



27 October 2025

Request for quotation (RFQ) – UK PACT

RFQ title	Vietnam Green Finance Facility
RFQ issue date	27 October 2025
Terms of reference	The services to be delivered are detailed in the attached Schedule.
Project title	UK PACT Vietnam – Green Finance Facility
Close date and time	27 November 2025 (23:59 GMT)
Details for submission	Expertdeployments@ukpact.co.uk

Palladium as the delivery partner for the Foreign, Commonwealth and Development Office (FCDO)'s UK Partnering for Accelerated Climate Transitions (UK PACT) programme invites you to submit a quotation for the services detailed in this RFQ.

Please forward your quote in accordance with the Details for Submission above by the Close Date and Time. This RFQ includes the following materials:

Schedule 1 – Terms of Reference

Schedule 2 – Instructions for submission

Schedule 3 – Terms and Conditions

Annex I – RFQ Response Form

Annex II – Budget and workplan template

I look forward to your response. If you have any questions, please do not hesitate to contact us at expertdeployments@ukpact.co.uk

Schedule 1 - Terms of Reference

1.1. Overview of requirements

Name of project	Vietnam Green Finance Facility
Country/region	Vietnam
Proposed start date	01 February 2026
Proposed end date	28 February 2027

1.2 Context and scope of work

BACKGROUND

Vietnam aims for a GDP growth of approximately 10% from 2026 to 2030 and 7.5% from 2031 to 2035. The country has a strong commitment to achieving Net-Zero emissions by 2050, as announced by Prime Minister Pham Minh Chinh during COP26. Vietnam also submitted its updated NDC in November 2022 with significantly increased ambitions with an unconditional emission reduction target of 15.8% and a conditional target of 43.5% by 2030 compared to the business-as-usual scenario, representing substantial increases from the previous NDC targets of 9% and 27% respectively. To support these goals, Vietnam will need USD368 billion by 2040 according to World Bank's recent reports, in which USD21.7 billion for unconditional GHG reduction targets.

The financial sector in Vietnam represents 4.09% of GDP in 2023, with green credit outstanding reaching USD25.6 billion as of March 2024, accounting for 4.5% of total credit according to Statista 2025 report. IFC (under WB Group) committed a record USD310 million in climate financing to Vietnam in FY2024, the highest in East Asia Pacific region, yet this represents less than 0.1% of total financing needs, highlighting the massive scaling challenge ahead.

In this context, Vietnam Government has released several new policies which create unprecedented momentum for green finance advancement in the country. Vietnam has established a strong policy foundation for green finance development through the National Green Growth Strategy, new fiscal incentives through Resolution 198/2025, and the National Green Taxonomy through the Decision 21/2025. Recently, Resolution 222/2025 has announced the new strategy for establishing International Financial Centres both in Ho Chi Minh City and Da Nang with explicit green finance mandates, which presents a unique window for attract new finance resources into the country.

UK PACT (Partnering for Accelerated Climate Transitions) is the UK Government's global climate mitigation technical assistance programme. In Vietnam, UK PACT supports the local government agencies and key stakeholders in accelerating the low-carbon transitions and promoting inclusive and sustainable growth. The programme funds high-impact projects that build capacity and technical expertise, with a particular focus on energy transition and green finance, both critical to achieving Vietnam's net-zero ambitions. UK PACT's funding for this green finance facility project will be channelled to provide technical assistance across three components:

- **Component 1: Support to green the Vietnam International Financial Center** by developing a comprehensive, internationally aligned green finance regulatory framework for International Financial Centre (IFC) in Ho Chi Minh City, with potential expansion to Da Nang;
- **Component 2: Strengthening the enabling environment for green finance through enhanced** national green finance regulations and guidelines which enable broader and more efficient access to green finance across sectors;
- **Component 3: Pilot and scale innovative green finance instruments through UK partnerships**, while supporting Ministry of Finance in creating the regulatory and institutional conditions needed for successful mobilisation.

