1. BACKGROUND

- Increasing the role of the private sector in the Uzbek economy is a key objective of the reforms launched by the Government of Uzbekistan (“GoU”) in 2017. Introduction of the private sector in delivery of infrastructure services through Public–Private Partnerships (PPPs) is very important in this context. The European Bank for Reconstruction and Development (“EBRD” or “Bank”) has engaged in helping the GoU to put in place the necessary legal framework, which would induce and promote private sector investment and financing from internal and external markets. In this pursuit, the Bank is assisting the GoU in developing PPP legislation. It has also arranged several workshops on PPPs, which attracted a lot of interest among Uzbek officials and private companies.

- Uzbekistan is one of two double-landlocked countries in the world. Improved connectivity – particularly in land transport – is a major goal for the Government of Uzbekistan. Given the country’s strategic location at the mid-point of Silk Road - between east and west, many projects for the construction of international transport corridor plan routes traversing Uzbekistan, will facilitate the country’s economic growth and integration into the largest economies (China and Europe). To achieve this, the country’s financing capacity would need to increase attracting private sector investments, which will be supported by funding mechanisms such as the Central Asia Regional Economic Cooperation Program (“CAREC”) and the Chinese Government through its New Silk Road or One Belt – One Road initiative.

- In late 2019 the GoU, the related authorities in Uzbekistan (“Parties”) and the World Bank (WB) formulated a pre-feasibility study to upgrade the 358km Tashkent – Andijan Road linking the first and second populated cities. The objective of the study was to identify an appropriate public–private partnership (PPP) model to realise such upgrades to expressway standards. The study is currently ongoing in Uzbekistan and the final report (“the TAR Report”) and its outcome (i.e. the GoU’s project decision) is expected by the third quarter of 2020.

- Following the Tashkent-Andijan Road, the GoU and the Parties envisioned upgrades of an equally important road and requested the Bank to define the target project (“Project”). The Project is expected to consist of the expansion and increase of capacity of the existing road from the capital city to the crossroad of cultures (namely Samarkand). This is a 300 km two-lane-per-direction road (the Tashkent – Samarkand Road) connecting the first and third populated cities of Uzbekistan. However, the Consultant will also assess the possibility of developing a new road with a new alignment between the two cities.
In September 2019, the Parties engaged the consultants (Spectrum Holding Ltd., Russia) in order to gain the understanding of the size and scope of the project and formulate the necessary steps for upgrade or reconstruction of the Tashkent-Samarkand Road and to review the legal / administrative framework in which the project would be formulated. 1 The consultants submitted the final report ("the Spectrum Report") in December 2019, which enabled the Parties to understand the issues associated with the project as well as key risks. This report is an early desktop scoping study of the project and has not been formally approved by any party.

As the next step, the Parties now intend to hire a suitably qualified consultant ("Consultant") to conduct a pre-feasibility study and associated works ("Assignment") for further preparation of the Project.

The following is a technical snapshot of the Project based on the Spectrum Report:

<table>
<thead>
<tr>
<th>No.</th>
<th>Section</th>
<th>Region</th>
<th>Total length of the Section (km)</th>
<th>Reconstruction</th>
<th>New Construction</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>M39 Tashkent – Chinaz – Syr-Darya</td>
<td>Tashkent Region</td>
<td>54</td>
<td>54</td>
<td>0</td>
</tr>
<tr>
<td>2</td>
<td>M-34 Syr-Darya - Akaltyn</td>
<td>Syr-Darya Region</td>
<td>42</td>
<td>4</td>
<td>38</td>
</tr>
<tr>
<td>3</td>
<td>A-373: Akaltyn - Sardoba</td>
<td>Syr-Darya Region</td>
<td>28</td>
<td>28</td>
<td>0</td>
</tr>
<tr>
<td>4</td>
<td>M-39 Sardoba - Gulzar / Pakhtachi</td>
<td>Syr-Darya Region</td>
<td>44</td>
<td>34</td>
<td>10</td>
</tr>
<tr>
<td>5</td>
<td>M-39 Gulzar / Pakhtachi - Gallaaral</td>
<td>Jizakkh Region</td>
<td>56</td>
<td>56</td>
<td>0</td>
</tr>
<tr>
<td>6</td>
<td>M-39 Gallaaral - Karaultepa</td>
<td>Jizakkh Region</td>
<td>26</td>
<td>10</td>
<td>16</td>
</tr>
<tr>
<td>7</td>
<td>M-39 Karaultepa - Samarkand</td>
<td>Samarkand Region</td>
<td>46</td>
<td>25</td>
<td>21</td>
</tr>
</tbody>
</table>

Table 1. Characteristics of the route sections

Length of the reconstruction and new construction sections are 211 km and 85 km, respectively. The total length of the planned road amounts to 296 km.

