

TRANSNET LIMITED
(Registration No. 1990/000900/06)

REQUEST FOR PROPOSAL(S) ("RFP"):
Provision for services to assist with Culture Change Strategies
for a period of 36 months

RFP NUMBER: GSM/11/03/0306
ISSUE DATE: 03 MAY 2011
CLOSING DATE: 19 MAY 2011
CLOSING TIME: 10h00

**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

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Respondent's Signature

Date & Company Stamp

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"Preview Copy only"

Respondent's Signature

Date & Company Stamp

Section 1: NOTICE TO BIDDERS

1 PROPOSAL REQUEST

Proposals are requested from interested / selected persons, companies, close corporations or enterprises (hereinafter referred to as the "**Respondent(s)**") to supply the aforementioned requirement to Transnet.

On or after 03 May 2011 the RFP documents may be inspected at, and are obtainable from the office of Lesley Richards, Room 4858, 48 th Floor, Carlton Centre, 150 Commissioner Street, Johannesburg. The documents may only be collected after a non – refundable and VAT inclusive fee of R1000.00 has been paid.

Any additional information or clarification will be faxed or emailed to all potential Respondents, if necessary.

NOTES –

- a) This amount of R1000.00 is not refundable.
- b) A receipt for such payment made must be presented when collecting the RFP documents.
- c) RFP documents will only be available until 12h00 on Wednesday the 11 May 2011

2 FORMAL BRIEFING

A formal briefing session will not be held but should Respondents have specific queries they should email these to the Transnet employee(s) indicated below:

Name: Lesley Richards
Division: Transnet Corporate Centre
Email: Lesley.Richards@transnet.net

In the interest of fairness and transparency the said information will then be made available to the other Respondents who have collected RFP documents. For this purpose all Respondents need to indicate their intention to respond by informing the above-mentioned Transnet employee (per email only) of their contact numbers as soon as possible but before 16 May 2011

For specific queries before the closing of the RFP, the following Transnet employee(s) may be contacted by email only:

Name : Lesley Richards
Division : Transnet Corporate Centre
Email : Lesley.Richards@transnet.net

Respondent's Signature

Date & Company Stamp

3 PROPOSAL SUBMISSION

Proposals in duplicate plus a CD copy must reach the Secretary, Transnet Acquisition Council before the closing hour on the date shown below, and must be enclosed in a sealed envelope which must have inscribed on the outside:

RFP No:	GSM/11/03/0306
Description:	Provision of services to assist with culture change Strategies for a period of 36 months
Closing date and time:	Thursday the 19 May 2011 at 10h00
Closing address	(refer options paragraph 4 below)

4 DELIVERY INSTRUCTIONS FOR THIS RFP

4.1 **If posted**, the envelope must be addressed to the Secretary, Transnet Acquisition Council, P.O. Box 7784, Johannesburg 2000 and must be dispatched in time for sorting by the Post Office to reach the Secretary before the closing time of the RFP. In the event of the late receipt of a Proposal, the Respondent's franking machine impression will not be accepted as proof that the response was posted in time.

4.2 **If delivered by hand**, the envelope is to be deposited in the Transnet tender box which is located at the main entrance, Office Block, Carlton Centre, 150 Commissioner Street, Johannesburg, and should be addressed as follows:

THE SECRETARY
TRANSNET ACQUISITION COUNCIL
CARLTON CENTRE
TENDER BOX
OFFICE BLOCK FOYER
150 COMMISSIONER STREET
JOHANNESBURG

- a) The measurements of the "tender slot" are 500mm wide x 100mm high, and Respondents must please ensure that response documents or files are not larger than the above dimensions. Responses which are too bulky (i.e. more than 100mm thick) must be split into two or more files, and placed in separate envelopes.
- b) It should also be noted that the above tender box is located at the street level outside the main entrance in Commissioner Street and is accessible to the public 24 hours per day, 7 days a week.

4.3 **If dispatched by courier**, the envelope must be addressed as follows and delivered to the Office of The Secretary, Transnet Acquisition Council and a signature obtained from that Office.

THE SECRETARY
TRANSNET ACQUISITION COUNCIL
37TH FLOOR
CARLTON CENTRE

OFFICE BLOCK
150 COMMISSIONER STREET
JOHANNESBURG

- 4.4 Please note that this RFP closes punctually at 10:00 on Thursday 19 May 2010.
- 4.5 If responses are not posted or delivered as stipulated herein, such responses will not be considered and will be treated as "UNRESPONSIVE."
- 4.6 ***No email or facsimile responses will be considered.***
- 4.7 The responses to this RFP will be opened as soon as practicable after the expiry of the time advertised for receiving them.
- 4.8 Transnet shall not, at the opening of responses, disclose to any other company any confidential details pertaining to the Proposals / information received, i.e. service fees, deliverables, etc. The names and location of the Respondents will, however, be divulged to other Respondents upon request.
- 4.9 Envelopes must not contain documents relating to any RFP other than that shown on the envelope. ***All envelopes must reflect the return address of the Respondent on the reverse side.***
- 4.10 No slips are to be attached to the response documents. Any additional conditions must be embodied in an accompanying letter. Subject only to clause 22 (*Alterations made by the Respondent to Tendered Prices*) of the General Tender Conditions, alterations, additions or deletions must not be made by the Respondent to the actual RFP documents.

