

SUPPLIER REGISTRATION FORM FOR PIC ISIBAYA DATABASE

Company registered name:

Delivery Address

Public Investment Corporation SOC Limited
Menlyn Maine Central Square
Corner Aramist Avenue and Corobay Avenue
Waterkloof Glen
Extention 2
0181

Soft Copy must be e mailed to isibayaoperations@pic.gov.za

INVITATION TO APPLY FOR LISTING ON THE ISIBAYA FUND SERVICE PROVIDER DATABASE

1. DEFINITIONS

In this invitation to list, the following definitions shall apply:

Applicant

Means any natural or legal person submitting an application to be listed on the service provider database;

Black

A generic term that refers to Africans, Coloureds and Indians who are South African citizens.

Broad based black economic empowerment

Means the economic empowerment of all black people including women, workers, youth, people with disabilities and people living in rural areas through diverse but integrated socio-economic strategies that include but are not limited to:

- i) increasing the number of black people that manage own and control enterprises and assets;
- ii) facilitating ownership and management of enterprises and productive assets by communities, workers, cooperatives and other collective enterprises;
- iii) human resource and skills development;
- iv) achieving equitable representation in all occupational categories and levels in the workforce;
- v) preferential procurement; and
- vi) Investment in enterprises that are owned or managed by black people.

Disbursements

Means expenses incurred by the service provider in order to provide a service.

The PIC is willing to accept the following as disbursements:

- i) Travel expenses incurred by service provider staff travelling to and from the target's business premises;
- ii) Accommodation expenses incurred by staff where the provision of services is at a location outside Gauteng;
- iii) No other disbursements will be paid for by the PIC. Applicants should make provision for other disbursements in the composite hourly rate quoted.

Front

A supplier is termed a front if:

- (i) Black partners are given shares without any payment;
- (ii) The Black company uses the non-Black surrogate company's infrastructure without making any payment;
- (iii) The Black partner makes no meaningful contribution to the day-to-day running of the business;
- (iv) The Black owners' shareholding is linked to their employment conditions - i.e. Blacks forfeit shareholding when they cease to be employed by the company;
- (v) The supplier's market is limited to government and parastatals only;
- (vi) There is any other behaviour intended to hide the true nature of ownership and control will be viewed as fronting.

Transaction Support Services

These services include due diligence services that are generic to a number of industry sectors and requires in depth technical knowledge of the field being investigated rather than the specific industry sector in which the target company operates. Generic Transaction Support Services include financial, tax, human resources and information technology due diligence services.

Joint Venture

An association by companies or firms formed with the sole purpose of rendering services or supplying goods in terms of the tender.

Organisation

Public Investment Corporation (SOC) Limited, a public limited company with registration no 2005/00904/06.

Price

The sum stated in the contract representing the amount payable for carrying out the Services, or such other sum as ascertained at the end of the contract as due under the contract.

Price Schedule

The completed schedule of price, submitted by the Tenderer with his/her tender, and forming a part of the unit price contract.

Sector Specific Transaction Support Services

These services include due diligence services that requires an in-depth knowledge of the industrial sector in which the target company operates. The services include technical and commercial due diligence services.

Target /Target Company

A business in which the PIC is investigating the possibility to invest money.

2. ACCRONYMS AND ABBREVIATIONS

BBBEE: Broad Based Black Economic Empowerment;

PIC: Public Investment Corporation SOC Limited;

VAT: Value-Added Tax;

3. INTRODUCTION AND BACKGROUND

The Public Investment Corporation (SOC) Limited (“the PIC”) is a scheduled 3b Public entity. The PIC invests funds on behalf of public sector entities, based on investment mandates set by each of these clients.

In the execution of its asset management mandate, PIC actively seeks to make investments in a socially responsible manner, particularly by facilitating and supporting initiatives, which address key challenges facing the country.

Isibaya Fund (“Isibaya”) the unlisted division of the Public Investment Corporation (“PIC”), provides funding for projects which are able to generate good financial returns while also supporting positive long term, economic, social and environmental outcomes for South Africa and the rest of Africa.

The Isibaya fund focuses on the following priority areas:-

Impact Investing-

Environmental Sustainability

To invest in projects that offer solutions for sustainable and diverse energy sources and reduces any adverse environmental impact while delivering a real economic return. (For projects such as renewable energy, energy efficiency, clean technology, recycling and green firms, environmentally friendly construction, green buildings and conservation).