OBJECTIVES AND INTENDED OUTCOMES

The project's specific objectives are as follows:

1. Position Vietnam as a Regional Green Finance Leader, an ASEAN's green finance hub while demonstrating UK financial sector leadership.
2. Unlock Green Capital through Legal and Regulatory Reform - Enables broader and more efficient access to green finance across sectors.
3. Accelerate Innovation in Green Finance Instruments - Building institutional capacity and market readiness for scalable green finance solutions.
4. Improve local technical capacity for green product origination, risk assessment, and sustainability reporting
5. Demonstrates replicable financing structures and accelerates access to private capital, building market confidence and strengthening institutional capacity.

Through the delivery of outputs, the project expects to contribute to the following outcomes:

- **IFC Framework Outcome:** *Vietnam's IFC attracts increased regional and global green investment, positioning the country as a trusted hub for sustainable finance.*
- **Enabling environment Outcome:** *Broader and more efficient access to green finance is achieved across key sectors through strengthened national regulations and guidelines, resulting in increased mobilization of domestic and international green capital.*
- **Instrument Outcome:** *Private capital flows into green projects increase, driven by successful pilots of innovative finance instruments and supportive regulatory reforms.*
- **Confidence & Capacity Outcome:** *Improved institutional capacity and proven financing models lead to greater private sector participation and long-term market confidence in green finance.*

While recognising that outcomes are subject to time lags and external dependencies, project interventions aim to influence results that may be measured through indicators such as:

- New or enhanced policies, practices, tools developed to improve the green finance sector
- Cases of organizational or institutional change in capacities
- Number of sectors covered by new or updated green finance guidance
- Evidence of improved clarity or accessibility of green finance rules (e.g., extent to which green finance rules are publicly available; Percentage of stakeholders reporting improved understanding and access to green finance regulations and instruments)

This is in addition to the following output-level indicators closely tied to project deliverables:

- Number and description of cases of skills and knowledge enhanced to deliver improved climate action
- Number and description of cases where new tools, technologies, or best practices to deliver improved climate action have been supported and/or piloted
- Number and description of cases of policy processes that have been informed or supported by recommendations produced through UK PACT

SCOPE OF WORK

This Request for Quotations (RFQ) seeks a supplier/consortium who will establish and manage a responsive technical assistance facility to deliver the three above key components.

The supplier will be required to mobilise a team to deliver two workstreams as below, with the core team based in Vietnam.

Workstream 1: Facility management:

- Strategic Planning & Coordination:
 - Participate in engagement with key stakeholders (e.g., Ministry of Finance, State Securities Commission, Ho Chi Minh City, etc.) alongside British Embassy and UK PACT Delivery Partner Consortium to refine the scope of work under each Green Finance Facility component.
 - Develop terms of references, work plans and budgets for technical assistance packages aligned with government priorities and UK PACT objectives.
- ODA Registration & Compliance
 - Lead the process for ODA registration where required for activities in Vietnam, ensuring ongoing compliance with local regulations.
- Monitoring, reporting and learning
 - Ensure portfolio quality assurance and timely delivery of outputs across components.
 - Support the assessment of progress towards achievement of project outcomes
 - Ensure each package of technical assistance has appropriate MEL
- Portfolio management
 - Administer funds, track expenditure, and provide transparent financial and risk reporting.
 - Where required, procure and manage subcontractors and consultants for TA delivery

Workstream 2: Delivery of technical assistance

- Deliver agreed packages of technical assistance under each of the three Green Finance Facility components, ensuring alignment with Vietnamese government priorities and UK PACT objectives
 - Provide subject-matter expertise in areas such as green bond issuance, sustainable finance regulation, and climate-related financial disclosures
 - Ensure all technical outputs meet high standards of quality, relevance, and usability.
 - Provide input into reporting and learning activities to capture lessons from technical assistance delivery.
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In their proposals, bidders will be required to propose their team, methodology and costs for the delivery of Workstream 1 for the duration of the contract. For Workstream 2, bidders will provide their strategic approach for each component, and a proposed pool of experts for the delivery of the technical assistance packages.

