

February 10, 2026

#2811462

To:

All Participants

**Pre-Qualification No. 589/2025 – Invitation to Pre-Qualify with respect to Participation in
Future Tenders for the Execution of Infra #1 Works of the Tel Aviv Metropolitan Metro
Lines (the “Invitation”)**

Addendum No. 4

Pursuant to the Invitation issued on November 10, 2025, and in accordance with the provisions thereof, the Tender Committee hereby issues this Addendum No. 4.

The attention of all Participants is drawn to the following clarifications, amendments and/or answers to questions regarding the Pre-Qualification Documents.

The issuance of this Addendum does not derogate from any of NTA's or the Tender Committee's rights and prerogatives under the Invitation Documents or Law.

All capitalized terms used and not defined herein shall have the meaning ascribed to such terms in the Tender Documents.

NTA – Metropolitan Mass Transit System

ADDENDUM NO. 4**AMENDMENTS, CLARIFICATIONS AND MODIFICATIONS TO THE PRE-QUALIFICATION DOCUMENTS**

Questions and Answers			Reference
Invitation			
1.		The attention of the Participants is drawn to the updated versions of the Invitation and Pre-Qualification Forms published as part of this Addendum. The Participants are required to thoroughly review the updated documents in their entirety for all amendments introduced thereto, whether referenced herein below or not.	General
2.	Q: The Tender Committee was requested to clarify: (a) how many Tenders are expected to be conducted simultaneously; and (b) that changes in composition of the Eligible Participants will not be permitted so long as different Tenders are conducted simultaneously. A: For ease of reference herein, the term “Round” shall refer to the “cluster” of Tenders that will be published: (i) before the first Update Process (first Round); (ii) between the first and second Update Processes (second Round); and (iii) after the second Update Process (third Round). Without derogating from its rights, prerogatives and discretions pursuant to the Pre-Qualification Documents and Law, in light of the complexity of the Metro scheme: (a) each Round of Tenders is expected to include 3-5 Tenders. (b) the Update Processes are intended to serve as the primary and preferred mechanism for effecting changes to the composition of the Eligible Participants. Notwithstanding the foregoing, the Tender Committee reserves the right to approve changes in the composition of the Eligible Participants outside the scope of the Update Processes, in circumstances where it determines, in its sole discretion, that such changes are warranted.		Section 1.5 (Update Process)
3.	Q: The Tender Committee was requested to clarify whether a Participating Entity may engage, for the purpose of the Pre-Qualification Process and the Tender Process, former employees and/or advisors of NTA.		Section 2.17.1 (Avoidance of Conflict of Interests)

Questions and Answers			Reference
Invitation			
	A:	The Tender Committee clarifies that, where a Participating Entity is uncertain as to whether engaging any person or Entity may give rise to a Conflict of Interest, it may submit a specific Request for Clarification with respect to such engagement (addressing the applicable person or Entity) in accordance with the provisions of Section 2.11 (Requests for Clarification of this Invitation). The Tender Committee shall review (each) such inquiry and may (but is in no way obligated) issue a determination with respect thereto. If the Tender Committee decides to issue a determination with respect to the inquiry, it may do so either by: (i) issuing an Addendum (without disclosing the identity of the Participating Entity which submitted such inquiry); or (ii) by providing its response directly to such Participating Entity, at its discretion.	
4.	Q:	The Tender Committee was requested to confirm that an Entity which indirectly Controls the Participant (if it is a Single Entity Participant) or a Member (if the Participant is a JV) may also be considered as a Guarantor.	Section 3.3 (Guarantor) and Section 6.1 (Reliance on a Guarantor)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 3.3.1 of the Invitation.	
5.	Q:	The Tender Committee was requested to confirm that only one of the Relevant Entity is required to submit the Criminal Information Affidavit, and not all of them.	Section 3.5.2 (Criminal Information)
	A:	The Tender Committee rejects the requests and clarifies that a Criminal Information Affidavit must be submitted by each and every person and Entity defined as a “Relevant Entity”, pursuant to Section 3.5.2 of the Invitation. Without derogating from the foregoing, the Participants are advised that, as prescribed in paragraphs (c), (d) and (e) of Section 3.5.2 of the Invitation, the Criminal Information Affidavit is required from the chairman of the board of directors, chief executive officer and Office Holder (which is significantly involved in the Pre-Qualification Process) of the Participant (if it is a Single Entity Participant) or the Members (if the Participant is a Joint Venture Participant), but is not required from the chairman of the board of directors, chief executive officer and Office Holder of an Experience Provider or Guarantor.	
6.	Q:	The Tender Committee was requested to clarify that, where it is required that the Works with respect to an Element were Completed during a certain period, such Works could have commenced prior to the beginning of such period, provided they were Completed during such period.	Section 4 (Professional Pre-Qualification Requirements)

Questions and Answers			Reference
Invitation			
	A:	The Tender Committee so confirms. By way of example (which is provided with respect to the specific issue in question, so should not be inferred as confirming compliance with any of the Invitations' requirements), a Demonstrating Entity may present a TBM Tunnel, the Construction of which commenced before January 1, 2010, provided that the Construction was Completed on or after January 1, 2010.	
7.	Q:	The Tender Committee was requested to clarify that, where it is required that the Works with respect to an Element were Completed, the term "Completed" should be read by reference to the definition of "Completion" in Section 4.7 (Definitions).	Section 4 (Professional Pre-Qualification Requirements)
	A:	The Tender Committee so confirms.	
8.	Q:	The Tender Committee was requested to clarify whether compliance with each (single) Professional Pre-Qualification Requirement needs to be demonstrated by a single Demonstrating Entity (Experience Provider or Member).	Section 4.1.4 (Professional Pre-Qualification Requirements; General Provisions)
	A:	The Tender Committee so clarifies. By way of examples, in order to demonstrate compliance with the provisions of Section 4.3 (Underground Structures: Cut & Cover Experience), at least two C&C Underground Structures must be presented: (a) The Participant <u>may not</u> present two Experience Providers each presenting a (single) C&C Underground Structure Constructed thereby (but rather one (single) Experience Provider is required to present two C&C Underground Structures Constructed thereby); However – (b) The Participant may present one (single) Experience Provider to demonstrate compliance with the provisions of Section 4.3 (Underground Structures: Cut & Cover Experience), and such (single) Experience Provider, <u>may</u> present, for example, one C&C Underground Structure Constructed by a Subsidiary thereof and another C&C Underground Structure Constructed by a Sister Company thereof. The foregoing examples are provided with respect to the specific issue in question, so should not be inferred as confirming compliance with any of the Invitations' requirements.	

Questions and Answers			Reference
Invitation			
9.	Q:	The Tender Committee was requested to amend the requirements of the Invitation, so that, in the case of a Joint Venture Participant, only one of the Entities demonstrating compliance with the Professional Pre-Qualification Requirements will be required to comply with the registration and/or exemption requirements set forth in Sections 4.2.2, 4.3.4 and 4.4.2 of the Invitation.	Sections 4.2.2, 4.3.4 and 4.4.2 (Contractor Registration and Certification)
	A:	The Tender Committee rejects the request. The Tender Committee emphasizes that any (single) Entity which demonstrates compliance with any (single) Professional Pre-Qualification Requirement will be required to demonstrate that it is certified or exempt from registration in accordance with the provisions of the Registration of Contractor Law; and the attention of the Participants is drawn to the amendments introduced to the provisions of Sections 4.2.2, 4.3.4 and 4.4.2 of the Invitation.	
10.	Q:	The Tender Committee was requested to allow the presentation of C&C Underground Structures Completed as of January 1, 2010.	Section 4.3.1 (Underground Structures: Cut & Cover Experience)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 4.3.1 of the Invitation.	
11.	Q:	The Tender Committee was requested to add the utilization of concrete pile walls, bored piles, sheet piles, secant piles, “Berlin walls”, etc. (as opposed to (only) diaphragm walls) to the definition of a C&C Underground Structure, or, at least, with respect to one of the presented C&C Underground Structures.	Sections 4.3 (Underground Structures: Cut & Cover Experience) Section 4.7 (Definitions); definition of “C&C Underground Structure”
	A:	The Tender Committee rejects the request.	
12.	Q:	The Tender Committee was requested to amend the requirements of Section 4.3.1.1 of the Invitation, so that the Demonstrating Entity or Associated Party will be allowed to present one (1) C&C Underground Structure with a total internal surface area (footprint) of at least two thousand and four hundred (2,400) square meters (m ²), and another C&C Underground Structure with a total internal surface area (footprint) of at least one thousand and five hundred (1,500) square meters (m ²).	Section 4.3.1.1 (Underground Structures: Cut & Cover Experience)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 4.3.1.1 of the Invitation.	
13.	Q:	The Tender Committee was requested to amend the provisions of Section 4.3.1.2 of the Invitation, to require only one (1) C&C Underground Structure to have been Constructed in an Urban Area.	Section 4.3.1.2 (Underground

Questions and Answers			Reference
Invitation			
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 4.3.1.2 of the Invitation.	Structures: Cut & Cover Experience)
14.	Q:	To satisfy the requirements of Section 4.3.1.3, the Demonstrating Entity or Associated Party thereof, had to have been Primarily Responsible for both the Design and the Construction of the C&C Underground Structure. the Tender Committee was requested to accept, instead, a C&C Underground Structure for a metro or light rail line, in which the contractor was not Primarily Responsible for the Design (i.e., was not responsible for the detailed design for construction), however had other design responsibilities, including interfaces design, temporary works design, construction methodology design, and value engineering.	Section 4.3.1.3 (Underground Structures: Cut & Cover Experience)
	A:	The Tender Committee rejects the request.	
15.	Q:	The Tender Committee was requested to clarify that it is willing to accept demonstration of compliance with the requirements of Sections 4.3.1.3 by presenting a project in which the Design and the Construction were carried out by different Entities (e.g., the Design was carried out by a Sister Company of the Demonstrating Entity while the Construction was carried out by the Demonstrating Entity itself).	Section 4.3.1.3 (Underground Structures: Cut & Cover Experience) Section 4.7 (Definitions); definition

	A: (a) The attention of the Participants is drawn to the amendments introduced to the definition of “Primarily Responsible” in Section 4.7 (Definitions) of the Invitation. (b) With respect to the requirement that an Entity will demonstrate that it was Primarily Responsible for both the Design and the Construction of the applicable Element, the Tender Committee clarifies as follows: The term “Primarily Responsible” does not necessarily imply that the Demonstrating Entity or Associated Party thereof, by itself and directly, executed both the Design and the Construction of the C&C Underground Structure, but rather, the Entity in question is required to demonstrate that it was directly responsible and accountable for the execution of both the Design and the Construction of the C&C Underground Structure, bearing all execution risks related thereto (whether as a main contractor or as a subcontractor). (c) Thus, by way of examples (which are provided with respect to the definition of the term “Primarily Responsible” only, so should not be inferred as confirming compliance with any of the Invitations’ requirements): (i) A main contractor of a project which included the Design and Construction of a C&C Underground Structure (for ease of reference herein, “Structure”), which was directly responsible and accountable (towards the client / owner of the project), <i>inter alia</i>, for the execution of both the Design and the Construction of the Structure, will be considered as “Primarily Responsible” for both the Design and the Construction of the Structure, even if such main contractor engaged a subcontractor for the Design of the Structure and another (different) subcontractor for the Construction of the Structure; or – (ii) a subcontractor for (both) Design and Construction of a Structure which was directly responsible and accountable (towards the main contractor of the project) for the execution of both its Design and its Construction, will be considered as “Primarily Responsible” for both the Design and the Construction of such Structure, even if it only carried out (by itself) the Construction of the Structure and engaged a sub-subcontractor for its Design; however – (iii) a subcontractor for the Construction (only) of a Structure which was responsible and accountable (towards the main contractor of the project) only for the Construction, while a Sister Company of the said subcontractor was engaged	of “Primarily Responsible”
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Questions and Answers			Reference
Invitation			
		by the main contractor of the project to deliver the Design of the Structure, will not be considered as “Primarily Responsible” for both the Design and the Construction of such Structure.	
16.	Q:	The Tender Committee was requested to amend the provisions of Section 4.3.2 (Groundwater Dewatering Experience), and accept a C&C Underground Structure, which was not Constructed by utilizing diaphragm walls (but by other means).	Section 4.3.2 (Groundwater Dewatering Experience)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 4.3.2 of the Invitation.	
17.	Q:	The Tender Committee was requested to add a new classification – field 120 (piles, micropiles and slurry walls), classification C-5 (unlimited) [120 5-λ] – to the list of classification specified in Section 4.3.4 (Contractor Registration and Certification) of the Invitation.	Sections 4.3.4 (Contractor Registration and Certification)
	A:	The Tender Committee rejects the request.	
18.	Q:	The Tender Committee was requested: (a) to allow reliance on Works executed by a subsidiary, fully owned but not directly held; and (b) to clarify that a Parent Company also includes a corporation which indirectly holds one hundred percent (100%) of all Means of Control in the Demonstrating Entity.	Section 4.5 (Provisions with respect to Works executed by an Associated Party)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 4.5.1 of the Invitation.	
19.	Q:	The Tender Committee was requested to clarify which Financial Statements should be relied on for the purpose of demonstrating compliance with the Financial Pre-Qualification Requirements.	Section 5 (Financial Pre-Qualification Requirements)

Questions and Answers			Reference
Invitation			
	A:	The attention of the Participants is drawn to the definition of “Financial Statements” in Annex “A” to the Invitation (which the following clarification does not change or derogate from). The Tender Committee clarifies that compliance with the Financial Pre-Qualification Requirements should be demonstrated based on the results as specified in the most recent audited annual financial statements of the applicable Entity (provided that such are not earlier than for the year 2024), and with respect to the requirements specified in Sections 5.2 (Turnover) and 5.4 (Operating Cash Flow) of the Invitation, also the audited annual financial statements for the two preceding years. Thus, by way of examples (which are provided by way of an explanation, so should not derogate from the amendment to Annex A introduced hereby): (a) If, on the Pre-Qualification Submission Date, a Member’s most recent audited annual financial statements are for the year 2024, such Member must demonstrate compliance with the Financial Pre-Qualification Requirements based on its Financial Statements for the year 2024, and with respect to the requirements specified in Sections 5.2 (Turnover) and 5.4 (Operating Cash Flow) of the Invitation, also on its audited annual financial statements for the years 2023 and 2022. (b) If, on the Pre-Qualification Submission Date, a Member’s most recent audited annual financial statements are for the year 2025, such Member must demonstrate compliance with the Financial Pre-Qualification Requirements based on its Financial Statements for the year 2025, and with respect to the requirements specified in Sections 5.2 (Turnover) and 5.4 (Operating Cash Flow), also on its audited annual financial statements for the years 2024 and 2023. Without derogating from the foregoing, the attention of the Participant is drawn to the amendments introduced to the various tables in Section 2 of Annex “F” to the Invitation.	Annex “F” (Accounting Principles and Exchange of Currency)
20.	Q:	The Tender Committee was requested to reduce the required Weighted Average Turnover and JV Combined Weighted Average Turnover.	Section 5.2 (Turnover)
	A:	The Tender Committee rejects the request.	
21.	Q:	The Tender Committee was requested to clarify the provisions of Sections 6.4.4 and 6.4.5 of the Invitation with respect to submission of separate cash flow statements and confirmation by an external auditor.	Sections 6.4.4 and 6.4.5 (Content and Submission Form)

Questions and Answers			Reference
Invitation			
	A:	The Tender Committee clarifies that the submission of separate cash flow statements pursuant to Section 6.4.4 of the Invitation is only required if the Financial Statements of the applicable Entity do not include cash flow statements. If separate cash flow statements are submitted as aforesaid, the confirmation by an external auditor pursuant to Section 6.4.5 of the Invitation is only required if the (separate) cash flow statements are based on accounting principles other than Israeli GAAP, US GAAP or IFRS. Without derogating from the foregoing, the attention of the Participant is drawn to the amendments introduced to Section 6.4.5 of the Invitation.	
22.	Q:	The Tender Committee was requested to clarify what would be considered as a “binder” for the purpose of Section 7.7.3 of the Invitation.	Section 7.7.3 (Signing of the Pre-Qualification Submission)
	A:	Without derogating from its discretion, the Tender Committee clarifies that a spiral/wire/heat bound binder will be considered a “binder” for the purpose of Section 7.7.3 of the Invitation, as opposed to a ring-binder which will not.	
23.	Q:	The Tender Committee was requested to confirm that supporting documents such as incorporation/constitutional documents, Financial Statements etc. may be submitted in PDF format only.	Section 7.8.1 (Number of Pre-Qualification Submission Copies)
	A:	The attention of the Participants is drawn to the amendments introduced to the provisions of Section 7.8.1 of the Invitation.	
24.	Q:	The Tender Committee was requested to clarify whether the Pre-Qualification Submission can be mailed/shipped to a particular functionary in NTA, or whether it must be physically submitted.	Section 7.10.2 (Pre-Qualification Submission Date)
	A:	The Tender Committee clarifies that the Pre-Qualification Submissions must be physically submitted to the Tender Committee at the address specified in the Invitation.	
25.	Q:	The Tender Committee was requested to amend a clerical error in the definition of “Entity” in <u>Annex “A”</u> to the Invitation.	Annex “A” (Definitions); definition of “Entity”
	A:	The attention of the Participant is drawn to the amendments introduced to the definition of “Entity” in <u>Annex “A”</u> to the Invitation.	
26.	Q:	The Tender Committee was requested to confirm that an Authorized Contractor can be an Entity incorporated outside Israel.	

Questions and Answers			Reference
Invitation			
	A:	The Tender Committee so confirms. Without derogating from the foregoing, the attention of the Participant is drawn to the amendments introduced to Section 3.4 of <u>Annex "C"</u> to the Invitation.	Section 3.4 of Annex "C" (Composition of the Participant)
27.	Q:	The Tender Committee was requested to clarify what certificates or other documentations are required from an Authorized Contractor incorporated outside Israel.	Section 3.4 of Annex "C" (Composition of the Participant)
	A:	The Tender Committee clarifies that, an Authorized Contractor (whether incorporated in Israel or elsewhere) is not obligated to submit any certificates or documentations together with its Pre-Qualification Submission. Without derogating from the foregoing, the attention of the Participants is drawn to the introduction of the new Section 10.4 to <u>Pre-Qualification Form "2"</u> and of the new <u>Attachment "D"</u> (Authorized Contractor Undertaking) to <u>Pre-Qualification Form "2"</u> .	Pre-Qualification Form "2"
28.		The attention of the Participants is drawn to amendments introduced to the tables in <u>Pre-Qualification Forms "3", "4" and "5"</u> .	Pre-Qualification Forms "3", "4" and "5"
29.	Q:	The Tender Committee was requested to clarify that the row entitled "Method of Completion" in the table in Section B (Groundwater Dewatering Experience) of <u>Pre-Qualification Form "4"</u> refers to the Completion of the dewatering works and not of the C&C Underground Structure itself.	Section B (Groundwater Dewatering Experience) of Pre-Qualification Form "4"
	A:	The attention of the Participants is drawn to the provisions of Section 4.3.2.1 of the Invitation.	

Pre-Qualification 589/2025

INVITATION TO PRE-QUALIFY

**WITH RESPECT TO PARTICIPATION IN FUTURE
TENDERS FOR THE EXECUTION OF INFRA #1
WORKS OF THE TEL AVIV METROPOLITAN METRO
LINES**

November 2025

INVITATION FOR PRE-QUALIFICATION

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<u>Annex D</u>	Advisors to the Tender Committee
<u>Annex E</u>	Requests for Clarification
<u>Annex F</u>	Accounting Principles and Exchange of Currency

LIST OF FORMS:

<u>Pre-Qualification Form “1”</u>	The Pre-Qualification Submission Letter
<u>Pre-Qualification Form “2”</u>	Participating Entity
<u>Pre-Qualification Form “3”</u>	Experience in the Construction of TBM Tunnels
<u>Pre-Qualification Form “4”</u>	Underground Structure: Cut & Cover Experience
<u>Pre-Qualification Form “5”</u>	Underground Structure: Mined Experience
<u>Pre-Qualification Form “6”</u>	Financial Pre-Qualification Requirements
<u>Pre-Qualification Form “7”</u>	Turnover
<u>Pre-Qualification Form “8”</u>	Public Entities Transactions Law Affidavit
<u>Pre-Qualification Form “9”</u>	Criminal Information Affidavit

1. INVITATION FOR PRE-QUALIFICATION

1.1. Introduction and General Description of the Programme

NTA – Metropolitan Mass Transit Systems Ltd. (“NTA” or the “Owner”) is a government company tasked with the development of the Tel Aviv Metropolitan Mass Transit System, which includes, *inter alia*, a metro network, comprising three (3) mostly underground metro lines of approximately 150 kilometers in length and 109 stations (the “Programme” or “Network”).

The Tender Committee is issuing this Invitation in order to identify Eligible Participants, which will be invited to participate in future Tenders for the design and execution the first stage of the Programme (“**Stage 1**”), which is comprised of a total of 76 kilometers of tunnels and 59 stations, divided into eleven (11) Infra #1 Work Packages.

General, indicative information with respect to the Programme and the Infra #1 Work Packages is detailed in **Annex “B”** (General Description of the Programme).

As is evident from the general description of the Programme, it is challenging and complex, with unique characteristics, technical features, restrictions and execution restraints. It involves complex interfaces, including, *inter alia*, with relevant authorities (governmental as well as municipal), other means of public transportation and other transportation projects. The implementation of the Programme and each of the Infra #1 Work Package will require, *inter alia*, coordination and management of different professional disciplines, with different Entities, project managers, designers, service providers, taking into account the dynamic nature of the Programme. Bearing this complexity in mind, the Tender Committee places great importance on the process of identifying Entities which possess the required professional experience and capabilities.

1.2. Invitation for Pre-Qualification

The Tender Committee hereby invites Entities to participate in the Pre-Qualification Process, according to the terms and conditions of this Invitation.

1.3. The Selection Process

At present and in very general terms, the Tender Committee intends to conduct this Pre-Qualification Process, following which Eligible Participants will be invited to participate (if they so choose, and subject to the expected requirements specified herein), in (various) individual Tenders with respect to the aforementioned Infra #1 Work Packages, in each of which a prospective Eligible Participant will be declared as a Successful Bidder and selected to perform one or more designated Infra #1 Work Package(s).

For avoidance of doubt, an Eligible Participant may be announced as a Successful Bidder in more than one (1) Tender, subject to conditions which will be specified in the Tender Documents.

1.4. The Pre-Qualification Process and the Tender Stage

- 1.4.1. The purpose of this Pre-Qualification Process is to identify Eligible Participants who have the required professional experience and capabilities in the following disciplines:
 - 1.4.1.1. Construction of TBM Tunnels (see Section 4.2 (Experience in the Construction of TBM Tunnels) below) (“**Tunneling Experience**”);
 - 1.4.1.2. Design and Construction of underground structures using Cut & Cover method (see Section 4.3 (Underground Structures: Cut & Cover Experience) (“**C&C Experience**”).
 - 1.4.1.3. Design and Construction of underground structures using traditional tunneling methods (see Section 4.4 (Underground Structure: Mined Experience) below) (“**Mining Experience**”).
- 1.4.2. **Two Types of Infra #1 Work Packages.** As specified in **Annex “B”** hereto, it is currently anticipated that “Stage 1” will include eleven (11) Infra #1 Work Packages, all of which will include design and construction of: (i) TBM tunnels using TBM; and (ii) underground stations using Cut & Cover. Out of the expected eleven (11) Infra #1 Work Packages, four (4) Infra #1 Work Packages are expected to also include the design and construction of underground stations and/or crossovers using traditional sequential tunneling methods, all as specified in **Annex “B”** hereto.
- 1.4.3. **A Pre-Qualification Process for the Two Types of Work Packages.** The Tender Committee issued this Invitation with the aim of receiving two (2) types of Pre-Qualification Submissions:
 - (a) **Type “A” Submissions:** to demonstrate Tunneling Experience and C&C Experience only.
 - (b) **Type “B” Submissions:** to demonstrate Tunneling Experience, C&C Experience and Mining Experience.

(each a “**Type of Pre-Qualification Submission**”)

Participants may submit: (i) a Type “A” Submission only; (ii) a Type “B” Submission only; or (iii) both Types of Pre-Qualification Submission, in each case, in accordance with the Permitted Compositions (as defined below) and the restrictions specified in **Annex “C”** hereto. Without derogating from the foregoing, each of the Type “A” Submission and the Type “B” Submission are required to be submitted separately (as stand-alone Pre-Qualification Submissions), each including all Tender Forms and all other documents required to be submitted as part of a Pre-Qualification Submission.
- 1.4.4. **Composition of the Participant.** For their participation in any Type of Pre-Qualification Submission, Participating Entities are free to choose any one of the participation options specified in **Annex “C”** hereto, (“**Permitted Compositions**”), and are required to comply with the restrictions specified therein with respect to such Permitted Compositions. For avoidance of doubt, different compositions may be selected with

respect to each Type of Pre-Qualification Submission, all as specified in **Annex “C”** hereto.