Priority Sector Investments

To invest in projects that contribute to growth of the economy through job creation, skills transfer, poverty alleviation and rural development.

Economic Infrastructure

To invest in large scale and long-term infrastructure projects that achieve good capital returns while also acting as catalysts to unlock South Africa’s economic potential and attract foreign direct investment. (For projects comprising of energy, logistics, water, broadband, liquid fuels and commuter transport)

Social Infrastructure

To invest in health, education and affordable housing related projects and businesses that will yield financial returns and contribute to the economic and social development needs of South Africa. (Focusing on Health, Education and Housing)

Small & Medium Enterprises

To invest in and support small and medium enterprises in a manner which yields satisfactory financial returns for the investors whilst contributing positively to the economy particularly in terms of entrepreneurship, new enterprise development and job creation. (For projects such as agriculture, agro-processing, green and renewable energy technology, tourism, and business process outsourcing).

Private Equity:-

South Africa Private Equity

To generate income and capital appreciation by making investments across all sizes of entities: early stage venture capital, small, medium and large sized unlisted companies located in South Africa and the rest of the continent

Africa Private Equity

To invest in large scale and long-term infrastructure projects that will achieve good capital returns while also acting as catalysts to unlock Africa's economic potential and attract foreign direct investments.

Isibaya intends to update its service provider database and therefore invites established and emerging service providers who are qualified, experienced, competent and interested to submit applications for listing on its database for the following services listed below and categorized as follows:

TRANSACTIONAL SUPPORT SERVICES

- Financial Due Diligence
- Tax Due Diligence
- Human Resources Due Diligence
- Information Technology Due Diligence
- Commercial Due Diligence
- Technical Due Diligence
- Environmental, Social and Governance
- Operational Support Due Diligence

Financial Due Diligence

The purpose of Financial Due Diligence services would be to:

- Identify risks pertaining to the achievement of financial forecasts by the investment target;
- Identify risks pertaining to the investment target's ability to service commitments in terms of the transaction funding structure;
- Analyse historical financial performance and highlight historical issues that could have an impact on the investment target in future;
- Identify and analyse risks that could have an impact on the valuation of the investment target company.

Financial Due Diligence services will require the review and analysis of potential investment targets' financial records including but not limited to:

- Historical trading results;
- Historical financial position;
- Trading forecasts;
- Financial forecasts;
- Review of matters raised by the company's auditors and possible interviews with the target's auditors;
- Review the financial forecasts and financial modelling;
- Interviews and discussions with management

- Review of the clients accounting policies and the assessment of the impact of accounting policies on financial forecasts;
- Review of the control environment;
- In the case of listed investments a review of analyst reports and other investment research material;

Tax Due Diligence

The purpose of Tax Due Diligence services would be to identify tax risks that would affect the achievement of the target's financial forecasts. These risks could be because of historical non-compliance with tax legislation as well as risks related to the tax treatment of specific transactions entered into by the target company. Tax due diligence service providers should be able to advise the PIC on potential tax issues related to the structuring of the investment transaction. The Tax Due Diligence service provider should be able to provide services related to the following types of tax:

- Income Tax;
- Value added tax;
- Capital gains tax;
- Dividend tax / Secondary Tax on Companies;
- Payroll related taxes;

Human Resources Due Diligence

The purpose of Human Resources Due Diligence services would be to identify and analyse key aspects of the human resources structure of the target company and how this could affect the achievement of forecast financial results. Human Resource Due diligence could amongst other factors include the identification and analysis of the following:

- Number and major categories of staff;
- Key personnel members;
- Staff incentive schemes;
- Staff remuneration structure;
- Labour relations issues such as union membership and vulnerability to strikes;
- Post retirement commitments to staff;

- Directors remuneration;
- Analysis of the impact of potential investment on additional job-creation;

Information Technology Due Diligence

Targeted companies, the achievement of forecasted financial results could potentially be very dependent on the targets use of information technology as well as the controls related to this area of its business. The purpose of Information Technology Due Diligence services could include but will not be limited to the analysis of the following aspects of the target's business:

- Identification of critical IT systems and analysis of the target's level of dependency on these systems;
- Evaluation of technical specifications of IT systems;
- Evaluation of controls related to IT systems;
- Evaluation of scalability of client IT systems;
- Evaluation of security of IT systems;
- Identification of potential IT synergies that could be obtained through the investment transaction;

Technical Due Diligence

Technical Due Diligence services would be required to evaluate the Technical Feasibility of investments in the above-mentioned sectors. Service providers should be able to provide the following services:

- Identification and analysis of the key technical assumptions underlying investments;
- Evaluation of the feasibility of the technical assumptions being achieved; and
- Review of technical assumptions prepared by industry experts e.g. competent persons reports in mining or cost estimates prepared by engineers or quantity surveyors.