PROJECT IMPLEMENTATION STAGES

Inception Phase (01/02/2026 – 31/03/2026)

During Inception, the supplier/consortium will work closely with FCDO – British Embassy Hanoi, UK PACT’s Delivery Partners, and key government counterparts to refine the project scope, conduct needs assessments and lay the groundwork for technical assistance. The focus will be on identifying technical assistance needs and developing detailed workplans for implementation.

Key activities for this phase will include:

- Mobilisation of key team members for Facility Management, with the core team based in Vietnam to ensure effective local engagement, while allowing for the inclusion of international-based experts as needed.
- Participate in hand-over meetings with experts from earlier phases to ensure continuity and knowledge transfer.
- Develop Inception Report which layouts specific demands from each counterpart
 - Based on the hand-over meeting, shared material, and follow-up meetings as needed, design TA activities in details to support developing the IFC green finance framework for HCMC
 - Working closely with Ministry of Finance (MOF)—notably the Financial Strategy and Policy Institute (FSPI), and the Department of Banking and Financial Institutions (DBFI) to provide technical advice for MOF in refining the scope of work under Green Finance and key activities to be implemented until February 2027. Also identify the next steps for ODA registration in compliance with Decree 242/ND-CP on ODA management.
 - Working with SSC to identify technical assistance needs for green finance market development, financial toolkit, and regulatory capacity.
- Develop terms of reference and costed workplans for technical assistance to be delivered in Implementation Phase
- Develop a green finance portfolio for Vietnam with the list of activities for each component which will be presented to FCDO – British Embassy Hanoi and UK PACT’s Delivery Partners for sign-off
- Develop a costed workplan with budget, list of experts to deliver activities in Phase 2, list of clear outputs and timelines for each output
- Risk assessment and mitigation approaches

Implementation Phase (01/04/2026 – 28/02/2027)

The exact outputs under each component will be defined in collaboration with counterparts during the inception phase.

Illustrative activities for each Component are provided below:

Component 1: Support to green the Vietnam International Financial Center

Building on the hand-over of short-term experts from **Green Finance Bridging Support project**, continue working with HCMC authorities, IFC Advisory Group, and IFC Management Board (if established) to deliver requested technical assistances that might include below activities:

- Develop a comprehensive, internationally aligned green finance framework for IFC in HCMC, which might include IFC-specific General Guidance on Green Investment/ Green Project/ Green Asset, Green Bond/ Loan, etc.
- Support the IFC Management Board in developing provisions within the Charter that require IFC members to disclose ESG information, assess carbon emissions, and comply with other regulations aimed at guiding IFC members toward green and sustainable development;
- Design specialised licensing procedures for green finance products and services
- Create regulatory sandbox mechanisms enabling pilot testing of innovative green finance instruments
- Drafting the Taxonomy standards (applied for IFCs), ESG standards applied for IFCs
- Sharing international best practice on IFC development (which might include study tour to UK)
- Developing green finance incentive schemes leveraging Resolution 198/2025
- Support development of IFC green finance governance structures

Component 2: Strengthening the enabling environment for green finance

Building on the priorities and needs identified in Inception Phase, Component 2 will be implemented in close collaboration with the Ministry of Finance (MOF).

- Obtain ODA registration approval
- Developing, delivering, and adapting (as needed) the technical assistances for MOF and other stakeholders based on the workplan and activities approved in ODA Project Document.

Component 3: Pilot and scale innovative green finance instruments through UK partnerships

Working closely with State Security Commission to deliver requested technical assistances which might include:

- Collaborate with the UK's Growth and Investment Partnerships' partners to deliver targeted, non-duplicative technical assistance that enhances Vietnamese institutions' readiness for green investment
- Strengthen SSC's capacity to guide Vietnamese financial institutions in developing green finance products aligned with domestic and international standards
- Provide guidance on project preparation and due diligence processes for green finance transactions
- Facilitate institutional partnerships and knowledge exchange between UK and Vietnam
- Support Vietnamese institutions in becoming finance-ready for investment opportunities

Additional expectations

- Applicants are encouraged to propose innovative activities and outputs beyond those listed, provided they align with the programmes goals of supporting green finance development in Vietnam.
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- Proposals should outline mechanisms for fostering long-term institutional learning, adapting global best practices, and bridging critical gaps between recommendations and implementation to achieve measurable outcomes.
- While the initial budget is allocated for the above scope of work, suppliers should be able to demonstrate their ability to scale support, in response to local counterpart demand on providing technical assistance to support implementation of some of the additional themes identified under Inception Phase.