- 1.4.5. **Announcement of Eligible Participants.** Upon the completion of its evaluation of the Pre-Qualification Submissions, the Tender Committee will announce, separately with respect to each Type of Pre-Qualification Submission, those Participants which the Tender Committee deemed to have successfully demonstrated compliance with the requirements of the Pre-Qualification Documents, and which were not otherwise disqualified thereby (“**Eligible Participant**”). The Eligible Participants will be invited to participate in the future Tenders (as explained below).

The Tender Committee may publish the identity of all Eligible Participants (including the Participating Entities participating therewith) to all Participants and in a press release.

1.5. Update Process

- 1.5.1. The process of awarding the Stage 1 Infra #1 Work Packages is designed as a phased, gradual process, expected to span several years.
- 1.5.2. In order to accommodate for changes which may occur in the market as well as in the structure of the Eligible Participants during such period, the Tender Committee intends to conduct two (2) update processes (each an “**Update Process**”), currently expected to take place during the course of 2027 and thereafter during the course of 2028, following which the Tender Committee will approve requests:
- (a) For changes in the composition of an Eligible Participant, including, *inter alia*, joining Entities, replacing Entities, or accepting the withdrawal from further participation of others; and
 - (b) For the pre-qualification of (additional, new) Participants which did not (nor did the Entities comprising such Participants) pre-qualify pursuant to this Invitation.
- 1.5.3. The Tender Committee will announce its intent to carry out each Update Process in advance, and in doing so will inform the Eligible Participants and prospective Participants of the procedure for conducting the Update Process, including the requests and information to be submitted and the qualifications which will be evaluated or reevaluated (if any) by the Tender Committee.
- 1.5.4. The provisions of this Section 1.5 (Update Process) do not derogate from the Tender Committee’s rights and prerogatives pursuant to Law and this Invitation, including the right to approve changes to a Participating Entity or changes in the composition of the Participants (including Eligible Participants) not as part of an Update Process .

1.6. Participation in Future Tenders; Expected Requirements

Without derogating from NTA’s and the Tender Committee’s rights, prerogatives and discretions pursuant to this Invitation (including Section 9 [Discretion and Prerogatives of NTA and the Tender Committee], it is expected that the following

requirements and conditions shall apply in future Tenders and Agreements, all as shall be further specified under the Tender Documents:

1.6.1. Type “A” and Type “B” Tenders

1.6.1.1. Participants which were announced as Eligible Participants with respect to their Type “A” Submission (each a “**Type “A” Eligible Participant**”) will be invited to participate in Tenders for Work Packages which do not include Mined Underground Structures (as defined in Section 4.7 (Definitions) below) (“**Type “A” Tenders**”); and

1.6.1.2. Participants which were announced as Eligible Participants with respect to their Type “B” Submission (each a “**Type “B” Eligible Participant**”) will be invited to participate in Tenders for Work Packages which include Mined Underground Structures (as defined in Section 4.7 (Definitions) below) (“**Type “B” Tenders**”).

Notwithstanding the foregoing:

1.6.1.3. if: (i) a Type “B” Eligible Participant submitted only a Type “B” Pre-Qualification Submission; and (ii) none of the Participating Entities participating therewith participate with a Type “A” Eligible Participant, the Tender Committee may, at its sole discretion, allow such Type “B” Eligible Participant to participate also in Type “A” Tenders; and

1.6.1.4. the Tender Committee may, at its sole discretion, allow Type “A” Eligible Participants to participate in Type “B” Tenders in which the scope of the elements (underground stations and/or crossovers) to be designed and constructed using traditional sequential tunneling methods, is, in the opinion of the Tender Committee, less significant.

1.6.2. NTA recognizes the special complexity of the Work Packages which include Mined Underground Structures, and as such, it intends to offer certain commercial incentives with respect to each of applicable Work Packages.

1.6.3. **Method of Participation in Future Tenders.** Eligible Participants will be permitted to participate in the Tenders only in the composition which was prequalified pursuant to this Invitation (i.e. the same Members, Experience Providers and Guarantors (if any)), or pursuant to an Update Process or as otherwise changed with the approval of the Tender Committee.

Notwithstanding the foregoing: (i) each Single Entity Participant; and (ii) each Member and Experience Provider participating as part of a Joint Venture Participant (each a “**Controlling Entity**”), will be permitted to participate in any specific Tender through a wholly owned subsidiary or second tier subsidiary (a “**Wholly Owned Subsidiary**”).

In such case, the applicable Controlling Entity will be required to support its Wholly Owned Subsidiary with sufficient financial, professional and technical means so as to enable it to perform its obligations and its applicable scope of the Works, should such be declared as the Successful Bidder in such Tender; all as shall be further specified in the Tender Documents.

- 1.6.4. Each Participating Entity which demonstrated compliance with a certain Professional Pre-Qualification Requirement, will be required to assume responsibility for the performance of the applicable part of the Work for which it was pre-qualified, and shall be entitled to do so either:

1.6.4.1. directly;

1.6.4.2. through a direct subsidiary thereof; or

1.6.4.3. through an Entity which is indirectly held by the applicable Participating Entity (provided that one hundred percent (100%) of all Means of Control of such Entity are Effectively held by such Participating Entity).

- 1.6.5. Additional Qualifications

1.6.5.1. Since the execution of the Infra #1 Work Packages will require, in addition to the construction of TBM tunnels, also the design thereof, and since the Participants are not required to present experience in the design of TBM tunnels in this Pre-Qualification Process, it is expected that an Eligible Participant which does not have such experience will be required, as a contractual obligation under the Agreement (if the Eligible Participant will be announced as a Successful Bidder in a Tender), to engage a designer or subcontractor which has such experience. Additional provisions with respect thereto, including qualifications with respect to such designer or subcontractor, will be specified in the Tender Documents.

1.6.5.2. Since the execution of the Infra #1 Work Packages will require, *inter alia*, cooperation and coordination with Israeli authorities, municipalities and localities, it is expected that an Eligible Participant which does not have experience in the execution of projects in Israel, including with respect to engineering coordination and obtaining permits, will be required, as a contractual obligation under the Agreement (if the Eligible Participant will be announced as a Successful Bidder in a Tender), to engage a subcontractor which has such experience and which is a “registered contractor” pursuant to the Registration of Contractors for Construction Engineering Works Law, 5729-1969, having at least one (1) of the following classification(s): (i) field 100 (construction), classification C-5 (unlimited) [100 5-λ]; (ii) field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ]; or (iii) field 300 (bridges), classification C-5 (unlimited) [300 5-λ].

Additional provisions with respect thereto, including qualifications with respect to such subcontractor will be specified in the Tender Documents.

1.7. Anticipated Schedule

The anticipated schedule for the Pre-Qualification Process is as follows:

1.7.1. Final date for the Submission of Requests for Clarifications: March 5th, 2026.

1.7.2. Pre-Qualification Submission Date: April 29th, 2026.

The Tender Committee reserves the right to amend any date contained herein, at any time, at its sole discretion by issuing an Addendum to this Invitation in accordance with the provisions of Section 2.12 (Addenda).

2. RULES AND PROCEDURES

2.1. Definitions

Capitalized terms used in this Invitation shall have the meanings ascribed to them in **Annex “A” (Definitions)** or as otherwise specifically defined in any Section of this Invitation, any Annex to this Invitation or any Pre-Qualification Form. The meaning set next to the capitalized term shall also apply to any derivative terms, which shall be construed accordingly.

2.2. Governing Law and Jurisdiction

- 2.1.1 The Pre-Qualification Process shall be governed and construed in accordance with the provisions of all applicable Laws, including the Mandatory Tenders Law 1992, and the Regulations.
- 2.1.2 The applicable court in Tel Aviv shall have the sole jurisdiction over all matters and all disputes arising in connection with the Pre-Qualification Process and the Tender Process.
- 2.1.3 The foregoing does not derogate from the obligation of any Participating Entity and anyone on their behalf, to address the Tender Committee, in writing, with a specific and detailed claim or complaint.

2.3. Preparation for Submission

- 2.2.1 By submitting a Pre-Qualification Submission each Participating Entity confirms and will be deemed to have confirmed that it has received the complete Pre-Qualification Documents, that it has read, considered and understood the Invitation, and that it accepts the terms and conditions thereof and all obligations and undertakings specified or implied therein.
- 2.2.2 Each Participating Entity is assumed to have obtained legal advice and any other professional advice as applicable.
- 2.2.3 Each Participating Entity and the Pre-Qualification Submissions shall: (i) abide by the Laws; and (ii) shall be subject to any changes in any of the Laws, even if such changes will be introduced during the Pre-Qualification Process.

2.4. The Invitation

The Pre-Qualification Documents include this invitation for pre-qualification, its Annexes, the Pre-Qualification Forms and any other document issued by the Tender Committee during the Pre-Qualification Process.

2.5. Priority of Documents

In the event of discrepancies or contradictions between any of the provisions of this Invitation, the stricter provision, as determined by the Tender Committee at its sole discretion, shall prevail, unless otherwise determined by the Tender Committee and approved in writing. Any discrepancy or contradiction shall be brought to the attention of the Tender Committee as soon as possible.

2.6. Severability

The invalidity or unenforceability of any part, provision or section of the Pre-Qualification Documents shall not affect the validity or enforceability of other parts, provisions or sections thereof. Any invalid or unenforceable part, provision or section shall be deemed severed from the Pre-Qualification Documents, and the Pre-Qualification Documents shall be construed and enforced as if this Invitation did not contain such invalid or unenforceable part provision or section.

2.7. Access to Documents

- 2.6.1 The Pre-Qualification Documents are available for online review and download (at no cost) at the following website: www.nta.co.il (the “Website”).
- 2.6.2 Participating Entities are required to check the Website on a regular basis for any addenda, postponements, amendments, clarifications or other notifications or updates during the Pre-Qualification Process and prior to the Pre-Qualification Submission Date.
- 2.6.3 NTA, the Tender Committee or anyone on their behalf shall not be responsible in any respect for any damage or loss of any kind whatsoever, suffered by a Participating Entity or anyone on its behalf due to: (i) failure to regularly check the Website; or (ii) an error or omission with respect to any information provided by the Tender Committee.

2.8. Cost of Participation in the Pre-Qualification Process

A Participating Entity and anyone on its behalf, will bear any and all costs and expenses connected with participation in the Pre-Qualification Process as incurred by such, and will not be reimbursed or otherwise compensated by the Tender Committee or NTA for any costs or expenses so incurred thereby, including in the event of termination of the Pre-Qualification Process for any reason whatsoever.

2.9. Language

- 2.9.1. The Pre-Qualification Documents are (and the Tender Documents will be) published in English. Notwithstanding the foregoing, NTA may publish certain documents of parts thereof in Hebrew, as shall be determined by NTA, at its sole discretion.
- 2.9.2. All communication between the Participants and the Tender Committee will be in English and in writing, in accordance with the provisions of this Invitation.
- 2.9.3. Notwithstanding the foregoing, NTA and the Tender Committee conduct themselves in Hebrew, including in meetings and correspondences (including with Government Authorities), etc., and they are expected to continue doing so. The Tender Committee therefore reserves the right, to share such documentations, correspondences and discussion minutes, (only) in Hebrew (including if required to do so pursuant to the provisions of this Invitation).

2.10. Authorized Representative

- 2.10.1. Each Participating Entity (or a group of Participating Entities which intend to participate in this Pre-Qualification Process as part of the same Participant) shall appoint an individual on its/their behalf, as its/their authorized representative for: (i) conducting correspondence with the Tender Committee; and (ii) receiving instructions from the Tender Committee for and on behalf of the Participating Entity or the group of Participating Entities (as applicable) (an “**Authorized Representative**”). Different Authorized Representatives may be appointed with respect to each Type of Pre-Qualification Submission.
- 2.10.2. A Participating Entity or group of Participating Entities (as applicable) shall provide details of its/their Authorized Representative, including its full name, title, telephone number and e-mail address, and may do so with a dedicated notification or as part of the first Request for Clarification submitted thereby.
- 2.10.3. An Authorized Representative may be replaced by giving prior written notice to the Tender Committee, duly signed by the Participating Entity or Participating Entities (as applicable). The appointment of an Authorized Representative shall not be terminated other than by the appointment of a replacement and the receipt of notice thereof by the Tender Committee.

2.11. Requests for Clarification of this Invitation

- 2.11.1. Participating Entities may raise questions and requests for clarifications or interpretations to the Pre-Qualification Documents, in writing, by no later than the deadline for the submission of requests for clarifications as set forth in Section 1.4 (Anticipated Schedule) (“**Request(s) for Clarification(s)**”). Without derogating from the foregoing, the Participating Entities are required to raise a Request for Clarification in the event of any discrepancy or ambiguity in the Pre-Qualification Documents. Such Requests for Clarifications shall be addressed in writing only to following mailbox: ntapqinfra1@nta.co.il.
- 2.11.2. Requests for Clarifications shall be submitted via email in a signed PDF file and in an **open** Excel file, in the format attached as **Annex 4** (Requests for Clarification) to this Invitation.
- 2.11.3. The Tender Committee reserves the right to ignore Requests for Clarifications which are not submitted in accordance with the requirements of submission specified in Section 2.11.2.
- 2.11.4. The Tender Committee may request Participating Entities to provide clarifications to their Request for Clarifications (or any part thereof), including by way of meeting with the Participating Entities or any of them (in a joint meeting or in separate meetings).
- 2.11.5. The Tender Committee is not obliged to clarify or interpret the Pre-Qualification Documents, to respond to any specific question or to publish any of the Requests for Clarifications submitted to it.
- 2.11.6. Although the Tender Committee is not obliged to clarify or interpret the Pre-Qualification Documents, the Tender Committee may issue an

Addendum for the purpose of clarifying or interpreting the Pre-Qualification Documents in response to Requests for Clarifications, in accordance with the provisions of Section 2.12 (Addenda).

- 2.11.7. The Tender Committee may rephrase any Request for Clarification as it shall deem appropriate under the circumstances, including adding to the original language or omitting from the original language.
- 2.11.8. Any Request for Clarification not responded by the Tender Committee shall not be deemed accepted.
- 2.11.9. Any Request for Clarification raised at a date following the deadline for the submission thereof as provided in Section 1.4 (Anticipated Schedule), will be accepted or rejected, answered or not, at the discretion of the Tender Committee.
- 2.11.10. A response by the Tender Committee to any Request for Clarification shall not derogate from the discretion or the prerogative of the Tender Committee under this Invitation, including under Section 2.12 (Addenda).

2.12. Addenda

- 2.12.1. Without derogating from its rights and prerogatives pursuant to this Invitation (including under the provisions of Section 9 (Discretion and Prerogatives of NTA and the Tender Committee) or Law, the Tender Committee reserves the right to revise, modify, amend, clarify, add, delete or otherwise change the Pre-Qualification Documents or any part thereof, including, but not limited to, any instruction, requirement, specification, Pre-Qualification Requirement(s) or date contained therein, whether at the discretion of NTA or the Tender Committee or as a result of a Request for Clarification. Such revisions, if any, shall be announced by written clarification or addenda to the Pre-Qualification Documents (“**Addenda**” or “**Addendum**”, respectively) and will be deemed an integral part of this Invitation.
- 2.12.2. No answers, clarification or amendment to the Pre-Qualification Documents shall be binding unless issued in the form of an Addendum.
- 2.12.3. Neither NTA nor the Tender Committee shall be bound by, and Participating Entities shall not rely on, any oral clarification to the Pre-Qualification Documents.
- 2.12.4. Should any Addendum result from any Request for Clarification submitted by a Participating Entity or group of Participating Entities, the identity of such shall not be disclosed.
- 2.12.5. Copies of Addenda published by the Tender Committee shall be published at the Website and notices regarding such publications shall be furnished to the Participating Entities who have provided details of their Authorized Representative.

The foregoing does not derogate from the provisions of Section 2.12.6 below and shall not be construed as creating any obligation on the part of

NTA or the Tender Committee to inform any Participating Entity of any Addenda published at the Website.

- 2.12.6. Such Participating Entities will be required to acknowledge receipt of notice of Addenda in writing no later than two (2) days following receipt thereof by a returned email to the Tender Committee.
- 2.12.7. Without derogating from the generality of the provisions of Sections 1.4 (Anticipated Schedule) and 2.12 (Addenda), the Tender Committee may postpone the date for submission of Pre-Qualification Submissions, or any other date herein, by such number of days as shall be necessary in the opinion of the Tender Committee to enable the Participants to revise their Pre-Qualification Submissions as a result of any Addendum issued by the Tender Committee. The announcement of a new date, if any, will be included in the Addendum.

2.13. Participants' Conference

- 2.13.1. The Tender Committee reserves the right to hold one or more conference(s) for the Participating Entities (each, a “**Conference**”) and shall, at its discretion, determine whether attendance at any Conference is mandatory.. Details with respect to the Conference(s) (if any) will be notified in an Addendum in accordance with the provisions of Section 2.12 (Addenda) above.
- 2.13.2. The Tender Committee may limit the number of attendees on behalf of each Participating Entity or group of Participating Entities at any of the Conference(s) and may require prior confirmation of attendance.
- 2.13.3. At the Conference(s) (to the extent held), the Tender Committee may answer Requests for Clarifications referred to it in advance by the attendees and may present the Programme and explain the Pre-Qualification Documents and clarifications and amendments to the Pre-Qualification Documents previously introduced by it in accordance with the provisions of Section 2.12 (Addenda) above.
- 2.13.4. Following the Conference(s), the Tender Committee may issue Addenda in accordance with the provisions of Section 2.12 (Addenda), addressing requests raised by the attendees or clarifications provided by the Tender Committee at the Conference(s). Only answers and clarifications issued in the form of an Addendum shall be binding; and the Tender Committee shall not be bound by, and no Entity or person shall rely on, any oral representation made by the Tender Committee or by any other attendee during the Conference.

2.14. Intellectual Property Rights

The Pre-Qualification Documents and any and all intellectual property rights therein are exclusively owned by NTA and are supplied to the Participating Entities solely for the purpose of participation in the Pre-Qualification Process.

2.15. Information Supplied to the Participating Entities

- 2.15.1. The description of the Programme detailed in this Invitation is general and indicative only. The actual scope of works and further particulars may differ from the description thereof in this Invitation.
- 2.15.2. Additional relevant information with respect to each of the Work Packages will be included in each of the specific Tenders.
- 2.15.3. In any event and without derogating from the foregoing, to the extent applicable during the Pre-Qualification Process, Participating Entities are required to independently examine and verify all aspects associated with performing works in Israel, including, inter alia, with respect to coordination with relevant authorities, including for the purpose of engineering coordination and obtainment of permits .

2.16. Advisors to the Tender Committee

- 2.16.1. **Annex D** of this Invitation contains a list of the advisors to the Tender Committee (each an “**Advisor**”).
- 2.16.2. Subject to the provisions of any and all applicable Laws, the Tender Committee may exercise its rights under this Invitation through its Advisors.
- 2.16.3. The Tender Committee reserves the right to release any Advisor or to engage additional Advisors, update or otherwise amend **Annex D** or any part thereof as it shall deem appropriate under the circumstances; at any time during the Tender Process and as many times as shall be required.

2.17. Avoidance of Conflict of Interests

- 2.17.1. Each Participating Entity acknowledges that in the preparation of the Pre-Qualification Submission (and consequently, if the Participant is declared as Eligible Participant, the bid for the Tender) it is strictly prohibited from having any conflict of interests between any of its other activities and/or its other obligations, and/or any of its employees, consultants or subcontractors and the obligations and rights with respect to this Invitation or the Programme, including a conflict of interest which may arise as a result of engaging employees, advisors or sub-contractors of NTA.
- 2.17.2. Advisors are not permitted to participate in the Pre-Qualification Process, or the Programme on behalf of any third-party other than the Tender Committee. Therefore, Participating Entities (or any Affiliate thereof) are prohibited from engaging any Advisor, directly or indirectly, with respect to the Pre-Qualification Process.

For avoidance of doubt, the foregoing prohibition shall apply: (a) if the Advisor is an Entity – to any person employed by such Entity and to any person which Controls such Entity; and (b) if the Advisor is a person – to any Entity Controlled by such person or any Entity which employs such Person.

- 2.17.3. Further restrictions with respect to engagements between Participating Entities (or Affiliates thereof) and Advisors, in connection with the Tender Process and the Programme will be specified in the Tender Documents.

- 2.17.4. Participating Entities are required to notify the Tender Committee of any actual or potential conflicts of interests and any concern for a conflict of interests.
- 2.17.5. If the Tender Committee becomes aware of any actual or potential conflict of interests (as determined by the Tender Committee), it may, at its sole discretion, take any action required to ensure the absence of a conflict of interests including, *inter alia*, (i) request to amend the terms of any engagement; (ii) disqualify Participating Entities from participating in the Pre-Qualification Process; (iii) impose conditions and restrictions with respect to their participation in the Pre-Qualification Process; or (iv) take any other action required, in its opinion, to avoid any appearance of or a conflict of interest, in each case, as the Tender Committee shall deem fit.

3. GENERAL PROVISIONS RELATING TO PARTICIPANTS

3.1. The Participant and the Members

3.1.1. With respect to each Type of Pre-Qualification Submission, a “**Participant**” shall mean:

3.1.1.1. a single Entity (a “**Single Entity Participant**”); or

3.1.1.2. an association of Entities (each a “**Member**” and together a “**Joint Venture Participant**” or “**JV**”).

in any case, participating in this Pre-Qualification Process and submitting a Pre-Qualification Submission.

3.1.2. **Composition of the Participant.** The composition of the Participant shall be one (1) of the Permitted Compositions specified in **Annex “C”** hereto.

3.1.3. **Form of Submission.** In order to demonstrate compliance with this Section 3.1 (The Participant and the Members) Pre-Qualification Form “1” and Pre-Qualification Form “2” shall be duly completed, executed and submitted.

3.2. Experience Provider

3.2.1. An “**Experience Provider**” shall mean an Entity (which is not a Member) presented by the Participant for the purpose of demonstrating compliance with any of the Professional Pre-Qualification Requirements.

3.2.2. An Experience Provider shall comply with at least one (1) of the Professional Pre-Qualification Requirements and with the requirements specified in Section 3.4 (Participation – General Requirements).

3.2.3. **Form of Submission.** In order to demonstrate compliance with this Section 3.2 (Experience Provider), each Experience Provider shall complete, execute and submit Pre-Qualification Form “2”.

3.3. Guarantor¹

3.3.1. A “**Guarantor**” shall mean an Entity which: (i) ~~Controls~~ Effectively holds (directly or indirectly) more than fifty percent (50%) of all Means of Control in (a) the Participant (if it is a Single Entity Participant), or ~~Controls~~ (b) a Member (if the Participant is a JV); (ii) is presented by such Participant or Member (as applicable) for the purpose of demonstrating compliance with the applicable Financial Pre-Qualification Requirements, instead of such Participant or Member; and (iii) which complies with the requirements specified in Section 3.4 (Participation – General Requirements).

¹ Amended as part of Addendum No. 4 dated February 10, 2026.

- 3.3.2. **Form of Submission.** In order to demonstrate compliance with this Section 3.3 (Guarantor), each Guarantor shall complete, execute and submit Pre-Qualification Form “2”.

3.4. Participation – General Requirements

Without derogating from the provisions of Sections 3.1 (The Participant and the Members), 3.2 (Experience Provider) and 3.3 (Guarantor), each Participating Entity needs to comply with and satisfy all of the following requirements:

- 3.4.1. It is a duly organized and a validly existing Entity under the laws of the jurisdiction in which it is organized.
- 3.4.2. It has all requisite corporate power and authority for the ownership and operation of its properties and for the carrying on of its business as currently conducted or proposed to be conducted for the purposes of the Programme (including the participation in this Pre-Qualification Process).
- 3.4.3. There are no actions or proceedings pending, voluntary or involuntary, with respect to dissolution, liquidation, freeze of assets, bankruptcy, insolvency, appointment of a trustee, a liquidator or a receiver (including temporarily), or any other analogous situation nor, are there to the best of its knowledge, any actions or proceedings which might result in dissolution, liquidation, freeze of assets, bankruptcy, insolvency, appointment of a trustee, a liquidator or a receiver (including temporarily), or any other analogous situation.
- 3.4.4. Its most recent Financial Statements do not include a “going concern notice” or a notice of a similar effect.
- 3.4.5. It and any Interested Party, including the office holders thereof involved in the Pre-Qualification Process (including individuals) are not residents or citizens of a state which does not have diplomatic relations with the State of Israel.
- 3.4.6. It is not a Declared Entity and it is not a Related Entity of a Declared Entity; and the office holders thereof involved in the Pre-Qualification Process (including individuals) are not Declared Entities or Related Entities of the Declared Entities.
- 3.4.7. Its incorporation documents do not contain any provision which may restrict or limit its ability to undertake and perform the applicable part of the works for which it prequalifies.
- 3.4.8. To the extent required under Law, each Participating Entity incorporated in the State of Israel, or registered in Israel as a Foreign Company as defined under the Companies Law 1999, shall provide all relevant approvals and statements as required in accordance with the provisions of the Public Entities Transactions Law 1976 by completing Pre-Qualification Form “15”, and an ascertainment of regular reports of revenues to the tax assessor and the director of V.A.T. in transactions that is taxable under the Value Added Tax Law 1975.

