

**S. E. „Chisinau International Airport”
The Republic of Moldova**

**Specifications
for participation in a competitive tender to select a tenant for commercial premises for the
purpose of Travel Retail commerce in the Terminal and Express Lounge of
Chisinau International Airport**

TENDER No: 1/RMO2024 (lot 1);

CHAPTER 1. GENERAL INFORMATION

This Specifications represents an instruction/ set of requirements necessary for the elaboration of the technical offers by the participants in the tender procedure No: 1/RMO2024 (lot 1), in order to offer for rent commercial spaces with the purpose of Travel Retail commerce for passengers waiting for boarding the aircraft in the limited access area in the airport the Terminal and Express Lounge of Chisinau International Airport.

1. Presentation of the Chisinau International Airport

S.E. „Chisinau International Airport” was founded in 1995 by the order nr. 14 from 22.02.1995 of the State Civil Aviation Authority of the Republic of Moldova.

The founder of S.E. „Chisinau International Airport” is Public Property Agency of the Republic of Moldova.

Chisinau International Airport is situated at 13 kilometres distance from the center of the capital. Chisinau International Airport (IATA: RMO; ICAO: LUKK) is located at the intersection of commercial roads of Asia and Europe, being the main air gate of the Republic of Moldova.

The airport is equipped with a runway 3590 meters long, 45 meters wide, coded 4D, being operated 24 hours.

At the moment, 17 airlines operate regular and charter flights to/from Chisinau International Airport to 39 international destinations.

Effective 27.03.2023, the material goods, including commercial premises, and land properties related to Chisinau International Airport were transmitted to S.E. „Chisinau International Airport” by the Order nr. 61 from 27.03.2023 of Public Property Agency.

2. Passenger Traffic

In period 2015-2019, the total passenger flow of Chisinau International Airport increased with around 35%. The maximum passenger flow was registered in 2019 reaching a total of 2.995.530 passengers.

Table 1: Development of the Passenger Traffic (millions passenger)

	2015	2016	2017	2018	2019	2020	2021	2022	2023
Total passengers	2.21	2.2	2.74	2.83	2.99	0.94	1.84	2.31	2.83

As any other airport in the world, Chisinau International Airport was negatively influenced by COVID-19 pandemic, with drastic decrease of passenger flow in 2020. Still, the passenger flow began

to recover in 2021, and in 2022, notwithstanding the negative impact of the Ukraine conflict, the number of the passengers reached 77% of the traffic registered in 2019.

Table 2 below demonstrates the forecast regarding the development of the passenger traffic in period 2024-2027. The participants of the present procedure are highly recommended to perform own analysis and forecasts. S.E. „Chisinau International Airport” shall in no case be liable for any deviations of the real passenger traffic from the forecasted one.

Tabel 2: Development of the Passenger Traffic Forecast (millions passenger)

	2024	2025	2026	2027
Total passengers	3.0	3.4	4.0	4.5

CHAPTER 2. SUBJECT OF THE COMPETITIVE TENDER

1. Goal of S.E. „Chisinau International Airport”

The goal of the S.E. „Chisinau International Airport” is to identify the most qualified economic agent whose commitments, practices and quality standards are best aligned with those of an international airport.

Expectations of S.E. „Chisinau International Airport” aim at:

- improvement of the overall traveller experience;
- creation and operation of units attractive from the commercial point of view and namely from domain of Travel Retail;
- enhancing the offer and local heritage which together with the international offer will satisfy constantly growing needs of travellers transiting Chisinau International Airport;
- increase of share of non-aeronautical revenues.

The participants of the procedure shall demonstrate, by confirmative documents, that they possess:

- necessary experience, gathered at international airports, to provide services at same quality standards aligned with those of top international airports of the European Union;
- financial resources for the arrangements of the commercial premises,
- ability to organize and to manage the process of taking over and arrangements of the commercial premises, without causing any disruption to passenger flow and comfort of travellers during the period of works.

2. Description of premises offered for rent

Single lot – premises in the limited access area of the airport Terminal, Express Lounge, and airport territory (Travel Retail shop, storage premises) – 5 units, with the total surface of the lot of 1.461, 5 m².