1 The Tashkent-Samarkand Road PPP, Phase-Zero Assessment (06/09/2019 – 29/02/2020 funded by the Infrastructure Project Preparation Facility).
The planned highway along its entire length provides for passing along the existing direction, including stretches running through settlements without any bypass roads, as well as recommended city, town and settlement bypass roads. There are also stretches that require bringing the geometric elements of the road to standard ones (including curve radius, elements of transversal and longitudinal profiles, and drainage elements).

As to sections passing through settlements, the Project includes measures both to restrict access (wire mesh fencing), to limit noise propagation (noise screens), and to provide pedestrian and transport links between disparate territories, and measures aimed to ensure traffic safety.

Road sections with no roads bypassing settlements:

- At the stretch from Tashkent to Chinaz, the road runs through settlements at its entire length.
- Zhuvonsiyrok, and Shodlik.
- Gulzar, and Pakhtachi.
- Karayantak.
The settlements along which bypass roads are proposed for the following segments:

- At the stretch from Syr-Darya to Ak-Altyk (turning to M-34 and A-373), the road at its entire length runs bypassing settlements, including the settlements of Syr-Darya, Dekhkanabad, Chultukai, Bakht, Alisher Navoi.
- Sardoba.
- Gallaaral.
- Bulungur.
- At the stretch from Uraitpe to Samarkand (interchange in Jambai), the road runs around all settlements at its entire length.

In addition, on the Project will include a link road approximately 19 km in length connecting the City of Syrdaria on the Tashkent to Samarkand alignment to the city of Bakht, lying to the south of the alignment.

2. Objectives

The purpose of the Assignment is to prepare a comprehensive pre-feasibility study, which assess in more details the project’s technical feasibility, economic and financial viability, socio-economic affordability, social and environmental sustainability, and suitability for the PPP model based on fiscal, legal, regulatory and institutional and value-for-money (VfM) analyses.

Most importantly, this study will provide the GoU and the Parties with a selection of possible alignments (limited to bypasses), so that they will be able to compare and select the project alignment on economic, fiscal, financial, environmental and social development grounds. The study will further make them available the project’s suitability for a PPP scheme and issues for consideration in order to materialise the project as PPP.

The study will also help the GoU and the Parties to prepare themselves for the next steps – i.e. a full-fledged feasibility study.

As part of the assignment, the Consultant with the support of the Bank will provide detailed explanation on the EBRD Policy for the Financing of Private Parties to Concessions (BDS15-233 (F)) as well as the EBRD Environmental and Social Policy (2019).

The Consultant will hire international and national resettlement experts to assess the Project’s needs for land acquisition and resettlement and presents results of the assessment to the GoU. The scope and expected deliverables of this assessment are provided in Appendix 1.

In the reports prepared by the Consultant, the Consultant will refer to the above policies wherever is appropriate. In case that the government counterpart or readers of the reports enquire about the policies, the Consultant with the guidance of the Bank staff will provide the government counterpart or readers of the reports with clarifications.

3. Scope of Services

The Assignment will be performed as per the best international practice and the Uzbek Law and will encompass main tasks as specified below.

For the time and cost efficiency of carrying out the Assignment, the Consultant should review the Spectrum Report and the TAR Report and will make the maximum use of available data,
road condition surveys, technical studies, documents and traffic model available from the Ministry of Transport and other ministries and government agencies, as well as data from other studies recently conducted in Uzbekistan. The Consultant will be free to accept assumptions it considered valid from previous studies and change those it does not agree or do not consider valid. The assumptions should be subject to Consultant’s review prior to being accepted.

Previous project experience in Uzbekistan (and/or Central Asia and CIS countries) would be an advantage to all the experts. All experts must be independent and free from conflicts of interest in the responsibilities accorded to them.

The Consultant is expected to implement the following tasks:

- Task 1: Alignment Option Study;
- Task 2: Analysis of Feasibility;
- Task 3: Identification of possible PPP Structure;
- Task 4: Assistance to GoU to prepare for feasibility study.

3.1 Task 0: Study of new road alternative

- Review the quality and completeness of project preparation to date including the Spectrum Report and recommend additional studies to be carried out as part of the pre-feasibility study and subsequent feasibility study.
- Review existing maps, existing videos (e.g. taken by Spectrum), aerial photographs, satellite images, and the TAR Report and make maximum use of data which can be used as a common base to reduce the amount of work necessary for the Assignment.
- Review the Spectrum Report and assess the proposed solution with a view to broadly identifying key challenges, such as traffic volumes, land acquisition, relocation of inhabitants and/or businesses, environmental impact, etc.
- Site visit and information gathering
- Review the topographical maps for geographical information to be provided by Ministry of Transport or Committee for Automobile Roads
- Meet with public officials and confirm the objectives for the Project in terms of timing of delivery, budget allocation, populations to be covered, and technical solution. The consultant should be able to prioritise those objectives.
- The Consultant will make an assessment on the best option for the project between a new road based on an alignment defined and agreed with the Uzbek authorities, and the reconstruction of the existing road in similar scope as presented in Spectrum report. The best solution agreed with the Uzbek authorities will be developed as part of the next phases into a Pre-feasibility study. The Inception Report will include the assessment of the options between a new road and the reconstruction of the existing road and which one meets best the objectives of the Uzbek authorities.
- Inception Report describing the Consultant’s approach and methodology, including any proposed changes to the terms of reference, and resource-plan for completion of each of the tasks.
Moving to next phase of the engagement will require approval by the OL. This will take into consideration the level of information available and the access to the site and the country it in the next phase by the group of consultants.