3.5. Criminal Information

3.5.1. The Tender Committee will evaluate criminal information in accordance with the Criminal Information and Rehabilitation Law, 2019 (the “**Criminal Information Law**”).

3.5.2. Each Relevant Entity shall complete, sign, and submit an affidavit in the form of Pre-Qualification Form “9” (Criminal Information Affidavit) (“**Criminal Information Affidavit**”).

“**Relevant Entity**” shall mean each of the following:

- (a) the Participant (if it is a Single Entity Participant);
- (b) each Member (if the Participant is a Joint Venture Participant);
- (c) the chairman of the board of directors of the Participant or of each Member (as applicable);
- (d) the chief executive officer of the Participant or of each Member (as applicable);
- (e) Any Office Holder (as such term ("נושא משרה") is defined in the Companies Law, 1999) of the Participant or of each Member, if such Office Holder is significantly involved in the Pre-Qualification Process;
- (f) each Guarantor;
- (g) each Experience Provider.

3.5.3. All Criminal Information Affidavits shall be submitted as part of the Participants Pre-Qualification Submission in a separate envelope marked “*Confidential – Criminal Information Affidavit*”.

3.5.4. The provisions of Section 8.3 (Requests for Clarifications) below shall apply with respect to the Criminal Information Affidavit, *mutatis mutandis*.

3.5.5. Without derogating from its rights, prerogatives and discretion pursuant to law and this Invitation (including pursuant to the provisions of Section 8.6.7 below), the Tender Committee may disqualify any Participant, or impose condition, limitations or restrictions, or issue any instruction with respect to its participation in the Pre-Qualification Process and/or the Tender Process in any of the event that:

- (a) a Relevant Entity has been convicted of an Offence with respect to which the relevant statute of limitation period [תקופת ההתיישנות] and/or deletion period [תקופת המחיקה] pursuant to the Criminal Information Law (or if applicable any equivalent foreign law) – has not yet expired; or
- (b) an indictment (criminal charges) with respect to any Offence has been served against a Relevant Entity; or
- (c) an investigation with respect to any Offence is being conducted against a Relevant Entity, with respect to which the relevant period

pursuant to the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information – Limiting Information on Pending Cases where no Indictment has been filed), 2022, (or if applicable any equivalent foreign law) – has not yet expired.

“**Offence**” shall mean: (i) the criminal offences included in Sections 6-10 of Annex 4 [התוספת הרביעית] to the Criminal Information Law, (ii) the criminal offences included in Chapters Seven (National Security, Foreign Relations and Official Secrets), Eight (Offences Against Political and Social Order), Nine (Offences relating to Public Order and Justice) or Ten (Bodily Harm) to the Penal Law, 5737-1977; (iii) similar offences under foreign laws; whether committed in Israel or abroad.

- 3.5.6. In making its decision based on this section 3.5 (Criminal Information), the Tender Committee shall take into account, among other things, the considerations set forth in the Criminal Information Law, the Criminal Information and Rehabilitation of Offenders Regulations (Provision of Information from the Criminal Record for the Purpose of Entering into a Contract to Execute a Transaction within the Framework of a Tender), 2025, and any other applicable Laws.
- 3.5.7. The Tender Committee reserves its right to revisit the issue of Offences as part of this Pre-Qualification Process, based on any information that becomes available to the Tender Committee at any stage, including, but not limited to, during the Tender Process and following the execution of the Agreement.
- 3.5.8. Furthermore, the Tender Committee reserves the right to consider information with respect to additional offences and/or information with respect to additional entities beyond the Relevant Entities, including with respect to the Bidders, the Successful Bidder, and in the context of the nomination of the chairman of the board of directors, the chief executive officer, and chief officers of the Successful Bidder (if any). The exercise of such rights shall be without prejudice to any other rights or remedies available to NTA or the Tender Committee under applicable law or the terms of the Tender Documents.

3.6. Participation in a Pre-Qualification Submission; Restrictions

- 3.6.1. **General.** An Entity may not participate (neither as a Participant, Member, Experienced Provider, Guarantor or otherwise) in more than one (1) Pre-Qualification Submission of each Type. For the purpose of the provisions of this Section 3.5.1, the term “Entity” shall be deemed to include any Affiliate of such Entity.
- 3.6.2. **Participation in both Types of Pre-Qualification Submissions.** If a (single) Participating Entity wishes to participate in both Types of Pre-Qualification Submissions (Type “A” and Type “B”), it can do so:
 - (i) with the same Entities (in both Types of Pre-Qualification Submissions); or

- (ii) with different Entities, provided however, that Entities participating in different (competing) Type “A” Pre-Qualification Submissions, may not cooperate and participate together in the same Type “B” Pre-Qualification Submission, and vice versa.

For example, if:

- (i) Entity₁ and Entity₂ participate (together) in a Type “A” Pre-Qualification Submission; and
- (ii) Entity₃ and Entity₄ participate (together) in a Type “A” Pre-Qualification Submission; and
- (iii) Entity₅ and Entity₆ do not participate in any Type “A” Pre-Qualification Submission (at all),

then:

Entity₁ may submit a Type “B” Pre-Qualification Submission with Entity₂ (its “partner” in their Type “A” Pre-Qualification Submission) and/or with Entity₅ and/or Entity₆ (which does not participate in any Type “A” Pre-Qualification Submission), but Entity₁ **may not** participate in a Type “B” Pre-Qualification Submission with Entity₃ or with Entity₄ (its “competitor” with respect to the Type “A” Pre-Qualification Submission).

3.7. Participation of Government Companies

Any company budgeted by the Government of the State of Israel as defined under Section 21 of the State Budget Law, 1985 ["גוף מתוקצב"], any Municipal Company or a subsidiary thereof as defined under Section 21 of the State Budget Law, 1985, any company supported by the Government of the State of Israel as defined under Section 32 of the State Budget Law, 1985 ["גוף נתמך"], any Entity incorporated by Law (a statutory corporation), or any company subject to the provisions of the Government Companies Law, 1975, is not permitted to participate in the Pre-Qualification Process, directly or indirectly, including as a Participant, Member, Experience Provider or Guarantor.

3.8. Additional Requirements, including Security Considerations

Without derogating from any of its rights and prerogatives pursuant to this Invitation or Law, the Tender Committee reserves the right to disqualify any Entity (including any Eligible Participant) and/or to impose additional or new conditions, limitations, prohibitions, or restrictions, *inter alia*, with respect to the participation of any Entity (including any Eligible Participant) or person in the Pre-Qualification Process or any Update Process, the Tender Process or the Programme, which relate to:

- 3.8.1. security considerations (including national security); and/or
- 3.8.2. competition, including pursuant to the Law for Promoting Competition and Minimization of Centralization, 2013 (if applicable).

Without derogating from the foregoing, the Tender Committee reserves the right to include additional requirements with respect to the presentation of approval of a “recognized contractor for governmental works”.

4. PROFESSIONAL PRE-QUALIFICATION REQUIREMENTS

4.1. Professional Pre-Qualification Requirements; General Provisions

4.1.1. Type “A” Pre-Qualification Submission

With respect to its Type “A” Pre-Qualification Submission, each Participant must demonstrate compliance with the following:

- 4.1.1.1. the provisions of Section 4.2 (Experience in the Construction of TBM Tunnels); and
- 4.1.1.2. the provisions of Section 4.3 (Underground Structure: Cut & Cover Experience).

4.1.2. Type “B” Pre-Qualification Submission

With respect to its Type “B” Pre-Qualification Submission, each Participant must demonstrate compliance with the following:

- 4.1.2.1. the provisions of Section 4.2 (Experience in the Construction of TBM Tunnels); and
- 4.1.2.2. the provisions of Section 4.3 (Underground Structure: Cut & Cover Experience); and
- 4.1.2.3. the provisions of Section 4.4 (Underground Structure: Mined Experience).

- 4.1.3. Compliance with the Professional Pre-Qualification Requirement may be demonstrated by the Participant itself (if it is a Single Entity Participant), by its Members (if it is a Joint Venture Participant) and/or by (an) Experience Provider(s) (each a “**Demonstrating Entity**”), in each case in compliance with the Permitted Compositions specified in **Annex “C”** to this Invitation.

- 4.1.4. Compliance with each Professional Pre-Qualification Requirement must be demonstrated by a single Demonstrating Entity, i.e., compliance with a particular Professional Pre-Qualification Requirement cannot be “split” between different Demonstrating Entities. The foregoing does not derogate from the provisions of Section 4.5 (Provisions with respect to Elements executed by a Subsidiary, Parent Company or Sister Company), pursuant to which a Demonstrating Entity may present and rely on Elements which were executed by Associated **Entities Parties** thereof (as defined therein).²

4.2. Experience in the Construction of TBM Tunnels

- 4.2.1. **Past Experience.** Each Participant is required to demonstrate that, during the period commencing on January 1, 2010, and ending on the Pre-Qualification Submission Date, a Demonstrating Entity or Associated

² Amended as part of Addendum No. 4 dated February 10, 2026.

Party thereof was Primarily Responsible for and Completed the Construction of:

- 4.2.1.1. at least one (1) single bore TBM Tunnel of a minimum Length of at least three (3) continuous kilometers; or
- 4.2.1.2. at least one (1) twin bore TBM Tunnel of a minimum Length of at least one and a half (1.5) continuous kilometers in each direction; or
- 4.2.1.3. at least two (2) single bore TBM Tunnels of a minimum Length of at least one and a half (1.5) continuous kilometers each

With respect to the TBM Tunnel(s) presented, all of the following requirements must be met:

- 4.2.1.4. each of the TBM Tunnels was Constructed (in whole or in part) in an Urban Area.; and
- 4.2.1.5. at least one (1) of the TBM Tunnels passes through an underground structure; and
- 4.2.1.6. at least one (1) of the TBM Tunnels was Constructed (in whole or in part) below the groundwater table.

4.2.2. **Contractor Registration and Certification.** Without derogating from the Tender Committee's rights and discretion pursuant to the Pre-Qualification Documents, the Tender Documents and Law, it is expected that the following requirements will apply during the Tender Process:³

The Demonstrating Entity presented for the purpose of demonstrating compliance with the provisions of this Section 4.2 (Experience in the Construction of TBM Tunnels) (as applicable) must be (on the bid submission date of any future Tender in which it participates)⁴ a “registered contractor” pursuant to the Registration of Contractors Law, having at least one (1) of the following classification(s): (i) field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-5]; or (ii) field 300 (bridges), classification C-5 (unlimited) [300 5-5]].

Notwithstanding the foregoing, if the Demonstrating Entity is subject to the provisions of Article 14A of the Registration of Contractors Law ~~and such Participant, Member or Experience Provider (as applicable) is therefore not registered under the Registration of Contractors Law, it will be exempt from the abovementioned registration requirement during the Pre-Qualification Process, but it will be required to approach the Minister of Construction and Housing and it must obtain, prior to the by the bid submission date of a bid in any future Tender in which it participates,⁵ an~~

³ Amended as part of Addendum No. 4 dated February 10, 2026.

⁴ Amended as part of Addendum No. 4 dated February 10, 2026.

⁵ Amended as part of Addendum No. 4 dated February 10, 2026.

exemption from the registration requirements of this Section 4.2.2 in accordance with the provisions of Article 14A of the Registration of Contractors Law.

- 4.2.3. **Form of Submission.** In order to demonstrate compliance with this Section 4.2 (Experience in the Construction of TBM Tunnels), the Demonstrating Entity shall complete, execute and submit Pre-Qualification Form “3”.

4.3. Underground Structures: Cut & Cover Experience

- 4.3.1. **Experience in the Construction of Underground Structures.** Each Participant is required to demonstrate that, during the period commencing on January 1, ~~2015~~ 2010,⁶ and ending on the Pre-Qualification Submission Date, a Demonstrating Entity or Associated Party thereof was Primarily Responsible for and Completed the Construction of at least two (2) C&C Underground Structures:

- 4.3.1.1. in ~~each~~ at least one (1) of which, at least one (1) underground level has (independently from any other level) a total internal surface area (footprint) of at least two thousand and four hundred (2,400) square meters (m²), and in the other, at least one (1) underground level has (independently from any other level) a total internal surface area (footprint) of at least one thousand and five hundred (1,500) square meters (m2);⁷ and

- 4.3.1.2. ~~each~~ at least one (1)⁸ of which was Constructed in an Urban Area; and

- 4.3.1.3. at least one (1) of which was part of a Design-Build Project, in which the Demonstrating Entity or Associated Party thereof was Primarily Responsible for both Design and Construction of the C&C Underground Structures.

- 4.3.2. **Groundwater Dewatering Experience.** Each Participant is required to demonstrate that, during the period commencing on January 1, 2015, and ending on the Pre-Qualification Submission Date, the Demonstrating Entity or Associated Party thereof which demonstrated compliance with the provisions of Section 4.3.1 above was Primarily Responsible for and Completed the dewatering of ground water during the Construction of at least one (1) C&C Underground Structure:

- 4.3.2.1. ~~the Construction of which was Completed~~ Reserved; and

- 4.3.2.2. in which at least one (1) underground level has (independently from any other level) a total internal surface area (footprint) of

⁶ Amended as part of Addendum No. 4 dated February 10, 2026.

⁷ Amended as part of Addendum No. 4 dated February 10, 2026.

⁸ Amended as part of Addendum No. 4 dated February 10, 2026.

at least one thousand and five hundred (1,500) square meters (m²); and

4.3.2.3. which was Constructed in an Urban Area.

For the purpose of this Section 4.3.2 only, a C&C Underground Structure may be presented even if it did not include utilization of diaphragm walls and the term “C&C Underground Structure” shall be construed accordingly.⁹

4.3.3. For the avoidance of doubt, a Demonstrating Entity may present the same or different C&C Underground Structure(s) to demonstrate compliance with the provisions of Section 4.3.1 (Experience in the Construction of Underground Structures) and with the provisions of this Section 4.3.2 (Groundwater Dewatering Experience).

4.3.4. **Contractor Registration and Certification.** Without derogating from the Tender Committee’s rights and discretion pursuant to the Pre-Qualification Documents, the Tender Documents and Law, it is expected that the following requirements will apply during the Tender Process:¹⁰

The Demonstrating Entity presented for the purpose of demonstrating compliance with the provisions of this Section 4.3 (Underground Structures: Cut & Cover Experience) (as applicable) must be (on the bid submission date of any future Tender in which it participates)¹¹ a “registered contractor” pursuant to the Registration of Contractors for Construction Engineering Works Law, 5729-1969, having at least one (1) of the following classification(s): (i) field 100 (construction), classification C-5 (unlimited) [100 5-λ]; (ii) field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ]; or (iii) field 300 (bridges), classification C-5 (unlimited) [300 5-λ]].

Notwithstanding the foregoing, if the Demonstrated Entity is subject to the provisions of Article 14A of the Registration of Contractors Law ~~and such Participant, Member or Experience Provider (as applicable) is therefore not registered under the Registration of Contractors Law, it will be exempt from the abovementioned registration requirement during the Pre-Qualification Process, but it will be required to approach the Minister of Construction and Housing and it must obtain, prior to the~~ by the bid submission date of a bid in any future Tender in which it participates,¹² an exemption from the registration requirements of this Section 4.3.2 in accordance with the provisions of Article 14A of the Registration of Contractors Law.

4.3.5. **Form of Submission.** In order to demonstrate compliance with this Section 4.3 (Underground Structures: Cut & Cover Experience), the

⁹ Amended as part of Addendum No. 4 dated February 10, 2026.

¹⁰ Amended as part of Addendum No. 4 dated February 10, 2026.

¹¹ Amended as part of Addendum No. 4 dated February 10, 2026.

¹² Amended as part of Addendum No. 4 dated February 10, 2026.

Demonstrating Entity shall complete, execute and submit Pre-Qualification Form “4”.

4.4. Underground Structure: Mined Experience

4.4.1. **Past Experience.** Each Participant submitting a Type “B” Pre-Qualification Submission, is required to demonstrate that, during the period commencing on January 1, 2015, and ending on the Pre-Qualification Submission Date, a Demonstrating Entity or Associated Party thereof was Primarily Responsible for and Completed the Construction of at least one (1) Mined Underground Structure:

4.4.1.1. which was Constructed in an Urban Area; and

4.4.1.2. which was part of a Design-Build Project, in which the Demonstrating Entity or Associated Party thereof (as applicable) was Primarily Responsible for both the Design and the Construction of the Mined Underground Structures.

4.4.2. **Contractor Registration and Certification.** Without derogating from the Tender Committee’s rights and discretion pursuant to the Pre-Qualification Documents, the Tender Documents and Law, it is expected that the following requirements will apply during the Tender Process:¹³

The Demonstrating Entity presented for the purpose of demonstrating compliance with the provisions of this Section 4.4 (Underground Structure: Mined Experience) (as applicable) must be (on the bid submission date of any future Tender in which it participates)¹⁴ a “registered contractor” pursuant to the Registration of Contractors for Construction Engineering Works Law, 5729-1969, having at least the following classification: field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ].

Notwithstanding the foregoing, if the Demonstrating Entity is subject to the provisions of Article 14A of the Registration of Contractors Law ~~and such Participant, Member or Experience Provider (as applicable) is therefore not registered under the Registration of Contractors Law, it will be exempt from the abovementioned registration requirement during the Pre-Qualification Process, but it will be required to approach the Minister of Construction and Housing and it must obtain, prior to the by the bid submission date of a bid in any future Tender in which it participates,¹⁵ an exemption from the registration requirements of this Section 4.4.2 in accordance with the provisions of Article 14A of the Registration of Contractors Law.~~

4.4.3. **Form of Submission.** In order to demonstrate compliance with this Section 4.4 (Underground Structure: Mined Experience), the

¹³ Amended as part of Addendum No. 4 dated February 10, 2026.

¹⁴ Amended as part of Addendum No. 4 dated February 10, 2026.

¹⁵ Amended as part of Addendum No. 4 dated February 10, 2026.

Demonstrating Entity shall complete, execute and submit Pre-Qualification Form “5”.

4.5. Provisions with respect to Works executed by an Associated Party

4.5.1. In order to demonstrate compliance with the Professional Pre-Qualification Requirements, a Demonstrating Entity may present and rely on Works which were executed by any of the following Entities:¹⁶

4.5.1.1. An Entity Corporation which Effectively holds (directly or indirectly) ~~one hundred percent (100%)~~ more than fifty percent (50%) of all Means of Control in the Demonstrating Entity (“**Parent Company**”); and/or

4.5.1.2. An Entity Corporation in which ~~is Controlled by~~ the Demonstrating Entity Effectively holds (directly or indirectly) more than fifty percent (50%) of all Means of Control (“**Subsidiary**”); and/or

4.5.1.3. An Entity Corporation in which ~~is Controlled by~~ the direct Parent Company of the Demonstrating Entity directly holds more than fifty percent (50%) of all Means of Control (“**Sister Company**”).

Each Parent Company, Subsidiary and Sister Company of the Demonstrating Entity shall be referred to as an “**Associated Party**”.

For the avoidance of doubt, different Associated Parties may be relied on with respect to different Elements and Works presented by the Demonstrating Entity. For example, an Experience Provider may present one C&C Underground Structure executed by a Subsidiary thereof and another C&C Underground Structure executed by a Sister Company thereof; or two C&C Underground Structures executed by different Subsidiaries thereof.

4.5.2. In the event a Demonstrating Entity requests to demonstrate compliance with a Professional Pre-Qualification Requirement by presenting Works which were executed by an Associated Party thereof, such Demonstrating Entity shall include, in the relevant Pre-Qualification Forms, details as requested therein with respect to the Associated Party which executed the referenced Works and a schematic description of the corporate structure demonstrating the connection between such Associated Party and the Demonstrating Entity.

4.5.3. Without derogating from the foregoing, in the event a Demonstrating Entity requests to demonstrate compliance with a Professional Pre-Qualification Requirement by presenting Works which were executed by a Sister Company or Parent Company thereof, such Demonstrating Entity shall include in its Pre-Qualification Submission an undertaking by the Parent Company (either the Parent Company which executed the

¹⁶ Amended as part of Addendum No. 4 dated February 10, 2026.

referenced Element or the joint Parent Company of the Demonstrating Entity and its Sister Company (as applicable)), in the form of Attachment “C” to the relevant Pre-Qualification Form (“**Parent Company Undertaking**”).

- 4.5.4. For the avoidance of doubt, compliance with the registration and certification requirements specified in Sections 4.2.2, 4.3.4 and 4.4.2 must be demonstrated by the Demonstrating Entity itself, and not by any Associated Party.

4.6. Relying on a Referenced Project which was executed by a Joint Venture

For the purpose of demonstrating compliance with the Professional Pre-Qualification Requirements, a Demonstrating Entity or an Associated Party thereof (as applicable), is allowed to present and rely on a referenced project which was executed as part of a Joint Venture, provided that as part of such Joint Venture, the Demonstrating Entity or Associated Party thereof (as applicable) itself was Primarily Responsible for the applicable Works.

For the purpose of this Section, a “**Joint Venture**” shall mean an incorporated or unincorporated joint venture, partnership or special purpose vehicle.

4.7. Definitions

Without derogating from the provisions of Section 2.1 (Definitions) above, the following terms shall have the meaning ascribed thereto below:

“C&C Underground Structure”	Shall mean an underground structure that complies with all of the following: (a) its method of Construction was: (i) Cut & Cover; and (ii) utilizing diaphragm walls; (b) the depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters;
“Completion”	Shall mean either of the following: (a) the delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor, including in the event such acceptance was subject to the correction of deficiencies; or (b) the receipt of confirmation from the respective owner that the applicable Works with respect to the applicable Element were completed (including approval to continue to a subsequent stage of works (e.g., fit-out) with respect to such Element).
“Construction”	Shall mean execution, installation, testing and commissioning of the applicable Element.

“Control” or “Means of Control”	Shall have the meaning ascribed thereto in the Securities Law 1968.
“Cut & Cover”	Shall mean Construction by top down or bottom up methods.
“Design”	Shall mean the detailed design for construction of the applicable Element.
“Design-Build Project”	Shall mean a project in which a single Entity is Primarily Responsible for both the Design and the Construction of the project.
“Element”	Shall mean, as applicable, a TBM Tunnel, a Cut & Cover Underground Structure or a Mined Underground Structure.
“Length”	Shall mean the length of the TBM Tunnel, which may include passing through structures (e.g., stations, cross-overs etc.). The length of the structures shall be considered as part of the TBM Tunnel’s Length.
“Mined Underground Structure”	means an underground structure that complies with all of the following: (a) its method of Construction was conventional tunneling (excluding drill & blast) utilizing pre-support measures; and (b) the cross-sectional face of the excavated cavern is at least 80 square meters (80m²); (c) the total excavated cavern volume of which was at least ten thousand cubic meters (10,000 m³); (d) it was excavated in soft ground conditions; and (e) the Construction thereof has been performed, in whole or in part, below ground water table.
“Primarily Responsible”	Shall mean directly responsible and accountable for the execution of the applicable Works, bearing all the execution risks related thereto, as the “executing contractor”¹⁷ (as a main contractor or as a subcontractor). By way of example, a “concessionaire” pursuant to a “concession” or a “PPP” scheme agreement (with no additional “executing” role), will not be considered as Primarily Responsible under this definition.
“TBM”	Shall mean a tunnel boring machine.

¹⁷ Amended as part of Addendum No. 4 dated February 10, 2026.

- “TBM Tunnel”** Shall mean a tunnel which complies with all of the following:
- (a) it was constructed by a TBM;
 - (b) it was executed in soft ground and/or mixed ground and/or unstable ground conditions;
 - (c) the internal diameter of which is at least five (5) meters;
 - (d) it is lined by a precast concrete segmental lining installed by the TBM.
- “Urban Area”** Shall mean a populated area with built-up infrastructure, including residential, commercial and/or industrial areas; with buildings located in close proximity to the boundaries of the applicable Element.
- “Works”** Shall mean (as applicable):
- (a) the Design and/or the Construction (as applicable) of the applicable Element; or
 - (b) the dewatering of ground water during the Construction of a C&C Underground Structure.

5. FINANCIAL PRE-QUALIFICATION REQUIREMENTS

5.1. Financial Pre-Qualification Requirements; General Provisions

- 5.1.1. **Single Entity Participant.** Each Single Entity Participant is required to demonstrate compliance with all of the Financial Pre-Qualification Requirements by itself or through a Guarantor, in accordance with the provisions of this Invitation.
- 5.1.2. **Joint Venture Participant.** In the case of a Joint Venture Participant, the Members thereof are required:
- 5.1.2.1. To demonstrate (together) compliance with the Financial Pre-Qualification Requirements specified in Section 5.2 (Turnover) below.
- 5.1.2.2. To demonstrate (independently) compliance with the Financial Pre-Qualification Requirements specified in Sections 5.3 (Equity) and 5.4 (Operating Cash Flow) below.

Each Member may rely on a Guarantor, in accordance with the provisions of this Invitation.

