



Request for Expression of Interest Notice

FEDERAL DEMOCRATIC REPUBLIC OF ETHIOPIA MINISTRY OF FINANCE

PUBLIC-PRIVATE PARTNERSHIP DIRECTORATE GENERAL (PPP DG)

On behalf of

Ethiopian Railways Corporation (ERC)

For the

Indode Station Logistics Port Development Public Private Partnership Project

13th of July, 2025

1. Definitions

"Contracting Authority" has the meaning given to it in the PPP Proclamation.

"EOI" has the meaning given in Section 2.

"EOI Due Date" has the meaning given in Section 4.

"ERC" has the meaning given in Section 2.

"Government" has the meaning given in Section 2.

"Government of Ethiopia" has the meaning given in Section 3.2.

"PPP DG" has the meaning given in Section 2.

"Project" has the meaning given in Section 3.

"PPP Proclamation" means the Public Private Partnership Proclamation No. 1076/2018.

"REOI" has the meaning given in Section 2.

"Respondents" has the meaning given in Section 2.

2. Disclaimer

The information contained in this Request for Expression of Interest Notice ("**REOI**") has been prepared by the Ministry of Finance Public Private Partnerships Directorate General ("**PPPDG**") in consultation with Ethiopian Railway Corporation (ERC).

The REOI has been prepared solely for the purpose of assisting the recipients to this REOI ("**Respondents**") in submitting an expression of interest ("**EOI**") in respect of the Project. This REOI does not constitute an offer in relation to the Project.

The information in the REOI does not purport to be all-inclusive or to contain all the information that a Respondent(s) or its advisors may require in relation to the Project. The Respondent(s) should form their own views as to what information is relevant and make their own investigations, projections and conclusions and consult their own advisors to verify independently the information contained in the REOI, and to obtain any additional information that they may require, prior to submitting an EOI.

Neither the PPP DG or ERC or any other government entity of the Federal Democratic Republic of Ethiopia nor their respective directors, officers, members, employees, agents or advisors (the "**Government**") shall have any responsibility for the accuracy or completeness of the contents of the REOI (including any opinions expressed or implied) or any other written or oral communication transmitted to or received by the Respondents in the course of the Respondent's evaluation of the Project and no representation or warranty, express or implied, is given by any such person as to the accuracy or completeness of such information or opinions. In particular, no representation or warranty is given as to the accuracy, reasonableness or likelihood of achievement of any future projections, prospects or returns.

The PPP DG reserves the right, in its absolute discretion, at any stage and without notice or assigning any reason therefor, to terminate further participation in the process by any Respondent(s) and to allow further parties to enter the tender process at any stage up to submission of an EOI, to change the structure, timing, evaluation criteria and rules of the tender process, to amend the information contained in the REOI or to terminate the tender process itself. No governmental agency (including the ERC) will be liable for any costs incurred by the Respondents in respect of an amendment, change or cancellation of the REOI.

Neither the ERC, PPP DG, any other government entity nor their respective directors, officers, members, employees, agents or advisors shall have any responsibility or liability for any costs, expenses or other liabilities incurred by any Respondent(s) or its advisors in connection with this REOI or the preparation of an EOI.

Nothing in this REOI nor any other documentation or information issued in connection therewith shall constitute the basis of a contract that may be concluded in relation to the Project, nor shall such documentation or information be used in construing any such contract.

All copyright and other intellectual property subsisting in this REOI (including any EOI submitted) shall vest with the ERC, and the REOI shall not be copied, reproduced, distributed or otherwise made available to any third party (either in whole or in part) without the prior written consent of the ERC, except in connection with the preparation and submission of an EOI.

Persons receiving this REOI shall not issue or release any publicity in relation to, nor comment on, the REOI, the Project or the tender process without the prior written consent of the ERC.