3.2 Task 1: Alignment Option Study
- For the selected solution in Task 0, undertake an option analysis that takes into account different alignments. Case of the option of reconstruction of existing road, this task should focus on the by passes and new segments of road,
- Field surveys consists of the following:

**Topographic, Geotechnical, Environmental and Socio-Economic, Traffic Surveys.**

The Topographic Survey will be planned and conducted in conjunction with the Geotechnical Study and Socio-economic survey.

The Consultant will submit a survey plan to the Parties and the Operation Leader ("OL") for approval.

1) Topographic Survey

The objective of the Topographic Survey is to establish topographic features and conditions of the Tashkent – Samarkand road, thereby enabling the Consultant to propose the alignment options with the estimated project costs (CAPEX and OPEX for each option).

The Survey shall set out the following items:

(i) the methodology (review of the existing information, to what extent the existing reports and maps can be used for the survey, plan to use of terrestrial survey and/or aerial photographs, etc.) and respective justification;

(ii) specific tasks and staffing schedule;

(iii) expected deliverables (e.g. maps, videos, topographic descriptions by section, findings and recommendations, etc.);

(iv) survey cost estimation;

(v) timeline for implementation and deliverable submission.

2) The Geographical and Geotechnical (GG) Study

The Consultant will conduct a GG study.

The objective of the study is to:

(i) enhance the geographic data and observations provided by Spectrum and;

(ii) establish detailed descriptions for the route and influence area, which will be used for the alignment options and thus the project cost estimate.

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2 existing maps (if any), existing videos (e.g. taken by Spectrum), aerial photographs, satellite images, etc.
Main tasks shall include, but not limited to:

(i) collect, review and analyse the relevant information materials available including the Spectrum Report and the TAR Report;

(ii) discuss with the relevant officials and experts to substantiate and enhance the descriptions on soil characteristics, landforms, climate, hydrology and fluvial processes, and culture, which could influence the road construction, operation and maintenance;

(iii) prepare a topographic map for the project influenced area;

(iv) assess the seismicity of the project area and identify any faulty zone, in particular touching on or crossing the existing road;

(v) assess major drainage and rainfall distribution along the existing road;

(vi) evaluate ground and subsoil structure at a selected points;

(vii) assess the structure of the major tunnels and bridges on the existing road;

(viii) identify the risks associated with earthwork, drainage, and slope erosion and draw mitigation measures and relevant recommendations for ground improvements, embankment protection, culvert, overpass and underpass design and structure; and

(ix) contribute to the alignment option study and the cost estimate for the project.

3) Environmental and Socio-Economic Survey

The objectives of the environmental and socio-economic survey consist of:

(i) assess the environmental and ecological impacts, short-term, long-term and cumulative impacts, at each of construction and operation phases, for each alignment options, and formulate mitigation measures and estimate the costs for such mitigation measures; and

(ii) develop the preliminary Resettlement Plan based on the latest project alignment. The detailed scope for the preparation of the draft Resettlement Plan is provided in Appendix 1.

Major tasks shall include:

(i) identify any protected or restricted access zones along the road footprint, both existing and proposed, which may have implications on the final road design, including, but not limited to: natural reserves and protected zones of national and international importance (e.g. National Parks and Reserves; Important Biodiversity Areas; RAMSAR sites, UNESCO heritage sites etc.); sanitary-protection zones (SPZ), buffer safety zones and right-of-way (ROW) encroachments of the existing or planned facilities, where the established clearance zone/distance should be maintained and within which the construction is prohibited or is subject to separate approvals (e.g. water bodies, industrial enterprises, power lines, underground and above ground pipelines, schools, kindergartens, hospitals etc.);

(ii) evaluate and describe the topography and geographic characteristics by region, and list the conservation areas and the distance from the proposed alignments;
(iii) to the extent possible assess the potential impact of road construction and operation in each conservation area with particular focus on project-specific features such as land reclamation in the mountains, discharge and disposal of waste from construction sites into the rivers, protection of natural water flow and ecosystem in the rivers, impact of possible tunnel excavation and blasting on natural habitat, noise and vibration in suburban areas;

(iv) assess the potential impact of the large bridge and tunnel construction on the natural habitat, the flow of the water and water usage by the neighbouring villagers, and the ecosystem of the project areas; and

(v) review the appropriateness of the proposed mitigation measures and estimate associated costs to the extent possible;

(vi) Compile and analyse corridor level socio-economic data (population, employment, industry), prepare a social and economic analysis of past, existing socio-economic growth of the corridor;

(vii) follow the guidance attached in Appendix 1 related to the EBRD Performance Requirement (PR) 5 for Land Acquisition, Involuntary Resettlement and Economic Displacement, conduct a preliminary assessment for potential involuntary resettlement and land acquisition along the proposed alignments, and quantify costs associated with land acquisition and involuntary resettlement for different alignment scenarios.