5.2. Turnover

5.2.1. Calculation of Weighted Average Turnover

The weighted average turnover of an Entity shall be calculated as a weighted average of its annual turnover for the three (3) most recent consecutive annual Financial Statements (~~provided that such are~~ the latest of which is not earlier than for the year 2024), as follows:¹⁸

$$\text{Weighted Average Turnover} = \frac{3 * TO_{(t)} + 2 * TO_{(t-1)} + 1 * TO_{(t-2)}}{6}$$

Where:

TO – Entity’s annual turnover for the applicable year in accordance with its annual Financial Statements for that year.

t – Most recent year for which the Entity has annual Financial Statements (provided such are not earlier than 2024).

(A Participating Entity’s “**Weighted Average Turnover**”)

5.2.2. Single Entity Participant

Each Single Entity Participant is required to demonstrate that its Weighted Average Turnover (calculated in accordance with Section 5.2.1 above) is not less than NIS two billion (2,000,000,000 NIS).

5.2.3. Joint Venture Participant

¹⁸ Amended as part of Addendum No. 2 dated December 3, 2025.

5.2.3.1. Calculation of JV Combined Weighted Average Turnover

The weighted average turnover of a Joint Venture Participant shall be calculated as follows:

$$JV \text{ Combined Weighted Average Turnover} = \sum_{i=1}^{i=N} ATO_i \cdot AH_i$$

Where:

ATO_i – Member (i)'s Weighted Average Turnover (calculated in accordance with Section 5.2.1 above).

AH_i – The Anticipated Holdings of Member (i) in the Participant.

N – The number of Members in the Joint Venture Participant.

(“JV Combined Weighted Average Turnover”)

5.2.3.2. JV Combined Weighted Average Turnover Requirement

Each Joint Venture Participant is required to demonstrate that its JV Combined Weighted Average Turnover (calculated in accordance with Section 5.2.3.1) above is not less than NIS two billion (2,000,000,000 NIS).

- 5.2.4. Form of Submission.** In order to demonstrate compliance with this Section 5.2 (Turnover), the Single Entity Participant, Member or Guarantor (as applicable) shall complete, execute and submit Pre-Qualification Form “6”.

In the case of a Joint Venture Participant, the Members and/or Guarantors (which executed Pre-Qualification Form “6”) shall also complete, execute and submit Pre-Qualification Form “7”

5.3. Equity**5.3.1. Single Entity Participant**

Each Single Entity Participant is required to demonstrate that its equity on the last day of its most recent annual Financial Statements (provided such are not earlier than for the year 2024) is not less than NIS five hundred million (500,000,000).

5.3.2. Joint Venture Participant

Each Member of a Joint Venture Participant is required to demonstrate that its equity on the last day of its most recent annual Financial Statements (provided such are not earlier than for the year 2024) is not less than NIS five million (5,000,000) for each one percent (1%) of Anticipated Holdings in the Joint Venture Participant.

- 5.3.3. **Form of Submission.** In order to demonstrate compliance with this Section 5.3 (Equity), the Single Entity Participant, Member or Guarantor (as applicable) shall complete, execute and submit Pre-Qualification Form “6”.

5.4. Operating Cash Flow

- 5.4.1. Each Single Entity Participant and each Member, is required to demonstrate that its Weighted Average Operating Cash Flow for the three (3) most recent consecutive annual Financial Statements (~~provided that such are~~ the latest of which is not earlier than for year 2024), is not negative (either positive or equal to zero).¹⁹

- 5.4.2. The weighted average operating cash flow of each Single Entity Participant or Member (as applicable), shall be calculated in the following manner:

$$\text{Weighted Average Operating Cash Flow} = \frac{3 * CF_{(t)} + 2 * CF_{(t-1)} + 1 * CF_{(t-2)}}{6}$$

Where:

CF – Entity’s operating cash flow for the applicable year in accordance with its annual Financial Statements for that year.

t – Most recent year for which the Entity has annual Financial Statements (provided such are not earlier than 2024).

(“Weighted Average Operating Cash Flow”)

- 5.4.3. Notwithstanding the provisions of Section 5.4.1 above, In the event that the Weighted Average Operating Cash Flow of a Single Entity Participant or a Member (as applicable), is negative, it shall be required to demonstrate that the ratio between the absolute value of (a) and (b) below is less than twenty-five percent (25%):

- (a) The lower of:
 - (i) The Weighted Average Operating Cash Flow of the Single Entity Participant or Member (as applicable) as calculated pursuant to the provisions of Section 5.4.2 above; or
 - (ii) The operating cash flow of the Single Entity Participant or Member (as applicable), based on its most recent annual Financial Statements (provided such are not earlier than for the year 2024).
- (b) The equity of the Single Entity Participant or Member (as applicable), on the last day of its most recent annual Financial Statements (provided such are not earlier than for the year 2024).

¹⁹ Amended as part of Addendum No. 2 dated December 3, 2025.

So that –

$$\frac{ABS[CF]}{E} < 25\%$$

Where:

ABS[CF] – the absolute value of *CF*.

CF – The lower of (a)(i) or (a)(ii) above.

E – the equity of the Single Entity Participant or Member (as applicable), on the last day of its most recent annual Financial Statements (provided that such are not earlier than for the year 2024).

- 5.4.4. **Form of Submission.** In order to demonstrate compliance with this Section 5.4 (Operating Cash Flow), the Participant, Member or Guarantor (as applicable) shall complete, execute and submit Pre-Qualification Form “6”.

6. GENERAL INSTRUCTIONS WITH RESPECT TO DEMONSTRATION OF COMPLIANCE WITH THE FINANCIAL PRE-QUALIFICATION REQUIREMENTS

6.1. Reliance on a Guarantor

Each Single Entity Participant or Member (as applicable) may demonstrate compliance with the Financial Pre-Qualification Requirements by relying on a Guarantor, provided that the Guarantor itself complies with the applicable Financial Pre-Qualification Requirements, and provided that both the applicable Participating Entity and its Guarantor comply with the requirements under Section 3.4 (Participation – General Requirements) above and all other applicable provisions of this Invitation.

6.2. Exchange of Currency

- 6.2.1. The financial figures included in the Pre-Qualification Submission must be submitted in New Israeli Shekels (NIS) and, to the extent indicated in relevant Pre-Qualification Forms, in the applicable original currency.
- 6.2.2. Financial information and the figures included in the Financial Statements, presented in any currency other than NIS, will be converted to NIS in accordance with the applicable instructions of **Annex "F"**.

6.3. Conversion of Currencies

Without derogating from the requirements of Section 6.2.1 and 2.11 (Requests for Clarification of this Invitation) above:

- 6.3.1. If the financial information or Financial Statements of the Single Entity Participant, Member or Guarantor (as applicable) are presented in currencies other than the currencies the exchange rates of which are presented in **Annex "F"**, a specific request should be submitted to the Tender Committee for other currency conversion to US\$, at least thirty (30) days prior to the Pre-Qualification Submission Date. Such a request shall contain all the relevant information, including exchange rate tables and reference to the source thereof. The Tender Committee will consider each request on a case-by-case basis and may issue an Addendum as a result therefrom.
- 6.3.2. If, according to its place of registration, the fiscal years specified in the financial information or Financial Statements of the Single Entity Participant, Member or Guarantor (as applicable) are not the same as the fiscal year specified in **Annex "F"**, a specific request should be submitted to the Tender Committee to use alternative exchange rates, at least thirty (30) days prior to the Pre-Qualification Submission Date. The request must specify all the relevant information and exchange rate tables, on which the Entity relies. The Tender Committee will consider each request on a case-by-case basis and may issue an Addendum as a result therefrom.
- 6.3.3. The Tender Committee may, at its sole discretion, respond to requests submitted less than thirty (30) days prior to the Pre-Qualification Submission Date.

6.4. Content and Submission Form

- 6.4.1. In order to demonstrate compliance with the Financial Pre-Qualification Requirements, the Single Entity Participant, Member or Guarantor (as applicable), shall submit its relevant Financial Statements duly executed by its management (or the equivalent thereof) and by its external auditors, and duly prepared and presented in accordance with one of the principles listed in **Annex "F"**.
- 6.4.2. If the Financial Statements of the Single Entity Participant, Member or Guarantor (as applicable), are based on different accounting principles than those listed in **Annex "F"**:
 - 6.4.2.1. A specific request should be submitted to the Tender Committee to approve submission of such Financial Statements, at least thirty (30) days prior to the Pre-Qualification Submission Date. The Tender Committee will consider each request on a case-by-case basis and may issue an Addendum as a result thereof. The Tender Committee may, at its sole discretion, respond to requests submitted less than thirty (30) days prior to the Pre-Qualification Submission Date.
 - 6.4.2.2. If approved by the Tender Committee, such Entity will provide, withing the Pre-Qualification Submission, a letter, signed by an external auditor, confirming that the Entity's turnover, operating cash flow and equity, as presented in its Financial Statements, substantially comply with US GAAP or IFRS methodology.
- 6.4.3. Without derogating from the generality of Section 6.4.1 above, the Financial Statements must include a balance sheet statement, a profit and loss statement, a cash flow statement, and auditor's report and notes.
- 6.4.4. If the Financial Statements of a Single Entity Participant, Member or Guarantor (as applicable), do not include cash flow statements, such statements – in accordance with one of the accounting principles set out in **Annex "F"** should be submitted, duly executed by the external auditors of the Single Entity Participant, Member or Guarantor (as applicable).
- 6.4.5. If cash flow statements based on accounting principles other than Israeli GAAP, US GAAP or IFRS, will be submitted, together with such statements a confirmation^{ing} that the cash flow statements substantially comply with US GAAP or IFRS methodology, signed by an external auditor, should be attached.²⁰
- 6.4.6. The Financial Statements will be provided either in English or in Hebrew, but in no other language.
- 6.4.7. Without derogating from the aforementioned, in the event that the Financial Statements of an Entity contain comparative figures to the preceding years, the Entity will not be required to submit the Financial

²⁰ Amended as part of Addendum No. 4 dated February 10, 2026.

Statements for the preceding years, and it can rely on the comparative figures presented in its most recent Financial Statements.

- 6.4.8. In the event of a discrepancy between the Financial Statements and the Pre-Qualification Forms, the provisions of the Financial Statements shall prevail.

7. METHOD OF SUBMISSION

7.1. Pre-Qualification Forms

- 7.1.1. Each Participant shall attach to each Type of Pre-Qualification Submission submitted thereby, all applicable Pre-Qualification Forms together with all additional documents and attachments as specified therein, duly completed and signed by it and/or the applicable Participating Entities, as specified in each of the Pre-Qualification Forms.
- 7.1.2. Attached as **Annex “G”** hereto is a list of the Tender Forms and their attachments to be submitted. The foregoing list is provided for the Participant’s convenience and does not derogate from the responsibility of the Participants to ensure that their Pre-Qualification Submissions include all relevant documents and information in compliance with the provisions of this Invitation.

7.2. Identification of Sensitive or Classified Information

Without derogating from the generality of the provisions of Regulation 21(e) of the Regulations (and the discretion granted thereunder to the Tender Committee), in each Type of Pre-Qualification Submission submitted thereby, Participants will detail, within Pre-Qualification Form “1”, in a clear, complete and legible manner, the information contained in their Pre-Qualification Submissions, which they consider to be of a commercially sensitive or confidential nature and which, in their opinion, should not be disclosed to other Participants (a request with respect to “**Privileged Information**”).

7.3. Compliance with the Requirements of the Pre-Qualification Documents

- 7.3.1. Participants shall prepare their Pre-Qualification Submissions in strict conformity with the requirements of this Invitation and the instruction specified in the Pre-Qualification Forms.
- 7.3.2. Participants shall complete all applicable parts of their Pre-Qualification Submissions in an accurate and detailed manner, disclosing all the information requested.

7.4. Table of Contents

All pages of the Pre-Qualification Submission will be enumerated, and the Pre-Qualification Submission will include a detailed table of contents.

7.5. No Unauthorized Modification

- 7.5.1. Participants shall not modify or supplement the instructions of this Invitation (including the Pre-Qualification Forms).
- 7.5.2. Unauthorized conditions, amendments, limitations, modifications, supplements, reservations, disclaimers or provisions attached to a Pre-Qualification Submission may result in the disqualification of the Pre-Qualification Submission and of the Participant.

- 7.5.3. For the avoidance of doubt, any conditions, amendments, limitations, modifications, supplements, reservations, disclaimers or provisions attached to the Pre-Qualification Submissions (including any of the Pre-Qualification Forms), which were not submitted by the Participant to the Tender Committee in accordance with the provisions of Section 2.11 (Requests for Clarification of this Invitation) and approved by the Tender Committee in the form of an Addendum, issued in accordance with the provisions of Section 2.12 (Addenda), may be deemed as unauthorized and may result in the disqualification of the Pre-Qualification Submission of the Participant.
- 7.5.4. Whether a statement, condition, limitation, modification, supplement, reservation, disclaimer or provision attached to the Pre-Qualification Submission will be considered to be “unauthorized” as referred to above will be determined by the Tender Committee on the basis of substance rather than form. Thus, a statement expressed as an “assumption”, a “request for a change”, a “clarification” or “we suggest to discuss at a later stage” (or any comparable words or expressions), may be treated by the Tender Committee as “unauthorized modifications”.

7.6. Language of the Pre-Qualification Submission

- 7.6.1. All Pre-Qualification Submissions, including Pre-Qualification Forms, statements contained therein and responses to requests for clarifications, shall be in English.
- 7.6.2. Supporting documents and printed literature submitted by a Participant in any other language, other than English, should be accompanied by a translation to English, authenticated by a public notary, official translator or other functionary authorized by the laws in the country in which the translation was done, in which case, for purposes of interpretation, the translation to English shall prevail.
- 7.6.3. Notwithstanding the foregoing, official and authenticated certificates of Israeli corporations (and only such official and authenticated certificates) and Financial Statements of Israeli Entities which are originally prepared in Hebrew, may be submitted in Hebrew.

7.7. Signing of the Pre-Qualification Submission

- 7.7.1. Where indicated in the Pre-Qualification Forms (and, if applicable, their attachments), the signature of an Entity or person shall be accompanied by confirmation by an attorney or a public notary.
- 7.7.2. Each page of the Pre-Qualification Submission (including the Pre-Qualification Forms and any additional document submitted as part of the Pre-Qualification Submission) shall be duly signed by the authorized signatory(ies) of the Participant, at the margins of each page.
- 7.7.3. However, if a document or a set of documents consisting part of the Pre-Qualification Submission are set in binders, so that pages cannot be removed or added to the bonded pages, the authorized signatory(ies) of the

Participant may sign the first and last pages of each such binder next to a clear indication of the number of pages contained in such binder.

7.8. Number of Pre-Qualification Submission Copies

- 7.8.1. The Pre-Qualification Submission shall include one (1) hardcopy (the “original copy” of the Pre-Qualification Submission) and four (4) USB storage devices, each containing a scanned copy of the Pre-Qualification Submission (including the Financial Statements). The Pre-Qualification Forms and their Attachments which are to be completed (filled-in) by the Participating Entities will be submitted in both MS-Word and PDF formats. Other supporting documents and Attachments to the Pre-Qualification Forms (including chart of holdings, incorporation documents and Financial Statements) may be submitted in PDF format only.²¹
- 7.8.2. In the event of a discrepancy between the “original copy” and the scanned copies of the Pre-Qualification Submission, the “original copy” shall prevail.

7.9. Sealing and Marking of Pre-Qualification Submissions

With respect to each Type of Pre-Qualification Submission submitted thereby:

- 7.9.1. Participants shall seal each of the copies of the Pre-Qualification Submission in separate duly marked envelopes or binders.
- 7.9.2. All envelopes and/or Binders shall then be sealed in an outer box.
- 7.9.3. Each box submitted as part of the Pre-Qualification Submission shall be clearly marked as follows:

“Type [“A”/”B”] Pre-Qualification Submission in relation to the Participation in Tenders for the Execution of Infra #1 Works in connection with the Tel Aviv Metropolitan Metro Lines, submitted by [the name of the Single Entity Participant / Members of the JV]”.

If more than one (1) box is required for a Pre-Qualification Submission, the Participant shall add the number of each box out of the total number of boxes, as follows:

“Box [number of the box] of [total number of boxes]”.

No other details shall be indicated on the outer box.

7.10. Pre-Qualification Submission Date

- 7.10.1. Without derogating from the Provisions of Section 2.10 (Addenda), Pre-Qualification Submissions should be submitted on the date designated for such submission, as set forth in Section 1.7 (Anticipated Schedule), no later than 14:00 (2p.m.) local time, (the “**Pre-Qualification Submission Date**”).

²¹ Amended as part of Addendum No. 4 dated February 10, 2026.

- 7.10.2. The Pre-Qualification Submissions shall be submitted to the Tender Committee, at the allocated tender box to be placed in NTA – Metropolitan Mass Transit System offices, Building A, at number 26 Harokmim St. Holon, Israel.
- 7.10.3. Pre-Qualification Submissions submitted after the Pre-Qualification Submission Date may be opened by the Tender Committee solely for the purpose of identifying the relevant Participant. Such Pre-Qualification Submissions shall be rejected and promptly returned to the Participant who shall consequently be disqualified from participating in the Tender Process.

7.11. Opening of Pre-Qualification Submissions

All Pre-Qualification Submissions shall be kept in the tender box until the opening thereof. The opening of any Pre-Qualification Submission shall be documented.

8. REVIEW AND EVALUATION OF PRE-QUALIFICATION SUBMISSIONS

8.1. Review and Evaluation by the Tender Committee

- 8.1.1. The Tender Committee, with the assistance of any of its Advisors and experts, shall review and evaluate the Pre-Qualification Submissions in order to determine, with respect to each Type of Pre-Qualification Submission, whether each of the Participants meets the relevant Pre-Qualification Requirements and all other applicable provisions and requirements of this Invitation.
- 8.1.2. The Pre-Qualification Submissions will not be graded by the Tender Committee. Pre-Qualification Submissions shall either “pass” or “fail” the Pre-Qualification Process.

8.2. General Provisions Relating to the Review and Evaluation by the Tender Committee

Without derogating from any of its rights and prerogatives pursuant to this Invitation or Law, and without limiting the scope of its discretion, in evaluating the Pre-Qualification Submissions:

- 8.2.1. The Tender Committee will decide if and to what extent the information provided by a Participant is sufficient.
- 8.2.2. Decisions will be reached by the Tender Committee on the basis of substance rather than form. Thus, the Tender Committee may determine that a Participating Entity has in fact met the applicable requirements (including the Pre-Qualification Requirements), also in the event that:
 - 8.2.2.1. supporting information to this effect is not included in the designated Pre-Qualification Form but in any of the other Pre-Qualification Forms or other documents submitted in the Pre-Qualification Submission; and/or
 - 8.2.2.2. supporting, additional, supplemental or alternative information or documentation (including alternative projects), including following a request of the Tender Committee, is prepared or furnished following the Pre-Qualification Submission Date (provided however that the respective requirements or qualifications in questions were met or existed by the Pre-Qualification Submission Date);
 - 8.2.2.3. the demonstration of the applicable requirement or qualification is made by a different Entity than originally presented as the Demonstrating Entity with respect to the said requirement or qualification (provided however that such Entity is a Member or an Experience Provider of the Participant, and provided further that the respective requirements or qualifications in questions were met or existed by the Pre-Qualification Submission Date);
 - 8.2.2.4. the demonstration of compliance with the requirements of the Pre-Qualification Documents, is based on information available

to the Tender Committee (including information provided by any third-party and any publicly available information);

8.2.2.5. the qualifications of one Entity were accredited by the Tender Committee to another Entity, *inter alia*, in the following circumstances:

8.2.2.5.1. following a “Merger”, as such term is defined under the Companies Law 1999 (or, with respect to Entities established outside the State of Israel, a similar amalgamation, which, in accordance with the applicable law under the applicable jurisdiction, has substantially the same outcome), which was completed prior to the Pre-Qualifications Submission Date; and/or

8.2.2.5.2. following an acquisition of 100% of all Means of Control of another Entity prior to the Pre-Qualifications Submission Date; and/or

8.2.2.5.3. following a transfer of some or all assets of an Entity, a business or a division of an Entity (in this Section the “**Former Holding Entity**”), as part of a corporate reorganization, to a newly formed Entity or an existing Entity; provided that (i) the Former Holding Entity no longer holds any of the transferred assets, business or division (as applicable), and (ii) the transfer was completed prior to the Pre-Qualification Submission Date,

in each case, together with a confirmation of the date of the completion of the merger, acquisition, or the transfer of assets, business or division (as the case may be), and a description of the main features of the said merger, acquisition, or the transfer of assets, business or division (as the case may be), issued by the Entity’s external auditor or legal advisor.

8.2.3. The Tender Committee may make any decision in connection with the interpretation of the submission requirements, including, *inter alia*, by ascribing to any submission requirement a broad interpretation or an interpretation that is not the most probable linguistically, provided that such interpretation is consistent with the purpose of the applicable requirement in the overall context of the Pre-Qualification Documents. Accordingly, the Tender Committee may, at its sole discretion, replace one requirement with another if such replacement requirement fulfills the purpose of the original requirement.

8.3. Requests for Clarifications

8.3.1. Without derogating from any of its rights and prerogatives pursuant to this Invitation or Law, the Tender Committee may conduct an independent evaluation of and in connection with any Pre-Qualification Submission. In its independent evaluation, the Tender Committee may rely on any

information available to it, including information provided by any third-party, *inter alia*, with respect to any referenced project.

- 8.3.2. The Tender Committee may request additional information and clarifications from a Participant or any other Entity or person, including through meetings in accordance with the provisions of Section 8.3.3.
- 8.3.3. The Tender Committee may request a Participant to clarify any item included in any Pre-Qualification Submission and to submit any additional information, clarification, document, reference etc. which is necessary in the opinion of the Tender Committee for the evaluation of the Pre-Qualification Submission or any part thereof.

In doing so, the Tender Committee may hold meetings with the Participant and any Participating Entity and address any of the clients mentioned in any of the Pre-Qualification Forms or other documents submitted as part of the Pre-Qualification Submission.

- 8.3.4. Participants will comply with the requests of the Tender Committee and will submit all requested clarifications and additional information according to the instruction of the Tender Committee and within the time period which shall be stipulated by the Tender Committee.
- 8.3.5. The requests for clarifications from Participants will be in writing and delivered them by email. The receipt thereof shall be confirmed by the Participants by return mail, to the address noted in Section 2.11.1 above, within three (3) days of receipt.
- 8.3.6. The responses of Participants to the requests for clarifications issued by the Tender Committee will form an integral part of the Pre-Qualification Submissions. In the event of a discrepancy between the Pre-Qualification Submission and the response of the Participants to the requests for clarifications, the response to the requests for clarifications shall prevail.
- 8.3.7. The Tender Committee may exercise its right under this Section any number of times during the evaluation of the Pre-Qualification Submissions.

8.4. Tender Committee's Prerogatives with respect to Deviation

- 8.4.1. In any event that a Pre-Qualification Submission contains an unauthorized modification or a Deviation, the Tender Committee may act as it deems appropriate, including, without limitation, in any one or more of the following ways:
 - 8.4.1.1. disqualify the Participant and the Pre-Qualification Submission;
 - 8.4.1.2. ignore all or part of the unauthorized modification or the Deviation and, notwithstanding anything stated to the contrary in the Pre-Qualification Submission, evaluate such Pre-Qualification Submission without taking into account such unauthorized modification or Deviation;

- 8.4.1.3. deem all or part of the unauthorized modification or the Deviation as a technical error which does not conflict with the principle of equality;
- 8.4.1.4. request the Participant to amend all or part of the unauthorized modification or the Deviation by resubmitting its Pre-Qualification Submission or any part thereof, by providing a notice of absolution to the Tender Committee, or by any other means deemed necessary in the opinion of the Tender Committee;
- 8.4.1.5. amend the Pre-Qualification Documents, in which case the amendment will apply equally to all of the Participants and they will all be given the opportunity to resubmit their Pre-Qualification Submissions or any part thereof, all in accordance with the written instructions of the Tender Committee.

The Tender Committee shall be entitled, at its sole discretion, to determine whether or not to act in accordance with any of the alternatives specified in Sections 8.4.1.1 to 8.4.1.5 above.

- 8.4.2. The Tender Committee shall have the sole discretion to apply the abovementioned alternatives in whole or in part, or in stages, and to treat differently different unauthorized modifications or Deviations within the same Pre-Qualification Submission or within different Pre-Qualification Submissions. There is no binding preferential order which applies to the alternatives, or which restricts the Tender Committee from exercising its full discretion with respect thereto.
- 8.4.3. The approval of the Tender Committee to correct a certain type of unauthorized modification or Deviation shall not be deemed as approval to correct any other type of unauthorized modification or Deviation.
- 8.4.4. In the event that a Participant refuses to comply with a request of the Tender Committee, without derogating from any of its rights and prerogatives pursuant to this Invitation or Law, the Tender Committee may disqualify the Participant and the Pre-Qualification Submission.
- 8.4.5. Under exceptional circumstances, the Tender Committee may amend or waive any requirement herein, if the Tender Committee is of the opinion that it is beneficial for the Project.
- 8.4.6. The provisions of this Section 8.4 (Tender Committee's Prerogatives with respect to Deviation) shall not derogate from any other right granted to the Tender Committee pursuant to the Pre-Qualification Documents or pursuant to any applicable Law.