No	Premises Destination	Premises Purpose	Surface, m ²	Initial monthly rent/sqm (excluding VAT) Euro
Premises, Terminal, Limited Access Area, floor I (N/C)				
1	Deposit (100,8+9,8+12,4+6,2)	(Deposit) Travel Retail Shop	129,2	15,00

2	Shop with storerooms (655,5m ² +259,6m ² + 2,2m ² +2,3m ² +1,8m ² +3,76m ²)	Travel Retail Shop	925,16	80,00
Premises Express Lounge				
1	Shop (limited access area, floor 1)	Travel Retail Shop	18.7	80,00
2	Shop (limited access area, floor 2)	Travel Retail Shop	29.2	80,00
Deposit Premises				
1	Deposit territory of Chisinau International Airport	Deposit	359,2	10,00
Total sqm			1.461,5	
Total lot value Euro/month, excluding VAT				83 374,80

The participants are informed that the surfaces of each premise are indicative, the exact dimensions of the premises follow to be measured at the moment of their handover and will be noted in the handover-reception report.

The premises are equipped with washable wallpaper, tiled or laminate flooring, equipped with electrical installation for lighting, sockets and also connected to sewage points, ventilation and air conditioning installation in the airport.

Planning and exact location of the premises will be provided in good faith at request. Once the handover of premises is finished and the winning participant has created its own detailed project, exists a probability that the allocated premise varies in terms of what concerns its location and/or dimensions with more or less 5 percents ($\pm 5\%$) compared to the location and/or dimensions currently allocated. Any such variation shall be made without any adjustments of the financial offer or other terms and conditions contained in the present document.

Interested persons may inspect the premises until 19th of October 2024, on basis of the request sent at least 24 hours prior to the address: cancelar@airport.md

3. Purpose of premises and allowed variety of products

The rented premise will be used for commercial activities, such as product sales under Travel Retail regime (such as perfumes, cosmetic products, alcoholic and non-alcoholic beverages and accessories etc).

These will be conducted in compliance with all legal provisions in this domain, the tenant is not entitled to modify the purpose of the premise conferred, throughout the entire rent period.

- **To commercialize products << Made in Moldova>> (from 10 or more national producers) in order to promote and enhance cultural heritage;**
- **Distribution of products << Made in Moldova>> via sales network of the economic agent, in other locations, countries, airports – represents an advantage.**

If the tenant conducts any activity which is not mentioned in the present documentation without S.E. „Chisinau International Airport” written consent, this represents grounds for legal termination of the agreement by S.E. „Chisinau International Airport” without addressing to court, as a sanction for the culpable contractual behaviour of the tenant.

Travel Retail is in the limited access area of airport Terminal and Express Lounge, premises of „open space” type, bounded by columns and partitions made of easily removable plates, with storage rooms in accordance with the location plan and deposit, located on the territory of the SE “Chisinau International Airport”.

At the same time, it is necessary to assure proper access through the rented area in order to ensure the economic activity of other economic agents in the future.

4. Arrangement of premises

Conditions of the arrangement of the rented premises:

Arrangement and improvement of the premises will be performed by the tenant, by its own care and at its own expense:

- at least 5 days prior start of premises arrangement works, in order to obtain authorization for conducting such works, the tenant will present to S.E. „Chisinau International Airport” implementation project, concept and design of the premises with types of products that will be distributed;

- throughout the entire period of premises arrangement works, as well as after their termination, the tenant will take care of removing all related garbage. The residuals shall be removed daily, and the space shall be cleaned at the end of the works.

Arrangement of the premises will be performed by the tenant, by its own care and at its own expense, taking into consideration the following:

- appropriate interior decorations;

- furniture, finishing materials shall be attractive and have a pleasant colour;

- the architecture and the prevailing colours of the site area will be taken into account;

- the technical requirements of the airport and those regulated by state institutions will be taken into account;

- premises arrangement works shall be performed in strict accordance with the airport’s rules regarding passenger traffic in the area and without disrupting the activities of the other tenants and the Airport’s core activities;

- the tenant will keep the current concept/structure of the premise as much as possible and will ensure the completion of the works within 3 months. The term may be extended, if necessary, with the Lessor's consent;

- commercial points of the S.E. „Chisinau International Airport” will be modern, innovative and tempting, offering the latest concepts and designs;

- each retailer and restaurant will have its proper peculiar element that will make it prominent.

An attractive presentation, unique products, exceptional services, easy access for the customers, syncretic design, a new reference point for the airport trade in the Republic of Moldova and globally.

5. Handover of premises and start of the activities

S.E. „Chisinau International Airport” will hand over the premises within 15 working days from the date of the signature of the agreement.

The tenant will have maximum 90 calendar days from the date of handover by S.E. „Chisinau International Airport” for the arrangement of premises and start of the activities. At the Tenant's request this period may be extended by up to a further 90 calendar days.

6. Contractual term and rent payment

Duration of tenancy is 5 (five) years. The agreement may be prolonged if the parties agree accordingly, by signing an additional annex, provided all contractual obligations are respected by the Tenant.

