

TENDER

FOR SELECTION OF

VIP LOUNGE SERVICE OPERATOR

AT VASIL LEVSKI SOFIA AIRPORT

STAGE 1: REQUEST FOR PREQUALIFICATION

Version 1.0 July 21, 2025

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DISCLAIMER

The information contained in this Request for Prequalification (the “**RFPQ**”) or subsequently provided to any potential bidders in the present tender (the “**Bidder**”) for selection of VIP Lounge service operator (the “**VIP Lounge Operator**”) at Vasil Levski Sofia International Airport (“**Sofia Airport**”), whether verbally or in documentary or any other form by or on behalf of SOF Connect AD (“**SOF Connect**” or the “**Concessionaire**”) or any of its shareholders, employees or advisors, is provided to Bidder(s) on the terms and conditions set out in this RFPQ and such other terms and conditions subject to which such information is provided.

The purpose of this RFPQ is to set out the requirements for the first stage of the tender procedure for the selection of VIP Lounge Operator at Sofia Airport (“**Tender Procedure**”) and provide interested parties with information that may be useful to them in complying with the eligibility and qualification requirements set forth in the Tender Procedure pursuant to this RFPQ by way of uploading their Submission (“**Submission**”).

SOF Connect may in its absolute discretion, but without being under any obligation to do so, wholly or partially update, amend, terminate, cancel, remove or supplement the terms, conditions, information, statements, assessments or projections contained in this RFPQ at any time regardless of whether this RFPQ is received, evaluated, negotiated or communicated by or with any Bidder.

The issue, delivery or receipt of this RFPQ does not imply that SOF Connect is bound to select or appoint a Bidder, as VIP Lounge Operator or otherwise; and SOF Connect reserves the right to reject all or any Expression of Interests that are received or cancel the tender process, at any time, without assigning any reason whatsoever.

SOF Connect, its shareholders, employees and advisors make no representation or warranty and shall have no liability to any person, including any Bidder under any law, statute, rules or regulations or tort, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expense which may arise from or be incurred or suffered on account of anything contained in this RFPQ or otherwise, including the accuracy, adequacy, correctness, completeness or reliability of the RFPQ and any

assessment, projection, statement or information contained therein or deemed to form part of this RFPQ or arising in any way for participation in this Tender Procedure.

The Bidder shall bear all the costs associated with or relating to the preparation and filing of its Submission including but not limited to preparation, copying, postage, delivery fees, expenses, tender development costs, any kind of fees or consultancy expenses associated with any demonstrations, site visits or presentations which may be required by SOF Connect or any other costs incurred in connection with or relating to its Submission. All such costs and expenses will remain with the Bidder and SOF Connect shall not be liable in any manner whatsoever for the same or for any other costs or other expenses incurred by a Bidder in preparation or submission of the proposal, regardless of the conduct or outcome of the Tender Procedure.

This RFPQ is a solicitation for expression of interest and prequalification only. SOF Connect is not obliged to accept any Submission and is under no obligation to negotiate with any Bidder. SOF Connect reserves the right to reject any or all Submissions or cancel or postpone the Tender Procedure in case of any inconformity without cause or liability to SOF Connect including the tender or development cost of the Bidder.

The content of this RFPQ and its supporting documentation is for internal Bidder use only and their submission to any third party is not permitted.

INSTRUCTIONS TO BIDDERS

1. INTRODUCTION

As part of its main mission to transform Sofia Airport into a modern and competitive European airport, recognized as a five-star regional airport, and to make it an engine and impetus for social, economic, environmental, and inclusive growth for Sofia, its region and Bulgaria, SOF Connect is triggering an initiative for major redevelopment of the VIP Lounge services provided at Sofia Airport.

SOF Connect now invites companies with demonstrated experience in developing, constructing, managing and operating high-end lounge facilities, ground handling or other relevant types of services in leading European and international airports or similar venues to express their interest for participation in the Tender Procedure for selection of VIP Lounge Operator at Sofia Airport.

A Bidder will be selected under **Quality and Cost Based Selection method**.

2. VIP LOUNGE INITIATIVE OVERVIEW

The VIP Lounge offers services to high-end business personnel and all premium (VIP) class passengers seeking exclusive amenities and premium services before their flights. The VIP Lounge is intended to improve the service quality and to fully facilitate the high-end needs of passengers for privacy, speed, and comfort. The VIP Lounge provides private check-in and customs control, as well as passenger's luggage transferred directly to or from the aircraft. Additionally, it includes exclusive limousine transfers between the VIP Lounge and the aircraft.

