

To
Tender Participants

**Tender No. 11/20 For Examination of the Use of Mass Transportation
Electric Vehicles (MTEV) in Israel**

Participants Meeting Via Video Conference Protocol

Ayalon Highways Co. Ltd. (the "Company") is hereby publishing a protocol of the Participants Meeting Via Video Conference (the "**Participants Meeting**") that took place in July 6th, 2020, pursuant to the requirements of the tender in the subject (the "**Tender**"), as follows:

Attendee at the Participants Meeting :

Mr. Elizach Dembinski - VP of Administration, Ayalon Highways Co. Ltd.

Ms. Racheli Zilberberg - Contracts Manager, Ayalon Highways Co. Ltd.

Mr. Josep Halevi – Project Manager, A. Epstein Project Management Ltd.

Mr. Peleg Zeevi - Professional Consultant.

Adv. Gilad Kesler - Legal Counsel, Goldfarb Seligman & Co.

Representatives of the participants

1. A review of the Tender conditions and instructions was presented by a presentation. It is clarified that this presentation, this protocol and any other presentation or other subject presented by Ayalon Highway representatives at the Participants Meeting is only an auxiliary tool for the Participants, and shall not derogate and/or contradict the provisions set forth in the Tender Documents. Only the Tender Documents, as published by Ayalon Highways, including any clarification published and/or will be published by Ayalon Highways, are binding. In any case of contradiction and/or discrepancy between the presentation during the Participants Meeting and the Tender documents, the latter shall prevail.
2. **Ms. Racheli Zilberberg** presented the Company's activity and reviewed the principles of the Tender and the services required under it.
3. **Mr. Peleg Zeevi** presented the Tender procedure and its terms and reviewed the content of the required services. following are the main subjects that were emphasized by Mr. Zeevi during the meeting:
 - 3.1. **Background and Tender purpose.** The purpose of the Tender is to examine the use of Mass Transportation electric vehicles (MTEV), designated to operate in densely populated areas in Dan metropolis region.

- 3.2. In short term perspective, the Company wishes to examine the likelihood of use in MTEV vehicles. The examination will allow the Company to better understand the operating system required for optimal implementation of MTEV based solution.
- 3.3. **Concise description of the services required.** In order to examine the use of MTEV in Israel, the Company requests the following services:
- 3.3.1. Execution of trial run which will be conducted in the proposed vehicle Manufacturer's production line.
- 3.3.2. Execution of trial run which will be conducted in Israel, on a site chosen by the Company, in accordance with the provisions set in Volume F of the Tender documents (General Description of the Trial Run Phase).
- 3.4. **The Delivery of Tasks to the Winning Participants.** The Company will engage and sign the Agreement with up to 3 Winning Participants, who's their Proposal achieved the highest Final Score according to the Tender provisions. Such Participants will be declared as the "Framework Suppliers". From time to time, the Company may contact the Framework Suppliers for the execution of a specific Task.
Such Task will include one or more of the services mentioned above, in accordance with the provisions set under the Tender Documents.
The Company may assign the Agreement to the Ministry of Transportation or any other governmental agency, as detailed in the Agreement
- 3.5. **Main challenges of the purposed MTEV.** The purposed MTEV shall be full electric charged, to comply to international standards, the riding experience of the MTEV shall simulate a light train ride and it shall have capability of long-distance travel without charging.
Purchase of one or more MTEV unit/s.
- 3.5.1. **Features to be examined during the experiment.** During the experiment that will take place in a sterile site with normal ride conditions, the following features will be examined: Energy consumption in different variations; Charging time; Travel speed; Turning radius; Traveling in inclines; Malfunctions simulations; Towing ability; Safety measures; Self-guided capabilities; Traveling experience.
- 3.6. **Principles for experiment stage.** The experiment will last 6 months (without including option period) and it will be conducted according to the Company's' plan. The Participants will be asked to transport the vehicle to Israel for the experiment stage and will be obligated to take the vehicle out of Israel at the end of experiment stage. The Company will

provide energy for the experiment and the Participants shall supply the driver and maintain the vehicle during experiment

