

**Subject:** Call for expression of interest concerning the service for the overhaul of Faiveley brake devices for the year 2024

## 1. Introduction

Mercitalia Intermodal S.p.A., with registered office in Via Anton Cechov no. 50/2, 20151 - Milano, share capital Euro 7.000.000,00 fully-paid, Tax Code and VAT No. IT 00857491005, registered with the Companies' Registry of Milano at no. 00823190152, Economic and Administrative Index (REA) no. 0758334 (hereinafter, the "Requesting Company") is interested in brake devices overhaul services for the year 2024.

The award consists of the following 6 batches:

- 1) Batch 1 - Distributor C3WL: estimated quantity of 10 overhauls;
- 2) Batch 2 - Distributor SW4/3: estimated quantity of 10 overhauls;
- 3) Batch 3 - Complementary valve 1P/1E: estimated quantity of 20 overhaul services;
- 4) Batch 4 - Complementary valve 1P/2E: estimated quantity of 10 overhauls;
- 5) Batch 5 - Weighing valve F87: estimated quantity of 20 overhauls;
- 6) Batch 6 - Weighing valve DP1Y-F: estimated quantity of 10 overhauls.

It should be noted that this procedure is not subject to the Code of Public Contracts (Italian Legislative Decree No. 50/2016) except in the case of the self-regulation provisions referred to therein; accordingly, the aforementioned procedure is of a matter of private law.

## 2. Call for Expression of Interest

The operators concerned are therefore invited to express their interest in participating in a possible subsequent competitive bidding process by emailing a declaration of interest in English signed by a legal representative or person who is authorised to commit the Company, and any attachments signed in digital format by qualified electronic signature, pursuant to Art. 3, nos. 12 and 25 of EU Regulation 910/2014, with subject line "Expression of Interest for the provision of the service of overhaul of Brake Systems - Attn: Mercitalia Intermodal, no later than 29/09/2023".

The declaration of interest must include:

- Express and unequivocal statement of interest to provide the services detailed in this notice;
- Express acceptance of all the conditions laid down in this notice and of the documents referred to therein;

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Gruppo Ferrovie dello Stato Italiane  
Società soggetta alla direzione e coordinamento  
di Mercitalia Logistics S.p.A.

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- Interest expressed for all the batches covered by this notice;
- Declarations and any other documents required in paragraph 5.

The expression of interest must also bear first and last name with fax number, email and telephone number of a contact person, for any subsequent contacts with the Requesting Company.

### 3. Submission Requirements

The expression of interest must be sent via certified email (PEC) to [direzionetecnica@pec.mercitaliaintermodal.it](mailto:direzionetecnica@pec.mercitaliaintermodal.it), with issuance of electronic receipt upon delivery, no later than, (under penalty of non-admissibility) 29/09/2023 at 23:59.

### 4. Services to be Awarded

The technical and performance requirements in principle, as well as the essential legal-administrative conditions of the purchase, including the terms of performance of the services to be included in a Contract, are specified and described in the annexes:

- Contract outline annexes thereto;
- First-demand surety bond, pursuant to the FS Group form.

Estimated overall amount of all services to be delivered of Euro 50.000,00 (one fifty thousand/00).

It should be pointed out that, by submitting the expression of interest, the above technical and administrative requirements and conditions are understood in full and accepted by the interested parties, so that no objections or exceptions can be raised in this regard at a later date.

### 5. Bidder Requirements

For the purpose of offering proof of previous professional experience requirements, the following documents and/or declarations shall be attached to the expression of interest:

- List of similar services, for each of the batches for which interest is expressed, carried out in the last 5 years (or the duration of the Bidder's company, whichever is less), with details concerning the customers and the relative amount;
- Declarations of good execution issued by the customers;
- Declaration of the intent to deliver the entire contractual service on one's own;
- Declaration by the Bidder that it is in possession of a certification of compliance of its UNI EN ISO 9001:2015-compliant Quality System, and its subsequent updates, issued by accredited bodies, with a certification that includes the activities covered by a previous Contract;

- Chamber of Commerce registration certificate, or the equivalent professional register if a foreign undertaking, detailing the corporate purpose and the names of the relevant corporate personnel and their powers;
- Any other certifications owned by the Bidder (for example in environmental, social fields, etc.);
- Financial statements of the last three financial years, if any, approved by the auditing companies in charge. By submitting its expression of interest, the Bidder gives its consent for the Requesting Company to provide the aforementioned accounting and financial documentation to FS Group Companies and/or third-party consultants for the appropriate evaluation, with the understanding that such parties are bound by confidentiality requirements.

The declarations and documents constituting the expression of interest may be subject to due diligence or request for clarification by the Requesting Company at any stage of the procedure. In the event that the verifications contain false information, the Bidder will be excluded from this and future selection procedures.