4) Traffic Survey

The Consultant will collect traffic flow data and transport information in order to describe and analyse traffic characteristics, establish an adequately reliable traffic forecast for the project and estimate the possible economic savings in time and distance due to the project road.

Such data include:

(i) the volume of traffic flows on the existing road by vehicle type;

(ii) the origin and destination (O&D) of passenger and commodity flow;

(iii) the axle load spectrum (a preliminary bearing capacity survey on existing road and bridges to identify current conditions of the road and develop appropriate technical solutions accordingly for making precise CAPEX projections); and

(iv) willingness to pay.

The Consultant can suggest any other element for the data to be collected. For example, an alternative to O/D surveys could be to use the Mobile Phone Network Data (MND) for various models and this proves to be cheaper than the Roadside Surveys by intercept method and yields months' worth of data with millions of through and internal trips. The MND will provide a large set of information on vehicular flow and movements to process matrices by all time periods and develop trip matrices by vehicle type and by trip purpose by approximation

method. The Consultant will explore if the mobile phone network operators in Uzbekistan with the assistance and involvement of the Ministry of Transport / Ministry of Internal Affairs could release the raw data, which then will be anonymised and processed to yield comprehensive matrices.

If not, traffic surveys will be conducted on adequate number of locations at various sections (including intersection / junction locations) along the existing road; and, if considered necessary, on connecting major roads in the project catchment area.

The Consultant shall propose the methodology of traffic amendments in case of the breakdown of the Project into several sections.

The traffic survey plan shall include:

(i) methodology overview;

(ii) sampling methods to be used (e.g. manual count, motion sensor, wave radar detector, video camera, potable axle load pad, etc.);

(iii) specific tasks and manning schedule including locations, times (e.g. two consecutive days, one day twice in the same week, etc.) and duration of count (e.g. 24 hours);

(iv) supervision plan (e.g. with the assistance of policy for stop and ask O&D, etc.);

(v) validation and analysis methods;

(vi) cost estimate;

(vii) timeline for implementation and for deliverable submission.

The Consultant will use the outcome of the Traffic Count Report for their average annual daily traffic (AADT) estimation in traffic forecast.

3.3 Task 2: Analysis of Feasibility

- For each alignment to be proposed, estimate CAPEX and OPEX to implement the Project including associated infrastructure to expressway standards. CAPEX estimates shall include land acquisition and reallocation costs. CAPEX and OPEX estimates should be also based on local data (where available) and benchmarked with international and regional peers.

- Intermodal analysis. The Consultant shall perform an intermodal analysis by preparing a modal split for the Tashkent-Samarkand Corridor including (a) air and (b) rail transportation. The Consultant shall provide assessment of elasticity of prices for each mode of transportation.

- Traffic forecast. The Consultant shall prepare a traffic forecast for each option (the whole Project, split into several sections etc.) based on the data and information collected through the surveys, interviews, literature reviews, macro and micro forecast and outlooks, and intermodal analysis.

The traffic forecast will be subdivided by freight and passenger into traffic diverted from other roads, traffic diverted from railway and air, and generated (or induced) traffic. Diverted traffic
The traffic forecast shall include:

(i) a set of assumptions and justification;

(ii) a 40-year traffic model including each vehicle type and class as per the relevant vehicle classification for the assumed road capacity; and

(iii) with capacity of (a) scenario analysis; and (b) sensitivity analysis. The Consultant will make clear the source of the data and information, and the ground for assumption and justification.

- Prepare a Social and economic analysis of future socio-economic growth of the corridor (e.g. time savings, macroeconomic benefits, CO2 reduction in monetary terms etc.);
- Based on the results of traffic surveys and socio-economic analysis, develop a simple traffic model to determine realistic traffic projections. Data to be split by vehicle type, trip purpose, and time period (seasonal and daily) for each option;
- Carry out an initial screening of possible environmental and social risks based on the alignment with the best economic and financial results.

