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### 1. INTRODUCTION

#### 1.1 Inland Rail Programme

Inland Rail is a once-in-a-generation programme of infrastructure works which will, when completed, connect regional Australia to domestic and international markets, transforming the way freight is transported around the country. It will complete the 'spine' of the national freight network with a new 1,710km freight line linking Melbourne and Brisbane via regional Victoria, New South Wales and Queensland.

The dedicated freight network will transform freight transportation between Melbourne and Brisbane, connecting Australia's farms, mines, cities and ports to global markets. It will support Australia's four richest farming regions, provide supply chain benefits and result in substantial cost savings for producers.

This transformational rail project will bring lower costs and greater efficiencies to freight customers and will ultimately deliver more produce and goods to consumers along the eastern seaboard, create long-term jobs, boost regional economies, and help businesses grow.

Key features and benefits of the Programme include:

- The length of the corridor is approximately 1,710km, from Tottenham in Victoria to Acacia Ridge in Queensland.
- The track will enable the use of double-stacked, 1,800 metre long trains with a 21 tonne axle load at a maximum speed of 115km/h, allowing for the transit of greater freight volumes. Each train could carry the equivalent freight volume as 110 B-double trucks.
- The new rail route will be up to 10 hours faster than the existing coastal rail network via Sydney.
- Shorter transit times will reduce supply chain costs by an estimated \$10 per tonne for inter-capital freight travelling between Melbourne and Brisbane, providing greater savings for consumers.
- It will reduce congestion on the nation's highways and allow increased passenger rail services in the busy Sydney network.
- It will provide important connections between the regions and the country's ports.
- Thousands of jobs will be created over the 10-year construction period, and once it is operational.

The Commonwealth has appointed ARTC to deliver the Inland Rail Programme and has committed to finance the Programme by a combination of a \$9 billion equity investment in ARTC, and a public private partnership to deliver the Gowrie to Kagaru section of Inland Rail (the PPP Project).



#### 1.2 PPP Project - Scope of Works

As part of the PPP Project, the private sector will design, build, finance and maintain the section of Inland Rail in Queensland from Gowrie to Kagaru. The scope of the PPP Project is expected to include delivery of:

- approximately 130km of new dual gauge rail track including 11 passing loops to cater to 1,800m trains
- three rail tunnels near Toowoomba Range (approximately 6.4km), Little Liverpool Range (approximately 1.1km) and parts of the Scenic Rim (approximately 1km)
- a number of viaducts and bridges totalling around 12km
- approximately 10 million cubic metres of cut to fill in earthworks
- a number of road over rail grade separations and level crossings, and
- new roads and realignment of local roads.

The PPP Project will also include performance of maintenance services over a maintenance phase of 15 to 30 years.



#### 1.3 PPP Project – procurement process and timelines

Following the ROI, ARTC intends to undertake market soundings for the PPP Project in Q4 2018. The formal procurement process for the PPP Project is proposed to be in two phases:

- an invitation for Expression of Interest (EOI) Phase which is intended to commence in Q1 2019, and which is expected to result in the selection of a shortlist of two or three consortia to participate in the Request for Proposals (RFP) Phase, and
- an RFP Phase which is currently expected to commence in mid-2019.

#### 1.4. ARTC Advisors

The following Advisors have been appointed to assist ARTC in relation to the PPP Project.

ROLE	ADVISORS
Technical Advisor	➤ SMEC-Arup JV
Technical and Approvals Consultant	Future Freight Joint Venture – Aecom and Aurecon
Legal Advisor	➤ King and Wood Mallesons
Commercial and Financial Advisor	► KPMG
Geotechnical Advisor	Golder Associates
Probity Advisor	▶ BDO Australia



# 2. PURPOSE OF REGISTRATION OF INTEREST (ROI)

#### 2.1 Purpose of Registration of Interest

The purpose of this Registration of Interest is to:

- allow ARTC to identify organisations that are interested in, and have the requisite experience and capability to deliver the PPP Project
- allow ARTC to establish a structured process for interaction, information sharing and 'market sounding' of key commercial and technical issues associated with the delivery of the PPP Project, and
- provide incentive for respondents to this ROI to commence discussions with potential contractors, financiers, and other relevant providers and advisers, noting that ARTC will not be facilitating any such discussions.

