CALL FOR EXPRESSION OF INTEREST

<u>Technical Assistance to the T.C. Ziraat BankasıA.S. for implementing a Corporate and Social</u>
<u>Responsibility (CSR) policy</u>

Reference n°: CTR 1035 01 F/1

Date: 24/08/2015

Contracting authority (organism performing the purchase)

T.C. Ziraat BankasıA.S. ("Ziraat Bankası"), established in 1863, is Turkey's oldest and largest bank. Its network (some 1,800 branches) is the largest in the country and its franchise is deep – it is the only bank present in over 400 sub-provinces of the country. Ziraat Bankası has also the widest international network among Turkish banks through foreign ranches and subsidiaries serving at 87 points in 18 countries.

Preamble

Ziraat Bankası has received a financing from the French Development Agency (AFD) Ziraat Bankası has received a financing from the French Development Agency (AFD) to make loans available to finance agro-processing SMEs (linked to animal production only) that want to reach the sanitary, phytosanitary and environmental European Standards and to be compliant with Turkish law No. 5996. Ziraat Bankası, intends to procure Consulting Services to "Support Corporate and Social Responsibility (CSR) Policy Development of Ziraat Bankası" in line with the requirements set forth in the Credit Facility Agreement dated 02 December 2014 signed between Ziraat Bankası and AFD.

Scope of the consultation

CONTEXT JUSTIFYING THE IMPLEMENTATION OF THE TECHNICAL ASSISTANCE PROGRAM

The purpose of this technical assistance (TA) program is to support Ziraat Bankası to strengthen its environmental and social risk management mechanisms with the aim of promoting sustainability in its credit operations. Once this TA program has been achieved, Ziraat Bankası should be in a position to adequately manage the Environmental and Social (E&S) risks of its portfolio (operational CSR) and apply a set of good practices in its management of internal E&S related policies (internal CSR).

PROJECT OBJECTIVE

The present call for Expression of Interest is for the provision of Technical Assistance to Ziraat Bankası for implementing a CSR policy in accordance with the requirements set forth in the Credit Facility Agreement dated 02 December 2014 signed between Ziraat Bankası and AFD. The Consultant shall in particular carry out a gap analysis of Ziraat Bankası's E&S procedures and good practices by making evaluations based on the information provided by the related departments of Ziraat Bankası, assist Ziraat Bankası in developing and implementation of its CSR policy that will be implemented for the investment loans , propose reinforcement of the managerial organization in order to implement the E&S risk management process and develop E&S management tools.

The services include:

- 1) Definition of an Environmental and Social Risk Management (ESRM) procedure through a diagnosis of Ziraat Bankası by making evaluations based on the information provided by its related departments, highlighting the main following points:
 - Turkish E&S regulation and gap analysis with the international best practices.

- Analysis of the environmental and social risks of Ziraat's portfolio on a sample that will be defined together with the related departments (SME, corporate,...) and of its policies, procedures and practices in place to deal with such risks.
- Review and analyze, with the related Ziraat Bankası departments, how Ziraat Bankası is
 dealing with such risks and how the Banks is already integrating E&S issues in its credit
 procedures.
- Awareness and capacities of Ziraat Bankası about E&S aspects, assessment of E&S risks for every segment of its portfolio (SME, corporate,...) by taking into account the investment loans
- Raising the bank management awareness of this process.
- 2) Implementation of an (ESRM) System: The consultant will have to support Ziraat Bankası to by developing E&S procedures and integrating it into its decision making processes for investment loans:
 - To create an E&S risk management process (integrating E&S risk management to the credit decision for the investment loans that will be made.
 - To define and adopt tools to manage the implementation of the process in place and to monitor and control its implementation.
 - Reviewing and updating of the operational procedures (loan application, loan evaluation, loan agreement, monitoring checklist) for investment loans
 - Preparing and integration of an environmental and social categorization for investment loans.
 - Organising seminars for training the credit officer's for that procedure (awareness-raising and appropriation): definition and implementation of a consistent training program.
 - To accompany the ESRM's implementation for investment loans.
 - To define and accompany its monitoring and reporting. (To define the structure and indicative content of the annual E&S report the Bank would have to send to AFD following the implementation of the ESRM action plan).