3. Background

3.1. Purpose of the REOI

The primary purpose of this REOI is to generate and promote interest in the Project amongst local and international private sector operators (as well as potential private suppliers, sub-contractors, and lenders) and allow the ERC to determine if there is sufficient interest amongst private bidders to proceed with the rest of the PPP tendering process.

3.2. Background of the Project

The Federal Democratic Republic of Ethiopia ("**Government of Ethiopia**") intends to increase private sector involvement in the transport sector, which is currently focused on public and freight transport services and freight forwarding.

The Government of Ethiopia's recent reform program opens room for more private sector engagement in port development, railway development and operations, and maritime and logistics services. In the coming years, international private investors, domestic private investors and international and domestic investors in consortia are encouraged to engage in the Ethiopian transport sector in the form of private ownership and joint ventures with the Government of Ethiopia by means of PPP project development.

The logistics market and supply chains have been identified as main areas of growth for this development with a view of increasing containerization of cargo as well as development of additional logistics facilities.

Ethiopia primarily uses the port of Djibouti as a gateway for the majority of its internationally traded goods (90% to 95% of trade volumes). Most of the goods are currently being transported to and from the port by trucks.

The Addis Ababa-Djibouti railway line is anticipated to play a key role in increasing trade volumes and ability to transport cargo. The Government of Ethiopia aims to harness the full potential of the railway line and to facilitate a shift from road to rail-transportation by developing the Project.

3.3. Description of the Project

3.3.1. The Ethiopian Rail Corporation

The ERC will be the Contracting Authority for this Project.

3.3.2. The Project Site and Services

The project consists of the design, build, finance, operation and maintenance (DBFOM) of Indode Intermodal Rail Terminal and Dry Port, and Logistics Centr ("**Project**").

The Project site is located in central Ethiopia, about 26 km southeast from Addis Ababa city. The site sits on the key intermodal corridor between Djibouti and Addis Ababa in proximity to Ethiopia's main consumer centre (the Greater Addis Ababa Area).

The high-level project location is identified on the map below:



The Project will set be developed along the Addis Ababa-Djibouti railway line, which is envisaged as a major export and import connection linking land locked Ethiopia with Djibouti Port in the Red Sea's international shipping routes. It is the first modern cross-border, standard gauge, electrified railway in Africa with the total length of 756km (656km in Ethiopia section and 100km in Djibouti section). It has significantly reduced the travel time for freight and passengers between Addis Ababa and Djibouti.

The location in terms of distance from the sea and travel time (rail transportation versus road transportation) suggests that the Project will benefit from the scale that the train service can deliver and make intermodal transportation a viable and competitive transportation alternative and over time reduce transportation costs and time for import/export cargoes on this transport corridor for the port users.

The Government intends to develop the existing Indode Freight Station into an intermodal rail terminal/dry port and logistics centre. Because of the existing infrastructure, the Project is considered a brownfield development.

The current railway freight yard where the Project will be developed is set out below:



The Indode Dry Port component will focus on intermodal transport, whereas the Indode Logistic Centre will offer space for warehouses, logistics operators and large-scale logistics. The scope of activities that are envisioned in the Indode Logistic Centre is designed to complement the Indode Dry Port activities, to optimise the current locations and both developments.

Preliminary technical studies and preliminary business cases have been developed.

The table below provides an overview of expected services in the Indode Dry Port and Logistic Centre, respectively, subject to further studies.

INDODE INTERMODAL RAIL TERMINAL / DRY PORT	INDODE LOGISTIC CENTRE
<ul style="list-style-type: none"> Bulk cargo handling (NB: To be further analysed) Container handling and storage Customs inspection and controls Reefer monitoring Storage of empty containers CFS handling and storage Container weighing Container cleaning Pre-trip inspection Office building 	<ul style="list-style-type: none"> Non-bonded warehousing storage (short-, medium- and long-term (strategic) storage of goods) CFS (de-) consolidation and distribution activities for both LCL and FCL containers Cross-docking: same day distribution Weighting (at weighbridges) and Workshop and container repair facility Storage of empty containers Vehicle storage Other 3PL services (shipping & distribution, customs brokerage) Office building

3.3.3. Landlord Port

The Contracting Authority is the owner of the land and as per the land ownership regime, shall only grant the right-of-use of the designated land to the selected beneficiary by means of a PPP agreement. The tables below outline indicative matrix of private vis-à-vis public sector responsibilities for Project.