Commercial Due Diligence

The purpose of the Commercial Due Diligence services would be to

- Identify and analyse risks pertaining to the achievement of commercial and operational assumptions underlying financial forecasts;
- Analyse historical trends in the target's operating and commercial environment;
- Assess the impact of external and/or market factors on the target's strategic direction.

Commercial Due Diligence services could require depending on the specific circumstances of the target the review and analysis of:

- Industry factors affecting the target's business such as growth opportunities, regulatory environment;
- Target's key product offerings;
- Target's marketing strategy;
- Analysis of target's market share;
- Segmental breakdown of Target's revenue;
- Nature of relationship with customers;
- Nature of relationship with suppliers;
- Competition;
- New products and technological innovation;
- Dependency on specific technology;

ESG

Environmental, Social and Governance (ESG) Due Diligence involves assessment and reporting shall focus on an in-depth analysis of the identified opportunities that generates social impact and further investigation into the ESG risk issues. The DD process shall include the following:

- Review the company process and policies to determine level of compliance with all applicable regulations, performance standards and best practice principles.
- Identify possible means of mitigating the identified risk as to minimise the impact
- Benchmark the company ESG performance against other role players in the industry

- Identify the anticipated social impact of the investment

Operational Support Services

Based on the specialised nature of the Isibaya's investments, the on-going support of industry specific and independent services providers is also needed. We therefore also invite Service Providers with the following, but not limited to, expertise to submit their application for listing:

- Financial Modelling and forecast development and assessment;
- Portfolio and specific instrument valuations;
- IRR and times money measurement;
- Social Responsible investment compliance, measurement and reporting;
- Governance and risk control;
- Business development support to SME

In order for the service provider to be considered for appointment on this assignment you are expected to include in your proposal the following:

- A broad conceptual and design approach you will adopt to establish this ESDP. This should demonstrate to PIC your understanding of Enterprise and Supplier Development;
- A broad strategy that will demonstrate how you will execute the assignment;
- A broad strategy to be adopted by the program to ensure future sustainability;
- A broad operating and delivery model for the program, this must include appropriate and optimal structure to deliver on the program;
- A broad implementation plan of the program which must include timelines and key milestones;
- Methodology that will be used to meet the scope of engagements.

NOTE: Certain of the investment targets pursued by Isibaya, operate in highly technical industries with very specific industry factors affecting the business of the target company. Potential investment targets requiring sector specific expertise could come from:

- a) Mining and resources;
- b) Renewable Energy;
- c) Financial Services;

- d) Retail and Logistics;
- e) Industrial and manufacturing;
- f) Information and Communication Technology;
- g) Media and entertainment;
- h) Hospitality and Tourism;
- i) Infrastructure projects;
- j) Land and Agricultural Development and Value Added Services;
- k) High Social Impact and upliftment projects;
- l) Community and rural development

Service providers must complete this application form in order to register them on PIC Isibaya Fund Service Provider Database.

The following important notes should be read carefully before the completion of this form

1. It should be noted that the PIC reserves the right to accept or reject any application without being obliged to give any reasons in this respect. **Registration onto the Supplier Database does not guarantee business opportunities.**
2. This form must be completed in full and signed by the duly authorised signatory.
3. Full signatures are required when alterations are made in this document.
4. If the space provided is left blank, your registration form will be regarded as incomplete and your business will not be registered on the database.
5. Suppliers must comply with all the requirements - failure to do so may result in the application being declined.
6. Suppliers may not alter the Application form in any way.
7. A company profile should accompany the registration form and will not be accepted as substitute for this application form- all fields must be completed by the applicant.
8. Applicants will be contacted via e-mail and must therefore provide a valid e-mail address.
9. Suppliers that have registered on the PIC Isibaya Database should ensure that they furnish the PIC with any change to the status of the information initially provided, as and when the information changes.
10. Suppliers have to ensure that the PIC is always in possession of an Original Valid Tax Clearance Certificate and Valid BEE certificate accredited by SANAS or a Sworn Affidavit from CIPC. **Suppliers whose tax clearance certificates and BEE Certificate have expired will be blocked from the PIC Isibaya database until valid documents are submitted.**
11. Suppliers are to attach an original certified copy of the relevant industry accreditation certificates, where applicable.
12. Kindly initial each page.
13. I have read and understood the important notes from page 2 - 13.