## 6. Points of Contact

For additional requests for information, you can contact the Requesting Company no later than 26/09/2023 at:

Direzione Tecnica – Flotta carri: Federico Pocetti

Email: [f.pocetti@mercitaliaintermodal.it](mailto:f.pocetti@mercitaliaintermodal.it)

Mobile phone: +39 335 7983894

## 7. Attention

This notice is simply an invitation to express interest in the possible purchase of the services in question by the Requesting Company, and does not in any way constitute a negotiation, contract proposal and offer to the public, pursuant to Art. 1336 of the Italian Civil Code, or an invitation to offer, nor does it involve for the Requesting Company and for its facilities or managers the assumption of responsibilities of any kind, particularly during any pre-contractual purposes. The invitation to express interest does not bind the Company to proceed with a selection in any way, and does not constitute a commitment to contact Bidders who have expressed interest.

Therefore, the Requesting Company, at its sole discretion, without obligation to state reasons and at all times, reserves the right not to follow up on this market survey, without this entailing any obligation to provide any compensation or anything else to Bidders who may have submitted their expression of interest.

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It is pointed out that Bidders who, following the submission of their expression of interest, are invited to participate in the next phase of the procedure (invitation to submit a binding offer), will have to declare at this stage, through their Legal Representative, pursuant to Presidential Decree 445/2000, as amended and supplemented, that none of the following applies, to be further detailed in the invitation to submit a bid:

- 1.1. Not to have been given a non-appealable sentence or a non-custodial order imposing a fine (now irrevocable) or a sentence applying punishment at the request of the parties pursuant to Article 444 of the Italian Code of Criminal Procedure, for the following criminal offences:
  - 1.1.1. Offences, committed or attempted, referred to in Articles 416, 416-bis of the Italian Criminal Code or offences committed making use of the conditions laid down in said Article 416-bis or in order to facilitate the activities of the associations referred to in the same article, as well as for offences, committed or attempted, referred to in Article 74 of Italian Presidential Decree dated 9 October 1990, no. 309, Article 291-quarter of Italian Presidential Decree no. 43 dated 23 January 1973 and Article 260 of Italian Legislative Decree no. 152 dated 3 April 2006, in that they are attributable to participation in a criminal organisation as defined in Article 2 of Council Framework Decision 2008/841/JHA;
  - 1.1.2. Criminal offences, committed or attempted, referred to in Articles 317, 318, 319, 319-ter, 319-quater, 320, 321, 322, 322-bis, 346-bis, 353, 353-bis, 354, 355 and 356 of the Italian Criminal Code and in Article 2635 of the Italian Civil Code;
  - 1.1.3. Fraud within the meaning of Article 1 of the Convention on the protection of the European Communities' financial interests;
  - 1.1.4. Criminal offences, committed or attempted, aimed at terrorism (including international terrorism) and subversion of the constitutional order; terrorist offences or offences linked to terrorist activities;
  - 1.1.5. Criminal offences referred to in Articles 648-bis, 648-ter and 648-ter.1 of the Italian Criminal Code, money laundering or financing of terrorism, as defined in Article 1 of Legislative Decree no. 109 of 22 June 2007, as amended;
  - 1.1.6. Exploitation of child labour and other forms of trafficking in human beings as defined in Legislative Decree no. 24 of 4 March 2014 ;
  - 1.1.7. False corporate communications referred to in Articles 2621 and 2622 of the Italian Civil Code;
  - 1.1.8. Any other criminal offence involving the additional punishment of withdrawal of authorisation to contract with the public authorities.

The aforementioned offences do not constitute a basis for disqualification if they have been decriminalised or declared extinguished post-conviction or if the conviction itself has been revoked or rehabilitation has occurred or, in cases where a permanent ancillary penalty has been imposed, if it has been declared extinguished pursuant to Article 179.7 of the Italian Criminal Code.

- 1.1.9. The inexistence of causes for forfeiture, suspension or prohibition provided for by Article 67 of Italian Legislative Decree no. 159 dated 6 September 2011, or an attempt at mafia infiltration as referred to in Article 84.4, of the same decree;