It is anticipated that private sector responsibilities shall include:

DESIGN AND BUILD	<ul style="list-style-type: none">• Project Company assumes the design and construction risk.• Project Company responsible for timely completion, adhering to agreed standards/ minimum technical specifications requirements
OPERATIONS AND MANAGEMENT	<ul style="list-style-type: none">• Project Company performs operations and maintenance (O&M) activities as per stipulated terms for 25-30 years and collects revenues• Project Company to adhere to agreed operating KPIs/ standards• Project Company transfers Project to government at the end of the concession period
FINANCING	<ul style="list-style-type: none">• Project Company raises the requisite financing in the form of debt and equity
RISK ALLOCATION	<ul style="list-style-type: none">• Design, construction, management and operations risk has been allocated to the Project Company• Demand risk is being borne by the Project Company

Public sector responsibilities may include:

SUPPORT INFRASTRUCTURE	<ul style="list-style-type: none">• Contracting Authority allocates approx. up to 300 hectares of state-owned land free of encumbrances• Contracting Authority provides utilities at the site boundary (water, electricity, wastewater etc.), and provides connecting road infrastructure• Contracting Authority issues relevant permits and licenses
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ONGOING OBLIGATIONS

- Contracting Authority monitors the project during its term, e.g. via a performance committee

In terms of operational service requirements, it is envisioned that the precise arrangements are left for the developer to design. The bidding documents shall list all the technical functions that need to be available, and which all have corresponding requirements in terms of size of operational areas, connectivity and circulation within the platform.

3.3.4. Select commercial features

It is anticipated that the Investor and port operator shall have the following commercial arrangements:

- Autonomy over the financial and operational management of the business;
- Financial flexibility to develop an optimum funding structure;
- Freedom to manage business operations to ensure maximum operational efficiency; and
- Ability to negotiate commercial agreements with customers to provide long term certainty

It is anticipated that the Investor and port operator shall be obligated to:

- **Provide services on a non-discriminatory basis:** The Private Partner shall manage and operate the Indode Dry Port as a common user facility and provide services on a non-discriminatory basis.
- **Investments:** The dry port operator will commit to a minimum level of investments at inception of the concession, to be complemented by a traffic-bound investments schedule to ensure that capacity remains ahead of demand throughout the concession period.
- **Minimum contractual requirements on service offerings:** For both the dry port & logistic centre components, it will be a requirement that the Private Partner shall offer to the market a minimum range of services.

3.3.5. Market Sounding

In parallel with the EOI process, the Government will undertake a preliminary market sounding exercise to define commercial and technical parameters with the view of launching a procurement and entering into a long-term concession for the development of the Project in line with the applicable laws and regulations.

Respondents that wish to participate in the preliminary market sounding are invited to inform **Abebe Gebrehiwot (PPP DG, Head)**, **Misgina Tsegay (PPP DG, Division Head)**, **Shewangizaw Kifle (ERC, PMT Team Leader)**, and **Kassahun Mulatu (ERC, PMT Member)** may be included in the market sounding interviewing process.

4. EOI Submission Requirements

4.1. Submission Form

EOIs must be submitted in English in the form provided in Appendix 1 – EOI Submission Form together with a covering letter of interest prepared on headed letter paper and signed by one or several authorized signatory(ies) of the Respondent(s).

