

ORDER FORM FOR THE PROVISION OF RISK MANAGEMENT OR INSURANCE
BROKERAGE ADVICE AND ASSISTANCE – CTLBC/1837
Crown Commercial Service Project Reference Number: RM3684 L0436
Project Title: Project Comet Due Diligence Services
DfT Contract Reference Number: PPRO 04/48/26

Part 1 – Request for quotation

Description of task:

Eurostar is the operator of high speed passenger rail services between London and Continental Europe via the Channel Tunnel. Eurostar operates up to 18 services daily to Paris and 9 services daily to Brussels. In addition, Eurostar offers direct services to Disneyland Paris and seasonal services to the Alps and Avignon. In 2013, Eurostar carried 10.1 million passengers and has carried over 140 million passengers since commencing operations in 1994.

In September 2010, London and Continental Railways ("LCR") (a 100% owned subsidiary of the DfT), Société Nationale des Chemins de fer Français ("SNCF") (the French Government-owned rail operating company) and Société Nationale des Chemins de fer Belges ("SNCFB") (the Belgian Government-owned rail operating company) merged their interests in Eurostar into a single corporate entity, EIL, so that the company could be run on a more commercial basis. The ownership of the new company is: LCR (40%), SNCF (55%) and SNCFB (5%).

As part of the Spending Round 2013, the UK Holding has been identified as a potential candidate for disposal.

If a decision is taken to proceed with a sale of the UK Holding, Willis will be employed to perform due diligence on the insurance position of Eurostar International Limited and to support the Q&A process during Round 2 of the sale process.

Willis will be expected to work with the client team consisting of the Authority, DfT's Corporate Finance Directorate, the Shareholder Executive as well as other financial, legal and technical advisers.

Output required:

A draft due diligence report addressing the above areas shall be produced for the Authority to review no later than 2 months following the appointment.

Following approval of the draft report, the financial due diligence adviser shall produce a final report, on which the acquirer will be able to take reliance, no later than 3 months following appointment.

Willis will also be expected to support the Authority in the sale process, including providing support to the Authority and the Shareholder Executive in responding to Q&A as well as attending bidder meetings in respect of the due diligence report in Round 2 of the sale process. The insurance due diligence adviser will be expected to address any further risks or issues identified during the transaction preparation and execution process.

Full details of the requirement can be found in the attached Invitation to Tender.

Period of Task:

The appointment shall begin immediately upon contract award. The contract duration shall be for an initial six months, with a possible two month extension at the Authority's discretion.

Nominated Officer:

Signed: Appointment:
Name (block capitals): Address:
Date: Telephone no:

Part 2 – Quotation by contractor

Quotation for carrying out the work detailed at Part 1:

The tendered **Capped Price** for all work to be carried out under the following key deliverables.

Deliverable	Proposed fee (£) excluding VAT
Delivery of the draft Vendor Due Diligence report	REDACTED
Delivery of the final, accepted Vendor Due Diligence Report	REDACTED
Support to the sale process, including Q&A and bidder meetings (based on 6 bidders)	REDACTED
Total fee proposal	£40,000

2. STAFF COSTS - OUT OF SCOPE ADVICE

In addition, Willis is asked to provide day rates in the table below to cover any issues that emerge during the due diligence process that fall out of the scope set out in Section 4. These rates should be valid for the period of the contract. These rates should be considered to be binding for further work awarded during the period of the contract.

Staff Category, Grade or Title	Name	Hourly Rate (excluding VAT)	Daily Rate (excluding VAT) £
Partner (London)	REDACTED	REDACTED	N/A
Principal Consultant	REDACTED	REDACTED	N/A
Partner (France)	REDACTED	REDACTED	N/A

Full details of the quotation can be found in your attached Tender Response.

For the Contractor:

Signed:

Appointment:

Name (block capitals):

Address:

Date:

Telephone no: