

## PROJECT SEA DRAGON – EXPRESSION OF INTEREST

<b>Project Overview</b>	<p>The proposed Project Sea Dragon (PSD) is a large-scale, integrated, land-based prawn aquaculture project in northern Australia that will deliver high-quality, year-round reliable volumes for export markets. PSD will be a staged development of ultimately up to 10,000 hectares of produce ponds, including the development of a series of facilities across northern Australia including:</p> <ul style="list-style-type: none"> <li>■ Genetics, breeding program and multiplication centre at Exmouth, Western Australia</li> <li>■ Hatchery to be built at Point Ceylon, Bynoe Harbour, near Darwin, Northern Territory</li> <li>■ Grow out ponds to be built at Legune Pastoral Lease, Northern Territory, approximately 100km from the town of Kununurra, Western Australia</li> <li>■ Processing facility to be built approximately 15km north of Kununurra.</li> </ul> <p>Seafarms has all the necessary regulatory approvals in place to build Stage 1 of the development with approximately 1,120 Ha of ponds plus the necessary associated upstream and downstream facilities. Seafarms proposes to develop Stage 1 in a number of steps with Step 1 of Stage 1 (S1S1) being one farm at Legune of approximately 400 Ha plus all the necessary upstream and downstream facilities at Legune and the other sites. It is anticipated the balance of Stage 1 would be complete within 3 years of commissioning S1S1 and that subsequent stages would continue to roll on after that. However, the scope of this EOI is for Step 1 of Stage 1.</p> <p>PSD is in the process of securing debt funding from prospective financiers to fund the construction and initial operation of the Step 1 Stage 1. The financiers and Seafarms require an experienced consultant to act as Independent Certifier (<b>IC</b>) to act independently in determining certain matters under the Project Documents (as defined below) and for the IC to be contracted via a multiparty agreement.</p>
<b>Package Title</b>	Independent Certifier (IC) Services
<b>Reference</b>	S100
<b>Package Description</b>	<p>The IC role will commence on or about 30 June 2020. The services will continue through the engineering, construction, commissioning and some defects liability periods of the project while the facility is in operation. The IC will be required to undertake various project review tasks as well as perform review activities in relation to material construction contracts. The IC shall carry out the functions at all times acting fairly, honestly, reasonably and in an independent capacity.</p> <p>The IC's obligations will be governed by the Project Documents that will be provided as part of the RFP process. The Project Documents will include:</p> <ul style="list-style-type: none"> <li>■ Independent Certifier Deed</li> <li>■ Syndicated Facility Agreement (SFA)</li> <li>■ Subordinated Debt Agreement</li> <li>■ Similar</li> </ul>

The IC shall carry out the following project overview tasks:

- Prepare monthly short form reports containing a brief overview of the progress of the Material Construction Contracts, identify any key issues and provide a certified cost to complete amount; and
- Undertake quarterly construction progress and monitoring report: including IC commentary in respect of site inspection, delays, program contingency, disputes (both potential/actual), material subcontractor changes, LDs or failure to pay, completed milestones, non-compliance with regulations, FM events, construction S curve & comparisons with previous schedules
- Raise material issues relating to the material construction contracts and be available for consultation with Project Management and Financiers
- Provide progress reports for the whole of the project including works and contracts other than the material contracts

The IC shall carry out the following roles for material construction contracts

- Review claims for payment, claims for extension of time, claims for variations and requests to issue Certificates of Practical Completion
- Review draft assessments in relation to payment claims, extensions of time, and variations, and draft determinations and certificates in relation to achievement of practical completion

It is proposed that the IC will not be directly interfacing with contractors but will review the above documentation and provide its assessment to PSD prior to responses being provided to contractors


Material contracts have been assessed as high value and/or high risk contracts. There are approximately 10 material contracts including bulk earthworks on black soil plains, prawn processing plant and associated facilities, large pumps and pipework, HV distribution and the like.

Respondents to this EOI will be assessed and short listed, with short listed respondents to be invited to tender. Tenderers will be provided with access to a data room where the most recent versions of the Request For Proposals and project documents will be located.

**Key Information to be provided with the Respondents EOI**

To be considered for this package respondents must provide:

- Details of the respondent's proposed team for the assignment together with CVs for key team members, with specific focus on the roles where Independent Certifier sign off will be required [key personnel proposed and their experience in performing these duties]
- Details of the respondent's experience in performing this or similar roles on prior projects
- Confirmation the respondent can provide professional indemnity (PI) insurance with a reputable insurer suitable to the performance of the IC Services under the engagement letter with a minimum level of PI cover of A\$20 million for each occurrence and in aggregate, for any liability that may arise in connection with the IC Services it will be providing in relation to this Project
- A signed copy of the attached Confidentiality Agreement (CA) must be provided with the response. Seafarms advises that the absence of a signed copy of the CA is sufficient cause to not consider the respondent's EOI.

	 Acknowledgement that the respondent is prepared to enter into a multi-party contract with Seafarms and the Lenders
<b>Key Milestones</b>	<p>Target for issuing RFP is week commencing 11 May</p> <p>Target Contract Award Date: on or about 30 June 2020</p> <p>Target Completion Date: 31 December 2022</p>
<b>Expression of Interest</b>	<p>Interested parties with the requisite experience are invited to express an interest in this package by registering on the NT ICN Gateway online platform.</p> <p>Search for ICN NT Project Sea Dragon to find the portal</p> <p>Please ensure your ICN company profile is up to date before registering your expression of interest.</p>
<b>EOI Closing Date</b>	5:00 pm 27 April 2020 Darwin time
<b>Contact</b>	
<b>Project URL's</b>	<a href="http://www.seafarms.com.au">www.seafarms.com.au</a>
<b>Disclaimer</b>	<p>This package description and target award date is indicative only and subject to change. It is intended to provide only a brief outline of certain works that may be required for the proposed Project Sea Dragon and should be read in conjunction with Project Sea Dragon project description on ICN Gateway.</p>