4.2. Submission Deadline

Respondent(s) are invited to submit an EOI in accordance with this Section 4 by no later than **5:30 PM** Addis Ababa time (GMT+3 Hours) on **29th** of August 2025 (the “**EOI Due Date**”) in electronic format (searchable PDF files) (in person or by email) to the address below:

Name: Ministry of Finance, Public-Private Partnership Directorate General
Att (1): Abebe Gebrehiwot,
Department Head: Public-Private Partnership Directorate General,
Email Address: pppethiopiaabebeg@gmail.com / agebrehiwot@mofed.gov.et
Tel: +251944705811.

Att (2): Misgina Tsegay,
Division Head: PPP Framework Administration & Contract Support Division,
Email Address: pppethiopiamisgina@gmail.com
Tel: +251986341879.

The Ministry of Finance, Public-Private Partnership Directorate General reserves the right, in their absolute discretion, not to consider responses submitted after the EOI Due Date, with no liability whatsoever.

Appendix 1 – EOI Submission Form

[Insert Letterhead of Respondent]

[Date]

Dear Ministry of Finance, Public-Private Partnership Directorate General

We express our interest in participating in the tender for the Indode Station Logistics Port Development Public Private Partnership Project, as a prospective bidder. We are also hereby providing the following information in response to the Request for Expression of Interest Notice dated July 8, 2025:

1. General Company Information

Company Name (please also attach company background and brochure separately):	
Type (i.e. corporation, partnership, etc.):	
Company/ business registration number:	
Domicile:	
Date of incorporation:	
Company profile (short description of the company's primary areas of business:	
Principal office (registered office): (a) Name of contact person: (b) Address: (c) Telephone number: (d) Email address:	
Ownership structure (please attach relevant information separately):	
Ultimate Parent Company or owner: (being the person who ultimately, directly or indirectly, controls the Applicant/ Consortium Member)	

2. Financial Credentials

Criteria	Criteria Requirements	Required Documents/ Information
Financial Criterion 1 – Debt Financing	<p>The Respondent's project references in successful raising of debt finance from 3rd-party banks or financing institutions for at least two (2) completely financed projects (of similar nature as Project) where:</p> <ul style="list-style-type: none"> • For each project, debt financing of at least USD 60 million (60,000,000) or equivalent; and • The projects must have been delivered during the last ten (10) years. 	Provide list of projects in the format set out in Section 4.
Financial Criterion 2 – Equity Financing	<p>The Respondent's project references in equity participation in at least two (2) completed projects (of similar nature as Project) where:</p> <ul style="list-style-type: none"> • For each project the equity value is at least USD 20 million (20,000,000) or equivalent; and • The projects must have been delivered during the last ten (10) years. 	Provide list of projects in the format set out in Section 4.
Financial Criterion 3 – Turnover	The Respondent's annual turnover in USD or equivalent in the latest three (3) financial years.	Provide Audited Financial Statements for Last 3 years and Financial Information Table in the format set out in Section 5.
Financial Criterion 4 – Net Worth	The Respondent's net worth in USD or equivalent for latest three (3) financial years.	Provide Audited Financial Statements for Last 3 years and Financial Information Table in the format set out in Section 5.

3. Technical Credentials

Criteria	Criteria Requirements	Required Documents/ Information
Technical Criterion 1 – Construction, Infrastructure, Design, and Development of an Intermodal Rail Terminal / Dry Port	<p>The Respondent's project references in the design, construction and/or development of at least two (2) reference projects (of similar nature as the Project) as a main contractor or through a subcontractor as follows:</p> <ul style="list-style-type: none"> • Each project could be any of the following: a dry port, a container terminal's yard, a container freight station, an inland container depot, an inland intermodal facility, or a port; • The projects must have achieved start of commercial operations in the last ten (10) years; and • The projects must have operated for at least one (1) year after achieving commercial operations. 	<p>Provide list of projects in the format set out in Section 4.</p>
Technical Criterion 2 – Port Superstructure, Equipment Selection, Procurement, Operation and Maintenance	<p>The Respondent's project references in experience in the selection, acquisition, commissioning, operation, and maintenance of ports superstructure and similar container yard handling equipment of at least two (2) reference projects, as a main contractor or through a subcontractor comprising:</p> <ul style="list-style-type: none"> • Each of the following: <ul style="list-style-type: none"> ○ Rail Mounted Gantries (RMG), Rubber Tired Gantries (RTG), or Straddle Carriers 	<p>Provide list of projects in the format set out in Section 4.</p>

