL. That market engagement may involve market written submissions, market consultation sessions and market soundings.

For the avoidance of doubt, this ROI does not relate to the recently announced Suburban Rail Loop.

Confidentiality

The information subsequently supplied or given by RPV is confidential and accordingly any such information may not be published, reproduced, copied or disclosed to any person, other than the recipient's employees and professional advisers, or used for any purpose other than as contemplated by this ROI.

The recipient must not make any public statement, press release or other communication relating to the information contained or subsequently supplied or given without the prior written approval of the State.

The respondent acknowledges that the State and RPV will keep the ROI responses confidential provided that the State and RPV may publish the name and/or location of the respondent and make any other disclosures as required by law.

Disclaimer

This ROI is not intended to form the basis of any investment decision. No part of this ROI constitutes a recommendation, offer, invitation or solicitation in relation to the ARL. Recipients must conduct their own independent review, investigations and analysis of the prospective works and rely entirely on such reviews, investigations and analysis and not on this ROI.

This ROI has been provided to the recipient for information purposes only and upon the express understanding that the recipient will use it only for the purposes and on the conditions set out in this ROI. RPV reserves the right to decline to send further information to any respondent to this ROI.

No guarantee, representation or warranty (express or implied) is given by or on behalf of the State (including without limitation its employees, agents, associates and advisors) as to the quality, accuracy, reliability or completeness of the information contained in this ROI or any other information supplied by or on behalf of the State or that reasonable care has been taken in compiling or preparing any information.

Pre-qualification Requirements

Unless otherwise determined by RPV (in its absolute discretion), a respondent to this ROI will only be invited to participate in the market engagement process for the ARL if it satisfies the pre-qualification requirements set out in section 2.2 of this ROI.

Acknowledgement

By retaining this ROI and submitting a ROI response, recipients acknowledge that they have read, understood and accepted the terms of this ROI.

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1. INTRODUCTION

Rail Projects Victoria (**RPV**) is an administrative office established in relation to the Department of Economic Development, Jobs, Transport and Resources.

RPV has been nominated on behalf of the Victorian Government to investigate, develop and deliver the ARL.

Melbourne Airport is a key contributor to Victoria's economic growth. It is essential to the State's reputation for liveability.

Melbourne Airport connects Victorians to global business opportunities and brings the world to our State. This allows businesses and individuals to capitalise on growing domestic and international travel and trade markets.

In 2016-17, Melbourne Airport handled more than 35 million passenger movements - by 2038, this number will almost double to more than 67 million. Melbourne's population is growing and is expected to be home to almost 8 million people by 2051, with the overall population of Victoria rising to more than 10 million.