The VIP Lounge is located at the VIP Terminal building, part of Terminal 1 of Sofia Airport. The interior of the premises and adjacent exterior spaces of the VIP Lounge are heavily deteriorated and no longer meet the contemporary industry standards for premium services. To elevate service quality and enhance the passenger experience for its premium clients, SOF Connect requires the future VIP Lounge Operator to execute a complete interior renovation and refurbishment of the VIP Lounge premises and its adjacent exterior spaces.

The refurbishment of the VIP Lounge premises shall proceed according to the approved design documentation developed by SOF Connect's design consultant

(subject to provision in Stage 2) and under the conditions of a “current renovation” (i.e. it will not be subject of permitting procedure for obtaining of a construction permit). The construction and refurbishment works of other VIP Lounge facilities (such as WC facilities and installation of PRM lift and ramp) shall be executed in accordance with the approved design documentation developed by the SOF Connect’s design Consultant and the construction permit issued by the competent Bulgarian authorities (subject to provision in Stage 2) as per the applicable legislation. Any further developments and upgrades to the VIP Lounge facilities and adjacent areas should be proposed by the VIP Operator as part of its comprehensive development plan.

3. OBJECTIVES

The future VIP Lounge Operator must demonstrate a strong commercial vision and proven excellence in customer service, and is expected to deliver an unparalleled passenger experience at Sofia Airport - competitive with Europe’s leading international airports.

The primary goals set by SOF Connect for the development of its concession program are:

- (i) Elevate the overall passenger experience;
- (ii) Provide passenger visible and commercially attractive VIP Lounge facilities;
- (iii) Maximise non-aeronautical revenue generation;
- (iv) Expand business opportunities;
- (v) Set a new benchmark for VIP Lounge services at Eastern European airports;
- (vi) Optimize terminal operations and expedite passenger processes to boost commercial activity;
- (vii) Ensure a comfortable and convenient journey for travelers;
- (viii) Reduce carbon footprint and the environment impact;
- (ix) Contribute to the social and economic development of the airport community;
- (x) Ensure transparent governance.

4. SCOPE

4.1. Scope of service and responsibilities

The VIP Lounge Operator is envisioned to be responsible for the design, development, finance, construction and refurbishment, operation and maintenance of the VIP Lounge facilities and its adjacent exterior areas.

In addition, the VIP Lounge Operator shall be responsible for the procurement of all relevant permits and approvals necessary to design, finance, construct, commission, maintain and operate the VIP Lounge facilities.

The VIP Lounge Operator will have exclusive rights to provide VIP Lounge services of for passengers flying on regular and charter flights as well as private aircrafts, including, but not limited to private check-in and security screening, bar service, catering and waiting lounge services, personalized assistance, fast-track for Border Police and Customs screening, private transportation, concierge services, and meet and greet services.

4.2. Facilities

The VIP Lounge Facilities subject of the tender include 523 sqm of the existing VIP Lounge premises, including furniture and equipment and adjacent outdoor areas in front of the entrances from airside and landside covering approx. 500 sqm.

4.3. CAPEX Commitment

The VIP Lounge Operator shall make commitment for Capital Expenditure (CAPEX) not less than 2,5M EUR for the refurbishment of the VIP Lounge facilities. The refurbishment works shall be implemented in phases as follows:

- Phase 1: Current renovation of the VIP Lounge following approved design provided by the Airport Operator (SOF Connect)
- Phase 2: Refurbishment and reconstruction of the Sanitary facilities, baggage ramp, PRM lifter following approved design provided by the Airport Operator (SOF Connect)
- Phase 3: Elaboration of design documentation and execution of refurbishment and reconstruction works of the adjacent Outdoor areas to the VIP Lounge, facades, and other installations.

4.4. Term

The VIP Lounge Operator will be contracted for a term of 10 years.

4.5. Financial Conditions

The VIP Operator shall pay Monthly Fee based on revenue sharing: Sales charges or minimum rent, whichever is higher, plus ancillary fees.

5. NATURE OF TENDER PROCEDURE

The Tender Procedure is a two-stage open procedure.

This is an invitation to an open two-stage Tender Procedure. Only Bidders who meet the eligibility and qualification requirements provided in Section 6 and Section 7 will be invited to submit Proposals (Stage 2).

Stage 1: Request for Prequalification

Interested Bidders are invited to make their Submissions in response to this RFPQ providing the information for prequalification that is requested.

Stage 2: Request for Proposal

Only prequalified Bidders will be shortlisted and invited to submit Proposals in Stage 2 of the Tender Procedure. Only Proposals of shortlisted Bidders will be considered for evaluation and award of the VIP Lounge Services Agreement.