5 BROAD-BASED BLACK ECONOMIC EMPOWERMENT ("BBBEE")

Transnet fully endorses and supports the Government's Broad-Based Black Economic Empowerment Programme and it is strongly of the opinion that all South African business enterprises have an equal obligation to redress the imbalances of the past.

Transnet would therefore prefer to do business with local business enterprises who share these same values and who are prepared to contribute to meaningful BBBEE initiatives (including, but not limited to subcontracting and Joint Ventures) as part of their RFP responses. Transnet will accordingly allow a "preference" in accordance with the 10% preference system, as per the Preferential Procurement Policy Framework Act 5 of 2000 (as amended), to companies who provide a BBBEE Accreditation Certificate. All procurement and disposal transactions will be evaluated accordingly.

Consequently, when Transnet invites prospective suppliers to submit Proposals for its goods and services, it urges Respondents (Large Enterprises and QSE's - see below) to have themselves accredited by any one of the various Accreditation Agencies approved by SANAS (the South African National Accreditation Systems, under the auspices of the Department of Trade and Industry)

In terms of Government Gazette No 32094, Notice No. 354 dated 23 March 2009, as from 1 August 2009 only BBBEE Accreditation Certificates issued by SANAS approved Verification Agencies will be valid. However Accreditation Certificates issued before 23 March 2009, which are still within their 1 year validity

Respondent's Signature

Date & Company Stamp

period, will still be acceptable until their expiry date, provided that the accreditation has been undertaken in accordance with the latest Codes (i.e. those promulgated on 9 February 2007).

No certificate issued on or after 23 March 2009 by a Verification Agency which has not been approved by SANAS will be acceptable.

5.1 Enterprises will be rated by such agencies based on the following:

- a) **Large Enterprises** (i.e. annual turnover >R35 million):
 - Rating level based on all seven elements of the BBBEE scorecard
- b) **Qualifying Small Enterprises – QSE** (i.e. annual turnover >R5 million but <R35 million):
 - Rating based on any four of the elements of the BBBEE scorecard
- c) **Exempted Micro Enterprises – EME** (i.e. annual turnover <R5 million):
 - EMEs are exempted from BBBEE accreditation
 - Automatic rating of Level 4 BBBEE irrespective of race of ownership, i.e. 100% BBBEE recognition
 - Black ownership >50% or Black Women ownership >30% automatically qualify as Level 3 BBBEE, i.e. 110% BBBEE recognition
 - EME's should only provide documentary proof of annual turnover (i.e. audited financials) plus proof of Black ownership if Black ownership >50% or Black Women ownership >30%

5.2 In addition to the above, Respondents who wish to enter into a Joint Venture or subcontract portions of the contract to BBBEE companies, must state in their RFPs the percentage, of the total contract value that will be allocated to such BBBEE companies, should they be successful in being awarded any business. A rating certificate in respect of such BBBEE JV-partners and / or subcontractor(s), as well as a breakdown of the distribution of the aforementioned percentage must also be furnished with the RFP response to enable Transnet to evaluate / adjudicate all RFPs received on a fair basis.

5.3 Respondents will be required to furnish proof of the above to Transnet. (i.e. a detailed scorecard as stipulated above in respect of Large Enterprises and QSEs, or proof of turnover in respect of EMEs). Failure to do so will result in a score of zero being allocated for BBBEE.

- a) **Turnover:** Kindly indicate your company's annual turnover for the past year
R.....
- b) If annual turnover <R5m, please attach audited financials.
- c) If annual turnover >R5m please attach an accreditation certificate issued by an Accreditation Agency, together with all the relevant score sheets pertaining thereto.

6 SOCIO-ECONOMIC OBLIGATIONS FOR FOREIGN RESPONDENTS

Foreign Respondents' socio-economic obligations under this procurement programme will fall under the associated Government initiative, namely, the Competitive Supplier Development Programme ("CSDP") as

developed by the Department of Public Enterprises, details of which can be viewed at the Railways and Harbours Supply Chain Association's website, www.rhsupplychain.com

7 COMMUNICATION

- 7.1 Respondents are warned that a response will be liable to disqualification should any attempt be made by a Respondent either directly or indirectly to canvass any officer(s) or employee of Transnet in respect of this RFP between the closing date and the date of the award of the business.
- 7.2 A respondent may, however, **before the closing date and time**, direct any enquiries relating to the RFP to the Transnet employee as indicated in clause 2 above, and may also at any time after the closing date of the RFP, communicate with the Secretary of the Transnet Acquisition Council, at telephone number 011 308 3528 / 3522 or fax no. 011 308 2637 on any matter relating to its RFP response.

8 RFP STATUS

Respondents will be contacted as soon as practicable with a status update. At this time short-listed Respondents may be asked to meet with Transnet representatives at a location to be agreed.