It should be noted that the ROI process is not a pre-qualification for participating in the market sounding process or receiving an invitation to submit an Expression of Interest for the PPP Project, however participation is strongly encouraged.

# 2.2 Selection to participate in future market soundings

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

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

#### For contractors

- revenue (in Australia or internationally) for the 2016-17 (or later) financial year of greater than \$100 million, and
- experience in large scale (i.e. greater than \$250 million) rail or civil construction or design.

#### For PPP sponsors, investors or financiers

participation in a PPP project in the last five years.

Without limiting the above, ARTC reserves the right to invite organisations who elect to not respond to this ROI, or who do not satisfy the above criteria, to participate in future market soundings.

Interested parties who do not satisfy the above criteria and who may wish to participate as a potential supplier should register their details at **inlandrail.artc.com.au/register**. This allows interested parties who register to ask questions, participate in online consultation, and receive newsletters.





# 3. INSTRUCTIONS FOR REGISTERING **INTEREST**

#### 3.1 General instructions

ARTC is seeking ROIs from suitably experienced and qualified contractors, financiers, and other relevant providers and advisers who may be interested in tendering for the PPP Project.

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

Responses to this ROI are to be submitted by email to irppp@artc.com.au. Respondents may submit their responses at any stage from release of this ROI, however responses are encouraged prior to 22 October 2018 to allow market soundings thereafter.

#### 3.2 Additional information for respondents

Respondents to this ROI should note:

- ARTC may have discussions with organisations that do not submit a response to this ROI
- respondents may register interest as individual legal entities or as a consortium. Note that it is not mandatory for a respondent to have formed a consortium 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 market sounding process or the formal procurement process
- any information made available to respondents that are invited to participate in future, pre-procurement market soundings will be made available to all respondents prior to the release of any tender issued by ARTC in relation to the procurement of the PPP Project, and
- while not required for the purposes of responding to this ROI, respondents will need to demonstrate their compliance or ability to comply with all Commonwealth and State government requirements on or before the execution of any agreement in relation to the procurement of the PPP Project.





# APPENDIX A: ROI RESPONSE SCHEDULE

Respondents wishing to register their interest must respond by providing the information outlined in this ROI Response Schedule.

The response is to be limited to ten A4 pages in total.

#### CONTACT DETAILS

KEY CONTACT			
NAME			
ORGANISATION			
TITLE			
PHONE		MOBILE	
EMAIL			
OFFICE ADDRESS			
ALTERNATIVE CONTA	ст		
NAME			
ORGANISATION			
TITLE			
PHONE		MOBILE	
EMAIL			
OFFICE ADDRESS			

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#### APPENDIX A: ROI RESPONSE SCHEDULE

#### **BUSINESS OVERVIEW\***

Brief overview of the respondent's business including:

- (a) major areas of operation
- (b) expertise to undertake scope included in the PPP Project, and
- (c) the regions in which the respondent operates.

<sup>\*</sup> If responding on behalf of a consortium, this information should be provided for each key consortium member.



#### APPENDIX A: ROI RESPONSE SCHEDULE

#### ORGANISATION KEY FINANCIALS AND EMPLOYEE INFORMATION\*

	AUSTRALIA	TOTAL
ANNUAL TURNOVER (\$AUD) (min \$100m)		
PROFITABILITY (NET PROFIT AFTER TAX) (\$AUD)		
NUMBER OF EMPLOYEES		

#### 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.

<sup>\*</sup> If responding on behalf of a consortium, this information should be provided for each key consortium member.





## **FURTHER INFORMATION**

APPENDIX A: ROI RESPONSE SCHEDULE

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

ACKNOWLEDGEM	ENT	
	, on behalf of, document, I agree to comply wit acknowledgement on behalf of th	, acknowledge that I have read the 'Disclaimer' in this th the terms contained therein, and warrant that I have the his organisation.
SIGNATURE:		
POSITION:		
DATE:		