CHAPTER 3. CONDUCTING THE COMPETITIVE TENDER

1. General characteristics of the procedure

a. The organizer of the procedure

S.E. „Chisinau International Airport”

Postal address: Chisinau, MD 2026, bd. Dacia 80/3

E-mail: cancelar@airport.md

Stages of the organization of the procedure:

<u>Nr.</u>	<u>Stage</u>	<u>Date / period</u>
1.	Submission of applications for participation in the competitive tender	Until 19 th of October 2024
2.	Examination of applications	21 October 2024
3.	Conducting the competitive tender	22 October 2024, at 09:00
4.	Announcement of the winner	

b. Date, time and place of submission of applications:

Time limit for submission of applications for participation is until 19th of October 2024, time 17:00, prepared in Romanian language.

Applications will be submitted in written form to the chancery office of S.E. „Chisinau International Airport”, Chisinau, MD 2026, bd. Dacia 80/3, Office 210.

c. Request for clarifications

The participants may obtain information and clarifications by filing a written request to the Organizer of the procedure to the e-mail address: cancelar@airport.md and/or to the address Chisinau, MD 2026, bd. Dacia 80/3.

The Organizer of the procedure is obliged to send a reply to any request for clarifications in case such has been filed at least 3 calendar days before time limit set for submission of applications. The reply shall be sent at least 2 calendar days prior to time limit set for conducting of the competitive tender.

d. The initial monthly rent

The rent payment is set in accordance with Annex 9 of the „State budget Law” for 2024.

Thus, the starting monthly rent for the leased premises is EUR 83 374,80 per month excluding VAT. The amount of the rent is fixed for passenger traffic of 2.8 million passengers.

With every increase of passenger traffic with 100 thousand, annual rent will increase with 2% annually, and in case of decrease of passenger traffic, the amount of the rent payment will remain unchanged.

e. Deposit payment and participation tax

For participation at the tender, the participants pay deposit payment and participation tax.

Participation tax. Legal persons from the Republic of Moldova, foreign natural and legal persons, stateless persons transfer participation tax in amount of 10.000 MDL, natural persons from the Republic of Moldova – 5.000 MDL to the bank account indicated below.

Deposit payment in amount of 10% from the starting amount of the monthly rent shall be deposited to the account of the Organizer of the tender (the account is indicated in the informative

press-release). Payment will be done in the national currency of the Republic of Moldova, at the rate set by the NBM on the date of the payment.

Bank Details of S.E. „Chisinau International Airport”:

beneficiary: S.E. „Chisinau International Airport”

fiscal code: 1002600007189;

bank account: VICBMD2X802;

beneficiary bank: CB „Victoriabank” JS branch № 08, Chisinau;

IBAN: MD53VI000002224708416MDL;

Deposit payment of the winner of the tender is included in the amount of the awarded rent.

The deposit will be returned to the other participants within maximum 10 business days from the date of signing the rental agreement, on basis of the written request.

The deposit will be retained in any of the following situations:

- the participant submitted all documents for participation, but did not attend the procedure;
- the participant withdrew its application after the submission time limit and before the award of the agreement;
- does not sign the rent agreement in due term, although was declared the winner of the tender.

2. Pre-selection of the participant

The participant which will offer the highest price for rent of all premises, which are the object of the current competitive tender, will be declared the winner of the tender.

a. Eligibility conditions

At procedure of pre-selection of the participants, can participate legal persons, residents or non-residents, which are authorized for conducting commercial activities which are the object of the tender.

Any participant or associate of a legal entity being in one of the following situations can be declared ineligible and will not be admitted to the tender if he:

- has not paid the tax for participation in the procedure, including the deposit payment for participation;
- is in dispute with the organizer of the tender / SE ”Chisinau International Airport”;
- on basis of a judicial act, is in the process of insolvency;
- within last 5 years, was convicted by final judgment of a court for committing and participating in the activities of a criminal organization, for corruption, fraud and/or money laundering, terrorism;
- has not fulfilled all payment obligations of taxes, duties and contributions in accordance with the legal provisions of the Republic of Moldova or the country in which he is established;
- on the date of the procedure, has overdue debts to S.E. „Chisinau International Airport”;
- presents false information;
- has not respected previous contractual obligations with S.E. „Chisinau International Airport”;
- the same persons or persons which are spouses, relatives or kinsmen up to and including the second degree, make a part of the governing bodies of 2 or more participants, or have common interests of personal, economic, financial or any other nature;

- is in the situation of conflict of interests in the framework of and/or in connection with the present tender procedure with decision-makers within S.E. „Chisinau International Airport”;
- the legal person or the affiliated physical people are included on the list of international sanctions in one of the EU countries, United States, Canada, Great Britain.

b. Qualification conditions

Based on the goals of S.E. „Chisinau International Airport” set in p.1, Chapter 2, participants shall present a confirmation of possessing experience and level of activity like that within the premises offered for rent in order to meet and achieve these goals.