The anticipated outputs for Workstream 1: Facility Management are detailed below. The outputs for Workstream 2 will be defined during Inception.

Workstream 1 Outputs			
Output	Description	Deliverables	Deliverable due
Inception Report	Refine the project scope, conduct needs assessments with local counterparts and lay the groundwork for technical assistance	<ul style="list-style-type: none"> - Inception Report (EN/VN) with needs assessment - Project document for ODA registration - TORs and workplans for TA delivery - GEDSI Action Plan 	30 March 2026
Quarterly reports	Provide activity report and financial report for each Quarter, highlighting the progress update, any achievement/challenges/delay, risk assessment, and budget forecast	<ul style="list-style-type: none"> - Quarterly Progress report - Quarterly Financial report 	April 2026, July 2026, Oct 2026 and Jan 2027
Final Report, Evaluation & Closing Workshop	Summarize project achievements, lessons learned, GEDSI integration, and recommendations for future action, covering all three components and both phases. Organize a closing workshop to present results, share knowledge, and facilitate stakeholder feedback and future planning.	<ul style="list-style-type: none"> - Final project report (EN/VN) covering all components - Evaluation summary (KPIs, outcomes, impact) - GEDSI reflection report (integration, challenges, lessons, recommendations) - Recommendations for future projects and sustainability plan - Closing workshop: logistic arrangement, agenda, participant list, presentations, workshop summary, and feedback forms 	Feb 2027

All outputs (reports, presentations, and others) will need to be available in both English and Vietnamese.

1.4 Required expert qualifications and experience

This RfQ is seeking one lead organisation that can deliver on all the activity streams mentioned above. Consortiums are welcome to apply, however please note the responsibility of the consortium will lie with the lead partner who will be primary point of contact and bear all responsibilities of holding the consortium together until the project end date, contracting, due diligence, coordination, delivery and reporting.

Organisational capacity

The supplier/consortium must have a demonstrated experience in working with the local counterparts in Vietnam and have related technical experience in Green Finance. Supplier/consortium must be able to demonstrate experience of:

- Proven experience managing TA facilities or similar programmes in Vietnam or Southeast Asia.
- Proven track record of navigating ODA regulations and government engagement processes in Vietnam.
- Expertise in green finance, climate policy, and institutional capacity building
- Demonstrated ability to manage multi-stakeholder programmes, build consortia, and manage sub-grantee or subcontracting.
- Robust financial management and MEL systems

Personnel

The supplier should propose a team of technical experts and project management support with the necessary expertise and experience to deliver on all the outputs detailed above. The proposed team should be outlined in proposals along with CVs (max two -pages per CV) and is expected to include:

- A Team Leader/Project Director – who takes overall accountability for delivery of this project. They must have a proven track record of overseeing projects of similar complexity in the green finance sector.
- The resources proposed for the delivery of Workstream 1 activities
- Sufficient programme management resources to cover work-planning, reporting, monitoring evaluation and learning, financial management, risk management and logistics.
- A pool of experts, relevant to each of the themes covered under this RfQ who would be deployed for the delivery of Workstream 2 activities. The technical team should include expertise in Green Finance, Climate Policy, Institutional Capacity building, Institutional/Policy, and the Vietnamese legal system.

Bidders are welcome to propose alternative structures, but the proposed team must cover, at a minimum, the following criteria.