- 1.1.10. The non-commission of serious and conclusively ascertained violations of obligations to pay taxes or social security contributions, pursuant to Italian law or to the law of the State in which one is established;
- 1.1.11. The non-commission of serious, duly ascertained breaches of safety regulations and of any other obligations arising from employment contracts, and also of legal obligations on environmental, social and labour matters;
- 1.1.12. Not to be subject to bankruptcy or compulsory liquidation or to a creditors' composition arrangement, except in the case of a creditors' composition procedure "in continuity", or the non-existence of any procedure underway to have one of the above situations formally declared;
- 1.1.13. The non-commission, in accordance with the reasoned assessment of the Requesting Company regarding the permanence, or not, of the necessary fiduciary relationship between the Client and the Contractor, of serious professional offenses such as to make integrity or reliability doubtful, as will be further specified in the Invitation Letter;
- 1.1.14. Not to be in a situation of control within the meaning of Article 2359 of the Italian Civil Code with reference to another participant in the same award procedure, or to be in any relationship (de facto or otherwise) where the control situation or the relationship in question is such that the bids are attributable to a single decision-making entity;

The cases referred to in points 1.1 above are an impediment when they concern: the owner or the technical director in the case of a sole proprietorship; the shareholders or the technical director, in the case of a general partnership; the general partners or the technical director in the case of a limited partnership; the directors with power of attorney or the technical director or the sole shareholder who is a natural person, or the majority shareholder who is a natural person in the case of a company with fewer than four shareholders, if it is another type of company or consortium.

The causes of exclusion envisaged by this section do not apply to firms or companies subject to seizure or confiscation pursuant to Article 12-sexies of Italian Decree Law No. 306 of 8 June 1992, converted, with amendments, by Italian Law no. 356 of 7 August 1992, or Articles 20 and 24 of Italian Legislative Decree no. 159 of 6 September 2011, and entrusted to a receiver or judicial or financial administrator, limited to those referring to the period prior to the aforementioned entrustment.

What is said in the last paragraph of the previous paragraph 5 applies, with reference to any checks or requests for clarification, also in relation to the foreclosures provided for by current "anti-mafia" legislation (Legislative Decree 159/2011, as amended and supplemented, as any related regulatory legislation), with respect to the successful Bidder.

The Requesting Company also reserves the right not to admit to the subsequent selection process economic operators who are deemed not to have adequate professional and financial reliability, and to admit to the process the maximum number of operators considered adequate, in view of the usefulness of limiting the number of bidders to be invited due to the need to procure the contract services in a timely manner.



It should be noted that pooling will not be allowed, pursuant to Art. 89 of Italian Legislative Decree no. 50/2016 cannot be availed of.

Minimum number of Bidder to be invited: 3.

Moreover, the Requesting Company reserves the right to proceed with an award even if the number of operators concerned and considered suitable is less than the minimum number previously indicated, including if a single Bidder participates in the selection process.

The Requesting Company reserves the right to stop the market survey at any time and regardless of the stage at which it arrived.

For the purpose of participating in the next competitive selection process, operators who are invited to submit a binding offer will be required to register on the online portal by clicking on the item “Nuova Registrazione Fornitore” in the last of the menu on the left at the link <https://acquistionline.mercitalia.it/web/login.html>, according to the instructions given therein, and what will be further specified in the invitation letter to submit an offer.

The evaluation of binding tenders, in the phase following the submission of the expression of interest, will take place in the manner to be indicated in the invitation letter.

This notice concerning the call for expressions of interest and its annexes are available on [www.mercitaliaintermodal.it](http://www.mercitaliaintermodal.it) and the publication is in English..

The submission of the expression of interest implies the full acceptance of all the requirements and provisions referred to in this call or otherwise referred to therein. Any documentation submitted in response to this call for expressions of interest may no longer be withdrawn.

The invitation and the subsequent procedure are fully governed by Italian law, and will be subject to Italian jurisdiction.

The entire procedure, until a possible award, will also be governed by the principles referred to in the Codice Etico of the Gruppo Ferrovie dello Stato Italiane, published on [www.fsitaliane.it](http://www.fsitaliane.it)

The processing of any data provided will take place in compliance with current national and Community legislation on the protection of the confidentiality of personal data (EU Regulation no. 679/2016).

The Data Controller is Mercitalia Intermodal S.p.A., email [titolaretrattamento@mercitaliaintermodal.it](mailto:titolaretrattamento@mercitaliaintermodal.it). The Data Processor is [protezionedati@mercitaliaintermodal.it](mailto:protezionedati@mercitaliaintermodal.it).

## 8. Annexes

The following is a list of annexes to this call:

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- A. Appendix A - Contract template for brake devices overhaul;
- B. Appendix B – Annex 1: OTS;
- C. Appendix C – Annex 2: Operational Procedures;
- D. Appendix D – Annex 3: Price list;
- E. Appendix E - Bank Guarantee Scheme.

It should be noted that the annexes have been prepared assuming that a single Bidder is awarded all the lots referred to in this request for expression of interest, without prejudice to the right of every Bidder, as specified above, to express interests for a single or just some of the lots.

**Mercitalia Intermodal S.p.A.**

Direzione Tecnica

*il Direttore*

Maria Antonietta Zocco

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