8.5. Announcement of Eligible Participants

Upon the completion of its evaluation of the Pre-Qualification Submissions, the Tender Committee will announce the Eligible Participants and may publish their identity, as specified in Section 1.4.5 above.

8.6. Rejection of the Pre-Qualification Submissions

Without derogating from the rights and prerogatives of the Tender Committee pursuant to this Invitation or Law, the Tender Committee reserves the following rights::

- 8.6.1. **Specific Prerogatives with respect to the Type of Pre-Qualification Submission:** without derogating from each of the specific rights and prerogatives of the Tender Committee with respect to each Pre-Qualification Submission, the attention of all Participating Entities is drawn to the following:
 - 8.6.1.1. **Disqualification of a Participating Entity.** If a Participating Entity is disqualified from one Type of Pre-Qualification Submission due to reasons pertaining to the reliability or integrity of the Participating Entity (as determined by the Tender Committee at its sole discretion), the Tender Committee may, at its sole discretion, decide to disqualify the said Participating Entity from the other Type of Pre-Qualification Submission in which it participates.
 - 8.6.1.2. **Non-Disqualification of a Participating Entity.** If a Participating Entity is disqualified from one Type of Pre-Qualification Submission, or if the applicable Pre-Qualification Submission itself is disqualified, in each case, due to reasons pertaining the content or details of the Pre-Qualification Submission (including, *inter alia*, if the Participating Entity did not meet a specific Pre-Qualification Requirement or if the Pre-Qualification Submission contains a Deviation (as defined below)), the Tender Committee may, at its sole discretion, allow or otherwise condition the participation of the said Participating Entity in the other Pre-Qualification Submission in which it participates.
- 8.6.2. to waive or amend any clerical error, arithmetic error or accidental omission in the Pre-Qualification Submission.
- 8.6.3. to reject any or all Pre-Qualification Submissions.
- 8.6.4. to reject a Pre-Qualification Submission or part thereof, if the Tender Committee is of the opinion that, based on the financial and professional information provided in its Pre-Qualification Submission or based on the prior experience of NTA therewith, the Participant is *prima facie* unable to execute the Work Packages. Alternatively, and in certain circumstances which will be documented in its protocols, rather than disqualifying the Pre-Qualification Submission, the Tender Committee may impose condition, limitations or restrictions, or issue any instruction with respect to its participation in the Pre-Qualification Process and/or the Tender Process.
- 8.6.5. The Tender Committee reserves the right to reject Pre-Qualification Submissions which do not comply with the Pre-Qualification Requirements or any other applicable provision of this Invitation, or which is/are partial, reserved, lacking, conditional, or are false or based on false or misleading information.

- 8.6.6. The Tender Committee reserves the right to reject any Pre-Qualification Submission submitted by Participating Entities that have previously been engaged by NTA or by another governmental or municipal body (including government companies, municipalities, or municipal corporations), where such Participating Entities failed to meet the required performance standards and/or where the prior engagement resulted in an unsatisfactory experience. This includes, without limitation, failure to comply with execution deadlines or the existence of negative assessments concerning the quality of their work. By submitting a Pre-Qualification Submission, the Participating Entities shall be deemed to have consented to the Tender Committee contacting such Entities as described above.
- 8.6.7. Without derogating from any other right of the Tender Committee pursuant to the Pre-Qualification Documents and Law, the Tender Committee may disqualify any Participant, or impose conditions, limitations or restrictions, or issue any instruction with respect to its participation in the Pre-Qualification Process and/or the Tender Process in any of the following events:
- 8.6.7.1. Any changes to a Participating Entity (including any internal reorganization or restructure), or to the organizational structure presented by the Participant, including a Member's Anticipated Holdings in the Participant, without the prior approval of the Tender Committee;
- Notwithstanding the foregoing, changes to a Participating Entity which is a publicly listed stock company shall not be subject to the prior written approval of the Tender Committee, provided that such changes do not result in the creation of a new "principal shareholder" ("בעל עניין") (as such term is defined in the Securities Law, 1968);
- 8.6.7.2. The commencement of insolvency, bankruptcy, receivership, liquidation or reorganization proceedings against a Participating Entity or against any Entity which a Participating Entity relied upon or presented, or any similar proceeding which may have the same effect, as determined by the Tender Committee, unless such proceedings are discharged within a reasonable period of time, as determined by the Tender Committee;
- 8.6.7.3. The appointment of a temporary or a permanent receiver or liquidator over a Participating Entity;
- 8.6.7.4. A change in circumstances following which a Participating Entity has a "going concern notice" or a notice of similar effect, in its most recent Financial Statements;
- 8.6.7.5. Any engagement of an Advisor other than in accordance with the provisions of Section 2.16 (Advisors to the Tender Committee).

- 8.6.7.6. In the event that a Participating Entity does not or ceases to comply with any of the provisions of Section 3.4 (Participation – General Requirements);
- 8.6.7.7. In any of the events specified in Section 3.5.5 above;
- 8.6.7.8. In the event that the Tender Committee finds that any Criminal Information Affidavit does not match the criminal information in the criminal record [המרשם הפלילי] or police record [המרשם המשטירתי] (unless such information was unknown to the relevant party);
- 8.6.7.9. Any material breach of the provisions of the Invitation or failure to comply with an instruction of the Tender Committee, including but not limited to the submission of any false, incomplete or misleading information to the Tender Committee;
- 8.6.7.10. Any material change in, or exceptional circumstances with respect to, a Participating Entity, which, in the Tender Committee's opinion, may hinder its participation in the Pre-Qualification Process and/or the Tender Process, or its involvement in the Metro Line Project;
- 8.6.7.11. Any other reason for which the Tender Committee deems that a Participant will not be capable of executing the Work Packages (or its applicable role, as applicable), should the Participant be invited to participate in the Tender Process, or any other event or exceptional circumstances which the Tender Committee may consider (at its sole discretion), as justifying disqualification, or conditioning or limiting the further participation, of a Participating Entity.
- 8.6.8. The Participant shall be required to notify the Tender Committee of the existence of any of the events described in Section 8.5.5 within a period of time reasonable under the circumstances.
- 8.6.9. Without derogating from the foregoing, the Tender Committee may initiate and request the submission of applicable information with respect to any of the above.
- 8.6.10. The Tender Committee may base its decision under this Section 8.5 (Rejection of the Pre-Qualification Submissions) on the information provided by the Participating Entities, as well as on any other information available to it, and may request any Participant to provide it with additional information and act according to its rights pursuant to Section 8.2 (General Provisions Relating to the Review and Evaluation by the Tender Committee), as the Tender Committee deems necessary.

8.7. Intended Decision

In the event that, pursuant to the provisions of Section 8.5 (Rejection of the Pre-Qualification Submissions), the Tender Committee intends to disqualify a Pre-Qualification Submission, or a Participating Entity it may so disqualify or otherwise

imposes conditions or restrictions with respect to its continued participation in the Pre-Qualification Process or the Tender Stage; provided however that in either such case the Tender Committee will allow the relevant Participant to present its case with respect to such intended decision.

8.8. Disclosure of Documents

- 8.8.1. Each Participant shall be entitled to review the relevant protocols of the Tender Committee and any of the other Pre-Qualification Submissions submitted by other Eligible Participants and to receive a copy thereof.
- 8.8.2. Notwithstanding the foregoing, only Participants which submitted a Type “B” Pre-Qualification Submission shall be entitled to review the relevant protocols of the Tender Committee concerning the evaluation of the Type “B” Pre-Qualification Submission, and the other Type “B” Pre-Qualification Submissions submitted by other Eligible Participants.
- 8.8.3. Participants shall not be entitled to review Pre-Qualification Submissions submitted by other Eligible Participants before a decision will be issued by the Tender Committee with respect to the Participants’ requests with respect to Privileged Information and with respect to those parts of the Pre-Qualification Submissions which are commercially sensitive or confidential under this Invitation or Law. The procedure (including the time schedule), with respect to disclosure of documents and review by the Participants shall be determined by the Tender Committee.
- 8.8.4. The Tender Committee shall evaluate, as it deems necessary, the requests with respect to Privileged Information submitted by each of the Participants. The decision of the Tender Committee with respect thereto will be issued to the Participants.
- 8.8.5. If a Participant did not identify parts of its Pre-Qualification Submission as being Privileged Information, the Tender Committee will not be required to consider or determine the nature of such and shall be entitled to disclose such parts in their entirety.
- 8.8.6. If a Participant identified parts of its Pre-Qualification Submission as being Privileged Information, such Participant:
 - 8.8.6.1. will not be entitled to claim that the other parts of its Pre-Qualification Submission (which have not been identified by it as Privileged Information) are of a commercially sensitive or confidential nature and cannot be reviewed by other Participants; and
 - 8.8.6.2. will not be entitled to review the Privileged Information or information which is of the same type or character as the Privileged Information in the Pre-Qualification Submissions of other Eligible Participants, unless otherwise determined by the Tender Committee.
- 8.8.7. The foregoing shall apply: (i) even if a Participant did not submit any request with respect to Privileged Information; and (ii) even if the request

of a Participant with respect to Privileged Information was rejected by the Tender Committee; and (iii) even if the Tender Committee will decide to apply its decision with respect to information it considers to be of a commercially sensitive or confidential nature (in a consistent manner) with respect to all Pre-Qualification Submissions (even if not specifically requested to apply such measures by a particular Participant).

- 8.8.8. Only following the announcement of the Eligible Participants, and after the conclusion of the decision-making processes specified above by the Tender Committee, the Participants shall be entitled to review the relevant protocols of the Tender Committee in connection with the Pre-Qualification Process and the Pre-Qualification Submission submitted by the Eligible Participants, in accordance with Sub-regulations 21(e)-21(f) of the Tender Regulations.
- 8.8.9. The foregoing review by a Participant may be for a fee in the amount determined by the Tender Committee.

8.9. Issuance of the Tender Documents; Update Statement

- 8.9.1. NTA and the Tender Committee reserve the right, during the Update Process or otherwise (at any time or stage), as shall be deemed required by the Tender Committee, to evaluate the compliance of any Pre-Qualification Submission with the requirements herein, including the compliance of any Pre-Qualification Submission reviewed by the Tender Committee (or any part thereof) to request additional information, to request the correction of any Deviation, to modify or nullify any decision of the Tender Committee, all for any reason as the Tender Committee may deem fit.
- 8.9.2. **Update Statement.** Without derogating from the generality of the provisions of Section 1.5 (Update Process) and Section 9.2 (Reservation of Rights), it is expected that pursuant to the Tender Documents, each Eligible Participant will be required to include a statement detailing any and all changes which will have occurred since the Pre-Qualification Submission Date (“**Update Statement**”). It is expected that even in the absence of any changes, a statement to that effect will be required. Without derogating from the foregoing, the Tender Committee may request all or any Eligible Participant to submit an Update Statement at any time following the completion of the Pre-Qualification Process.
- 8.9.3. **Updated Financial Statements.** It is expected that pursuant to the Tender Documents, each Eligible Participant shall be required to submit its (and if applicable, its Guarantor’s) most recent available audited Financial Statements.
- 8.9.4. The Tender Committee reserves the right to review and evaluate the information provided in the Update Statement and the updated Financial Statement, and, without derogating from its rights and prerogatives pursuant to this Invitation, the Tender Documents or Law, shall be entitled to: (i) approve any changes that have occurred; (ii) disqualify any Eligible Participant in the event that such Eligible Participant no longer meets the requirements of this Invitation; or (iii) impose any condition or instruction

with respect to the continued participation of any Eligible Participant in the Tender Process, including in the event that concerns regarding the capability of the Eligible Participant to execute the Work Packages (or any part thereof) arise following the review of the Updated Statements or updated Financial Statement, at such time as shall be suitable by the Tender Committee.

9. DISCRETION AND PREROGATIVES OF NTA AND THE TENDER COMMITTEE

9.1. Reservation of Rights

- 9.1.1. All Participating Entities acknowledge that the description of the Programme, as specified in this Invitation (including in **Annex “B”** (General Description of the Programme) hereof), is general and indicative only. All Participating Entities further acknowledge that at the date of issuance of this Invitation, the Programme has not been completely formulated and the Tender Documents have not been completed and/or approved. The issuance of this Invitation is not intended to give rise to or create any representation, undertaking or warranty on behalf of the State of Israel, NTA or Tender Committee or anyone on their behalf with respect to the Programme and/or the Tender Process.
- 9.1.2. Notwithstanding the fact that, except as set forth in this Invitation, the Tender Committee will conduct **one** Pre-Qualification Process in order to receive **two** Types of Pre-Qualification Submissions, if and to the extent required, the Tender Committee reserves the right to ask that an applicable court will separate the discussions and proceedings with respect to both Types of Pre-Qualification Submissions and conduct such only with respect to one.
- 9.1.3. Participation in this Pre-Qualification Process shall not confer upon a Participating Entity or on an Eligible Participant any right with respect to Programme, the scope or content thereof, or any future proceedings which will be conducted with respect thereto, including in future Tenders.
- 9.1.4. The Tender Committee reserves all rights and prerogatives to determine the exact scope, content and terms and conditions of any of the future Tenders and of the Programme.
- 9.1.5. The issuance of this Invitation is not intended to guarantee the initiation, execution or the implementation of the Programme or any part thereof.
- 9.1.6. Without derogating from the generality of the forgoing, the State of Israel, NTA and the Tender Committee reserve the right (at any time, and any number of times, and as shall be deemed appropriate):
 - 9.1.6.1. not to proceed with this Pre-Qualification Process, or with any future Tender;
 - 9.1.6.2. to terminate or cancel this Pre-Qualification Process, with respect to one or both Types of Pre-Qualification Submissions, or any other proceedings which are conducted with respect thereto, or with respect to the Programme or any part thereof;
 - 9.1.6.3. to manage the Pre-Qualification Process and any Update Process and any or all of the future Tenders as they shall deem appropriate under the circumstances (including to promote the competition) including, *inter alia*, by: (i) approving or disapprove any changes to a Participating Entity or changes in

the composition of the Participants (including Eligible Participants); (ii) changing any expected requirement; (iii) relaxing the Pre-Qualification Requirements during Round 2 and/or Round 3 of the Tenders; (iv) changing any participation restriction (including, *inter alia*, adding or waiving certain restrictions or requirements); (v) publishing a new invitation to pre-qualify or other proceedings (including, *inter alia*, publishing a tender without requiring the presentation of compliance with the Pre-Qualification Requirements, or requiring the presentation of compliance with other (different) prequalification or threshold requirements) with respect to the Work Packages, the Programme or any part thereof; (vi) inviting any Entity (including any Participants or Eligible Participant) to take part in such future process, or participate in Programme or any part thereof, in any other way; (vii) exercising any of the rights and prerogatives specifically reserved herein or reserved to any of them under Law, all as shall be deemed appropriate by the State of Israel, NTA or the Tender Committee; and

- 9.1.6.4. at any stage (including during any Update Process or any Tender Process), to add, require or determine additional Pre-Qualification Requirements (including requesting the addition of an Entity with experience in additional (an) discipline(s)), determine minimum requirements, determine new professional requirements and/or financial requirements or any other requirements which will be deemed necessary under the circumstances.
- 9.1.7. Without derogating from any other provision herein, due to the complexity of the Project and the preliminary stage of certain aspects thereof, the State of Israel, NTA and the Tender Committee reserve the right to act upon any of the foregoing prerogatives, whether at the Pre-Qualification Process, Update Process or at any of the subsequent Tenders Stage(s), and neither the State of Israel NTA nor the Tender Committee or anyone on their behalf shall be responsible in any respect to any loss or damage whatsoever suffered by any person or Entity as a consequence of exercising such prerogatives.
- 9.1.8. It is expressly understood that any reliance by any person or Entity, and the making of any deductions, interpretations or conclusions with respect to the Programme and/or the expected requirements which are expressed hereby or inferred from any information provided hereby by NTA and the Tender Committee, or by virtue of participation in this Pre-Qualification Process, is at that person's or Entity's sole risk and responsibility. The State of Israel, NTA and the Tender Committee and anyone on their behalf, shall not be responsible in any respect to any loss or damage whatsoever suffered by any person or Entity, their employees, officers, agents, or any other persons for whom any person or Entity may be contractually or legally responsible or accountable, by reason of any assumption, inference, conclusion or reliance on the information contained in this Invitation, in connection therewith, or any action or forbearance in reliance thereon.

- 9.1.9. For the avoidance of doubt NTA and the Tender Committee shall not be obligated to exercise any of the prerogatives pursuant to this Section 9.2 (Reservation of Rights).

(***)

ANNEX A (DEFINITIONS)

“Addendum” or “Addenda”	Shall have the meaning ascribed thereto in Section 2.12 (Addenda) of this Invitation.
“Affiliate”	Shall mean with respect to Entity ₁ : any Entity or individual which Controls Entity ₁ , is Controlled by Entity ₁ or is Controlled by the same Entity which Controls Entity ₁ .
“Agreement(s)”	Shall mean the agreement(s) for the execution of the Infra #1 Works.
“Anticipated Holdings”	Shall mean the intended share of holdings of Means of Control in the Participant, by each Member thereof.
“Authorized Representative”	Shall have the meaning ascribed thereto in Section 2.10 (Authorized Representative) of this Invitation.
“C&C Contractor”	Shall mean an Entity which successfully demonstrated Compliance with the Pre-Qualification Requirements specified in Section 4.3 (Underground Structures: Cut & Cover Experience) below and with all other applicable provisions of this Invitation.
C&C Experience	Shall have the meaning ascribed thereto in Section 1.5.1.2 of this Invitation.
“C&C Underground Structure”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation
“Completion”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation
“Construction”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation
“Control” or “Means of Control”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Controlling Entity”	Shall have the meaning ascribed thereto in Section 1.6.3 of this Invitation.
“Cut & Cover”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Criminal Information Affidavit”	Shall have the meaning ascribed thereto in Section 3.5.2 of this Invitation.

“Criminal Information Law”	Shall have the meaning ascribed thereto in Section 3.5.1 of this Invitation.
“Declared Entity”	Shall mean an entity: (i) declared pursuant to Section 3 and/or Section 9 of the Law for the Struggle with Iran’s Nuclear Program from 2012; and/or (ii) declared pursuant to Section 3 and/or 4 of Law for the Prevention of Distribution and Financing of Weapons of Mass Destruction from 2018; (iii) listed by the Israeli Sanctions Administration (“מטה הסנקציות”) according to any applicable Law.
“Demonstrating Entity”	Shall have the meaning ascribed thereto in Section 4.5.1 of this Invitation.
“Design”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Design-Build Project”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Deviation”	Shall mean any deviation, amendment, omission, addition, condition, reservation or qualification of the contents of this Invitation, including of the Pre-Qualification Requirements, made by the Participant in its Pre-Qualification Submission.
“Effective”	Shall mean the effective percentage of all Means of Control held by Entity₁ in Entity₂, calculated by multiplying the percentages of Means of Control held by Entity₁ in each of the Entities in the chain of holdings between Entity₁ and Entity₂. E.g. if Entity₁ holds fifty percent (50%) of all Means of Control of Entity_(x) which, in turn, holds fifty percent (50%) of all Means of Control of Entity₂, then Entity₁ Effectively holds twenty-five percent (25%) of all Means of Control of Entity₂.
“Element”	means, as applicable, a TBM Tunnel, a Cut & Cover Underground Structure or a Mined Underground Structure.
“Eligible Participant”	Shall have the meaning ascribed thereto in Section 1.5.6 (Announcement of Eligible Participants) of this Invitation.

“Entity”²²	Shall mean any <u>incorporated and registered</u> corporation, company <u>or</u> partnership, recognized by law within its domicile, excluding individuals.
“EPBM”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Experience Provider”	Shall have the meaning ascribed thereto in Section 3.2 (Experience Provider) of this Invitation
“Financial Pre-Qualification Requirement(s)”²³	Shall mean the requirements of Sections <u>5.2 (Turnover), 5.3 (Equity) and 5.4 (Operating Cash Flow) of this Invitation</u> 5 (Financial Pre-Qualification Requirements). For the avoidance of doubt, the forms of submission referenced in each of the Sections within Section 5 (Financial Pre-Qualification Requirements), shall not be deemed as a Financial Pre-Qualification Requirement.
“Financial Statement(s)”	Shall mean, for each Entity: (i) its annual audited consolidated financial statement which includes a report signed by the external auditor of the Entity, confirming its compliance with one of the accounting standards specified pursuant to Section 6.4.1; or, in the absence thereof, (ii) its annual audited solo financial statement which includes a report signed by the external auditor of the Entity, confirming its compliance with one of the accounting standards specified pursuant to Section 6.4.1.
“Guarantor”	Shall have the meaning ascribed thereto in Section 3.3 (Guarantor) of this Invitation.
“Infra #1 Work” and/or “Infra #1 Work Package”	Shall have the meaning ascribed thereto in <u>Annex 1</u> (General Description of the Programme) of this Invitation
“Interested Parties”	Shall mean with respect to Entity ₁ : (a) any Entity or individual directly holding at least 15% of any of the Means of Control of Entity ₁ (in this definition: “Entity ₂ ”); (b) any Entity or individual Effectively holding at least 70% of any of the Means of Control of Entity ₂ ; (c) the CEO of Entity ₁ ; or (d) any of the directors of Entity ₁ .

²² Amended as part of Addendum No. 4 dated February 10, 2026.

²³ Amended as part of Addendum No. 4 dated February 10, 2026.

“Invitation”	Shall mean this Invitation for Pre-Qualification, including all Annexes thereof.
“JV Combined Weighted Average Turnover”	Shall have the meaning ascribed thereto Section 5.2.1.1 (Calculation of JV Combined Weighted Average Turnover) of this Invitation.
“Law(s)”	Shall mean the various national (state) laws and legislation, statutes, ordinance, codes, and regulations (including the Regulations), as enacted by the State of Israel, and any by-laws, codes, regulations enacted by the relevant authorities or municipalities, and case law and precedents of relevant competent judicial authorities; all as modified, amended, replaced or created from time to time.
“Length”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Mandatory Professional Pre-Qualification Requirements”	Shall have the meaning ascribed thereto in Section 4.1 (Professional Pre-Qualification Requirements; General Provisions) of this Invitation.
“Member”	Shall have the meaning ascribed thereto in Section 3.1.1.2 of this Invitation.
Mined Underground Structure	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Mining Contractor”	Shall mean an Entity which successfully demonstrated Compliance with the Pre-Qualification Requirements specified in Section 4.4 (Underground Structure: Mined Experience) below and with all other applicable provisions of this Invitation.
“Mining Experience”	Shall have the meaning ascribed thereto in Section 1.5.1.3 of this Invitation.
“NTA”	Shall mean NTA Metropolitan Mass Transit System Ltd.
“Offence”	Shall have the meaning ascribed thereto in Section 3.5.5 of this Invitation.
“Parent Company”	Shall have the meaning ascribed thereto in the definition of “Demonstrating Entity” above.
“Participant”	Shall have the meaning ascribed thereto in Section 3.1 (The Participant and the Members) of this Invitation.

“Participating Entity”	Shall mean the Participant (including any prospective Participant), and each Member, Experience Provider, Guarantor, Subsidiary, Sister Company and Parent Company of the Participant which were presented or relied on by the Participant as part of its Pre-Qualification Submission.
“Permitted Compositions”	Shall have the meaning ascribed thereto in Section 1.5.4 of this Invitation.
“Pre-Qualification Documents”	Shall mean the Invitation, its Annexes, the Pre-Qualification Forms and any other document issued by the Tender Committee during the Pre-Qualification Process.
“Pre-Qualification Forms” or “PQ Forms”	Shall mean the forms attached hereto as forms 1 through 9, which each Participant is required to complete, execute and submit as part of its Pre-Qualification Submission.
“Pre-Qualification Process”	Shall mean the process commencing upon the issuance of this Invitation and ending upon the announcement of Eligible Participants.
“Pre-Qualification Requirement(s)”	Shall mean the Professional Pre-Qualification Requirements and the Financial Pre-Qualification Requirements.
“Pre-Qualification Submission Date”	Shall have the meaning ascribed thereto in Section 7.10 (Pre-Qualification Submission Date) of this Invitation.
“Pre-Qualification Submission(s)”	Shall mean a complete written pre-qualification submission, complying with the terms and conditions contained in this Invitation and including all the information and completed Pre-Qualification Forms.
“Primarily Responsible”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.