1. **Educational Background:** Advanced degree (Master's or higher) in Finance, Green Finance, Climate Policy, or related disciplines.
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2. **Sectoral Experience:** Strong experience in Vietnam with demonstrable expertise in Finance, Financial Market, Financial Instrument, Green Bond, IFC, legal reform, legal advice, etc. Minimum 10 years of professional experience in the Vietnam Finance sector, with demonstrable expertise in financial instrument, green finance, green bond issuance, green credit, etc.
3. **Regulatory and Policy Expertise:** Proven experience in working with MOF, regulators, or relevant government bodies on legal reform, legal advice, regulatory framework development, policy development.
4. **Experience with Donor/Multilateral Programs:** Prior engagement in donor-funded programmes or technical assistance initiatives focused on green finance in Vietnam. Having intensive experience with ODA registration process in Vietnam, especially with MOF.
5. **Knowledge of Gender Equality, Disability and Social Inclusion (GEDSI):** Familiarity with GEDSI frameworks and ability to integrate gender and inclusion considerations into technical assessments and capacity-building activities.
6. **Stakeholder Engagement:** Demonstrated the ability to liaise and coordinate with diverse stakeholders including central government officials, regulators, local government agencies, think tanks, and development partners.
7. **Communication and Reporting:** Strong communication skills with a proven track record of preparing high-quality reports, policy briefs, and presentation materials tailored to senior decision-makers.
8. **Preferred:** Familiarity with UK Financial Instruments, Vietnam's legal system, Financial Market, International Financial Center, and ODA registration

Other team criteria

- Good project management and coordination skills
- Hands-on experience in working with government officials, and stakeholders
- Previous experience of working with MOF, SSC, HCMC is mandatory
- Experience with training and capacity building for government officials
- Excellent Vietnamese and English language skills and the ability to translate technical materials from English to Vietnamese

1.5 Reporting

Alongside the project-specific reporting outlined in the output section above, the supplier will also be required to align with the UK PACT monitoring and reporting governance framework, which includes:

1. Monitoring, evaluation and learning (MEL) plan, with support from the UK PACT MEL Expert);
2. Development and updating of a GEDSI Action Plan, with support from the UK PACT GEDSI Expert;
3. Monthly submission of invoices and forecast;
4. Monthly progress report on outputs, including relevant activities and results;

5. A full project completion report, summarising project achievements, lessons learnt, including progress and learnings on GEDSI, and any recommendations for future action; and
6. At least one case study (inclusive of concept note and final report) that qualitatively describes project results and experiences for programmatic learning.

To report against standard UK PACT monitoring indicators, the supplier will also need to collect, and report disaggregated data on the organisations and individuals participating in workshops and training. Disaggregation should cover gender as a minimum and include age, disability, geography, and other social characteristics where feasible. As applicable, the supplier may also be asked to accomplish indicator-specific baseline and reporting tools.

1.6 Budget and contracting

The maximum budget is up to GBP 1,000,000, which must include personnel and expenses and be inclusive of all applicable local taxes. Bidders should clearly state tax-exclusive, tax component, and tax-inclusive totals in GBP.

The budget will be divided by the two workstreams.

- The budget for Workstream 1: Facility Management – will be established based on the costs provided by suppliers in their proposals
- The budget for Workstream 2: TA Delivery - will be a draw-down pool of funds reserved for TA delivery. To note there is no guarantee for specific work volume under Workstream 2.

The supplier must provide a breakdown of budgeted personnel and expenses for Workstream 1 for the duration of the project using Annex II. Suppliers must provide a rate card for work to be delivered under Workstream 2. Suppliers should prepare their proposals to maximise the funds available for TA draw-down.

Expenses must include all workshop and conference logistics, venue, any interpretation & translation services, travel & accommodations of delivery team, as well as participants.

Please note that the selected supplier will also be responsible for arranging and organising the travel and accommodation, venues, and packages for all workshops and stakeholder engagement sessions. Managing these logistical aspects is a component of the service expected.

The successful supplier, having passed the requisite due diligence checks, will enter into a subcontractor agreement with Palladium for the delivery of the Workstream 1 services. The agreement will have a call-down component which will be used to confirm work packages to be delivered under Workstream 2. The agreement will include a milestone payment structure with 30% of personnel fees withheld against agreed deliverables. The exact milestone structure will be agreed between both parties during contract mobilisation.