9 INSTRUCTIONS FOR COMPLETING THE RFP

- 9.1 Sign one set of documents (sign and date the bottom of each page). This set will serve as the legal and binding copy. A duplicate set of documents is required. This second set can be a copy of the original signed Proposal.
- 9.2 Both sets of documents to be submitted to the address specified above.
- 9.3 The following returnable documents must accompany all Proposals:
- a) Respondent's latest audited financial statements.
 - b) Respondent's valid Tax Clearance Certificate.
 - c) a CD copy of the RFP Proposal. *Please provide in MS Word / Excel format, not PDF versions.*

Note : Refer also to "Returnable Documents" in Section 3 – PROPOSAL FORM.

10 COMPLIANCE

The successful Respondent (hereinafter referred to as the **"Supplier"**) shall be in full and complete compliance with any and all applicable State and Local Laws and Regulations.

11 ADDITIONAL NOTES

- 11.1 All returnable documents as indicated in the Proposal Form (Section 3) must be returned with the response
- 11.2 Respondents are to note that Proposals in which firm prices are quoted for the duration of any resulting contract may receive precedence over prices which are subject to adjustment

Respondent's Signature

Date & Company Stamp

- 11.3 Changes by the Respondent to its submission will not be considered after the closing date
- 11.4 The person or persons signing the Proposal must be legally authorised by the Respondent to do so (Refer Section 4). A list of those person(s) authorised to negotiate on your behalf (if not the authorised signatories) must also be submitted along with the Proposal together with their contact details.
- 11.5 All prices must be quoted in South African Rands
- 11.6 Transnet reserves the right to undertake post-tender negotiations with selected Respondents or any number of short-listed Respondents and may wish to visit the Respondent's place of work during this process.
- 11.7 ***Unless otherwise expressly stated, all Proposals furnished pursuant to this Request shall be deemed to be offers. Any exceptions to this statement must be clearly and specifically indicated. Transnet reserves the right to reject any or all offers.***

***FAILURE TO OBSERVE ANY OF THE AFOREMENTIONED REQUIREMENTS
MAY RESULT IN A PROPOSAL BEING REJECTED***

12 DISCLAIMERS

Respondents are hereby advised that Transnet is not committed to any course of action as a result of its issuance of this RFP and/or its receipt of a Proposal in response to it. In particular, please note that Transnet reserves the right to:

- 12.1 modify the RFP's Services and request Respondents to re-bid on any changes
- 12.2 reject any Proposal which does not conform to instructions and specifications which are detailed herein
- 12.3 disqualify Proposals submitted after the stated submission deadline
- 12.4 not necessarily accept the lowest priced Proposal
- 12.5 reject all Proposals, if it so decides
- 12.6 award a contract in connection with this Proposal at any time after the RFP's closing date
- 12.7 award only a portion of the proposed Services which are reflected in the scope of this RFP
- 12.8 split the award of the contract between more than one Supplier
- 12.9 make no award of a contract

Kindly note that Transnet will not reimburse any Respondent for any preparatory costs or other work performed in connection with this Proposal, whether or not the Respondent is awarded a contract.

13 LEGAL REVIEW

Any Proposal submitted by a Respondent is subject to review and negotiation of the proposed contract by Transnet's Legal Counsel.

Respondent's Signature

Date & Company Stamp

Respondents to complete this section:

NAME OF RESPONDENT

PHYSICAL ADDRESS

.....

Respondent's contact person

Name.....

Designation.....

Telephone.....

Cell Phone.....

Facsimile.....

Email.....

Website.....

**Transnet urges its clients, suppliers and the general public
to report any fraud or corruption on the part of Transnet's employees to**

TIP-OFFS ANONYMOUS : 0800 003 056

Respondent's Signature

Date & Company Stamp

Section 2: BACKGROUND, OVERVIEW AND SCOPE OF REQUIREMENTS

1 BACKGROUND

Transnet Limited is a public company wholly owned by the Government of the Republic of South Africa. As the operator and custodian of South Africa's major transport infrastructure, Transnet is responsible for ensuring that the country's freight transportation system operates according to world class standards as an integral part of the overall economy.

Transnet continues to give meaning to its strategic intent through the implementation of its growth strategy. The growth strategy focuses on accelerating profitable and sustainable volume growth, improved service delivery to customers and long-term financial performance. The strategy is underpinned by the following four pillars:

- Capital optimisation and financial management;
- Risk management, with an emphasis on safety and sound corporate governance;
- Strategic human resource management; and
- Re-engineering through organisational integration, productivity enhancement and efficiency.

The Human Resources Strategy for Transnet was developed in 2006 to address the key HR challenges facing the organisation and to further support the realisation of the Transnet's Quantum Leap and Growth Strategies. The key tenets of the HR strategy include:

- Performance management and reward
- Capacity building
- Talent management
- Leadership development
- HR enablement
- Culture and change
- Employee relations

This tender document specifically addresses the provision of services to assist and support the delivery of culture change strategies.

2 EXECUTIVE OVERVIEW

The Transnet Culture Charter sets out those behaviours that will underpin a winning Transnet. The achievement of the company's Growth and Quantum Leap strategies requires more than ever a workforce that is committed, mobilised and aligned to living the culture charter behaviours so that the required operational efficiencies and service delivery can be achieved.