“Professional Pre-Qualification Requirement(s)”²⁴	Shall mean each of the requirements of Sections 4.2 (Experience in the Construction of TBM Tunnels), 4.3 (Underground Structures: Cut & Cover Experience) and 4.4 (Underground Structure: Mined Experience) —4 (Professional Pre-Qualification Requirements) of this Invitation. For the avoidance of doubt, the forms of submission and contractor registration and certification requirements referenced in each of the Sections within Section 4 (Professional Pre-Qualification Requirements), shall not be deemed as a Professional Pre-Qualification Requirement.
“Programme” or “Network”	Shall have the meaning ascribed thereto in Section 1.1 (Introduction and General Description of the Programme) of this Invitation.
“Registration of Contractors Law”	Registration of Contractors for Construction Engineering Works Law, 1969.
“Regulations”	Shall mean the Mandatory Tender Regulations 1993, as amended from time to time.
“Related Entity”	Shall have the meaning ascribed to such term (“גורם קשור”, including derivatives thereof), pursuant to: (i) the Law for the Struggle with Iran’s Nuclear Program from 2012; and/or (ii) the Law for the Prevention of Distribution and Financing of Weapons of Mass Destruction from 2018.
“Relevant Entity”	Shall have the meaning ascribed thereto in Section 3.5.2 of this Invitation.
“Request(s) for Clarification(s)”	Shall have the meaning ascribed thereto in Section 2.11.1 of this Invitation.
“Sister Company”	Shall have the meaning ascribed thereto in the definition of “Demonstrating Entity” above.
“Subsidiary”	Shall have the meaning ascribed thereto in the definition of “Demonstrating Entity” above.
“Successful Bidder(s)”	Shall mean an Eligible Participant awarded an Agreement for a Work Package following the completion of a Tender.

²⁴ Amended as part of Addendum No. 4 dated February 10, 2026.

“TBM”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“TBM Tunnel”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Tender Committee”	Shall mean the committee appointed by NTA in order to manage the Pre-Qualification Process and the Tender Process.
“Tender”	Shall mean the tender which will be published during the Tenders Stage with respect to a specific Work Package.
“Transportation Project”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation. ²⁵
“Tunneling Contractor”	Shall mean an Entity which successfully demonstrated Compliance with the Pre-Qualification Requirements specified in Section 4.2 (Experience in the Construction of TBM Tunnels) below and with all other applicable provisions of this Invitation.
“Tunneling Experience”	Shall have the meaning ascribed thereto in Section 1.5.1.1 of this Invitation.
“Type of Pre-Qualification Submission”	Shall have the meaning ascribed thereto in Section 1.5.2 of this Invitation.
“Type “A” Pre-Qualification Submission”	Shall mean a Pre-Qualification Submission submitted by a Participant in one of the Permitted Compositions specified in Part 1 of <u>Annex “C”</u> to this Invitation, which includes the presentation of Tunneling Experience and C&C Experience, but does not include the presentation of Mining Experience.
“Type “A” Tenders”	Shall have the meaning ascribed thereto in Section 1.6.1.1 of this Invitation.
“Type “B” Pre-Qualification Submission”	Shall mean a Pre-Qualification Submission submitted by a Participant in one of the Permitted Compositions specified in Part 2 of <u>Annex “C”</u> to this Invitation, which includes the presentation of Tunneling Experience, C&C Experience and Mining Experience.

²⁵ Amended as part of Addendum No. 2 dated December 3, 2025.

“Type “B” Tenders”	Shall have the meaning ascribed thereto in Section 1.6.1.2 of this Invitation.
<u>“Update Process”</u>	<u>Shall have the meaning ascribed thereto in Section 1.5.2 of this Invitation.</u> ²⁶
“Update Statement”	Shall have the meaning ascribed thereto Section 8.8.1 of this Invitation.
“Urban Area”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.
“Website”	Shall have the meaning ascribed thereto in Section 2.6.1 of this Invitation.
“Weighted Average Operating Cash Flow”	Shall have the meaning ascribed thereto in Section 15.4.2 of this Invitation.
“Weighted Average Turnover”	Shall have the meaning ascribed thereto in Section 5.2.1 (Calculation of Weighted Average Turnover) of this Invitation.
“Wholly Owned Subsidiary”	Shall have the meaning ascribed thereto in Section 1.6.3 of this Invitation.
“Work Packages”	Shall have the meaning ascribed thereto in <u>Annex 1</u> (General Description of the Programme) of this Invitation
“Works”	Shall have the meaning ascribed thereto in Section 4.7 (Definitions) of this Invitation.

(***)

²⁶ Amended as part of Addendum No. 2 dated December 3, 2025.

ANNEX B (GENERAL DESCRIPTION OF THE PROGRAMME)
INCORPORATED BY REFERENCE

ANNEX C (COMPOSITION OF THE PARTICIPANT)

1. Basic Structure

Participant may be organized in one of the following basic structures:

- 1.1. A Single Entity Participant (with or without (an) Experience Provider(s)); or
- 1.2. A Joint Venture Participant (with or without (an) Experience Provider(s)).

2. Single Entity Participant

A Single Entity Participant may be either:

- 2.1. An Entity which, by itself complies with all Professional Pre-Qualification Requirements, with all Financial Pre-Qualification Requirements and with the provisions of Section 3.4 (Participation – General Requirements); or
- 2.2. An Entity which, by itself, complies with at least one (1) of the Professional Pre-Qualification Requirements, with the applicable Financial Pre-Qualification Requirements and with the provisions of Section 3.4 (Participation – General Requirements), and whose Experience Provider(s) comply/ies with the remaining Professional Pre-Qualification Requirement(s).

3. Structure of a Joint Venture Participant

- 3.1. A Joint Venture Participant must have at least two (2) Members but no more than three (3) Members.
- 3.2. Each Member of a Joint Venture Participant must commit to hold at least twenty percent (20%) of all Means of Control in the Joint Venture Participant.
- 3.3. A “**Member**” of a Joint Venture Participant means an Entity committed to hold Means of Control in the Joint Venture Participant which demonstrated compliance with:
 - (a) at least one (1) of the Professional Pre-Qualification Requirements;
 - (b) all the applicable Financial Pre-Qualification Requirements; and
 - (c) the provisions of Section 3.4 (Participation – General Requirements).
- 3.4. Notwithstanding Section 3.3(a) above, a Joint Venture Participant may include one (1) Member (and only one (1) Member) which does not demonstrate compliance with any of the Professional Pre-Qualification Requirements, provided that such Member is a contractor authorized in ~~accordance with the laws of its jurisdiction~~ the country of its incorporation, to perform ~~hHeavy eCivil wWorks (e.g., construction of tunnels, bridges or other heavy infrastructure),~~

without any limitation relating to the scope or value of the works performed in ~~monetary or other scope~~ (an “Authorized Contractor”).²⁷

For the purpose of this Section 3.4, “Heavy Civil Works” shall mean construction of any of the following: (i) highways; (ii) bridges; (iii) tunnels; (iv) interchanges; (v) airport runways or landing strips; (vi) railway stations; (vii) railway depots; (viii) seaport piers/jetties and other civil works for seaport construction; or (ix) construction of underground structures, including excavation and shoring.

An Authorized Contractor may not be the largest stakeholder in the Joint Venture Participant, i.e., at least one (1) other Member of the Joint Venture Participant must hold the same (or higher) percentage of Means of Control in the Joint Venture Participant as the Authorized Contractor.

4. Compliance with the Professional Pre-Qualification Requirements

- 4.1. The Participant, by itself or through its Experience Provider(s), must demonstrate compliance with all the Professional Pre-Qualification Requirements applicable to the relevant Type of Pre-Qualification Submission it submits.
- 4.2. An Entity may be presented by the Participant to demonstrate compliance with more than one (1) Professional Pre-Qualification Requirement. For example, the Participant may present one (1) of its Members to demonstrate both Tunneling Experience and C&C Experience.
- 4.3. The Participant may not present more than one (1) Entity to demonstrate compliance with a specific Professional Pre-Qualification Requirement. Thus, the Participant cannot, for example, present two (2) different Entities to demonstrate Tunneling Experience.

5. Compliance with the Financial Pre-Qualification Requirements

The Participant (if it is a Single Entity Participant) or the Members of the Participant (if the Participant is a Joint Venture Participant) must demonstrate compliance with the Financial Pre-Qualification Requirements in accordance with the provisions of Section 5.1 (Financial Pre-Qualification Requirements; General Provisions) of the Invitation.

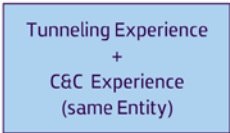
6. Examples of Compositions

- 6.1. For the Participant’s convenience, the Attachment to this Annex “C” includes examples of Permitted Compositions in each Type of Pre-Qualification Submission, as well as examples non-permitted compositions.
- 6.2. The examples included in the Attachment to this Annex “C” are not exhaustive and additional structures which comply with the provisions of this Annex “C” may be considered as Permitted Compositions.

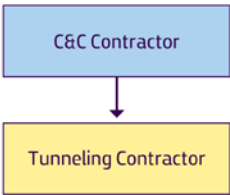
²⁷ Amended as part of Addendum No. 4 dated February 10, 2026.

Type "A"

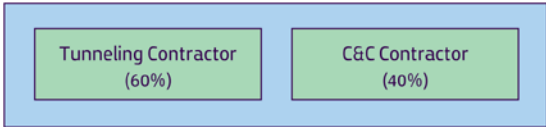
Single Entity Participant



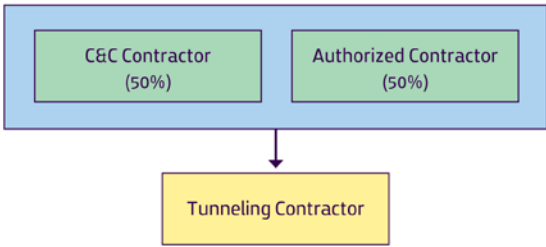
Single Entity Participant



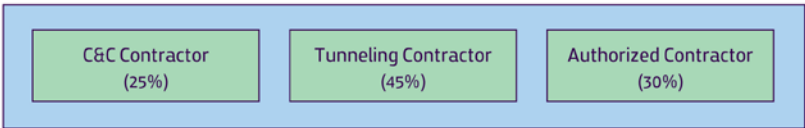
Joint Vereture Participant



Joint Vereture Participant

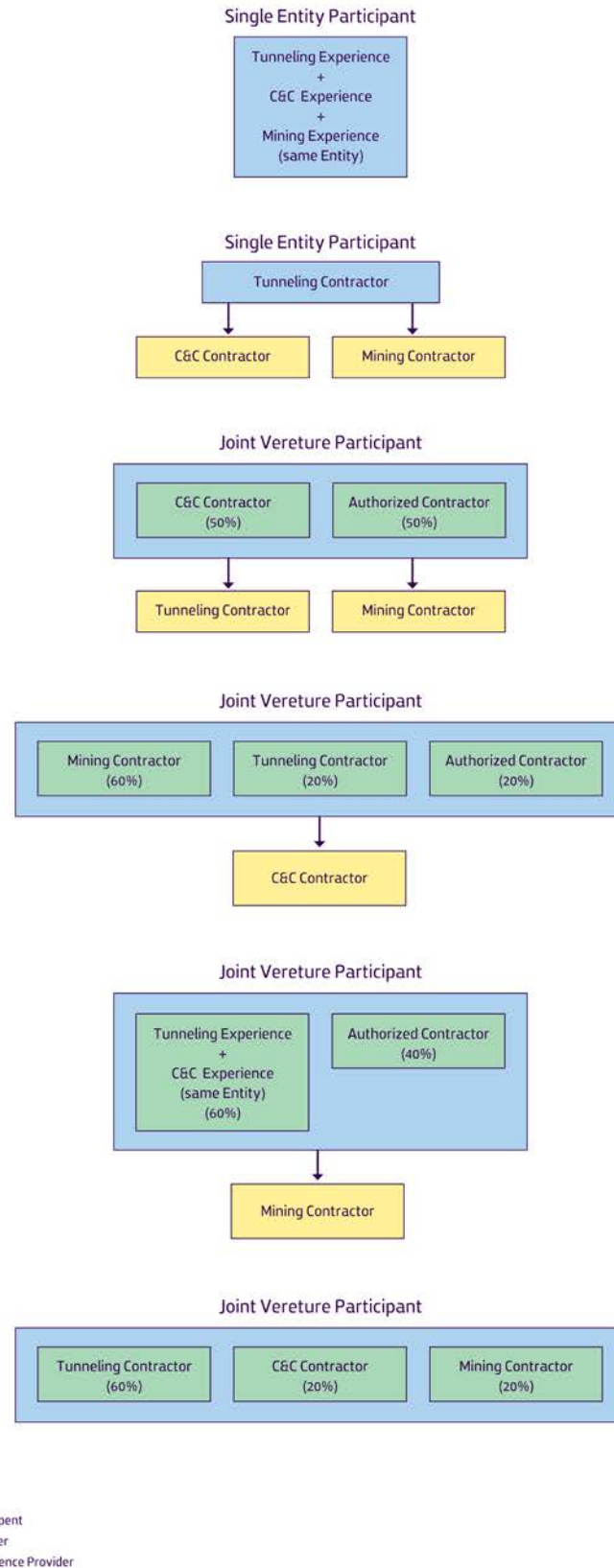


Joint Vereture Participant

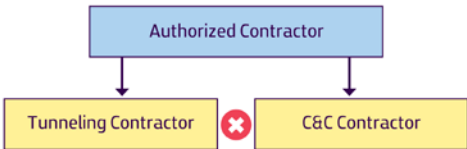


- Participant
- Member
- Experience Provider

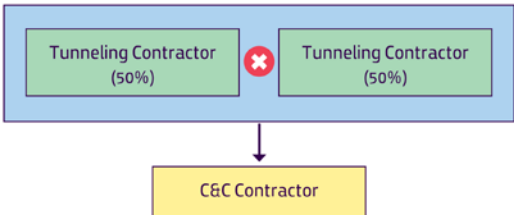
Type "B"



Non Permitted Compositions



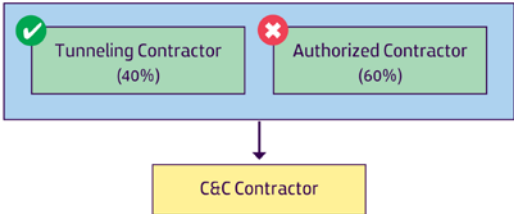
All professional Pre-Qualification Requirement are met **only** by Experience Providers in violation of Section 2.2 of Annex "C"



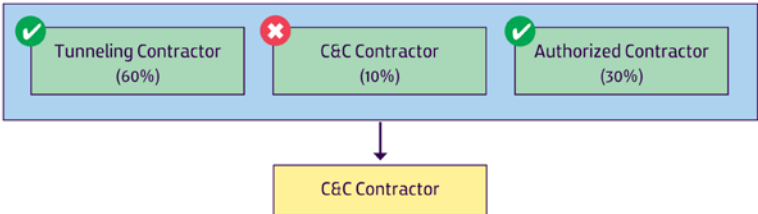
More than one (1) Entity is presented to demonstrate Tunneling Experience in violation of Section 4.3 of Annex "C"



More than three (3) Members in violation of Section 3.1 of Annex "C"



Authorized Contractor is the largest stakeholder in the JV in violation of Section 3.4 of Annex "C"



A Member (the C&C Contractor) holds less than 20% in violation of Section 3.2 of Annex "C"

- Participant
- Member
- Experience Provider

ANNEX D (ADVISORS TO THE TENDER COMMITTEE)

Pursuant to the provisions of Section 2.17 (Advisors to the Tender Committee) of the Invitation, and without derogating from the mechanisms detailed therein, the following is the list of the Advisors:

No.	Name of Advisor
1.	Metro Network Manager – Egis Rail SA
2.	Metro Network Manager – Gadish Engineering Company LTD
<u>2A</u>	<u>M1 Line Manager – Yaniv Zohar Engineering Ltd.</u> ²⁸
3.	M1 Line Manager – Dana Engineering Ltd.
4.	M1 Line Manager – MM S.P.A
5.	M1 Line Manager – Levy Shtark Zilberstein Consulting Engineering Ltd.
6.	M2 Line Manager – David Akerstein Ltd.
7.	M2 Line Manager – WSP UK Ltd.
8.	M2 Line Manager – Decker Building & Engineering Ltd.
9.	M3 Line Manager - Develman Perzelina Projects and Building Management Ltd.
10.	M3 Line Manager – Artellia
11.	M3 Line Manager – Mahod Engineering Ltd.
12.	BLK & Company
13.	Arnon, Tadmor-Levy

²⁸ Amended as part of Addendum No. 2 dated December 3, 2025.

ANNEX E (REQUESTS FOR CLARIFICATION)

#	<u>Company</u>	<u>Contact Name</u>	<u>Part</u> <u>(Invitation/</u> <u>Forms/</u> <u>Annexes)</u>	<u>Section</u> <u>(reference to</u> <u>the relevant</u> <u>Section)</u>	<u>Subject Matter</u>	<u>Request for</u> <u>Clarification</u>
1						
2						
3						
4						

ANNEX F (ACCOUNTING PRINCIPLES AND EXCHANGE OF CURRENCY)

1. Accounting Principles

- 1.1. Israeli GAAP (including Standard No. 51 of the Institute of Certified Public Accountants in Israel);
- 1.2. US GAAP (published by the FASB);
- 1.3. International Financial Reporting Standards (including, with respect to the cash flow statements, IAS (International Accounting Standards) IAS No. 7 and IFRS updates);
- 1.4. French GAAP;
- 1.5. Germany IFAD GAAP;
- 1.6. UK GAAP;
- 1.7. Spanish GAAP;
- 1.8. China Accounting Standards (CAS);
- 1.9. Ind AS – Indian Accounting Standards.

2. Exchange of Currency; For Sections 5.2 (Turnover) and 5.4 (Operating Cash Flow)²⁹

For the purpose of Sections 5.2 (Turnover) and 5.4 (Operating Cash Flow), financial information and the figures included in the Financial Statements, presented in any currency other than NIS, will be converted to NIS in accordance with the applicable average annual exchange rates specified below:

2.1. Average annual exchange rates for a fiscal year ending on December 31st:

Currency	2022	2023	2024
USD	3.3577	3.6897	3.699
EUR	3.5361	3.9895	4.0021
CNY	0.4989	0.5212	0.5141
INR	0.045	0.0483	0.0478

<u>Currency</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>
<u>USD</u>	<u>3.3577</u>	<u>3.6897</u>	<u>3.699</u>	<u>3.4519</u>
<u>EUR</u>	<u>3.5361</u>	<u>3.9895</u>	<u>4.0021</u>	<u>3.8928</u>
<u>CNY</u>	<u>0.4989</u>	<u>0.5212</u>	<u>0.5141</u>	<u>0.4801</u>
<u>INR</u>	<u>0.0427</u>	<u>0.0447</u>	<u>0.0442</u>	<u>0.0396</u>

2.2. Average annual exchange rates for a fiscal year ending on March 31st:

Currency	2022	2023	2024
USD	3.4444	3.6873	3.7270
EUR	3.5885	3.9593	4.0355
CNY	0.5027	0.5110	0.5179
INR	0.0447	0.0469	0.0487

<u>Currency</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>
<u>USD</u>	<u>3.2126</u>	<u>3.4444</u>	<u>3.7183</u>	<u>3.6873</u>

²⁹ Amended as part of Addendum No. 4 dated February 10, 2026.

<u>Currency</u>	<u>2022</u>	<u>2023</u>	<u>2024</u>	<u>2025</u>
<u>EUR</u>	<u>3.7359</u>	<u>3.5885</u>	<u>4.0331</u>	<u>3.9593</u>
<u>CNY</u>	<u>0.5006</u>	<u>0.5027</u>	<u>0.5188</u>	<u>0.5110</u>
<u>INR</u>	<u>0.0431</u>	<u>0.0429</u>	<u>0.0449</u>	<u>0.0436</u>

3. Exchange of Currency; For Section 5.3 (Equity)

For the purpose of Section 5.3 (Equity), financial information and the figures included in the Financial Statements, presented in any currency other than NIS, will be converted to NIS in accordance with the applicable end of fiscal year exchange rates specified below:

- 3.1. Exchange rates on the last day of fiscal year, for a fiscal year ending on **December 31st**:

Currency	2024	<u>2025</u>
USD	3.6470	<u>3.1900</u>
EUR	3.7964	<u>3.7455</u>
CNY	0.4996	<u>0.4562</u>
INR	0.0426	<u>0.0355</u>

- 3.2. Exchange rates on the last day of fiscal year, for a fiscal year ending on **March 31st**:

Currency	2024	<u>2025</u>
USD	3.6810	<u>3.718</u>
EUR	3.9791	<u>4.0219</u>
CNY	0.5098	<u>0.5124</u>
INR	0.0442	<u>0.0435</u>

ANNEX G (SUBMISSION CHECKLIST)

Pre-Qualification Form		Check
1	The Pre-Qualification Submission Letter	☐
2	Participating Entity	☐
	Attachment “A” (Incorporation Documents)	☐
	Attachment “B” (Additional Undertakings)	☐
	Attachment “C” (Guarantor Undertakings)	☐
3	Experience in the Construction of TBM Tunnels	☐
	Attachment “A” (Chart of Holdings)	☐
	Attachment “B” (Parent Company Undertakings)	☐
	Attachment “C” (Registration Certificate)	☐
4	Underground Structures: Cut & Cover Experience	☐
	Attachment “A” (Chart of Holdings)	☐
	Attachment “B” (Parent Company Undertakings)	☐
	Attachment “C” (Registration Certificate)	☐
5	Underground Structures: Mined Experience	☐
	Attachment “A” (Chart of Holdings)	☐
	Attachment “B” (Parent Company Undertakings)	☐
	Attachment “C” (Registration Certificate)	☐
6	Financial Robustness	☐
	Attachment “A” (Financial Statements)	☐
7	Turnover	☐
8	Public Entities Transactions Law Affidavit	☐
9	Criminal Information Affidavit <i>[in a separate sealed envelope]</i>	☐

For the avoidance of doubt, not all Pre-Qualification Forms and/or Attachments are required to be submitted by every Participant in every Pre-Qualification Submission. For example:

- Pre-Qualification Form “5” is not required in a Type “A” Pre-Qualification Submission.
- Attachment “A” to Pre-Qualification Forms “3”, “4” and “5” is required only if the Demonstrating Entity relied on a Parent Company, Subsidiary or Sister Company to demonstrate compliance with the Professional Pre-Qualification Requirements.
- Pre-Qualification Form “7” is not required from a Single Entity Participant.
- Pre-Qualification Form “8” is required only from Entities incorporated in the State of Israel or registered in Israel as a Foreign Company.

Instructions with respect to the Entities which are required to submit each Pre-Qualification Form or Attachment (and, if applicable, the circumstances in which such document is required to be submitted) are specified in brackets beneath the title of each Pre-Qualification Form and each Attachment.

Pre-Qualification 589/2025

INVITATION TO PRE-QUALIFY

WITH RESPECT TO PARTICIPATION IN FUTURE TENDERS FOR THE EXECUTION OF INFRA #1 WORKS OF THE TEL AVIV METROPOLITAN METRO LINES

November 2025

Pre-Qualification Forms

PRE-QUALIFICATION FORM “1”

THE PRE-QUALIFICATION SUBMISSION LETTER

*(To be completed by the Participant (if it is a Single Entity Participant) or by all Members of the Participant (if the Participant is a Joint Venture Participant))
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

To:
Chairman of the Tender Committee
NTA – Metropolitan Mass Transit System Ltd.
Holon

Dear Sir,

**Re: Invitation for Pre-Qualification to Participate in Tenders for the Execution of Infra #1
Works in connection with the Tel Aviv Metropolitan Metro Lines
(the “Invitation”)**

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of the Participant or Member (as applicable)):

In response to the Invitation issued on November 10, 2025, extending an invitation to submit a Pre-Qualification Submission:

1. I, the undersigned, have thoroughly and carefully read the Invitation, and am pleased to submit this Pre-Qualification Submission.
2. This Pre-Qualification Submission is a: *[check the applicable box]*
☐ Type “A” Pre-Qualification Submission.
☐ Type “B” Pre-Qualification Submission.
3. I warrant that the Pre-Qualification Submission is accurate, complete and up-to-date at time of the Pre-Qualification Submission Date, in accordance with the requirements of the Invitation.
4. I agree to all of the provisions in the Invitation and submit this Pre-Qualification Submission in accordance with the terms and provisions contained therein.
5. Without derogating from the generality of the foregoing, I acknowledge and accept the provisions of Section 9.2 (Reservation of Rights) of the Invitation, and without derogating from the generality of the provisions thereof, understand that the submission of this Pre-Qualification Submission shall not be deemed in any way to create an obligation on the part of the Tender Committee to announce my compliance with the Pre-Qualification Requirements or the compliance with the Pre-Qualification Requirements of any other Entity participating with me in this Pre-Qualification Submission (if any); that the Tender Committee has the right to reject, as it deems appropriate, this Pre-Qualification Submission; and that the Tender

Committee has the right, as it deems appropriate, to annul the Pre-Qualification Process and to reject all Pre-Qualification Submissions at any time, all, in accordance with the provisions of the Invitation.

6. The Authorized Representative on behalf of the Participant is:

Name: _____.

Email: _____.

Phone: _____.