ORGANISATIONAL SET-UP

The total duration of the program is scheduled for 24 months. The team will be operational in the fourth quarter of 2015.

NB: This information do not replace the terms of reference that will be sent to selected applicants.

Eligibility criterion

Eligibility criteria for financing are specified in sub-clause 1.3 of the AFD's "Guidelines for the Procurement of the Financed Contracts in Foreign Countries", available online on AFD's website www.afd.fr.

Interested consultants must provide information evidencing that they are qualified and experienced to perform those services. For that purpose, documented evidence of recent and similar services shall be submitted.

The following criterion will apply to select applicants:

- 1. Short presentation of the consultant
- 2. The size of the consultant company (annual turnover, number of employees)
- 3. Technical expertise in banking and finance, The size, geographical location (Turkey, EU region, etc.) and business description of contracts undertaken,
- 4. Experience in providing capacity building and advisory services,

- 5. Experience in conducting CSR diagnostic reviews including the analysis of current laws ®ulations applicable in Turkey and of the current practices in financial institutions in order to provide them with recommendations for ensuring their compliance with Turkish laws & regulations,
- 6. Technical expertise in doing gap analysis, adapting environmental and social risk management/CSR rules in banking practices and preparing periodic reports/publications),
- 7. Experience in working with financial institutions operating in Turkey and the EU Countries,
- 8. Brief Information about key experts (position in the company, university of graduation, years of experience, tasks undertaken)
- 9. Ability to conduct communication in both Turkish and English.

Ziraat Bankası will also take into account for the evaluation of the applications the following items:

- ability to conduct on site visits within Turkey if necessary,
- existence of a local office, representatives and/or partners in Turkey

<u>Ziraat Bankası reserves the right to shortlist only 5 applicants</u>. The 5 selected applicants will be the ones who have the better results after rating and application of the criterion here above.

Required documentation to assess eligibility and relevance of the offer

Ziraat Bankası now invites consultants to express their interest in providing the services described above. Interested consultants must provide all necessary information that they estimate useful to demonstrate their capacity to undertake the services and their compliance with the criterion described above.

Ziraat Bankası will use this information to establish the eligibility and the ranking of the applicant consultants according to the criterion here above.

Consultants may associate to enhance their qualifications (yet associations will remain allowed after the stage of the Expression of Interest, once shortlisted Consultants are asked to submit full proposal).

Your Expression of Interest should not exceed 25 pages (including the annex documents) and shall clearly indicate name and position of contact person, as well as contact details for further follow-up.

Confidentiality

Any information included in this document or provided separately must be kept confidential by the service provider. He accepts not to divulge or publish any information regarding this call for interest. In the same way, any document provided by the service provider to the Client will be considered as confidential.

Contacts

Offers, and related documentation, shall be sent by mail, in Turkish and in English, putting under «Object»: "EXPRESSION OF INTEREST / Reference n° CTR 1035 01 F/1 /Technical Assistance to Ziraat Bankası" ve "İLGİ BEYANI / Referans No CTR 1035 01 F/1 / Ziraat Bankası'na Teknik Yardım" at the following address:

T.C. ZIRAAT BANKASI A.S. GENEL MUDURLUGU KAYNAK YONETIMI BOLUM BASKANLIGI Eski Buyukdere Cad. No: 39 B Blok Kat:6 34398 Maslak , ISTANBUL / TURKEY

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Only one mail is sufficient.

If the Expression Of Interest is preferred to be sent by electronic form, your electronic application must not exceed the size of 7 Mb. Otherwise your application shall be fragmented and sent via several mails with making reference to each other

Ziraat Bankası reserves the right not to send any Request for Proposal after this Call for Interest.

Deadline to send the applications

Monday, 28 September 2015, 06:00PM (Istanbul, UTC + 2:00).