The "Living the Culture Charter" implementation programmes focuses on institutionalising and embedding the desired culture, to ensure achievement of Transnet's Growth and Quantum Leap strategies.

- **Leadership engagement: Leadership Charter:** The Transnet Leadership Charter identifies behaviours required by leaders to enhance leadership capabilities and to promote leadership behaviours that will drive the Transnet Culture Charter. The process entails a 360 review by superiors, peers and subordinates for Extended Exco members. The next review will be conducted during latter part of 2011, and the outcomes of the review will inform developmental and individual learning plans (ILPs) for each Extended Exco member. The programme does not form part of the RFP requirements.
- **Employee Engagement:**
 - **Annual scoring of the charter:** Transnet Group wide interventions are designed and developed based on the outcomes of the culture charter scoring results. Results are communicated to management and staff through a systematic process of engagement. The scoring process does not form part of the RFP requirements.
 - **Champion's Networks:** Sustained engagement of champions within the organisation will continue through activation workshops and a communication programme. The champion networks is utilised to assist with employee understanding and mobilisation of the Safety Culture Programme with regard to the golden safety actions, the annual scoring of the charter, as well as the implementation of any additional "Living the Culture Charter" programmes that have been identified as key interventions.
 - **Communication and Behaviour Change Programme:** A Culture Charter Pride campaign focusing on Safety, Dignity and Respect, and Being Empowered to Perform was implemented in April 2010. Supporting the employee communication programme is the implementation of a Chief Executive Pride campaign, aimed at personalising the above-mentioned Culture Charter behaviours. Additional interventions will be based on the outcomes of the 2010 scoring results, as well as aligned to the Safety Culture Programme.
- **Specific Culture Charter Initiatives: Safety Culture Programme**

The programme was launched in April 2010 by means of a Group Chief Executive broadcast, and comprises of the following interventions:

 - **Employee Engagement (Live the Promise):** Initiatives included the launch of the 7 Golden Safety Actions and the 1thing2Improve competition. The overall aim of the campaigns is to create awareness and understanding of 7 Golden Safety Actions and to highlight the role that individual's play in contributing to improving safety on a daily basis.
 - **Leaders and influencers (Lead the Promise):** Specific campaigns included aimed at familiarising the leaders on the role that they play in leading and promoting a culture of safety. Continuous engagement with the various OPCO's on a monthly basis is undertaken to provide information on implementation progress.
 - **12 Hotspots (Manage the Promise):** High impact sites requiring immediate attention and which have a significant impact on the achievement of operational targets and business objectives were identified by each OD to participate in the Golden Safety League. The league measures specific safety and operational measures on a monthly basis, and teams are awarded points based on their improvement on these measures.

The preferred bidder will be required to assist with the development of appropriate culture change strategies and behaviour change programmes are required to assist with embedding the behaviours of the Transnet Culture Charter, and to continue with providing support for the implementation of current projects.

3 SCOPE OF REQUIREMENTS

Item	Requirements	Guidelines
3.1) Development of Culture Change strategies and plans	<ul style="list-style-type: none"> Assist with the development of appropriate strategies and plans for successful implementation of the Transnet Culture Charter Programme. Provide ongoing strategic advice and guidance, and review of programmes to ensure successful implementation Recommend appropriate implementation structures to ensure successful implementation of the programme Ensure effective integration of the engagement strategies and programmes with other relevant functional processes Monitoring of trends with regards to the implementation and make recommendations in terms of corrective action 	<ul style="list-style-type: none"> Describe your approach and methodology to developing a specific culture change strategy Describe the components of the culture change strategy Describe the change management approach that your organization utilizes to develop culture change strategies Describe your process for quality assurance wrt with regard to the development of appropriate culture change strategies Describe your process re review of implementation success of programmes
3.2) Development of behaviour change programmes	<ul style="list-style-type: none"> Assist with the development of relevant and innovative behavior change programmes to ensure successful implementation of the Transnet Culture Charter programme Develop appropriate, innovative and relevant products and marketing collateral to ensure successful implementation of the programmes (toolkits, presentations, communiqués, DVDs) Assist with the development of appropriate training tools to ensure successful implementation 	<ul style="list-style-type: none"> Describe the methodology and framework used for generic behaviour change programmes Describe the types of surveys and research that are utilised by your organisation to develop behaviour change programmes Describe the methods utilised to analyse and assess the outcomes of the research Describe the quality assurance method utilised to ensure accuracy of information Describe the process utilised to assess success of a specific behaviour change programme Include specific marketing collateral developed in previous programmes
3.3) Development of stakeholder engagement	<ul style="list-style-type: none"> Assist with the development of relevant and innovative stakeholder engagement programmes to ensure successful implementation of the Transnet Culture Charter programme 	<ul style="list-style-type: none"> Describe the components of a generic stakeholder engagement plan Describe the tracking tools utilized to assess and plot