7. Incorporated hereto, and made an integral part of this Pre-Qualification Submission, are all Pre-Qualification Forms, attachments and annexes thereto, and other annexes attached to the Pre-Qualification Submission as described herein:

- Pre-Qualification Form “1” The Pre-Qualification Submission Letter
- Pre-Qualification Form “2” Participating Entity
- Pre-Qualification Form “3” Experience in the Construction of TBM Tunnels
- Pre-Qualification Form “4” Underground Structure: Cut & Cover Experience
- Pre-Qualification Form “5” Underground Structure: Mined Experience
- Pre-Qualification Form “6” Financial Pre-Qualification Requirements
- Pre-Qualification Form “7” Turnover
- Pre-Qualification Form “8” Form of Affidavit

8. Detailed herein is information which I consider to be of a commercially sensitive or secret nature concerning this Pre-Qualification Submission *[to be completed in accordance with the provisions of Section 7.2 (Identification of Sensitive or Classified Information) of the Invitation]*:

9. I acknowledge receipt, understanding and full consideration of the following Addenda to the Pre-Qualification Documents, issued until the Pre-Qualification Submission Date:

Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____
Addendum No. _____	Date Issued: _____

Addendum No. _____
Addendum No. _____

Date Issued: _____
Date Issued: _____

[to be completed]

10. I hereby warrant and represent that to the best of my knowledge and after conducting a due investigation, each of the Participating Entities participating in this Pre-Qualification Submission complies with all applicable requirements of the Invitation pertaining to such Participating Entity.
11. This Pre-Qualification Submission shall be governed and construed in accordance with the provisions of all applicable Laws.
12. The applicable court in Tel Aviv shall have sole jurisdiction over all matters and all disputes arising in connection with this Pre-Qualification Submission.

[Signature page follows]

[Pre-Qualification Form “1” signature page]

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights^(*)</u>	<u>Date</u>
Participant/Member	_____	_____	_____	_____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

PRE-QUALIFICATION FORM “2”

PARTICIPATING ENTITY

(To be completed by the Participant (if it is a Single Entity Participant), by each Member (if the Participant is a Joint Venture Participant), by each Experience Provider (if applicable) and by each Guarantor (if applicable), each on a separate form)

(Capitalized terms shall have the meaning ascribed to them in the Invitation)

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Participating Entity):

1. Role of the Participating Entity: [check the applicable box]

☐ The Participant

☐ Member of the Participant

Anticipated Holdings: ____%

Relevant Pre-Qualification Requirements:

☐ Section 4.2 (Experience in the Construction of TBM Tunnels)

☐ Section 4.3 (Underground Structure: Cut & Cover Experience)

☐ Section 4.4 (Underground Structure: Mined Experience)

☐ N/A – Member is an Authorized Contractor

☐ Experience Provider

Relevant Pre-Qualification Requirements:

☐ Section 4.2 (Experience in the Construction of TBM Tunnels)

☐ Section 4.3 (Underground Structure: Cut & Cover Experience)

☐ Section 4.4 (Underground Structure: Mined Experience)

☐ Guarantor

Name of Participant or Member relying on Guarantor:

2. Name of Participating Entity:

Business Address:

Phone:

Facsimile:

E-mail:

Name

Title

**Address, Tel &
Fax No.'s**

3. Representative:

4. Legal Status: *[check the applicable box]*

☐ Limited Partnership

☐ Limited Liability Company

☐ General Partnership

☐ Other (explain) _____

5. Registration Number:

Place of Registration:

Date of Registration:

**6. Interested Parties in
the Participating
Entity:¹**

7. The Participating Entity hereby warrants and represents the following:

- 7.1. The Participating Entity has thoroughly and carefully read the Invitation and agrees to all of the provisions in the Invitation, and in particular to its obligations thereunder.
- 7.2. Without derogating from the generality of the foregoing, the Participating Entity acknowledges and accept the provisions of Section 9.2 (Reservation of Rights) of the Invitation, and without derogating from the generality of the provisions thereof, understands that the submission of this Pre-Qualification Submission shall not be deemed in any way to create an obligation on the part of the Tender Committee to announce its compliance with the Pre-Qualification Requirements or the compliance with the Pre-Qualification Requirements of any other Entity participating with the Participating Entity in this Pre-Qualification Submission (if any); that the Tender Committee has the right to reject, as it deems appropriate, this Pre-Qualification Submission; and that the Tender Committee has the right, as it deems appropriate, to annul the Pre-Qualification Process and to reject all Pre-Qualification Submissions at any time, all, in accordance with the provisions of the Invitation.

¹ "Interested Parties" Shall mean with respect to Entity1: (a) any Entity or individual directly holding at least 15% of any of the Means of Control of Entity1 (in this definition: "Entity2"); (b) any Entity or individual Effectively holding at least 70% of any of the Means of Control of Entity2; (c) the CEO of Entity1; or (d) any of the directors of Entity1.

- 7.3. The Participating Entity hereby warrants and represents that it complies and satisfies all of the requirements stipulated in Section 3.4 (Participation – General Requirements) of the Invitation.
- 7.4. The Participating Entity has not, directly or indirectly, induced or solicited any other Participating Entity to put in a false or sham Pre-Qualification Submission, and has not by itself, or directly or indirectly, colluded, arranged or agreed with any other Participating Entity to secure any advantage against any other Participant, or to secure any advantage against the Tender Committee or NTA or anyone interested in the Project;
- 7.5. Neither the Participating Entity nor any of its Affiliates participate in the Pre-Qualification Process other than in accordance with the provisions of Section 3.5 (Participation in a Pre-Qualification Submission) of the Invitation.
- 7.6. To the best of the Participating Entity's knowledge:
 - 7.6.1. The Pre-Qualification Submission submitted by the Participant is not made in the interest of, or on behalf of, any undisclosed person, corporation, company, voluntary association, partnership, trust, or unincorporated association;
 - 7.6.2. The Pre-Qualification Submission is genuine and not collusive or sham; and
 - 7.6.3. All the information contained in the Pre-Qualification Submission is true, accurate, complete and current as of the Pre-Qualification Submission Date.
8. This Pre-Qualification Submission shall be governed and construed in accordance with the provisions of all applicable Laws.
9. The applicable court in Tel Aviv shall have the sole jurisdiction over all matters and all disputes arising in connection with this Pre-Qualification Submission.

10. Attachments

- 10.1. Each Participating Entity shall attach authenticated copies of its certificate of incorporation and articles of association, or their equivalent within its domicile,² as Attachment "A" to this Pre-Qualification "2".
- 10.2. If the Participating Entity is presented to demonstrate compliance with a Professional Pre-Qualification Requirement (whether as the Participant, Member or Experience Provider), it shall also complete, execute and submit Attachment "B" to this Pre-Qualification "2".
- 10.3. If the Participating Entity is a Guarantor, it shall also complete, execute and submit Attachment "C" to this Pre-Qualification "2".

10.4. If the Participating Entity is an Authorized Contractor, it shall also complete, execute

² Except for official and authenticated certificates of Israeli corporations submitted in Hebrew, certificates of incorporation and minutes of incorporation provided by a Participating Entity in any language other than English should be accompanied by a translation to English and a confirmation of translation in accordance with the provisions of Section 7.6.2 of the Invitation.

and submit Attachment “D” to this Pre-Qualification “2”.³

[Signature page follows]

³ Amended as part of Addendum No. 4 dated February 10, 2026.

[Pre-Qualification Form “2” signature page]

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Participating Entity

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “A” TO PRE-QUALIFICATION FORM “2”

INCORPORATION DOCUMENTS

(To be attached by the Participating Entity)

ATTACHMENT “B” TO PRE-QUALIFICATION FORM “2”

ADDITIONAL UNDERTAKINGS

*(To be completed by each Entity presented to demonstrate compliance with a Professional Pre-Qualification Requirement (whether as the Participant, Member or Experience Provider) in a separate form)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Participant, Member or Experience Provider (as applicable)), in connection with the Pre-Qualification Submission submitted by _____ (name of Participant or Members) (the “**Participant**”):

The Participant, Member or Experience Provider (as applicable) undertakes that, if the Participant will be awarded with an Agreement during the Tender Stage, the Participant, Member or Experience Provider (as applicable) shall assume responsibility for the performance of the applicable part of the Work for which it was pre-qualified, either:

- directly;
- through a direct subsidiary thereof; or
- through an Entity which is indirectly held thereby (provided that one hundred percent (100%) of all Means of Control of such Entity are Effectively held thereby),

all as will be specified under the Tender Documents.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Participant / Member
/ Experience Provider

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “C” TO PRE-QUALIFICATION FORM “2”

GUARANTOR UNDERTAKINGS

*(To be completed by each Guarantor in a separate form)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Guarantor), in connection with the Pre-Qualification Submitted by _____ (name of Participant or Members) (the “**Participant**”):

1. The Guarantor agrees to act as Guarantor for _____ (name of Participant or Member) (the “**Relying Entity**”).
2. The Guarantor Controls the Member by means of _____ [please provide appropriate explanation, demonstrated by applicable documentation, e.g. reports issued by the registrar of companies, organizational charts, articles of association, etc].
3. The Guarantor hereby requests that its own financial information, which is included in this Pre-Qualification Submission, will be taken into account in determination of compliance of the Participant or Member (as applicable) with the Financial Pre-Qualification Requirements set forth in Sections 5.2 (Turnover), 5.3 (Operating Cash Flow) and 5.4 (Equity) of the Invitation, instead of the financial information of the Participant or Member (as applicable) relying on the Guarantor as detailed in Section 1 above.
4. The Guarantor acknowledges that, if the Participant will be announced as an Eligible Participant, the Guarantor shall be required, during the Tender Stage and as part of the submission of a bid for a Tender by the Participant, to execute an undertaking to provide the Relying Entity with financial support, as will be specified under the Tender Documents.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Guarantor _____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “D” TO PRE-QUALIFICATION FORM “2”

AUTHORIZED CONTRACTOR UNDERTAKINGS

*(To be completed by the Authorized Contractor in a separate form)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Authorized Contractor), in connection with the Pre-Qualification Submitted by _____ (name of Participant or Members) (the “**Participant**”):

The Authorized Contractor declares that it authorized in the country of its incorporation to perform Heavy Civil Works, without any limitation relating to the scope or value of the works performed.

If required by the Tender Committee, the Authorized Contractor shall provide supporting documentation, such as (if and to the extent applicable and available) licenses, permits, certificates, approvals, agreements or other documents required by the Tender Committee.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Authorized
Contractor

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

PRE-QUALIFICATION FORM “3”

EXPERIENCE IN THE CONSTRUCTION OF TBM TUNNELS

*(To be completed by the Member or Experience Provider demonstrating compliance with the Pre-Qualification Requirement specified in Section 4.2. (Experience in the Construction of TBM Tunnels) of the Invitation)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Participant, Member or Experience Provider) (in this form, the “**Demonstrating Entity**”):

A. Experience

Project/Element Details	Project/Element		
	“1”	“2”	“3”
Name of project and the TBM Tunnel	_____	_____	_____
Location of project (city and country)	_____	_____	_____
Date of Completion [MM/YYYY]	_____	_____	_____
<u>Method of Completion</u>⁴	☐ <u>Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>Receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>	☐ <u>Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>Receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>	☐ <u>Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>Receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>
Description of Element:			
The tunnel is a TBM	☐ Constructed by a TBM	☐ Constructed by a TBM	☐ Constructed a TBM

⁴ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
Tunnel:	☐ Executed in soft ground and/or mixed ground and/or unstable ground conditions ☐ Has an internal diameter of at least five (5) meters ☐ Is lined by a precast concrete segmental lining installed by the TBM	☐ Executed in soft ground and/or mixed ground and/or unstable ground conditions ☐ Has an internal diameter of at least five (5) meters ☐ Is lined by a precast concrete segmental lining installed by the TBM	☐ Executed in soft ground and/or mixed ground and/or unstable ground conditions ☐ Has an internal diameter of at least five (5) meters ☐ Is lined by a precast concrete segmental lining installed by the TBM
Type of TBM Tunnel	☐ single bore ☐ twin bore	☐ single bore ☐ twin bore	☐ single bore ☐ twin bore
Length of TBM Tunnel (in km)	_____	_____	_____
The TBM Tunnel was Constructed (in whole or in part) in an Urban Area	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No
The TBM Tunnel passes through an underground structure	☐ Yes <i>[specify type of underground structure]</i> _____ ☐ No	☐ Yes <i>[specify type of underground structure]</i> _____ ☐ No	☐ Yes <i>[specify type of underground structure]</i> _____ ☐ No
The TBM Tunnel was Constructed (in whole or in part) below the groundwater table	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No
Client Details and Contact Person Information (client's name, client's representative's	_____	_____	_____

Project/Element Details	Project/Element		
	"1"	"2"	"3"
name, phone number and email address)			
Execution of the Element			
The Entity which was Primarily Responsible for the Construction of the TBM Tunnel(s) <i>[check the applicable box] ⁵</i>	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof
If the Element was executed by a Joint Venture, the abovementioned Entity itself was Primarily Responsible for the applicable Works	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)

Elements Executed by a Parent Company, Subsidiary or Sister Company

To the extent any of the referenced Works were executed by an Associated Party (Parent Company, Subsidiary or Sister Company):

- Below are details with respect to the Associated Party which executed each such referenced Works and the connection between such Associated Party and the Demonstrating Entity:

Attached as **Attachment "A"** to this Pre-Qualification Form is a chart describing the foregoing structure of holdings.

- The Demonstrating Entity hereby warrants and represents that any Associated Party on which it relied complies and satisfies all of the requirements stipulated in Section 3.4 (Participation

⁵ Amended as part of Addendum No. 4 dated February 10, 2026.

– General Requirements) of the Invitation.

3. With respect to each Parent Company or Sister Company (if any) relied on by the Demonstrating Entity, attached as **Attachment “B”** to this Pre-Qualification Form is a Parent Company Undertaking *[The Parent Company Undertaking shall be submitted by: (a) if a Parent Company executed (by itself) the referenced Works – such Parent Company; and/or (b) if a Sister Company executed the referenced Works – the joint Parent Company of the Demonstrating Entity and such Sister Company].*

B. Registration⁶

The Demonstrating Entity confirms that, in order to submit a bid in any future Tender, it will be required to ~~is~~:

- ☐ ~~be a~~ **A** “registered contractor” pursuant to the Registration of Contractors Law, having at least one (1) of the following classification(s): (i) field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ]; or (ii) field 300 (bridges), classification C-5 (unlimited) [300 5-λ]; ~~or~~;

~~Attached as **Attachment “C”** to this Pre-Qualification Form is a copy of the Demonstrating Entity’s contractor registration certificate.~~

- ☐ ~~An Entity subject to~~ obtain an exemption from the foregoing registration requirements in accordance with the provisions of Article 14A of the Registration of Contractors Law.

C. Additional Relevant Information:

[The Demonstrating Entity may (but is not obligated to) provide additional information it believes is relevant to this Pre-Qualification Form]

[Signature page follows]

⁶ Amended as part of Addendum No. 4 dated February 10, 2026.

[Pre-Qualification Form “3” signature page]

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Demonstrating Entity _____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “A” TO PRE-QUALIFICATION FORM “3”

CHART OF HOLDINGS

(To be attached by the Demonstrating Entity with respect to each referenced project in which the Demonstrating Entity relied on a Parent Company, Subsidiary or Sister Company)

ATTACHMENT “B” TO PRE-QUALIFICATION FORM “3”

PARENT COMPANY UNDERTAKING

(To be completed by: (a) if a Parent Company executed (by itself) a referenced project – such Parent Company; and/or (b) if a Sister Company executed a referenced project – the joint Parent Company of the Demonstrating Entity and such Sister Company, each in a separate form)

(Capitalized terms shall have the meaning ascribed to them in the Invitation and in Pre-Qualification Form “3”)

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Parent Company) in connection with the Pre-Qualification Submitted by _____ (name of Participant or Members) (the “**Participant**”):

The Parent Company: *[Checked the applicable box]*

- ☐ Controls the Demonstrating Entity which submitted Pre-Qualification Form “3”.
- ☐ Controls both the Demonstrating Entity and the Sister Company which executed referenced Element(s) no(s). _____ specified in Pre-Qualification Form “3” submitted by the Demonstrating Entity.

The Parent Company undertakes towards NTA that, if the Participant is declared as a Successful Bidder in the Tender Stage, then to the extent required by NTA, the Parent Company shall provide or procure the provision of sufficient technical and professional support to the Demonstrating Entity, so as to enable it to perform its obligations and its applicable scope of the Works in accordance with the provisions of the Tender Documents.

To this extent the Parent Company undertakes to execute an additional undertaking in the form which shall be included in the Tender Documents.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Parent Company _____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “C” TO PRE-QUALIFICATION FORM “3”

REGISTRATION CERTIFICATE

*(To be attached by the Demonstrating Entity)*⁷

⁷ Amended as part of Addendum No. 4 dated February 10, 2026.

PRE-QUALIFICATION FORM “4”

UNDERGROUND STRUCTURES: CUT & COVER EXPERIENCE

*(To be completed by the Member or Experience Provider demonstrating compliance with the Pre-Qualification Requirement specified in Section 4.3. (Underground Structures: Cut & Cover Experience) of the Invitation)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Participant, Member or Experience Provider) (in this form, the “**Demonstrating Entity**”):

A. Experience in the Construction of Underground Structures

Project/Element Details	Project/Element		
	“1”	“2”	“3”
Name of project and the C&C Underground Structure	_____	_____	_____
Location of project (city and country)	_____	_____	_____
Date of Completion [MM/YYYY]	_____	_____	_____
<u>Method of Completion</u>⁸	☐ <u>delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>	☐ <u>delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>	☐ <u>delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor</u> ☐ <u>receipt of confirmation from owner that the applicable Works with respect to the Element were completed</u>
Description of Element:			
The structure is a C&C Underground	☐ Its method of Construction was: (i) Cut & Cover; and (ii)	☐ Its method of Construction was: (i) Cut & Cover; and (ii)	☐ Its method of Construction was: (i) Cut & Cover; and (ii)

⁸ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
Structure:	utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____	utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____	utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____
At least one (1) of the underground levels of the C&C Underground Structure has (independently from any other level) a total internal surface area (footprint) of at least: two thousand and four hundred (2,400) square meters (m²);⁹	☐ Yes <u>Two thousand and four hundred (2,400) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____ ☐ No <u>One thousand and five hundred (1,500) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____	☐ Yes <u>Two thousand and four hundred (2,400) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____ ☐ No <u>One thousand and five hundred (1,500) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____	☐ Yes <u>Two thousand and four hundred (2,400) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____ ☐ No <u>One thousand and five hundred (1,500) square meters (m²)</u> <i>[specify footprint (in meters)]</i> _____
The C&C Underground Structure was Constructed in an Urban Area	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No

⁹ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
The C&C Underground Structure was a Design-Build Project, in which the Demonstrating Entity or Associated Party (as applicable) was Primarily Responsible for both Design and Construction of the C&C Underground Structures	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No
Client Details and Contact Person Information (client's name, client's representative's name, phone number and email address)	_____	_____	_____
Execution of the Element			
The Entity which was Primarily Responsible for the Construction or the Design and Construction (as applicable) of the C&C Underground Structure <i>[check the applicable box]</i> ¹⁰	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof
If the Element was executed by a Joint Venture, the abovementioned Entity itself was Primarily Responsible	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)

¹⁰ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
for the applicable Works			

Elements Executed by a Parent Company, Subsidiary or Sister Company

To the extent any of the referenced Works were executed by an Associated Party (Parent Company, Subsidiary or Sister Company):

- Below are details with respect to the Associated Party which executed each such referenced Works and the connection between such Associated Party and the Demonstrating Entity:

Attached as **Attachment "A"** to this Pre-Qualification Form is a chart describing the foregoing structure of holdings.

- The Demonstrating Entity hereby warrants and represents that any Associated Party on which it relied complies and satisfies all of the requirements stipulated in Section 3.4 (Participation – General Requirements) of the Invitation.
- With respect to each Parent Company or Sister Company (if any) relied on by the Demonstrating Entity, attached as **Attachment "B"** to this Pre-Qualification Form is a Parent Company Undertaking *[The Parent Company Undertaking shall be submitted by: (a) if a Parent Company executed (by itself) the referenced Works – such Parent Company; and/or (b) if a Sister Company executed the referenced Works – the joint Parent Company of the Demonstrating Entity and such Sister Company].*

B. Groundwater Dewatering Experience

Project/Element Details	Project/Element		
	"1"	"2"	"3"
Name of project and the C&C Underground Structure	_____	_____	_____
Location of project (city and country)	_____	_____	_____
Date of Completion [MM/YYYY]	_____	_____	_____
Method of Completion¹¹	☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed	☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed	☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed
Description of Element:			
The structure is a C&C Underground Structure:¹²	☐ Its method of Construction was: (i) Cut & Cover; and (ii) utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____	☐ Its method of Construction was: (i) Cut & Cover; and (ii) utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____	☐ Its method of Construction was: (i) Cut & Cover; and (ii) utilizing diaphragm walls ☐ The depth below the excavated original ground level to the upper surface of the lowest concrete floor level of which is at least fourteen (14) meters <i>[specify depth (in meters)]</i> _____
At least one (1) of the	☐ Yes <i>[specify footprint</i>	☐ Yes <i>[specify footprint</i>	☐ Yes <i>[specify footprint</i>

¹¹ Amended as part of Addendum No. 4 dated February 10, 2026.

¹² Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
underground levels of the C&C Underground Structure has (independently from any other level) a total internal surface area (footprint) of at least one thousand and five hundred (1,500) square meters (m2);	(in meters)] _____ ☐ No	(in meters)] _____ ☐ No	(in meters)] _____ ☐ No
The C&C Underground Structure was Constructed in an Urban Area	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No
Client Details and Contact Person Information (client's name, client's representative's name, phone number and email address)	 _____	 _____	 _____
Execution of the Element			
The Entity which was Primarily Responsible for the dewatering of ground water during the Construction of the C&C Underground Structure <i>[check the applicable box]</i> ¹³	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof
If the project was	☐ Yes	☐ Yes	☐ Yes

¹³ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	“1”	“2”	“3”
executed by a Joint Venture, the abovementioned Entity itself was Primarily Responsible for the dewatering applicable Works ¹⁴	☐ Not applicable (project was not executed by a Joint Venture)	☐ Not applicable (project was not executed by a Joint Venture)	☐ Not applicable (project was not executed by a Joint Venture)

Elements Executed by a Parent Company, Subsidiary or Sister Company

To the extent any of the referenced Works were executed by an Associated Party (Parent Company, Subsidiary or Sister Company):

4. Below are details with respect to the Associated Party which executed each such referenced Works and the connection between such Associated Party and the Demonstrating Entity:

Attached as **Attachment “A”** to this Pre-Qualification Form is a chart describing the foregoing structure of holdings.

5. The Demonstrating Entity hereby warrants and represents that any Associated Party on which it relied complies and satisfies all of the requirements stipulated in Section 3.4 (Participation – General Requirements) of the Invitation.
6. With respect to each Parent Company or Sister Company (if any) relied on by the Demonstrating Entity, attached as **Attachment “B”** to this Pre-Qualification Form is a Parent Company Undertaking *[The Parent Company Undertaking shall be submitted by: (a) if a Parent Company executed (by itself) the referenced Works – such Parent Company; and/or (b) if a Sister Company executed the referenced Works – the joint Parent Company of the Demonstrating Entity and such Sister Company].*

C. Registration¹⁵

The Demonstrating Entity **confirms that, in order to submit a bid in any future Tender, it will be required to** ~~is~~:

☐ ~~be a~~ **A** “registered contractor” pursuant to the Registration of Contractors Law, having at least one (1) of the following classification(s): (i) field 100 (construction), classification C-

¹⁴ Amended as part of Addendum No. 4 dated February 10, 2026.

¹⁵ Amended as part of Addendum No. 4 dated February 10, 2026.

5 (unlimited) [100 5-λ]; (ii) field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ]; or (ii) field 300 (bridges), classification C-5 (unlimited) [300 5-λ]]; [or](#).

~~Attached as **Attachment “C”** to this Pre-Qualification Form is a copy of the Demonstrating Entity’s contractor registration certificate.~~

☐ ~~An Entity subject to~~ [obtain an exemption from the foregoing registration requirements in accordance with](#) the provisions of Article 14A of the Registration of Contractors Law.

D. Additional Relevant Information:

[The Demonstrating Entity may (but is not obligated to) provide additional information it believes is relevant to this Pre-Qualification Form]

[Signature page follows]

[Pre-Qualification Form “4” signature page]

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights^(*)</u>	<u>Date</u>
Participating Entity	_____	_____	_____	_____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “A” TO PRE-QUALIFICATION FORM “4”

CHART OF HOLDINGS

(To be attached by the Demonstrating Entity with respect to each referenced project in which the Demonstrating Entity relied on a Parent Company, Subsidiary or Sister Company)

ATTACHMENT “B” TO PRE-QUALIFICATION FORM “4”

PARENT COMPANY UNDERTAKING

(To be completed by: (a) if a Parent Company executed (by itself) a referenced project – such Parent Company; and/or (b) if a Sister Company executed a referenced project – the joint Parent Company of the Demonstrating Entity and such Sister Company, each in a separate form)

(Capitalized terms shall have the meaning ascribed to them in the Invitation and in Pre-Qualification Form “4”)

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Parent Company) in connection with the Pre-Qualification Submitted by _____ (name of Participant or Members) (the “**Participant**”):

The Parent Company: *[Checked the applicable box]*

- ☐ Controls the Demonstrating Entity which submitted Pre-Qualification Form “4”.
- ☐ Controls both the Demonstrating Entity and the Sister Company which executed referenced Element(s) no(s). _____ specified in Pre-Qualification Form “4” submitted by the Demonstrating Entity.