The supplier will submit a monthly invoice, forecast, and progress update.



Schedule 2 – Instructions for submission

2.1 Eligibility

What type of organisations can apply?

We invite applications from organisations with relevant experience in delivering technical assistance and capacity-building projects in relevant sectors. This includes the private sector, think tanks, consultancies, academic institutions, community organisations, NGOs, professional associations, and other similar entities with the expertise required to implement eligible projects.

Government agencies, government departments, staff and state-owned enterprises are not eligible to receive UK PACT funding, either as lead applicants or consortium partners.

What types of costs are eligible?

Eligible costs may include:

- Consultancy and/or staff time required to deliver project activities;
- Reasonable travel and subsistence expenses;
- Direct activity-related costs such as workshops, seminars, report production, translation, and similar outputs.

Ineligible costs include infrastructure, hardware, or the purchase of tangible assets.

This project will be managed under a subcontract, not a grant agreement. As a result, overheads cannot be charged as a separate cost line. All overheads and profit must be built into the daily rates provided in your budget.

2.2 Submission process

Timeline

Stage	Date
1. Terms of Reference (ToR) and application process launched	27/10/2025
2. Date for confirmation of intention to bid	10/11/2025
3. Deadline for receipt of clarification questions	10/11/2025
4. Deadline for submission of applications	27/11/2025
5. Applicants notified of project selection	20/12/2025
6. Due diligence complete	20/01/2026
7. Agreement signature	01/02/2026

Applicant guidance

Interested suppliers should complete and submit the below documents to expertdeployments@ukpact.co.uk with the subject line: **RFQ Submission – [Supplier name]- UK PACT Vietnam Green Finance Facility**

- **RFQ Response form**

- **Budget and Workplan Template**
- **CVs of key experts or personnel** (max two pages per CV)

Please note the following key dates:

- **Expression of interest:** 10/11/2025 (12:00 GMT) – express your (non-binding) interest in bidding and receiving tender updates by emailing expertdeployments@ukpact.co.uk
- **Deadline for Queries:** 10/11/2025 (12:00 GMT) Clarification questions must be sent using the template provided in Annex III
- **Submission Deadline:** 27/11/2025 (12:00 GMT)

2.2 Evaluation criteria

Criteria	Category	Weighting
Technical	Approach and methodology	30%
	Personnel - Workstream 1 core delivery team	30%
	Personnel - Workstream 2 technical pool – 20%	20%
	C.1. Competitiveness of the supplier's cost for Workstream 1	10%
Commercial	C.2. Competitiveness of the supplier's rate card for Workstream 2	10%
	Total	100%

2.2.1 Technical evaluation

The technical criteria will be evaluated by the procurement panel using the scale detailed below:

Score	Description
5 (Excellent)	Demonstrates an expert understanding of the project and proposes excellent and accurate solutions which address all requirements, and which are innovative where appropriate. Responses are excellently tailored to the context in all aspects. The level of detail and quality of information provides the highest degree of confidence in the ability to deliver.
4 (Very Good)	Demonstrates a very good understanding of the topic relating to delivery of the project. Responses are relevantly tailored to the context in the majority of aspects. There is sufficient detail and quality of information to give a strong level of confidence that they will deliver.
3 (Good)	Demonstrates a good understanding of the topic relating to the delivery of the project. Responses are reasonably tailored to the context for many of the aspects. There is a good level of detail and quality to give a good level of confidence that they will deliver.
2 (Satisfactory)	Demonstrates a satisfactory understanding of the topic relating to delivery of the project. Some appetite to tailor to context where required. Provides a limited level of detail and the quality of information provided gives only some level of confidence that they will be able to deliver satisfactorily.

- 1
(Unsatisfactory) Demonstrates a poor understanding of the topic relating to delivery of the project. Poor tailoring to the context where this is required. Generally, an unsatisfactory and a low level of quality information and detail, leading to a low level of confidence that they will deliver.
- 0 (Fail) Failure to address the material requirements of the project. No tailoring of responses to meet the context. No quality responses providing no confidence that they will deliver.