strategies and collateral	<ul style="list-style-type: none"> • Develop appropriate, innovative and relevant products and marketing collateral to ensure successful stakeholder engagement (toolkits, presentations, communiqués, DVDs) 	<p>stakeholder readiness</p> <ul style="list-style-type: none"> • Submit copies of types of collateral utilized in previous successful stakeholder engagement strategies
3.4) Development of communication plans, communication collateral, and hosting of major events	<ul style="list-style-type: none"> • Assist with the development of relevant and innovative communications strategies and plans to ensure successful implementation of the Transnet Culture Charter programme • Develop appropriate, innovative and relevant products and marketing collateral to ensure successful stakeholder engagement (toolkits, presentations, communiqués, DVDs) • Assist with hosting of major events • Assist with distribution of communication and marketing collateral 	<ul style="list-style-type: none"> • Describe the components of a generic communication plan • Describe a successful communication plan that had been developed • Submit copies of collateral developed in previous successful communication engagement strategies • Describe the type of events that have been hosted • Submit relevant marketing and communications material that have been developed • Describe what you would expect from TRANSNET from design to delivery including distribution • Describe the time line for delivery of final products • What is the minim time in which you can produce final product
3.5) Network of trainers/facilitators	<ul style="list-style-type: none"> • Assist with training and facilitation to ensure successful implementation of various programmes • Assist with building change capability within the Organization to ensure future sustainability of the Transnet Culture Charter Programme 	<ul style="list-style-type: none"> • Provide information on the network of trainers and facilitators available • Describe how you would assist Transnet in transferring skills and building internal capability to implement the various programmes
3.6) Programme Management	<ul style="list-style-type: none"> • Infrastructure to support implementation of programmes • Dedicated account manager to manage interaction and engagement with Transnet Culture team 	<ul style="list-style-type: none"> • Describe how you currently would go about keeping TRANSNET up to date on account management activities • Describe your approach to account management • Describe the quantity, qualifications, professional discipline and experience of your account managers • Describe your turn around time availability of account managers • Describe the current roles and

		responsibilities of your account managers • Describe your process for quality assurance
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4 GENERAL INFORMATION

- 4.1 It is required that all Transnet operating divisions will be included in the scope of this Proposal.
- 4.2 The service provider(s) shall be fully responsible to Transnet for the acts and omissions of persons directly or indirectly employed by them.
- 4.3 The service provider(s) must provide the identified information requested and comply with the requirements stated in the RFP.

5 EXCHANGE AND REMITTANCE

The attention of the Respondents is specially directed to clause 7 (Exchange and Remittance) of the General Tender Conditions. The Respondent is also to note that the particulars of the exchange rate on which the Respondent has based its tendered price(s), is/are to be stipulated hereunder *only if Transnet is requested by the Respondent to effect payment overseas direct to the Respondent's principal/supplier.*

- 5.1 ZAR 1.00 (South African currency) being equal to (foreign currency)
- 5.2 % in relation to tendered price(s) to be remitted overseas by Transnet.
- 5.3 (Name of country to which payment is to be made)
- 5.4 Beneficiary details:
- Name (Account holder)
- Bank (Name and branch code)
- Swift code
- Country
- 5.5 (Applicable date of Exchange Rate used)

6 NATIONAL RAILWAY SAFETY REGULATOR ACT

In compliance with the National Railway Safety Regulator Act, 16 of 2002, the successful Respondent (the "Supplier") shall ensure that the Services to be supplied to Transnet, under the terms and conditions of a contract between the parties, comply fully with the specifications as set forth in this RFP, and shall thereby adhere to railway safety requirements and/or regulations (as applicable). Permission for the engagement of a subcontractor by the Supplier, as applicable, both initially and during the course of a contract, shall be subject to a review of the capability of the proposed subcontractor to comply with the specified railway safety requirements and/or regulations. The Supplier and/or its subcontractor shall grant Transnet access, during the term of the contract, to review any safety-related activities, including the coordination of such activities across all parts of the organisation.

Accepted:

Respondent's Signature

Date & Company Stamp

YES	
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NO	
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7 SERVICE LEVELS

- 7.1 Experienced national account representative/s to work with Transnet's sourcing/procurement department (no sales representatives are needed for individual department/locations). Additionally, there shall be a minimal number of people, fully informed and accountable for this agreement.
- 7.2 Transnet will have quarterly reviews with the Supplier's account representative on an ongoing basis.
- 7.3 Transnet reserves the right to request that any member of the Supplier's team involved on the Transnet account be replaced if deemed not to be adding value for Transnet.
- 7.4 Supplier guarantees that it will achieve a 95% service level on the following measures. If the Supplier does not achieve this level as an average over each quarter, Transnet will receive a 1.5% rebate on quarterly fees payable in the next quarter:
- a) On time delivery of communication and promotional collateral
 - b) On time delivery of monthly reports for specific programmes
 - c) On-time deliverables
- 7.5 Failure of the Supplier to comply with stated service level requirements will give Transnet the right to cancel the contract in whole, without penalty, giving 30 (thirty) days' notice to the Supplier.

Accepted:

YES	
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NO	
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8 CONTINUOUS IMPROVEMENT INITIATIVES AND VALUE ADD

- 8.1 Respondents shall indicate whether they are committed to participate in the continuous improvement initiatives of Transnet to reduce the overall cost of transportation within South Africa during the duration of the contract.

Accepted:

YES	
-----	--

NO	
----	--

If "yes", please specify in 8.2 below.