6. ELIGIBILITY REQUIREMENTS

Participation in this pre-qualification stage of the Tender Procedure is open to any interested Bidders, who have met the eligibility and qualification requirements.

Subcontracting of the execution of the VIP Lounge operations and services under the VIP Lounge Services Agreement is not allowed.

Grounds for exclusion:

A single entity will not be eligible to participate as a Bidder and, in case of submission of a Proposal, a Bidder shall be disqualified if:

- (i) It or any of its shareholders, directly or indirectly, originates from the countries that are under sanctions of the UN Security Council; or
- (ii) It or any of its shareholders is on the European Union's Listing of list of persons, groups and entities subject to EU financial sanctions at the time of filing of the Proposal; or
- (iii) is affected by any of the circumstances set forth in EXHIBIT 2 (*Declaration of Eligibility*); or
- (iv) It or any of its shareholders is affected directly or indirectly by the Magnitsky Act;
- (v) It or any of its shareholders authorize or permit any of their officers, directors, authorized employees, affiliates, agents or representatives to, engage in any IFC Sanctionable Practice in relation to the contracting or any transactions contemplated therein; or
- (vi) there are grounds for exclusion of the Bidder pursuant to Article 60 of the Concessions Act; or
- (vii) if, contrary to the specifications in this RFPQ, a Bidder acts as an individual Bidder and additionally submits a Proposal as part of a bidding consortium.
- (viii) If, at the time of the Submission delivery the Bidder has any unsettled financial obligations towards SOF Connect which are overdue for more than 2 months.¹

For the purposes of confirming that a Bidder is eligible to participate in the Tender Procedure, each Bidder has to deliver, as part of its Submission, declarations using the forms set out in EXHIBIT 2 (*Declaration of Eligibility*) and EXHIBIT 3 (*Declaration for the absence of grounds for exclusion under Art. 60 of the Concessions Act*).

¹ Applicable for companies that are in contractual relations with SOF Connect under other agreements at the time of the Submission upload.

7. QUALIFICATION REQUIREMENTS

The following qualification requirements will be applied to Bidders. In the case of Submission submitted by a consortium, these qualification requirements will be applied to the consortium as a whole. The Bidders will be requested to prove their professional, economical and technical capacity to execute the VIP Lounge Services Agreement and perform the VIP Lounge Operations at Sofia Airport. Thus, the Bidders must submit Declaration for Professional, Economical and Technical Capacity (EXHIBIT 4), providing the following information:

7.1. Economic and financial capacity

Minimum annual turnover of EUR 4 000 000, generated through services related to Business lounge or VIP lounge services, ground handling or Executive aviation related services provided in international airports with annual passenger traffic exceeding 5 million passengers. Each bidder must submit audited financial statements for the last three years for which accounts have been closed

7.2. Professional capacity

The permanent staff of the Bidder must be at least 50 employees for each of the last three years for which accounts have been closed. Staff of the Bidder's subsidiaries or companies within its group will also be considered.

7.3. Technical capacity

The Bidder must have at least 3 years proven experience as active Operator providing Business lounge or VIP lounge services, Ground handling or General aviation related services in international airports with annual passenger traffic exceeding 5 million passengers.

8. TENDER PROCEDURE SCHEDULE

Activity	Date:
Release of RFPQ Documents for Stage 1: Request for Prequalification	21.07.2025
Submissions Deadline	08.08.2025
Notification of Pre-Qualification (Shortlisting)	August* 2025
Release of RFP Documents for Stage 2: Request for Proposal	August* 2025
Contract Award	Q4* 2025
<i>*Dates are indicative and are subject of further confirmation by SOF Connect AD</i>	

9. CONTENT OF SUBMISSIONS

The Bidders' submissions in response to this RFPQ must comprise the following components:

9.1. Letter of Intent

The form necessary for completing the Submission is set out as EXHIBIT 1.

9.2. Company presentation

Brief company presentation (maximum 20 pages) with relevant information for the entity making the application with scope and content upon Bidders discretion.

9.3. Evidence of lack of grounds for exclusion of the Bidder

The Bidders must provide the following declarations:

- (i) Declaration of Eligibility (EXHIBIT 2);
- (ii) Declaration for the absence of grounds for exclusion under Art. 60 of the Concessions Act (EXHIBIT 3).

9.4. Evidence of Bidder's qualification

The Bidders must provide the following documents:

- (i) Declaration of for Professional, Economical and Technical (EXHIBIT 4) and supporting documentary evidence of Bidder's professional, economic and

technical capacity (e.g. financial statements, certificates, and other documents as the Bidder deems fit);

10. SUBMISSION INSTRUCTIONS

Bidders must follow strictly the submission instructions indicated in Section 9.