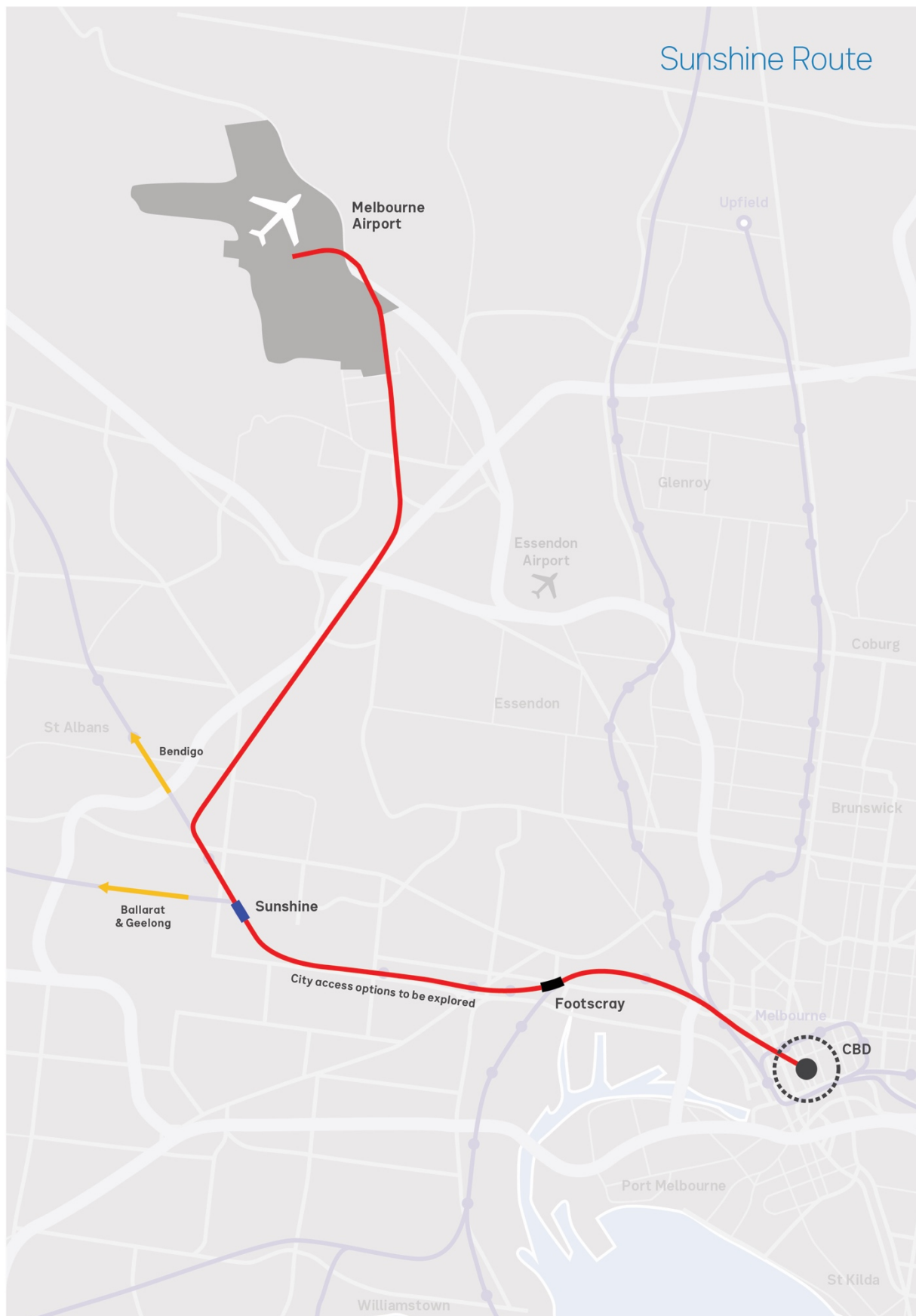
The Victorian Government is planning for this growth, investing in new and existing public transport infrastructure to maintain Victoria's liveability and economic prosperity.

Following the latest assessment and comparative analysis of options, the Victorian Government has selected the Sunshine Route as its preferred route for the ARL (as set out in the diagram below).

Based on the studies completed to date, the Sunshine Route was found to have:

- superior connections to more areas of Melbourne through its integration with the Metro Tunnel;
- superior connections to regional Victoria through an upgraded Sunshine interchange; and
- earlier deliverability at a lower cost.

For further information visit www.railprojects.vic.gov.au/airportrailink



2. PURPOSE OF REGISTRATION OF INTEREST

2.1 PURPOSE OF ROI

The purpose of this ROI is to allow RPV to:

- develop an understanding of organisations that are interested in the ARL and have the requisite experience, capability and capacity to potentially assist in delivering the Project;
- gain a preliminary indication of the private sector's appetite to invest in the components of the Project;
- establish a structured process for greater interaction, information sharing and 'market testing' of proposed key commercial principles, processes and timing for the Project's delivery; and
- provide an opportunity for respondents to this ROI to commence discussions between potential major contractors, financiers, rail systems providers and other relevant providers, stakeholders and advisers, noting that RPV would not be facilitating any such discussions.

It should be noted that the ROI process is not a pre-qualification for any formal procurement process.

2.2 SELECTION TO PARTICIPATE IN FUTURE MARKET INTERACTIONS

The information provided by respondents in the ROI Response Schedule (Appendix A) will be used by RPV in its sole and absolute discretion to determine whether a respondent will be invited to participate in future, pre-procurement, market interactions for the ARL.

The Victorian Government has selected the Sunshine Route as its preferred alignment, for the reasons outlined in Section 1. Any future market engagement for the ARL will be based on the Sunshine Route, as should any market-led proposal submission.

In exercising its discretion, RPV will consider respondents for participation in such future market interactions based on each respondent's capacity to meet the following criteria:

For designers, engineers, constructors, rail systems providers, rollingstock providers or other rail infrastructure providers:

- revenue (in Australia or internationally) for the 2017-18 financial year of greater than of AUD100 million; and
- experience of, or current involvement in, large scale (i.e. greater than AUD150 million) rail or civil construction, design or rail signalling contracts.

For sponsors, investors or financiers:

- participation in funding, sponsoring or investing in a large scale (i.e. greater than AUD150 million) rail or civil construction, rail operation and/or rollingstock, rail design or rail signalling project.