Thus, a participant shall comply with the following mandatory criteria:

- has 7 years of experience in Travel Retail commerce within airports;
- at the time of the application is active in at least 7 airports in the European Union countries, in Travel Retail commerce. Each of these 7 airports must have an average traffic of at least 2.5 million passengers for the last 3 cumulative years. The average traffic for each airport will be calculated as the sum of the airport's traffic over the last 3 years divided by 3.
- generated a turnover of at least EUR 30 million in the Travel Retail commerce per year in at least 1 of the last 3 years;
- confirms guaranteed high quality of customer service, in this regard, any type of confirmation either in written form or through online platforms is accepted;
- has marketing and promotion strategies and marketing policy presentation within the company;
- concept realization and proposed capital investment, conceptual presentation and business case;
- puts a significant accent on prices and quality-price relationship. Offering clients advantageous prices for stimulating conversion rate and sales.

Confirmation of experience will be provided by extracts from contracts, certificates, operating permits, all valid, as well as with recommendation and confirmation letters from the airports where participant conducted activity.

Proof of economic and financial capacity will be provided by enclosing with the application the balance sheets for the last three completed financial years.

In case the participant makes part of a group of companies, the participant can use the experience of such group of companies, provided he demonstrates relation of capital with the group of companies whose experience he invokes.

In case the participant makes part of a group of affiliated companies within the meaning of Article 203 of the Civil Code, it may use the experience of the group of companies of which it is part provided that the demonstration of a capital link between the participant and the group companies whose experience he invokes.

c. Qualification documents

- Request for submission;
- Proof of payment of participation tax (copy);
- Proof of payment of deposit (copy of the bank document confirmed by signature and stamp);
- Participant information form;
- Certificate/decision of registration of the enterprise/extract from the State Register of Legal Entities and Sole Proprietors – recent copy (1 month maximum), confirmed by the participant’s signature and stamp;

- Information regarding turnover;
- Information regarding similar minimum experience, enclosed with confirmation documents (contracts, certificates, authorizations, confirmation letters);
- Power of attorney of the participant's representative for both the submission of the application and the participation in the tender – original, accompanied by a copy of the identity card of the authorized person confirmed by the signature and stamp of the participant;
- Declaration on their own responsibility regarding not falling under situations which determine exclusion from the participation procedure mentioned in letter a).

3. Signature of the agreement

The process of conducting the tender and signing rent agreement will be carried out in accordance with the provisions of the Regulation regarding the manner of leasing unused assets approved by the Government Decision No. 483 of 29.03.2008 in conjunction with the provisions of the Regulation on competitive and reduced tenders, approved by the Government Decision No 136 of 10.02.2009.

CHAPTER 4. FINAL AND TRANSITIONAL PROVISIONS

1. Disputes

1.1. The competent court for the settlement of any disputes arising from the tender activity and subsequent disputes arising from the execution of the rent agreement shall be the Court of Chisinau.

2. Disclaimer of liability

2.1. This documentation does not constitute any agreement or offer from S.E. "Chisinau International Airport" to the participants in the tender or any other interested person or persons. The purpose of this material is to provide useful information to bidders/interested persons in the process of preparing their own bid. This material contains statements reflecting various assumptions and assessments reached by the S.E. "Chisinau International Airport" in relation to various aspects. These evaluations and statements do not claim to include all the information any potential bidder may need. It is important to note that this documentation may not be suitable for all interested parties, and the S.E. "Chisinau International Airport", together with its employees and the Tender Committee, cannot take into account the objectives, technical experience and specific needs of each party which consults or uses this material.

2.2. The bidder is responsible for covering all its costs associated with or related to the preparation and submission of its proposal, including but not limited to costs for preparation, copying, postal charges, delivery charges, expenses related to any demonstration or presentation that may be required by S.E. "Chisinau International Airport", or any other expenses related to its proposal. All such costs and expenses are the responsibility of the bidder, and S.E. "Chisinau International Airport" shall in no way be liable for them or for any other cost or expense incurred by any bidder in connection with the preparation or submission of the bid, regardless of the conduct or outcome of the selection process.

3. Confidentiality & conflict of interest

3.1. The bidder must avoid any situation of conflict of interest and must not have any relationship that could generate such conflicts with other bidders or other parties involved in the award of the contract.

3.2. The organizer, including the Tender Committee, must respect the confidentiality of information and documents provided by bidders, avoiding disclosure in order to protect their rights to intellectual property or trade secrets.