The Parent Company undertakes towards NTA that, if the Participant is declared as a Successful Bidder in the Tender Stage, then to the extent required by NTA, the Parent Company shall provide or procure the provision of sufficient technical and professional support to the Demonstrating Entity, so as to enable it to perform its obligations and its applicable scope of the Works in accordance with the provisions of the Tender Documents.

To this extent the Parent Company undertakes to execute an additional undertaking in the form which shall be included in the Tender Documents.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Parent Company _____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “C” TO PRE-QUALIFICATION FORM “4”

REGISTRATION CERTIFICATE

(To be attached by the Demonstrating Entity) ¹⁶

¹⁶ Amended as part of Addendum No. 4 dated February 10, 2026.

PRE-QUALIFICATION FORM “5”

UNDERGROUND STRUCTURES: MINED EXPERIENCE

*(To be completed by the Member or Experience Provider demonstrating compliance with the Pre-Qualification Requirement specified in Section 4.3. (Underground Structures: Cut & Cover Experience) of the Invitation)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Participant, Member or Experience Provider) (in this form, the “**Demonstrating Entity**”):

A. Experience

Project/Element Details	Project/Element		
	“1”	“2”	“3”
Name of project and the Mined Underground Structure	_____	_____	_____
Location of project (city and country)	_____	_____	_____
Date of Completion [MM/YYYY]	_____	_____	_____
<u>Method of Completion</u> ¹⁷	☐ Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor ☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed	☐ Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor ☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed	☐ Delivery of the applicable Element to, and its acceptance by, the respective owner, main contractor or follow-on contractor ☐ Receipt of confirmation from owner that the applicable Works with respect to the Element were completed
Description of Element:			

¹⁷ Amended as part of Addendum No. 4 dated February 10, 2026.

Project/Element Details	Project/Element		
	"1"	"2"	"3"
The structure is a Mined Underground Structure:	☐ Its method of Construction was conventional tunneling (excluding drill & blast) utilizing pre-support measures ☐ The cross-sectional face of the excavated cavern is at least 80 square meters (80m ²) <i>[specify cross-sectional face area (in m²)]</i> ☐ The total excavated cavern volume of which was at least ten thousand cubic meters (10,000 m ³) <i>[specify total excavated cavern volume (in m³)]</i> ☐ It was excavated in soft ground conditions ☐ The Construction thereof has been performed, in whole or in part, below ground water table	☐ Its method of Construction was conventional tunneling (excluding drill & blast) utilizing pre-support measures ☐ The cross-sectional face of the excavated cavern is at least 80 square meters (80m ²) <i>[specify cross-sectional face area (in m²)]</i> ☐ The total excavated cavern volume of which was at least ten thousand cubic meters (10,000 m ³) <i>[specify total excavated cavern volume (in m³)]</i> ☐ It was excavated in soft ground conditions ☐ The Construction thereof has been performed, in whole or in part, below ground water table	☐ Its method of Construction was conventional tunneling (excluding drill & blast) utilizing pre-support measures ☐ The cross-sectional face of the excavated cavern is at least 80 square meters (80m ²) <i>[specify cross-sectional face area (in m²)]</i> ☐ The total excavated cavern volume of which was at least ten thousand cubic meters (10,000 m ³) <i>[specify total excavated cavern volume (in m³)]</i> ☐ It was excavated in soft ground conditions ☐ The Construction thereof has been performed, in whole or in part, below ground water table
The Mined Underground Structure was Constructed in an Urban Area	☐ Yes ☐ No	☐ Yes ☐ No	☐ Yes ☐ No
The Mined Underground	☐ Yes	☐ Yes	☐ Yes

Project/Element Details	Project/Element		
	"1"	"2"	"3"
Structure was part of a Design-Build Project, in which the Demonstrating Entity or Associated Party (as applicable) was Primarily Responsible for both Design and Construction of the Mined Underground Structures	☐ No	☐ No	☐ No
Client Details and Contact Person Information (client's name, client's representative's name, phone number and email address)	_____	_____	_____
Execution of the Element			
The Entity which was Primarily Responsible for the Construction or the Design and Construction (as applicable) of the Mined Underground Structure <i>[check the applicable box]</i> ¹⁸	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof	☐ The Demonstrating Entity itself ☐ A Parent Company thereof ☐ A Subsidiary thereof ☐ A Sister Company thereof
If the project was executed by a Joint Venture, the abovementioned Entity itself was Primarily Responsible for the applicable Works	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)	☐ Yes ☐ Not applicable (project was not executed by a Joint Venture)

¹⁸ Amended as part of Addendum No. 4 dated February 10, 2026.

Projects Executed by a Parent Company, Subsidiary or Sister Company

To the extent any of the referenced Works were executed by a Parent Company, Subsidiary or Sister Company:

1. Below are details with respect to the Parent Company, Subsidiary or Sister Company which executed each such referenced Works and the connection between such Entity and the Demonstrating Entity:

Attached as **Attachment “A”** to this Pre-Qualification Form is a chart describing the foregoing structure of holdings.

2. The Demonstrating Entity hereby warrants and represents that any Parent Company, Subsidiary or Sister Company on which it relied complies and satisfies all of the requirements stipulated in Section 3.4 (Participation – General Requirements) of the Invitation.
3. With respect to each Parent Company or Sister Company (if any) relied on by the Demonstrating Entity, attached as **Attachment “B”** to this Pre-Qualification Form is a Parent Company Undertaking *[The Parent Company Undertaking shall be submitted by: (a) if a Parent Company executed (by itself) the referenced Works – such Parent Company; and/or (b) if a Sister Company executed the referenced Works – the joint Parent Company of the Demonstrating Entity and such Sister Company].*

B. Registration¹⁹

The Demonstrating Entity **confirms that, in order to submit a bid in any future Tender, it will be required to** ~~is~~:

- ☐ ~~be a~~ **A** “registered contractor” pursuant to the Registration of Contractors Law, having at least one (1) of the following classification(s): field 200 (roads, infrastructures and development), classification C-5 (unlimited) [200 5-λ]; ~~or~~

~~Attached as **Attachment “C”** to this Pre-Qualification Form is a copy of the Demonstrating Entity’s contractor registration certificate.~~

- ☐ ~~An Entity subject to~~ **obtain an exemption from the foregoing registration requirements in accordance with** the provisions of Article 14A of the Registration of Contractors Law.

C. Additional Relevant Information:

[The Demonstrating Entity may (but is not obligated to) provide additional information it believes is relevant to this Pre-Qualification Form]

¹⁹ Amended as part of Addendum No. 4 dated February 10, 2026.

[Signature page follows]

[Pre-Qualification Form “5” signature page]

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights^(*)</u>	<u>Date</u>
Participating Entity	_____	_____	_____	_____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “A” TO PRE-QUALIFICATION FORM “5”

CHART OF HOLDINGS

(To be attached by the Demonstrating Entity with respect to each referenced project in which the Demonstrating Entity relied on a Parent Company, Subsidiary or Sister Company)

ATTACHMENT “B” TO PRE-QUALIFICATION FORM “5”

PARENT COMPANY UNDERTAKING

(To be completed by: (a) if a Parent Company executed (by itself) a referenced project – such Parent Company; and/or (b) if a Sister Company executed a referenced project – the joint Parent Company of the Demonstrating Entity and such Sister Company, each in a separate form)

(Capitalized terms shall have the meaning ascribed to them in the Invitation and in Pre-Qualification Form “5”)

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Parent Company) in connection with the Pre-Qualification Submitted by _____ (name of Participant or Members) (the “**Participant**”):

The Parent Company: *[Checked the applicable box]*

- ☐ Controls the Demonstrating Entity which submitted Pre-Qualification Form “5”.
- ☐ Controls both the Demonstrating Entity and the Sister Company which executed referenced Element(s) no(s). _____ specified in Pre-Qualification Form “5” submitted by the Demonstrating Entity.

The Parent Company undertakes towards NTA that, if the Participant is declared as a Successful Bidder in the Tender Stage, then to the extent required by NTA, the Parent Company shall provide or procure the provision of sufficient technical and professional support to the Demonstrating Entity, so as to enable it to perform its obligations and its applicable scope of the Works in accordance with the provisions of the Tender Documents.

To this extent the Parent Company undertakes to execute an additional undertaking in the form which shall be included in the Tender Documents.

Faithfully yours,

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Parent Company _____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “C” TO PRE-QUALIFICATION FORM “5”

REGISTRATION CERTIFICATE

(To be attached by the Demonstrating Entity) ²⁰

²⁰ Amended as part of Addendum No. 4 dated February 10, 2026.

PRE-QUALIFICATION FORM “6”

FINANCIAL ROBUSTNESS

*(To be completed by the Participant (if it is a Single Entity Participant) or its Guarantor (as applicable); or by each Member (if the Participant is a Joint Venture Participant) or its Guarantor (as applicable))
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

I, _____, the undersigned, am making this affidavit on behalf of _____ (name of Single Entity Participant, Member or Guarantor (as applicable)) (in this Pre-Qualification Form, the “Submitting Entity”)

1. Financial Data of _____ (name of Submitting Entity): (*)

1.1. Turnover

Year	$t - 2$	$t - 1$	t
Turnover (TO) – in the original currency (name the currency: _____)			
Currency exchange rate (Annex F)			
Turnover (TO) – in NIS			

The Weighted Average Turnover of the Submitting Entity, is _____, calculated as follows:

$$\text{Weighted Average Turnover} = \frac{3 * TO_{(t)} + 2 * TO_{(t-1)} + 1 * TO_{(t-2)}}{6}$$

Where:

TO – Submitting Entity’s annual turnover for the applicable year in accordance with its annual Financial Statements for that year.

t – Most recent year for which the Submitting Entity has annual Financial Statements (provided such are not earlier than 2024).

1.2. Equity

Year	Year of most recent annual Financial Statement
Equity – in the original currency (name the currency: _____) (based on most recent annual Financial Statements (provided such are not earlier than for the year 2024))	
Currency exchange rate (Annex F)	

Equity – in NIS	
-----------------	--

1.3. **Operating Cash Flow**

Year	$t - 2$	$t - 1$	t
Operating Cash Flow (CF)			

The Weighted Average Operating Cash Flow of the Submitting Entity, is _____, calculated as follows:

$$\text{Weighted Average Operating Cash Flow} = \frac{3 * CF_{(t)} + 2 * CF_{(t-1)} + 1 * CF_{(t-2)}}{6}$$

Where:

CF – Submitting Entity’s operating cash flow for the applicable year in accordance with its annual Financial Statements for that year.

t – Most recent year for which the Submitting Entity has annual Financial Statements (provided such are not earlier than 2024).

The Submitting Entity’s Weighted Average Operating Cash Flow: *[check applicable]*

☐ is not negative.

☐ is negative, and the ratio between:

(a) the absolute value of *[check applicable]* ☐ The Submitting Entity’s Weighted Average Operating Cash Flow or ☐ The Submitting Entity’s Operating Cash Flow based on its most recent annual Financial Statements (provided such are not earlier than for the year 2022), and

(b) the Submitting Entity’s equity on the last day of its most recent annual Financial Statements (provided that such are not earlier than for the year 2024),

is less than 25%.

() All data conversion in this Pre-Qualification shall be made in accordance with the provisions of Section 6.2 (Exchange of Currency) or 6.3 (Conversion of Currencies) (as applicable) of the Invitation.*

2. Attached as **Attachment “A”** to this Pre-Qualification Form “6” are the Financial Statements of the Submitting Entity for the years _____(t-2),_____(t-1),_____(t) *(to be completed as applicable)*.

[Signature page follows]

[Pre-Qualification Form “6” signature page]

Stamp and Signature

Date

Confirmation of
signatory rights^(*)

Date

Submitting Entity

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

ATTACHMENT “A” TO PRE-QUALIFICATION FORM “6”

FINANCIAL STATEMENTS

(To be attached by the Submitting Entity)

PRE-QUALIFICATION FORM “7”

TURNOVER

*(To be completed by each Member or Guarantor in a Joint Venture the Participant)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

We, _____, _____, _____, the undersigned, are making this affidavit on behalf of _____; _____; _____; *(names of the Members and/or Guarantors (as applicable))*:

Based on all Pre-Qualification Forms “6” submitted by each Member or Guarantor (as applicable), the JV Combined Weighted Average Turnover is _____, as demonstrated below.

Participant’s Weighted Turnover

The Participant’s Weighted Turnover is _____, calculated as follows:

Member or Guarantor	A	B	Product of A and B
	Member’s or Guarantor’s Weighted Average Turnover (NIS)	Anticipated Holdings(*)	
		____%	
		____%	
		____%	
JV Combined Weighted Average Turnover (NIS)			

() The Anticipated Holdings of the Member (including where such Member relied on a Guarantor) as specified in Pre-Qualification Form “2” submitted by the Member.*

[Signature page follows]

[Pre-Qualification Form “7” signature page]

	<u>Stamp and Signature</u>	<u>Date</u>	<u>Confirmation of signatory rights</u> ^(*)	<u>Date</u>
Member/Guarantor	_____	_____	_____	_____
Member/Guarantor	_____	_____	_____	_____
Member/Guarantor	_____	_____	_____	_____

() In his signature the attorney or the public notary (as applicable) attests and confirms that the signatory(ies) on behalf of the Participating Entity is/are authorized to sign on behalf of the Participating Entity and to commit the Participating Entity for purposes of this Pre-Qualification Form, for all purposes and intents. The attorney or the public notary (as applicable) also confirms that the signatory(ies) on behalf of the Participating Entity appeared before him and after being cautioned that they are required to state the truth, and that if they fail to do so they shall be liable to the punishments prescribed by law, signed this statement in his/her presence.*

PRE-QUALIFICATION FORM “8”

PUBLIC ENTITIES TRANSACTIONS LAW AFFIDAVIT

*(To be completed, to the extent required under Law, by each Entity incorporated in the State of Israel, or registered in Israel as a Foreign Company as defined under the Companies Law 1999)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)*

Affidavit

Pursuant to Article 2b1(a) of the Public Entities Transactions Law (Enforcement of Bookkeeping, Payment of Tax Duties and Minimum Wages and Lawful Employment of Foreign Workers), 5736 – 1976:

I, the undersigned, _____, bearer of ID no. _____ after having been forewarned that I am to declare the truth and that I will be subject to the penalties prescribed by law should I refrain from doing so, hereby declare in writing as follows:

1. I serve as a manager in _____ (hereinafter: the [check the applicable box] ☐ **“Participant”** / ☐ **“Member”** / ☐ **“Experience Provider”** / ☐ **“Guarantor”**) (the **“Stating Entity”**) and I am duly authorized to provide this affidavit on its behalf.
2. The terms and phrases in this affidavit are in accordance with their meaning as ascribed in the “Invitation for Pre-Qualification in relation to the Participation in Tenders for the Execution of Infra #1 Works in connection with the Tel Aviv Metropolitan Metro Lines” of November 10, 2025 and the Public Entities Transactions Law (Enforcement of Bookkeeping, Payment of Tax Duties and Minimum Wages and Lawful Employment of Foreign Workers), 5736 – 1976 (the **“Public Entities Transactions Law”**).
3. I hereby declare that the Stating Entity is in compliance with the following [check the applicable box]:
 - ☐ Alternative A – The provisions of Article 9 of the Equal Rights for People with Disabilities Law, 5758-1998 (**“Equal Rights Law”**) do not apply to the Stating Entity.
 - ☐ Alternative B – The provisions of Article 9 of the Equal Rights Law apply to the Stating Entity, and it is in compliance with them, and the following applies [check the applicable box]:
 - ☐ The Stating Entity does not employ over 100 employees;
 - ☐ The Stating Entity employs over 100 employees, and [check the applicable]:
 - ☐ declares that it will apply to the general manager of the Ministry of Labor, Social Affairs and Social Services for the evaluation of its compliance with its obligation under Article 9 of the Equal Rights Law, and should it be deemed necessary – be provided with guidance for their compliance; or

- ☐ declares that it had previously applied to the general manager of the Ministry of Labor, Social Affairs and Social Services for the scrutiny of its compliance with its obligation under Article 9 of the Equal Rights Law, and, if it was provided with guidance for compliance with them, it had acted accordingly.

If this declaration is made pursuant to Alternative B above, the Stating Entity hereby commits, within 30 days of the Pre-Qualification Submission Date, to provide a copy of this declaration to the general manager of the Ministry of Labor, Social Affairs and Social Services.

4. This confirmation is in addition to the approvals required under Article 2(a) of the Public Entities Transactions Law, which are attached hereto.

This is my name, this is my signature and all of the above is the truth.

Date

Name and Signature

CERTIFICATION

I, the undersigned, _____, ☐ attorney-at-law ☐ public notary [check applicable box], hereby confirm that on _____, Mr./Mrs. _____, I.D. No. _____ appeared before me, and after being cautioned that he/she is required to state the truth, and that if he/she fails to do so he/she shall be liable to the punishments prescribed by law, signed this statement in my presence.

In addition, I, _____, ☐ attorney-at-law ☐ public notary [check applicable box], hereby do attest and confirm that _____ is authorized to sign on behalf of _____, and to commit it for purposes of the above stated Pre-Qualification Form, for all purposes and intents.

Attorney-at-Law / public notary

PRE-QUALIFICATION FORM “9”

CRIMINAL INFORMATION AFFIDAVIT

(To be completed by each Relevant Entity)
(Capitalized terms shall have the meaning ascribed to them in the Invitation)

To:
Chairman of the Tender Committee
NTA – Metropolitan Mass Transit System Ltd.
Holon

Dear Sir,

Re: Invitation for Pre-Qualification to Participate in Tenders for the Execution of Infra #1
Works in connection with the Tel Aviv Metropolitan Metro Lines
(the “Invitation”)

I, the undersigned, _____, bearer of ID no. _____ after having been forewarned that I am to declare the truth and that I will be subject to the penalties prescribed by law should I refrain from doing so, hereby declare in writing as follows:

1. In this affidavit:

“**Criminal Information Law**” shall mean the Criminal Information and Rehabilitation Law, 5779-2019.

“**Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information)**” shall mean the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information – Limiting Information on Pending Cases where no Indictment has been filed), 5782-2022.

“**Offence**” shall mean: (i) the criminal offences included in Sections 6-10 of Annex 4 [התוספת הרביעית] to the Criminal Information Law, (ii) the criminal offences included in Chapters Seven (National Security, Foreign Relations and Official Secrets), Eight (Offences Against Political and Social Order), Nine (Offences relating to Public Order and Justice) or Ten (Bodily Harm) to the Penal Law, 5737-1977; (iii) similar offences under foreign laws; whether committed in Israel or abroad.

2. I serve as _____ [position] on behalf of _____ (the “**Company**”), in its capacity as: ☐ the Participant ☐ / a Member of the Participant / ☐ Experience Provider / ☐ Guarantor [check the applicable].
3. This affidavit is given pursuant to the Criminal Information and Rehabilitation Law and its Regulations as part of the Invitation in reference and as part of the Pre-Qualification Submission of _____ [name of the Bidder to be completed]. I hereby give this affidavit [check the applicable] –

- 3.1. ☐ On behalf of the Company and in its name, I am duly authorized by the Company to provide this affidavit.^[*]

[*] **Note:** If the authorized representative on behalf of the Company is one of the officeholders listed in Section 3.2 below, the authorized representative is required to complete a separate Criminal Information Affidavit (this Pre-Qualification Form “9”) also for himself.

- 3.2. ☐ On behalf of myself and with respect to myself, as I serve in the following position(s) in the Company [*relevant only if the Company is the Participant or a Member of the Participant*];

3.2.1. ☐ Chief Executive Officer (CEO) of the Company;

3.2.2. ☐ Chairman of the Board of Directors of the Company;

3.2.3. ☐ Other Office Holder (as such term ("נושא משרה") is defined in the Companies Law, 1999) of the Participant or of each Member (specify the position: _____), and I am significantly involved in the Pre-Qualification Process.

4. I hereby declare that, after inquiry and verification carried out with respect to ☐ the Company, ' position or ☐ myself (as applicable) (the “**Referenced Entity**”) [*check all applicable options*]
-

1.3.1. ☐ The Referenced Entity was not convicted of an Offence, and there is no criminal information relating to an Offence regarding the Referenced Entity, in the criminal record [המרשם הפלילי], as such term is defined in Sections 1 and 14 of the Criminal Information Law [מידע מהמרשם הפלילי] (or any equivalent foreign registration); with respect to which the relevant statute of limitation period [תקופת ההתיישנות] and/or deletion period [תקופת המחיקה] pursuant to such law – has not yet expired.

1.3.2. ☐ the Referenced Entity was convicted of an Offence, and there is criminal information relating to an Offence regarding the Referenced Entity, in the criminal record [המרשם הפלילי], as such term is defined in Sections 1 and 14 of the Criminal Information Law [מידע מהמרשם הפלילי] (or any equivalent foreign registration); with respect to which the relevant statute of limitation period [תקופת ההתיישנות] and/or deletion period [תקופת המחיקה] pursuant to such law – has not yet expired; but such information should not preclude the Company from participating in the Pre-Qualification Process [*Provide full details of the Offence and conviction and the reasons for not disqualifying the Company*]:

1.3.3. ☐ To the best of my knowledge, no investigation is being conducted, nor indictment has been served, against the Referenced Entity with respect to an Offence, and there is no criminal information relating to an Offence, regarding the Referenced Entity, in the

police record [המרשם המשטרתי], as such term is defined in Sections 1 and 30 of the Criminal Information Law [מידע מהמרשם המשטרתי] (or any equivalent foreign registration); with respect to which the relevant period pursuant to the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information) (or any equivalent foreign law) – has not yet expired.

- 1.3.4. ☐ An investigation is being conducted, or indictment has been served, against the Referenced Entity with respect to an Offence, and there is a criminal information relating to an Offence, regarding the Referenced Entity, in the police record [המרשם המשטרתי], as such term is defined in Sections 1 and 30 of the Criminal Information Law [מידע מהמרשם המשטרתי] (or any equivalent foreign registration); with respect to which the relevant period pursuant to the Criminal Information and Rehabilitation Regulations (Restriction on the Disclosure of Information) (or any equivalent foreign law) – has not yet expired; but such information should not preclude the Company from participating in the Pre-Qualification Process. *[Provide full details of the Offence and investigation/indictment and the reasons for not disqualifying the Company]:*
-
-

5. I agree that the Israel Police may provide the Tender Committee with criminal information from the criminal record [המרשם הפלילי] and from the police record [המרשם המשטרתי] in relation to the Referenced Entity and for this Pre-Qualification Process, in accordance with the provisions of the Criminal Information Law and its Regulations, and specifically pursuant to Sections 14 and 30 of the Criminal Information Law.
6. The above consent shall also apply to the disclosure of criminal information to the Tender Committee from time to time, for the purpose of periodic review of any changes to the criminal information relating to the Referenced Entity.
7. I acknowledge that pursuant to the Criminal Information Law, I am entitled to review the records relating to the Referenced Entity in the criminal record [המרשם הפלילי] and the police record [המרשם המשטרתי].
8. I acknowledge that if there is any criminal information relating to the Referenced Entity, it shall not necessarily preclude participation in the Pre-Qualification Process, and that I am entitled to provide information relating to rehabilitation or personal matters, in order for such information to be taken into account in the examination of the Pre-Qualification Submission, in accordance with the criteria set by Law.

In case of a corporation – rehabilitation shall be examined, *inter alia*, in adopting effective compliance, supervision and enforcement measures.

9. I acknowledge and agree that in the event the Tender Committee or NTA, as the case may be, disqualify the Company or the Participant, as the case may be, or impose conditions on the Company or the Participant, as the case may be, or following the execution of the Agreement terminate the Agreement, based on criminal information pertaining to the Referenced Entity, the Participant will be notified that such decision was pertaining to the Referenced Entity, without detailing the content of such information.

10. I hereby waive the right to receive notice about the disclosure of criminal information pertaining to the Referenced Entity to the Tender Committee, subject to the Criminal Information Law and its Regulations.

This is my name, this is my signature and all of the above is the truth.

Date

Name and Signature

CERTIFICATION

I, the undersigned, _____, ☐ attorney-at-law ☐ public notary *[check applicable box]*, hereby confirm that on _____, Mr./Mrs. _____, I.D. No. _____ appeared before me, and after being cautioned that he/she is required to state the truth, and that if he/she fails to do so he/she shall be liable to the punishments prescribed by law, signed this statement in my presence.

In addition, I, _____, ☐ attorney-at-law ☐ public notary *[check applicable box]*, hereby do attest and confirm that _____ is authorized to sign on behalf of _____, and to commit it for purposes of the above stated Pre-Qualification Form, for all purposes and intents. *[to be completed only if this Criminal Information Affidavit is submitted on behalf of a corporation]*

Attorney-at-Law / public notary