- 8.2 Respondents must briefly describe their commitment to the continuous improvement initiatives and give examples of specific areas and strategies where cost reduction initiatives can be introduced. Specific areas and proposed potential savings percentages should be included.

Additional information can be appended to the Respondent's Proposal if there is insufficient space available.

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9 RISK

Respondents must elaborate on the control measures put in place by their company, which mitigate the risk to Transnet, pertaining to potential non-performance by a Supplier in relation to -

9.1 quality of the Service(s) provided:

.....

.....

.....

9.2 continuity of provision of the Service(s) (refer clause 6.9 of Form US7)::

.....

.....

.....

9.3 compliance with the Occupational Health and Safety Act, 85 of 1993 (refer clause 8.1(f) of Form US7)

Respondent's Signature

Date & Company Stamp

9.4 compliance with the National Railway Safety Regulator Act, 16 of 2002 (refer clause 16 above)

10 REFERENCES

Please indicate below the company names and contact details of existing customers whom Transnet may contact to seek third party evaluations of your current service levels:

Name of Company	Contact Person	Telephone number

11 EVALUATION CRITERIA

Transnet will utilise the following criteria in choosing a Supplier:

Stage 1

11.1) A technical Evaluation based on the following criteria :

- Development of culture strategies and plans
- Development of behaviour change programmes
- Development of stakeholder engagement strategies and collateral
- Development of communication plans, communication collateral and hosting of events
- Network of trainers/facilitators
- Programme management

Respondents who obtain 70% and more will be shortlisted.

Stage 2

Respondent's Signature

Date & Company Stamp

11.2) Short listed candidates will be subject to an interview /presentation and Reference checks
Details pertaining to the interview/presentation will be communicated to each shortlisted candidate in due course.

11.3) Price and

11.4) BBBEE

"Preview Copy only"

Respondent's Signature

Date & Company Stamp

Section 3: PROPOSAL FORM

RFP FOR THE PROVISION OF SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES FOR A PERIOD OF 36 MONTHS

I/We _____
(name of company, close corporation or partnership)
of (full address) _____
_____ carrying on business under style or title of (trading as)
_____ represented by _____
in my capacity as _____
being duly authorised thereto by a Resolution of the Board of Directors or Members or Certificate of Partners, as the case may be, dated _____ a certified copy of which is annexed hereto, hereby offer to supply the above-mentioned Services at the prices quoted in the schedule of Service Fees in accordance with the terms set forth in the accompanying letter(s) reference _____ and dated _____ (if any) and the documents listed in the accompanying schedule of RFP documents.

I/We agree to be bound by those conditions in Transnet's:

- (i) Standard Terms and Conditions of Contract, Form US7 - Services;
- (ii) General Tender Conditions – Services; and
- (iii) any other standard or special conditions mentioned and/or embodied in the Request for Proposal form; and;-

I/We accept that unless Transnet should otherwise decide and so inform me/us in the facsimile or letter of acceptance, this Proposal (and, if any, its covering letter and any subsequent exchange of correspondence), together with Transnet's acceptance thereof shall constitute a binding contract between Transnet and me/us.

Should Transnet decide that a formal contract should be signed and so inform me/us in the facsimile or letter of acceptance, this Proposal (and, if any, its covering letter and any subsequent exchange of correspondence) together with Transnet's letter of acceptance/intent, shall constitute a binding contract between Transnet and me/us until the formal contract is signed.

I/We further agree that if, after I/we have been notified of the acceptance of my/our Proposal, I/we fail to enter into a formal contract if called upon to do so, or fail to commence the provision of the Services within 4 (four) weeks, Transnet may, without prejudice to any other legal remedy which it may have, recover from me/us any

Respondent's Signature

Date & Company Stamp

expense to which it may have been put in calling for Proposals afresh and/or having to accept any less favourable Proposal.

I/We accept that any contract resulting from this offer will be for a period of 3 years only; and agree to a penalty clause to be negotiated with Transnet, which will allow Transnet to invoke a penalty (details to be negotiated) against us should the delivery of the Services be delayed due to non-performance by us.

The law of the Republic of South Africa shall govern the contract created by the acceptance of this RFP. The *domicillium citandi et executandi* shall be a place in the Republic of South Africa to be specified by the Respondent hereunder, at which all legal documents may be served on the Respondent who shall agree to submit to the jurisdiction of the courts of the Republic of South Africa. Foreign Respondents shall, therefore, state hereunder, the name of their accredited agent in the Republic of South Africa who is empowered to sign any contract which may have to be entered into in the event of their Proposal being accepted and to act on their behalf in all matters relating to the contract.

Respondent to indicate *domicillium citandi et executandi* hereunder:

NOTIFICATION OF AWARD OF RFP

As soon as possible after approval to award the contract/s, the successful Respondent (the Supplier) will be informed of the acceptance of its Proposal. Unsuccessful Respondents will be advised in writing of the name of the successful Supplier and the reason as to why their Proposals have been unsuccessful, for example, in the category of price, delivery period, quality, BBBEE status or for any other reason.