3.4 Task 3: Identification of Possible PPP Structure

- Identify appropriate segments of alignment with the greatest chance to be successfully developed as PPPs, either jointly or separately and possible bypasses around cities. Analyse options for tolling the various segments and identify other possible sources of revenue to finance investments, such as service area concession (gas stations and catering services) and associated land development along the alignment. Also, determine whether a phased approach should be considered to implement the Project and if so, provide justifications for doing so.
- High-level value-for-money assessment by carrying out economic analyses under which the GoU finances the Project through traditional methods and as a PPP. The assessments should include cost-benefit, net present values (NPVs) and economic internal rate of returns (EIRRs), with suitable assumptions, extrapolation and sensitivity analyses of key parameters and variables, such as a shortfall in forecast traffic volumes, CAPEX and OPEX increase, etc.
- Prepare a preliminary financial model, including cost-benefit and IRR, with suitable assumptions, extrapolation and sensitivity analyses of key parameters and variables, such as a shortfall in forecast traffic volumes, excess construction costs, delays in financial closing, etc. Please see Appendix 2.
- Identify possible social, environmental and political implications associated with the Project, such as the need for a free alternate route, required resettlement, how to protect low income and vulnerable local traffic, user groups that need special attention/protection, etc. Check potential implication of relevant international environmental standards and policies in Uzbekistan.
- Identify potential regulatory constraints in developing the road (e.g. whether tolling is allowed, licencing versus leasing of land for the road etc.).
- Determine options to finance the Project utilizing toll (with or without government financial support), availability-based concessions, with or without charging tolls, with or without government support in terms of capital grants or guarantees.
- Based on TAR Report, identify and analyse options for an appropriate PPP structure (or conventional approach, if a concession is not feasible), along with a list of notable associated risks, including land acquisition, developer and lender.
- Prepare high-level risk matrix and mitigation plan based on international standards.
- Based on the TAR Report, the Consultant will opine on the market of potential sponsors, contractors, operators, and senior lenders that have the right combination of experience, technical and financial capacity and interest in Uzbekistan to deliver the Project. The Consultant will comment if there is a market of local contractors able to undertake the construction works with the requirements and guarantees that finance under Project Finance will require.
- Assess with the market the viability of an Alliance model under which an investor undertakes the project in phases together with the government prioritising those segments of roads more feasible and minimise public contribution.
- Based on the TAR Report, the Consultant will opine on the adequate tolling systems shall be proposed that will maximize revenue streams given technical, affordability, willingness to pay and social constraints. Consideration shall also be given to other revenue generating options, including the development of road-side facilities and land.

### 3.5 Task 4: Assistance to the GoU for actions to Prepare for Feasibility Study

- Review the necessary processes and procedures, and the requirements for the GoU and the Parties to go ahead with the Project – particularly for the selected procurement model in Section 3.3.
- Prepare the project implementation plan for GoU and the Parties.
- Opine on the need of a reference or concept design for the road and the cost of it before procurement of the road.
- Prepare a Project Development Routemap following the UK methodology[^4] or an alternative with similar level of outcomes. In particular, the Consultant will make an assessment on the delivery capability of the Uzbeks authorities.
- Draft terms of reference (“ToR”) for a full feasibility study with indicative budget estimates for the full feasibility study.

4. **Implementation Arrangements and Deliverables**

- It is expected that the engagement will start when the Consultant has access to the country and to public officials. Due to the national and/or international control measures for infection prevention against COVID-19 there might be some interruptions to travel and communication. The Consultant will follow health and safety regulations and guidelines on travel conditions and restrictions imposed by the relevant governments. It will closely work with the Operation Leader to ensure that the required tasks are successfully completed and best outcomes achieved.
- The OL will endeavour to arrange the support from the EBRD Resident Offices whenever it is considered necessary and requested by the Consultant; and to ensure the Consultant’s compliance with the EBRD’s instructions and guidance with regard to COVID 19.

**Local arrangements (General)**

The Consultant shall be responsible for hiring suitably qualified interpreters/translators to work with their experts.

The Consultant shall be responsible for all logistical arrangements and travel costs of its international and local experts.

**Deliverables**

- All deliverables will be provided in English and Russian.
- The Consultant will distribute hard copies (2 copies in English, 2 copies in Russian), where requested.
- The Consultant will provide draft deliverables before the deadlines set in the Table 1 below.
- EBRD and GoU will aim to provide comments within one week of receiving the draft. Where necessary, the Consultant will schedule and host conference calls to discuss significant issues with deliverables where their delivery does not coincide with an in-country visit.

The Consultant shall provide the following deliverables:

**Table 1. List of deliverables**

<table>
<thead>
<tr>
<th>Deliverables</th>
<th>Language</th>
<th>Recipient</th>
<th>Timeline (since contract start date)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Task 0. Inception stage</strong></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Inception report</td>
<td>Eng &amp; Rus</td>
<td>GoU, EBRD</td>
<td>6 weeks</td>
</tr>
<tr>
<td></td>
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<td></td>
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</table>
### Deliverables

<table>
<thead>
<tr>
<th>Deliverables</th>
<th>Language</th>
<th>Recipient</th>
<th>Timeline (since contract start date)</th>
</tr>
</thead>
<tbody>
<tr>
<td>tasks and information which are not acquired and how the Consultant intend to complete in the next stage of the study. Moving to next phase of the engagement will require approval by the OL.</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Task 1. Alignment Option Study