Submission delivered by any other means will not be considered. Any infringement of these rules constitutes an irregularity which will lead to disqualification of the Bidder.

10.1. Submitting procedure

Each Bidder must upload its Submission (along with the evidence) via SOF Connect Procurement Platform (<https://procurement.sof-connect.com/>).

The Submission must be uploaded via SOF Connect Procurement Platform (<https://procurement.sof-connect.com/>) by 23:55 EEST (UTC+3) on the Submissions Deadline specified in the Tender Procedure Schedule (Section 8).

An automatically generated electronic delivery receipt will be provided for all uploaded Submission.

Bidders are responsible for ensuring their Submission are successfully uploaded through the SOF Connect Procurement Platform by the Submissions Deadline. The platform will provide confirmation of successful upload; no other proof of upload will be accepted.

Submissions must be uploaded exclusively through the SOF Connect Procurement Platform. Submissions via email or any other method are not acceptable and will result in disqualification.

NOTE: The Procurement Platform of SOF Connect requires creation of User Account which is subject to verification. The bidders are advised to create their user accounts at least 5 business days prior to the submission deadline.

10.2. Amending or withdrawing Submissions

Bidders may amend or withdraw their Submissions by written notification prior to the Submissions Deadline. Submissions may not be amended after the Submissions Deadline.

Any notification of amendment or withdrawal must be prepared and uploaded in accordance with the submission instructions provided in this RFPQ. The amended Submissions must be marked “Amendment” or “Withdrawal” as appropriate.

10.3. Language of the Tender Procedure

Submissions, all communications, correspondence and documents related to the Tender Procedure exchanged by the Bidders and SOF Connect must be written in English.

Supporting documents and literature furnished by the Bidder may be in Bulgarian or other language, provided they are accompanied by a translation² into the language of the Tender Procedure. For the purposes of interpreting the Tender Procedure, the language of the Tender Procedure has precedence.

10.4. Confidentiality

The entire pre-qualification selection process is confidential. Apart from the Bidders being notified of their compliance with the eligibility and qualification requirements, the Bidders are not entitled to obtain, and SOF Connect has no obligation to disseminate any information and/or justification related to the qualitative selection.

10.5. Ethics clauses / Corruptive practices

Any attempt by a Bidder to obtain confidential information, enter into unlawful agreements with competitors or influence SOF Connect during the Tender Procedure will lead to the disqualification of such Bidder.

The Bidder must not be affected by any conflict of interest and must have no equivalent relation in that respect with other Bidders or parties involved in the current Tender Procedure.

² *Non-certified translation will be accepted.*

SOF Connect reserves the right to suspend or cancel the Tender Procedure, if corrupt practices of any kind are discovered at any stage or during the execution of the VIP Lounge Services Agreement. For the purposes of this provision, “corrupt practices” are the offer of a bribe, gift, gratuity or commission to any person as an inducement or reward for performing or refraining from any act relating to the award of a contract.

SOF Connect reserves the right to suspend or cancel the Tender Procedure, where the procedure proves to have been subject to substantial errors, irregularities or fraud. If substantial errors, irregularities or fraud are discovered after the award of the VIP Lounge Services Agreement, SOF Connect may refrain from concluding the VIP Lounge Services Agreement.

11. CANCELLATION OF THE TENDER PROCEDURE

In the event of cancellation of the Tender Procedure, SOF Connect will notify the Bidders of such cancellation. If the Tender Procedure is cancelled before the Submissions Deadline, the uploaded Submissions will be deleted from the platform.

In no event shall SOF Connect be liable for any damages whatsoever including, without limitation, damages for loss of profits, in any way connected with the cancellation of a Tender Procedure, even if SOF Connect has been advised of the possibility of damages.

The notice on successful prequalification does not commit SOF Connect to send an Invitation for Proposal or to continue the Tender Procedure.

12. OTHER TERMS

No costs incurred by the Bidders in preparing and making their submissions in response to this RFPQ are reimbursable. All such costs must be borne by the Bidders.

13. ANNEXES AND TEMPLATES

(Refer to the enclosed attachments)

EXHIBIT 1: Letter of Intent

EXHIBIT 2: Declaration of Eligibility

EXHIBIT 3: Declaration for the absence of grounds for exclusion under Art. 60 of the Concessions Act

EXHIBIT 4: Declaration of for Professional, Economical and Technical Capacity