VALIDITY PERIOD

Transnet desires a validity period of 3 (three) months (from closing date) against this RFP. It should be noted that Respondents may offer an earlier validity period, but that their Proposals may be disregarded for that reason. Should Respondents be unable to comply with this validity period, an alternative validity period must be stated hereunder:

This RFP is valid until _____ (State alternative validity period/date).

TAX (VAT) REGISTRATION NUMBER

The Respondent must state hereunder the tax registration number which is applicable to Value-Added Tax:

TAX CLEARANCE CERTIFICATE

Respondents are required to forward a valid copy of their company's Tax Clearance Certificate with their Proposal.

Indicate tax clearance certificate expiry date: _____

Respondent's Signature

Date & Company Stamp

BANKING DETAILS

BANK: _____

BRANCH NAME / CODE: _____

ACCOUNT HOLDER: _____

ACCOUNT NUMBER: _____

NAME(S) AND ADDRESS / ADDRESSES OF DIRECTOR(S) OR MEMBER(S)

The Respondent must disclose hereunder the full name(s) and address(s) of the director(s) or members of the company or close corporation (C.C.) on whose behalf the RFP is submitted.

- (i) Registration number of company / C.C.
- (ii) Registered name of company / C.C.
- (iii) Full name(s) of director/member(s): Address/Addresses: ID Number/s:

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REGISTRATION CERTIFICATE

Respondents must submit a certified copy of their company's Registration Certificate with their Proposal.

NAME AND ADDRESS OF ACCREDITED AGENT

Provide hereunder, if applicable, details of the accredited agent in the Republic of South Africa appointed as local representative by foreign Respondents and whose address shall be regarded as the Respondent's *domicilium citandi et executandi* in terms of the Standard Terms and Conditions of Contract, Form US7 – Services.

Name.....

Address.....

.....

Respondent's Signature_____
Date & Company Stamp

CONFIDENTIALITY

All information related to a subsequent contract, both during and after completion, is to be treated with strict confidence. Should the need however arise to divulge any information gleaned from provision of the Services, which is either directly or indirectly related to Transnet's business, written approval to divulge such information will have to be obtained from Transnet.

DISCLOSURE OF PRICES TENDERED

Respondents must indicate here whether Transnet may disclose their tendered prices and conditions to other Respondents:

YES	
-----	--

NO	
----	--

PRICE REVIEW

The successful Respondent(s) will be obliged to submit to an annual price review. Transnet will be benchmarking this price offering(s) against the lowest price received as per the benchmarking exercise. If the Respondent's price(s) is/are found to be higher than the benchmarked price(s), then the Respondent shall match or better such price(s) within 30 days - failing which the Contract may be terminated at Transnet's discretion or the particular item(s) or service(s) purchased outside the contract.

RETURNABLE DOCUMENTS

Respondents are required to submit the following returnable documents with their responses (see tick):

Notice to Bidders – Section 1	✓
Background overview – Section 2	✓
Proposal Form – Section 3	✓
Resolution of Board of Directors (Respondent's Representative) – Section 4	✓
Certificate of Acquaintance with RFP Documents – Section 5	✓
Service Fees and Costs – Section 6	✓
General Tender Conditions – Section 7	✓
Conditions of Contract, Form US7 – Section 8	✓
Audited Financials for previous year	✓
Valid Tax Clearance Certificate	✓
VAT Registration Certificate	✓
BBBEE Accreditation Certificate	✓
Certificate of attendance of RFP Briefing – Section 9	✓
Non-Disclosure Agreement – Section 10	✓
RFP Declaration Form – Section 11	✓

 Respondent's Signature

 Date & Company Stamp

NOTE: All Sections, as indicated in the footer of each page, must be signed and dated by the Respondent.

By signing the RFP documents, the Respondent is deemed to acknowledge that he/she has made himself/herself thoroughly familiar with all the conditions governing this RFP, including those contained in any printed form stated to form part hereof and Transnet Limited will recognise no claim for relief based on an allegation that the Respondent overlooked any such condition or failed properly to take it into account for the purpose of calculating tendered prices or otherwise.

SIGNED at _____ on this _____ day of _____ 2009.

SIGNATURE OF WITNESSES

ADDRESS OF WITNESSES

1 _____

2 _____

SIGNATURE OF RESPONDENT'S AUTHORISED REPRESENTATIVE:

NAME: _____

DESIGNATION: _____

Respondent's Signature

Date & Company Stamp

Section 4: SIGNING POWER – RESOLUTION OF BOARD OF DIRECTORS

RFP FOR THE PROVISION OF SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES FOR A PERIOD OF 36 MONTHS

NAME OF COMPANY: _____

It was resolved at a meeting of the Board of Directors held on _____ that

FULL NAME(S)

CAPACITY

SIGNATURE

in his/her capacity as indicated above is/are hereby authorised to enter into, sign, execute and complete any documents relating to Tenders, Proposals and/or Contracts for the supply of Goods.

FULL NAME _____

SIGNATURE CHAIRMAN

FULL NAME _____

SIGNATURE SECRETARY

Respondent's Signature

Date & Company Stamp

Section 5: CERTIFICATE OF ACQUAINTANCE WITH RFP DOCUMENTS**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

NAME OF COMPANY: _____

I/We do _____

hereby certify that I/we acquainted myself/ourselves with all the documentation comprising this RFP and all conditions contained therein, as laid down by Transnet Limited for the carrying out of the proposed supply/service/works for which I/we submitted my/our response.