<table>
<thead>
<tr>
<th>Topographic Survey</th>
<th>Eng &amp; Rus</th>
<th>EBRD</th>
<th>10 weeks</th>
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<tbody>
<tr>
<td>The Geographical and Geotechnical Study</td>
<td>Eng &amp; Rus</td>
<td>EBRD</td>
<td>10 weeks</td>
</tr>
<tr>
<td>Environmental and Socio-Economic Survey</td>
<td>Eng &amp; Rus</td>
<td>EBRD</td>
<td>10 weeks</td>
</tr>
<tr>
<td>Traffic survey</td>
<td>Eng &amp; Rus</td>
<td>EBRD</td>
<td>10 weeks</td>
</tr>
<tr>
<td>Draft Report for the Alignment Option Study</td>
<td>Eng &amp; Rus</td>
<td>GoU, EBRD</td>
<td>15 weeks</td>
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### Task 2-3. Draft Report for the Feasibility and PPP Structures

<table>
<thead>
<tr>
<th>Draft Report on the Feasibility</th>
<th>Eng &amp; Rus</th>
<th>GoU, EBRD</th>
<th>16 weeks</th>
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</thead>
<tbody>
<tr>
<td>Draft Report on PPP structures</td>
<td>Eng &amp; Rus</td>
<td>GoU, EBRD</td>
<td>16 weeks</td>
</tr>
<tr>
<td>Preliminary Resettlement Plan</td>
<td>Eng &amp; Rus</td>
<td>GoU, EBRD</td>
<td>16 weeks</td>
</tr>
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</table>

### Final documentation stage

<table>
<thead>
<tr>
<th>Draft Final Report</th>
<th>Eng &amp; Rus</th>
<th>GoU, EBRD</th>
<th>18 weeks</th>
</tr>
</thead>
<tbody>
<tr>
<td>Final report</td>
<td>Eng &amp; Rus</td>
<td>GoU, EBRD</td>
<td>22 weeks</td>
</tr>
</tbody>
</table>

### Equipment handling

If considered necessary, the Consultant will be allowed to (i) hire a short-term office; (ii) hire car and drivers; (iii) procure equipment such as scanner, printer, laptop associated internet
connection, software and accessories such as HDM4, 5 special equipment considered necessary for traffic surveys such as potable axel load, motion sensor, wave detector, aerial photogrammetry, etc. and (iv) purchase office suppliers, stationaries, and small office items; provided (a) the advance submission of procurement plan for the OL’s consent; (b) compliance with the EBRD’s Procurement Policies and Rules; 6 and (c) prices within the budget presented in this agreement. In this case, within a week after the mobilisation the Consultant will submit to the OL an office set-up and procurement plan for approval.

Disposal of purchased equipment: in case of procuring equipment listed above (iii), the Consultant shall purchase on behalf of the Counterpart and will turn the purchased equipment over to the Counterpart upon the completion of the field services by requesting the Counterpart to sign the turnover certificate. The Consultant will send the signed certificate to the OL.

Donor Visibility

Given the assignment is proposed to be funded through the EBRD’s donor funded technical cooperation programme; the Consultant will be required to support the client to ensure visibility of these resources. Support on these visibility aspects can be obtained from the Bank’s Communications Department. Measures could include but are not limited to:

- All documents produced by the Consultant should mention donor support and bear the logo of the donor, when appropriate;
- Donor support to the project should be acknowledged in any public communication (press releases, launch of facilities);
- Local representatives of donors should be invited to any public event organised to promote the project (press conferences, inaugurations, possibly stakeholder participation programmes).

Please contact Lucia Sconosciuto (email: SconosciL@ebrd.com; tel: +44 20 7338 8155) for further information. Some donor visibility guidelines can also be provided by the Bank to Consultants at the start of an assignment.

3.6 Contact

The Consultant will report on all aspects of the Assignment to the EBRD and will notify the Operation Leader immediately of any potential or occurring material change during the services.

The EBRD Operation Leader is:

Marcos Martinez Garcia

Associate Director, Sector Specialist at SI3P PPP Advisory Unit, Sustainable Infrastructure Group, Banking Department

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5 HDM4 is the latest version of Highway Development and Maintenance Management System software, of which development was supported by the World Bank, UK DFID and Asian Development Bank in the 1990s. The software helps with economic analysis.

6 ‘Shopping’ would normally be appropriate. For larger amounts and more diverse equipment, the Consultant should use a procurement agent.
Appendix – 1. Terms of Reference for preparation of preliminary Resettlement Plan

RESETTLEMENT PLAN

TERMS OF REFERENCE FOR RESETTLEMENT CONSULTANT

TASHKENT SAMARKHAND ROAD (UZBEKISTAN)