Authorised signatory

SUPPLIER REGISTRATION FORM FOR PIC ISIBAYA DATABASE

Service providers must fill this application in order to register them on PIC Isibaya Fund Service Provider Database

In order for your application to be processed, the following documents MUST accompany this form, failing which your application will not be considered.

Documents	Indicate Yes/No
Valid Tax Clearance Certificate	
CIPC Documents & CSD Documents	
Certified ID Copies of Board of Directors, members, owners, shareholders or executive committee (Not older than 3 months)	
<p>Valid BEE Certificate issued by a SANAS accredited BEE verification agency for turnover above R 50 000 000.00(Fifty million)</p> <p style="text-align: center;">or</p> <p>Sworn Affidavit for Exempted Micro Enterprise based on the Financial Statements/ Management Accounts and other information available on the latest financial year end, the annual Total Revenue was R10 000 000.00(Ten Million Rands) or less</p> <p style="text-align: center;">or</p> <p>Sworn Affidavit - for Qualifying Small Enterprise based on the Financial Statements/ Management Accounts and other information available on the latest financial year-end if the annual Total Revenue is between R10 000 000,00 (Ten million Rands) and R50 000 000.00 (Fifty million Rands)</p>	
Trust Deeds if applicable	
Cancelled Cheque/Bank stamped letter (Not older than 3 months)	
Company Profile	

**SUPPLIER REGISTRATION FORM FOR PIC ISIBAYA
DATABASE**

This is an application for registration on the PIC Isibaya Fund Service Provider Database.

Title (Prof. / Dr / Mr / Mrs / Ms/) and Surname _____

(If sole proprietor)

Name of Business: _____

(Contracts/orders will be issued on this name and invoices must reflect it)

Trading Name: _____

Physical address of business:

Code: _____

Postal address

Code: _____

Business Landline Code: _____ Number: _____

Business e-mail: _____

Business Fax: _____

Sales Contact: _____ Contact Number: _____

E-mail Address: _____

Accounts Contact: _____ Contact Number: _____

E-mail Address: _____

Business Registration Number: _____

(In case of sole proprietor, please furnish identity number) _____

Business Tax Number: _____ Vat Registration Number: _____

Management Control % by HDI: _____

Central Supplier Database Number (if applicable): _____

Bank Information:

**Please attach an original cancelled cheque or an original bank verification letter.*

Bank: _____ Branch code: _____

Branch Location: _____

Account Holder: _____

Bank Account number: _____ Account type: _____

All payments will be made electronically directly to your bank account.

Kindly note that it will be your responsibility to inform PIC in writing, of any changes in your banking details.

Turnover:

♦ Annual Turnover for last 3 years:

Attach a list if space provided below is inadequate

MANAGEMENT								
List all the Board of directors, Partners, members, Executive committee or Shareholders. (Please attach separate page if space provided is not sufficient).								
Name	ID No	Personal Tax Ref no	Citizenship	Gender	Race	Disability	Capacity	%Shareholding

SERVICES AND SECTORS OFFERED FOR MATRIX

Indicate services offered for by Yes / No relating to relevant sectors

Name of Company: _____

DUE DILIGENCE SERVICES

SECTORS	Financial	Tax	Human Resource	Information Technology	Technical	Commercial	Operational Support ¹	Environmental, Social & Governance
Mining & Resources								
Engineering and Construction								
Financial Services								
Retail and Logistics								
Industrial and Manufacturing								
Information and Telecommunication Technology								
Media and Entertainment								
Hospitality and Tourism								

¹ For operational Support please check services required from page 11-12

SECTORS	Financial	Tax	Human Resource	Information Technology	Technical	Commercial	Operational Support	Environmental, Social & Governance
Infrastructure Projects								
Agriculture and Agro Processing Services								
Other Sectors								

DECLARATION

I _____ hereby declare, in my capacity as _____ and duly authorized thereto, that the information provided in the above questionnaire is to my knowledge factually correct and that I or any of the directors of the organisation are not related to any directors or employees of the PIC.

Signed at _____ this _____ day of _____

Signature

Designation