I/We furthermore agree that Transnet Limited shall recognise no claim from me/us for relief based on an allegation that I/we overlooked any RFP/contract condition or failed to take it into account for the purpose of calculating my/our offered prices or otherwise.

SIGNED at _____ on this _____ day of _____ 2009

WITNESS : _____

SIGNATURE OF RESPONDENT_____
Respondent's Signature_____
Date & Company Stamp

Section 6: SERVICE FEES AND COSTS

**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

"Preview Copy only"

Respondent's Signature

Date & Company Stamp

Costing Schedule

Please complete costing schedule on the exclusive of VAT

	Costs per month (if applicable)	Cost per annum (if applicable)
<u>General</u> Programme administration (% of total) Programme Account Manger		
<u>Training</u> Facilitator training – cost per hour Training toolkits		
<u>Event Management</u> Concept development Communication and marketing collateral Video production Programme management		
<u>Behaviour Change Programmes</u> Concept development Communication and marketing collateral Programme management		
<u>Communications Collateral</u> <ul style="list-style-type: none"> • Concept development • Design of communication collateral (includes final approved product) • Printing of material • Distribution costs 		
Travel (cost per km) (Include class of travel)		
Accommodation per night (Include star rating of hotel accommodation)		
<u>Consultancy Costs: (Rate per Hour)</u> <ul style="list-style-type: none"> • Junior consultants • Middle management consultants • Senior consultants 		

Respondent's Signature

Date & Company Stamp

<ul style="list-style-type: none">• Partners or Directors• Administrative costs		
Other/General (Include policy re chargeable hours when travelling to a remote site)		
Exclusions		

Respondent's Signature

Date & Company Stamp

Section 7: GENERAL TENDER CONDITIONS - SERVICES

**RFP FOR THE PROVISION OF
SERVICE TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

Refer General Tender Conditions attached hereto.

"Preview Copy only"

Respondent's Signature

Date & Company Stamp

**Section 8: STANDARD TERMS AND CONDITIONS OF CONTRACT
FOR THE PROVISION OF SERVICES TO TRANSNET**

**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

Refer Form US7 attached hereto.

Respondents should note the obligations as set out in

Clause 19 of the General Tender Conditions (Section 7) which reads as follows:

"The Supplier shall adhere to the Standard Terms and Conditions of Contract as set out in Form US7 - Services, a copy of which is attached hereto. Should the Respondent find any conditions unacceptable, it should indicate which conditions are unacceptable and offer an alternative. Please note that any alternative offered shall be compared with acceptance of the Form US7 conditions or alternatives offered by other Respondents."

Respondent's Signature

Date & Company Stamp

"Preview Copy only"

Respondent's Signature

Date & Company Stamp

Section 10: NON-DISCLOSURE AGREEMENT ("NDA")

**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

Complete and sign the Non-Disclosure Agreement attached hereto

Respondent's Signature

Date & Company Stamp

Section 11: RFP DECLARATION FORM**RFP FOR THE PROVISION OF
SERVICES TO ASSIST WITH CULTURE CHANGE STRATEGIES
FOR A PERIOD OF 36 MONTHS**

NAME OF COMPANY: _____

We _____ do hereby certify that:

1. Transnet has supplied and we have received appropriate responses to any/all questions (as applicable) which were submitted by ourselves for bid clarification purposes;
2. we have received all information we deemed necessary for the completion of this Request for Proposal (RFP);
3. at no stage have we received additional information relating to the subject matter of this RFP from Transnet sources, other than information formally received from the designated Transnet contact(s) as nominated in the RFP documents;
4. we are satisfied, insofar as our company is concerned, that the processes and procedures adopted by Transnet in issuing this RFP and the requirements requested from bidders in responding to this RFP have been conducted in a fair and transparent manner; and
5. furthermore, we acknowledge that a direct relationship exists between a family member and/or an owner / member / director / partner / shareholder (unlisted companies) of our company and an employee or board member of the Transnet Group as indicated below: *[delete this paragraph if not applicable]*

FULL NAME OF OWNER/MEMBER/DIRECTOR/
PARTNER/SHAREHOLDER:

ADDRESS:

Indicate nature of relationship with Transnet:

(Failure to furnish complete and accurate information in this regard may lead to the disqualification of a response and may preclude a Respondent from doing future business with Transnet)

Respondent's Signature_____
Date & Company Stamp

6. We declare, to the extent that we are aware or become aware of any relationship between ourselves and Transnet (other than any existing and appropriate business relationship with Transnet) which could unfairly advantage our company in the forthcoming adjudication process, we shall notify Transnet immediately in writing of such circumstances.

SIGNED at _____ on this _____ day of _____ 2009

For and on behalf of duly authorised thereto	AS WITNESS:
Name:	Name:
Position:	Position:
Signature:	Signature:
Date:	Date:
Place:	Place:

Respondent's Signature

Date & Company Stamp