Scope of works

1. An international resettlement consultant (the Consultant) is expected to review land acquisition and resettlement risks and impacts for the Tashkent Samarkand Road Project (the Project) on behalf of EBRD and the Grantor. The Consultant will:

   o Assess the scale and significance of land acquisition and physical/economic displacement and its impact on affected party livelihoods;

   o Identify all Displaced People (DPs) likely to experience involuntary resettlement impacts (i.e. physical and economic displacement) and all assets that may need to be compensated in accordance with the national legislation and EBRD ESP 2014: Performance Requirement 5 (PR5);

   o Assess if land acquisition and involuntary resettlement process could generate disadvantages for DPs, especially all vulnerable people, and reputational risks to the Sponsors (the Consortium) and EBRD. This risk assessment will include a review of principles and procedures that will be applied for physical relocation of DPs who are likely to lose their houses and assets due to the Project; and

   o Develop an preliminary Resettlement Plan that describes: (i) anticipated scale and significance of land acquisition and resettlement impacts, including an estimate number of DPs, inventory of affected assets, preliminary valuation; (ii) roles, responsibilities, and commitments of the Grantor and the Consortium; (iii) indicative implementation timeframe; and (iv) required resources or estimate budget for compensating all DPs and affected assets as per national legislation and EBRD: ESP 2014: PR5.

2. The Consultant will carry out a desk review, analyze the national legislation, and define key gaps between requirements of the national laws and EBRD ESP 2014: PR5. Based on the results of the legal review and gap analysis, the Consultant will develop a Risk Sharing Mechanism for PR5 that will specify roles and commitments of the Grantor and the Consortium in closing all the gaps with PR5 to ensure the Project is in compliance with EBRD ESP 2014: PR5.
Impact Assessment Surveys

3. Conduct an inventory of all affected land and non-land assets and gather sample-based socio-economic information on the affected parties. Based on the results of the social impact assessment surveys, the Consultant will commission the sample-based valuation of impacts/assets and prepare an estimate budget for the preliminary Resettlement Plan. The estimate budget should be detailed and specify the financial gap that may need to be closed by the Consortium to ensure the Project is structured to conform with EBRD: ESP 2014: PR5.

Consultation meetings

4. Direct consultation with the Grantor representatives and affected parties will be undertaken to gather feedback from the affected communities, state agencies, and other stakeholders. The consultation meetings with the state agencies will focus on discussing the principles of the PR5 risk sharing mechanism, including the entitlement matrix. The Consultant will be expected to identify key gaps and propose gap-bridging measures which are implementable by the Grantor or/and the Consortium. The consultations with the selected affected communities will be carried out in key locations along the proposed road to discuss the preliminary Resettlement Plan. The minutes of all meetings need to be attached to the Resettlement Plan as annexes.

Preliminary Resettlement Plan

5. The advanced draft of the Resettlement Plan will include an enumeration of all land acquisition and resettlement impacts, policy analysis and description of gaps, entitlement matrix reflecting a PR5 risk sharing mechanism, valuation methodology, results of consultation meetings, and the estimated budget. Please see the proposed outline for the Resettlement Plan in the annex below for further details.
Annex 1. Outline of Resettlement Plan

A. Summary

1. provide a concise statement of project scope, key survey findings, entitlement matrix, and commitments from the Grantor and the Consortium; and

2. describe the institutional arrangements, responsibilities and mechanisms for carrying out land acquisition and resettlement for the Project.

B. Policy Framework

1. describe all Uzbekistan law and regulations applicable to land acquisition for the Project;

2. identify gaps between land acquisition related laws applicable for the Project and EBRD ESP 2014: PR5 requirements;

3. describe how the gaps will be addressed – and how the PR5 risk sharing principles will be implemented;

4. outline the principles and methodologies used for determining valuations and compensation rates at replacement cost for assets, incomes, and livelihoods; and

5. set out the compensation and assistance eligibility criteria and how and when compensation and assistance will be provided.

C. Scope of Land Acquisition and Resettlement

1. identify the Project’s physical and economic displacement impacts on a plot-by-plot basis with reference to affected households;

2. summarize the effects in terms of assets acquired and people displaced;

3. define displaced person’s entitlements and eligibility, and describe all assistance measures (in a matrix by category), including relocation of housing/settlements, different measures for identified vulnerable groups, and legal arrangements to regularize tenure;

4. list for each land plot acquired for the Project:
   a. cadaster values based on the official government land registry or its equivalent, if relevant;
   b. any available history of changes in ownership/use (with the price/value) of the plot since the time the Project was originally announced; and
   c. any data on sale and purchase prices for similar land in immediately adjacent area; and

5. summarize the process for land acquisition and resettlement as per the national legislation (both legally defined and commonly practiced procedures).
D. Entitlements, Compensation, Benefits

1. defines displaced persons’ entitlements and eligibility, and describes all resettlement assistance measures (includes an entitlement matrix);

2. specifies all assistance to vulnerable groups, including women, and other special groups; and

3. outlines opportunities for affected persons to derive appropriate development benefits from the Project.

E. Consultation, Grievance Redress, and Reporting

1. describe affected community consultation and participation mechanisms, including activities undertaken to disseminate Project resettlement information and any household census or socio-economic survey activity;

2. summarize consultation results and how the concerns of affected community members have been addressed (provide minutes of community meetings and other correspondence where possible);

3. describe the mechanisms to receive and facilitate the resolution of the concerns and grievances of affected community member; and

4. provide all available reports that summarize monitoring of resettlement related impacts on affected community members.