Criteria	Criteria Requirements	Required Documents/ Information
	<p>(SC);</p> <ul style="list-style-type: none"> ○ Tractors trailers, reach-stackers or forklifts; ○ Sheds, warehouses or interchange gate systems; and ○ IT-TOS systems, single-view port community systems, and other core IT-applications for logistics process support and supply chain management; <ul style="list-style-type: none"> • The projects must have been delivered during the last ten (10) years; and • The projects must have operated for at least one (1) year after achieving commercial operations. 	
Technical Criterion 3 – Operation, Maintenance and Management of Dry Port	<p>The Respondent's project references in the operation, maintenance and management of at least two (2) projects of a similar size and nature, where this project:</p> <ul style="list-style-type: none"> • Has a minimum throughput of 100,000 TEU per year for a period of at least three (3) consecutive years in the last ten (10) years; • Includes the management and operation of intermodal rail facility, container inland terminals, equipment, vehicles, warehousing, and other related facilities; • Includes the management of cargo handling operations including movement, 	<p>Provide list of projects in the format set out in Section 4.</p>

Criteria	Criteria Requirements	Required Documents/ Information
	<p>handling and storage of various sizes and types of containers (FCLs/LCLs) and container freight stations; and</p> <ul style="list-style-type: none"> Includes interaction with statutory authorities, rail and truck operators, cargo owners and their agents, logistics providers, and other relevant parties. 	
Technical Criterion 4 – International Container Shipping & Logistics	International container-shipping & logistics (import/export) – experience in managing, complex international container-shipping and logistics operations, landside logistics, by rail and road, including SAA and other emerging markets.	10 years of demonstrated experience from relevant function (freightforwarding, logistic provider etc.).
Technical Criterion 5 – Construction, Marketing, Operation, Management, & Maintenance of Logistics Centre	<p>The Respondent's project references in experience in constructing, as a main contractor or through a subcontractor, Marketing, Operation, Management & Maintenance in at least two (2) logistics centres where:</p> <ul style="list-style-type: none"> Each project should include development of internal access roads and utility infrastructure for the logistics center; and The projects must have achieved first occupancy in the last ten (10) years. 	Provide list of projects in the format set out in Section 4.

4. Format for Project References¹

¹ A single reference project may be used more than once to fulfil the criteria set out in the Technical Information and Financing Criteria provided the respondent clearly demonstrates its relevance to the specific criterion.

Project Name	
Country	
Project details as per criterion	
Total investment value in (USD) or equivalent	
Respondent's investment in (USD) or equivalent	
Respondent's role/scope in the project	
Identity of key stakeholders in the project (i.e. sponsors, lenders, etc.)	
Yearly throughput for last 3 years (as applicable)	
Date signed	
Date of start of commercial operations	
Current status including a confirmation whether it is operational	
Other details	

5. Financial Information

Details (USD)	[Fiscal Year 1]	[Fiscal Year 2]	[Fiscal Year 3]
Revenues			
Current assets			
Cash and cash equivalents			
Accounts receivable			
Inventory			
Other current assets			
Fixed assets (Gross fixed assets – depreciation)			
Other assets			
Total assets (a)			
Accounts payable			
Short-term debt			
Other current liabilities			
Long-term liabilities			
Other liabilities			
Total liabilities (b)			
Net worth ((a) – (b))			
Shareholder's equity			
Paid up capital			
Retained earnings			
Others			
Other reserves			
Currency conversion rate			