For property developers:

- master developers with experience in large-scale mixed-use precinct developments; and
- developers with experience in large scale (i.e. greater than AUD50 million) integrated property development, which may include a combination of retail, commercial or residential development, on or around transport infrastructure.

3. INSTRUCTIONS FOR REGISTERING INTEREST

3.1 GENERAL INSTRUCTIONS

RPV is now seeking registrations of interest from suitably experienced and qualified respondents (see section 2.2) who may be interested in tendering for (or providing finance in relation to) the ARL.

Organisations that are interested in participating in tendering for the ARL are encouraged to register their interest.

Responses to this ROI should be provided in accordance with the information outlined in the ROI Response Schedule (Appendix A). No other information is to be submitted.

Responses to this ROI are to be submitted by email to ARL-ROI@railprojects.vic.gov.au.

Respondents may submit their responses at any stage from the release of this ROI.

3.2 ADDITIONAL INFORMATION FOR RESPONDENTS

Respondents to this ROI should note that:

- RPV may have discussions with organisations that do not submit a response to this ROI;
- respondents should register interest as individual entities (partially or fully formed consortium structures are not required to be registered at this stage);
- ROI responses should contain the minimum information set out in the ROI Response Schedule (Appendix A);
- a decision not to submit an ROI will not preclude an organisation from participating in the formal procurement process; and
- any information made available to respondents that are invited to participate in future, pre-procurement, market interactions is expected to be made available to all respondents prior to the release of any tender issued by RPV in relation to the relevant procurement.

Market-led Proposals

This ROI process is not to be used for the submission of a market-led proposal. Submission of any market-led proposal should follow the process outlined in the Department of Treasury and Finance's *Market-led Proposals Guideline* available at <https://www.dtf.vic.gov.au/infrastructure-investment/market-led-proposals>.

4. APPENDIX A: ROI RESPONSE SCHEDULE

Respondents wanting to register their interest must respond by providing the information outlined in this Response Schedule. Information not requested in this Response Schedule will not be considered.

The response is to be limited to six pages in total.

Responses should address each of the following:

1. CONTACT DETAILS

KEY CONTACT	
Name	
Title	
Phone	
Mobile	
Email	
Office Address	

ALTERNATE CONTACT	
Name	
Title	
Phone	
Mobile	
Email	
Office Address	

2. BUSINESS OVERVIEW

Brief overview of the respondent's business including:

- a. major areas of operation;
- b. capacity relative to the potential scope and cost of the ARL; and
- c. the regions in which the respondent operates.

3. ORGANISATION KEY FINANCIALS AND EMPLOYEE INFORMATION

	AUSTRALIA	TOTAL
Annual Turnover (\$AUD)		
Number of employees		

4. RELEVANT EXPERIENCE

Brief description of no more than four recent relevant projects that the respondent has been engaged on, including the project name, value, client organisation and the respondent’s specific role.

5. AREA OF INTEREST

Indicate which areas of the ARL the respondent wishes to participate in:

- Constructor
- Designer / Engineer
- Rail Systems Provider / Rollingstock Provider / Other Rail Infrastructure Provider
- Sponsor / Financier / Investor
- Property Developer

The respondent is only required to complete the item below if its area of interest is Sponsor / Financier / Investor and/or Property Developer (as nominated above).

The respondent should provide a brief indication of the respondent's appetite to invest in the Project. Responses should include the respondent's level of interest and any factors that may impact on the respondent's appetite to invest in the Project (and which component(s) of the Project the respondent would seek to invest in). It is expected that this Project will create significant value and Government will be exploring ways in how value will be shared in the delivery of the Project (in accordance with the Value Creation and Capture Framework, further details available at <https://www.dpc.vic.gov.au/index.php/news-publications/value-creation-and-capture-framework>).

Responses should also include examples of projects where they have made similar investments. Please avoid providing generic marketing material as this item is intended to provide a genuine indication of the extent to which there is private sector appetite to invest in the Project.

6. FURTHER INFORMATION

Brief description of any additional information that would be beneficial to understand in relation to the respondent in the context of the ARL.

7. ACKNOWLEDGEMENT

I, _____ **[insert name]**,
on behalf of, _____ **[insert company name]**,
acknowledge that I have read the 'Important Notice' on page 1 of the Registration of Interest document,
_____ **[insert company name]** agrees to comply
with the terms contained therein and warrant that I have the authority to make this acknowledgement on
behalf of _____ **[insert company name]**.

Signature _____

Position _____

Date _____