2.2.2 Commercial evaluation

C.1. Competitiveness of the supplier’s Workstream 1 cost

The commercial evaluation will be conducted using the total cost quoted in the Schedule III - Budget and Workplan (Cell V15 of “Budget Summary” sheet).

Supplier scores will be calculated relative to the lowest price supplier using the formula below:

$$((\text{cost of lowest price supplier} / \text{cost of supplier}) * \text{price weighting } 10\%)$$

C.2. Competitiveness of the supplier’s rate card

The data will be taken from Tab “Rate Cards” using an average of the national and international rates offered (Column F). Where both national and international staff are proposed, both sets of rates must be completed with no negative or nominal entries accepted. If a supplier is not intending to use international staff they may be left blank and they will be excluded from the calculation. Abnormally low rates used to manipulate averages will be grounds for disqualification.

The rate cards will be used for costing work to be delivered under Phase 2 and apply as a maximum for the duration of the contract. They will be calculated as below:

$$((\text{Lowest proposed average fee rate} / \text{your proposed average fee rate}) * \text{price weighting } 10\%) * \text{sub weighting}$$

The sub weightings applied are as follows.

Level	Sub weighting
Principal expert	25%
Senior expert	35%
Expert	30%
Junior expert	10%

Where scoring has not identified a clear winning supplier, the top supplier(s) may be invited to an interview to finalise the evaluation and/or a Best and Final Offer process may be used to differentiate between suppliers of equal scoring.



Terms and Conditions

- 1. Quote conditions**

By submitting a quote, potential suppliers are bound by these terms and conditions. Potential suppliers must submit offers with all details provided in English and with prices quoted in GBP.
- 2. Quote Lodgement**

The Company may grant extensions to the Closing Time at its discretion. The Company will not consider any quotes received after the Closing Time specified in the RFQ unless the Company determines to do so otherwise at its sole discretion.
- 3. Evaluation**

The Company may review all quotes to confirm compliance with this RFQ and to determine the best quote in the circumstances.
- 4. Alterations**

The Company may decline to consider a quote in which there are alterations, erasures, illegibility, ambiguity or incomplete details.
- 5. The Company's Rights**

The Company may, at its discretion, discontinue the RFQ; decline to accept any quote; terminate, extend or vary its selection process; decline to issue any contract; seek information or negotiate with any potential supplier that has not been invited to submit a Quote; satisfy its requirement separately from the RFQ process; terminate negotiations at any time and commence negotiations with any other potential supplier; evaluate quotes as the Company sees appropriate (including with reference to information provided by the prospective supplier or from a third party); and negotiate with any one or more potential suppliers
- 6. Amendments and Queries**

The Company may amend, or clarify any aspect of the RFQ prior to the RFQ Closing Time by issuing an amendment to the RFQ in the same manner as the original RFQ was distributed. Such amendments or clarifications will, as far as is practicable be issued simultaneously to all parties. Any queries regarding this RFQ should be directed to the Contact Person identified on the cover page of this RFQ.
- 7. Clarification**

The Company may, at any time prior to execution of a contract, seek clarification or additional information from, and enter into discussions and negotiations with, any or all potential suppliers in relation to their quotes. In doing so, the Company will not allow any potential supplier to substantially tailor or amend their quote.
- 8. Confidentiality**

In their quote, potential suppliers must identify any aspects of their quote that they consider should be kept confidential, with reasons. Potential suppliers should note that the Company will only agree to treat information as confidential in cases that it considers appropriate. In the absence of such an agreement, potential suppliers acknowledge that the Company has the right to disclose the information contained in their quote. The potential supplier acknowledges that in the course of this RFQ, it may become acquainted with or have access to the Company's Confidential Information (including the existence and terms of this RFQ and the TOR). It agrees to maintain the confidence of the Confidential Information and to prevent its unauthorised disclosure to any other person. If the potential supplier is required to disclose Confidential Information due to a relevant law or legal proceedings, it will provide reasonable notice of such disclosure to the Company. The parties agree that this obligation applies during the RFQ and after the completion of the process
- 9. Alternatives**

