

ISLE OF WIGHT COUNCIL - HIGHWAYS PFI

SCHEDULE 31: EXECUTION DOCUMENTS

SCHEDULE 31

Part 1

Documents to be delivered by the Service Provider

Unless an original document is specifically requested, a copy (certified by an officer of the Service Provider as being a true copy) of each of the following documents is to be delivered by the Service Provider to the Authority in accordance with clause 2.1 (*Execution and Delivery of Documents*) of the Contract:

1. all documents relating to the constitution of the Service Provider (e.g. including all contracts entered into by shareholders, articles of association);
2. the Financing Agreements (which condition precedent may be satisfied by the provision of an electronic copy of a certified copy of the Financing Agreements within 14 days of the date of the Agreement);
3. each of the Project Documents executed by the relevant parties to those Project Documents (including the Depot Leases) (other than the Authority);
4. minutes of the meeting of the board of directors (certified as true and accurate by the company secretary of the relevant company and in a form acceptable to the Authority (acting reasonably)) of each of the Service Provider, each Shareholder and each of the other parties to the Project Documents and Financing Agreements (other than the Authority) at which resolutions were passed approving the execution, delivery and performance of each relevant document to which such person is expressed to be a party; and
5. a letter from the Service Provider's insurance brokers stating that the Required Insurances specified in schedule 6 (*Insurance*) are or shall be in full force and effect in accordance with schedule 6 (*Insurance*).

SCHEDULE 31

Part 2

Documents to be delivered by the Authority

Unless an original document is specifically requested, a copy (certified by an officer of the Authority as being a true copy) of each of the following documents is to be delivered by the Authority to the Service Provider in accordance with clause 2.1 (*Execution and Delivery of Documents*) of the Contract:

1. a valid certificate in respect of the Project Agreement under section 3 of the Local Government (Contracts) Act 1997;
2. a valid certificate in respect of the Direct Agreement under section 3 of the Local Government (Contracts) Act 1997;
3. an original of each of the Project Documents to which it is a party;
4. A copy of the promissory letter from the Department of Transport confirming the offer of PFI credits; and
5. A copy of the letter from the Authority confirming funding for Capital Contributions.