- 3.7. **Tender Stages.** The Participants were referred to section 8 of the Tender Conditions and Instructions (Vol. A of the Tender Documents) ("**Tender Conditions**"), which describe the stages of the Tender process and the examining of the Proposals. Explanations were given regarding the Tender stages:
 - 3.7.1. Compliance for pre-qualification requirements, as set forth in sections 3 and 4 of the Tender Conditions.
 - 3.7.2. Evaluation of the technical proposal quality scoring, as set forth in section 4.3 of the Tender Conditions.
 - 3.7.3. Evaluation of the commercial proposal scoring, as set forth in section 6 of the Tender Conditions.
 - 3.7.4. Selection of three Winning Proposals.
 - 3.8. **Pre-Qualification Requirements.** The Participants were referred to the pre-qualification requirements set forth in sections 3 and 4 of the Tender Conditions. The pre-qualification requirements were reviewed. Participants were also referred to the definitions and clarifications section regarding the pre-qualification requirements.
 - 3.9. **Evaluation of the Technical Proposal Quality Scoring.** The Participants were referred to section 8.4 of the Tender Conditions. The scoring parameters were reviewed.
 - 3.10. **Consideration components , commercial proposal.** The Participants were referred to section 8.5 of the Tender Conditions. Emphasis was given regarding the evaluation of the Commercial Proposal and the manner in which the Commercial Proposals shall be submitted.
 - 3.11. **The Term of the Agreement** between the Company and the Winning Participants will be for 24 months. The Company will have an option to extend this term in 3 additional periods of 12 months each.
 - 3.12. **Submission of the proposal.** The proposal will include four parts, and will be submitted in two separate sealed envelopes. The first envelope shall contain the commercial proposal, and the second shall contain the general proposal.
4. **Adv. Gilad Kesler** reviewed the main legal terms of the tender procedure. following are the main subjects that were emphasized by Mr. Kessler during the meeting:
- 4.1. **Framework Tender.** The Company is incapable of knowing and/or presenting at this time the specific Tasks for execution that will be

delivered for actual execution by the Framework Suppliers, their scope and/or their nature. thus, it was clarified that there is nothing in the Tender Documents and in the Framework Agreement, to ensure Winning Participants any scope of work for the execution of the Tasks contained in the Tender, which will be implemented according to the Company's needs and at its sole discretion. There is no obligation that the Company will order from the Winning Participants any minimal scope of work.

- 4.2. **Tender Documents.** The Tender Documents includes 6 volumes as described in Section 2 of the Tender Conditions. The Tender Documents, including any clarifications notice that the Company shall publish, are available for the Participants review on Ayalon Highways website at www.ayalonhw.co.il, under the "Tenders and Contracts" tab. It was emphasized that it is the responsibility of the Participants to keep updated and to follow any notices that will be published at the Company's website.
- 4.3. **Documents that are required to be provided as a part of the proposal.** The Participants were referred to section 5 of the Tender booklet, which details the documents that the Participants are required to attach to their proposal.
- 4.4. **E-Tender (online).** The Participants were referred to Clarification Notice No.1 which stated that the Tender will also be conducted as a web-based e-tender as per the provisions of Regulation 19c of the Mandatory Tender Regulations 5753 - 1993. Participants who are interested in submitting their Proposal online, must submit their Proposal in the electronic system operated and maintained by the "Dekel" Company. It was clarified to the Participants that the submission of the Proposal through the E-Tender System is not mandatory, and the Participants may submit their Proposals physically, in accordance with the instructions set out in Volume A of the Tender Documents. In the event that a Participant submits its Proposal both online and physically, the Company will only consider a Proposal submitted through the E-Tender System.
- 4.5. The Commercial Proposal envelope shall be submitted in a separate and sealed envelope, and in case of online submission - only at the designated location in the online system.
- 4.6. **Confidentiality.** It was clarified to the Participants that they may submit another copy of their proposal without any information that according to the participant is confidential and shouldn't be available to the other participants. That copy of the proposal will be marked with the words "Confidential".

It is hereby clarified that other than the matters that were specifically stated otherwise, in any case of conflict and /or inconsistency between what is stated in this protocol and the provisions set forth in the Tender Documents, the provisions set forth in the Tender Documents shall prevail.

This protocol constitutes an integral part of the Tender Documents, and the Participant is requested to attach a signed copy thereof to its Proposal.

Name of Participant: _____ **Participant's Signature:**

Date: _____