Potential suppliers may submit quotes for alternative methods of addressing the Company's requirement described in the RFQ where the option to do so was stated in the RFQ or agreed in writing with the Company prior to the RFQ Closing Time. Potential suppliers are responsible for providing a sufficient level of detail about the alternative solution to enable its evaluation.
- 10. Reference Material**

If the RFQ references any other materials including, but not limited to, reports, plans, drawings, samples or other reference material, the potential supplier is responsible for obtaining the referenced material and considering it in framing their quote. And provide it to the Company upon request.
- 11. Price Basis**

Prices quoted must be provided as a fixed maximum price and show the tax exclusive price, the tax component and the tax inclusive price. The contract price, which must include any and all taxes, supplier charges and costs, will be the maximum price payable by the Company for Services.
- 12. Financial Information**

If requested by the Company, potential suppliers must be able to demonstrate their financial stability and ability to remain viable as a provider of the Services over the term of any agreement. If requested by the Company, the potential supplier must promptly provide the Company with such information or documentation as the Company reasonably requires in order to evaluate the potential supplier's financial stability.
- 13. Referees**

The Company reserves the right to contact the potential supplier's referees, or any other person, directly and without notifying the potential supplier.
- 14. Conflict of interest**

Potential suppliers must notify the Company immediately if any actual, potential or perceived conflict of interest arises (a perceived conflict of interest is one in which a reasonable person would think that the person's judgement and/or actions are likely to be compromised, whether due to a financial or personal interest (including those of family members) in the procurement or the Company).
- 15. Inconsistencies**

If there is inconsistency between any of the parts of the RFQ the following order of precedence shall apply:
(a) these Terms and Conditions;
(b) the first page of this RFQ; and
(c) the Schedule so that the provision in the higher ranked document will prevail to the extent of the inconsistency.
- 16. Collusion and Unlawful Inducements**

Potential suppliers and their officers, employees, agents and advisors must not engage in any collusive, anti-competitive conduct or any other similar conduct with any other potential supplier or person or quote any unlawful inducements in relation to their quote or the RFQ process. Potential suppliers must disclose where quotes have been compiled with the assistance of current or former the Company employees (within the previous 9 months and who was substantially involved in the design, preparation, appraisal, review, and or daily management of this activity) and should note that this may exclude their quote from consideration. Potential suppliers warrant that they have not provided or offered any payment, gift, item, hospitality or any other benefit to the Company, its employees, consultants, agents, subcontractors (or any other person involved in the decision-making process relating to this RFQ) which could give rise to a perception of bribery or corruption in relation to the RFQ or any other dealings between the parties.
- 17. Jurisdiction**

This Agreement shall be subject to the laws of the Jurisdiction. The Supplier and the Company will use their best efforts to settle amicably any dispute, controversy, or claim arising out of, or relating to this Agreement or the breach, termination, or invalidity thereof. If no agreeable settlement can be found, any dispute, controversy, or claim arising out of or relating to this Agreement or the breach, termination, or invalidity thereof, shall be settled by arbitration in accordance with the UNCITRAL Arbitration Rules in effect on the date of this Agreement. The appointing authority shall be the Secretary-General of the Permanent Court of Arbitration. The Parties will be bound by any arbitration award rendered as a result of such



arbitration as the final adjudication of any such dispute. The place of arbitration shall be the headquarters location of Company at the time the claim is filed and the language of the arbitration will be English. The relevant laws shall be the laws of the Jurisdiction.

If your quote is successful, you will be required to enter into the Company's standard contract for the types of services being provided. In the provision of the Services, you will be required to comply with the Company's policies, including (without limitation) its Business Partner Code of Conduct and any relevant Project Manual. Potential suppliers must also comply with the Company's Business Partner Code of Conduct in the submission of any quotes pursuant to this RFQ. If you are bidding as part of a joint venture, partnership or similar, please make this clear in your submission. Likewise, if you propose to subcontract any part of the services provision, then disclose this fact within your submission. The Company may require additional information from you and approval for subcontracting will not be automatic as subcontractors will be subject to Palladium's Due Diligence process.