F. Commitments

1. specify the roles and commitments of the Grantor and the Consortium to effectively implement the PR5 risk sharing mechanism and Resettlement Plan under the existing legislation;

2. summarize commitments, including financial obligations, of the Grantor and the Consortium in delivering the Resettlement Plan according to the EBRD ESP 2014: PR5;

3. summarize all future commitments made by the Grantor regarding Project related land acquisition and resettlement with regards to compliance with EBRD’s safeguard polices.
Appendix 2: Guidelines for financial modelling and Summary of financial information.

The Consultant must ensure that the financial model and analysis is accurate, structured, flexible and transparent, and in line with the specific requirements laid out in the Terms of Reference. The use of the FAST financial modelling standard (http://www.fast-standard.org) is preferred, however not obligatory.

The Consultant is expected to present a financial model for the Project that fulfils the following non-exhaustive conditions:

<table>
<thead>
<tr>
<th><strong>Accuracy</strong></th>
<th></th>
</tr>
</thead>
</table>
| **Terms** | The model accurately matches all financial and operational assumptions presented in the available DD information. The model accurately matches all terms proposed to date in the Term Sheet, including, but not limited to:  
- Facility size, tenor, grace, interest, trancheing, currency;  
- Financial covenants as contractually defined. |
| **Historical** | The model includes the last 3 years of (audited) historical financial statements (not applicable if a green field). |
| **Projections** | Projections for the running year are in accordance with latest available estimates / interim results. |
| **Currency** | Summary table is in the loan currency or as agreed. Impact of forex variations over time on Financial Statements has been modelled correctly. |
| **Balance Sheet** | The model Balance Sheet is balanced under any variation of inputs. |
| **Accounting Standards** | Financial Statements is modelled correctly as per IFRS (or local GAAP if agreed). |
| **Summary Sheet** | The first output sheet of the model is the Summary Sheet set up in line with the below instructions. |
| **Check sheet** | The model includes a separate check sheet, where all model calculation checks are summarised and presented on an aggregate basis. |

<table>
<thead>
<tr>
<th><strong>Structure and Flexibility</strong></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Columns/time ruler</strong></td>
<td>All sheets maintain a consistent column structure and time ruler throughout the model.</td>
</tr>
<tr>
<td><strong>Sheet order</strong></td>
<td>Sheets are arranged so that calculation order flows from left to right.</td>
</tr>
<tr>
<td><strong>Inputs</strong></td>
<td>All inputs are separated in a specifically denominated sheet, with no inputs (hard coded) outside them. The input sheet links through the model, enabling a fully integrated, flexible model.</td>
</tr>
</tbody>
</table>
The source of each particular input shall be clearly stated in a comment (e.g. Feasibility Study, EBRD information, etc.).

<table>
<thead>
<tr>
<th>Outputs</th>
<th>Outputs are presented in specifically denominated sheets, with no calculations in them.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Formatting</td>
<td>Use consistent format styles to improve readability of the model. Colour coding for inputs, link imports/exports across sheets, etc. are consistently applied.</td>
</tr>
<tr>
<td>Simplicity</td>
<td>Complex calculations are avoided by breaking them down into more basic steps. No use of excel names.</td>
</tr>
</tbody>
</table>

**Transparency**

<table>
<thead>
<tr>
<th>Circularity</th>
<th>The model does not have any circularity.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Macros</td>
<td>The use of macros has to be kept to a minimum. Macros are short, concise and easily traceable.</td>
</tr>
<tr>
<td>External links</td>
<td>No links to external worksheets outside the model.</td>
</tr>
<tr>
<td>Hiding</td>
<td>The model has no hidden worksheets, rows or columns that include data, whether material or immaterial. Grouping is allowed.</td>
</tr>
<tr>
<td>Offset accounts</td>
<td>The model does not have any unexplained &quot;offset&quot; account or entry to offset mismatches.</td>
</tr>
</tbody>
</table>

**Summary Sheet:**
The model includes a clear, consistent one page summary to facilitate the understanding of the financial aspects and drivers of a loan or investment as well as the degree of vulnerability to identified risks.

The Summary Sheet is to be included as the first sheet in the model in the format shown below.
The Summary Sheet shall include:

- 3 years of historic information (none if a green field / PPP);
- At least the first five years of projected performance (or until beginning of principal repayment, or the life of the loan if it fits on one page);
- Key assumptions / drivers;
- Related to a particular input can be precisely written;
- Ratios (covenanted and others with standard definitions);
- Breakeven Sensitivities (e.g. DSCR=1 or as agreed);
- Income statement;
- Balance sheet;
- Cash Flow;
- Any additional assumptions, sensitivities, and ratios if considered essential should be included and fitted on the page.