

Our ref: **25.1.201/KDR/1755**
Your ref.: INF.PD CORR 147 and 149
INF.PD CORR 150

**Bilfinger Berger – Siemens – CAF
Consortium**

9 Lochside Avenue
Edinburgh Park
Edinburgh
EH12 9DJ
United Kingdom

26 February 2009

Phone: +44 (0) 131 452 2800

tle limited
CityPoint
65 Haymarket Terrace
Edinburgh
EH12 5HD

For the attention of Mr Steven Bell Tram Project Director

Dear Sirs,

**Edinburgh Tram Network Infraco
Infraco Contract – Alleged Default**

Reference is made to:

- Your letter INF PD CORR 147 dated 19 February 2008
- Your letter INF PD CORR 149 dated 19 February 2008
- Your letter INF PD CORR 150 dated 19 February 2008

We refer to David Mackay's letter ref. PD CORR 147 dated 19 February 2009 addressed to Robert Sheehan.

Without prejudice to the ongoing dispute as notified in your above mentioned letters. Our position is that BSC are not at this time or have at any time been in material breach of the Infraco Contract.

Further details rebutting your allegations will be issued to you under separate correspondence.

Yours faithfully,


C H B Brady
Project Director
Bilfinger Berger Siemens CAF Consortium
CBR/HNO/

cc: Alfred Brandenburger - Infraco
Roland Brueckmann - Infraco (Siemens)
Alejandro Urriza - Infraco (CAF)
Henry Norton - Infraco (Siemens)

From: Phil Wheeler [Phil.Wheeler@edinburgh.gov.uk]

To: <david_mackay@██████████>

Cc: "Jenny Dawe" <jenny.dawe@edinburgh.gov.uk>, <tom.aitchison@edinburgh.gov.uk>

Sent: 27/02/2009 21:46

Subject: RE: Richard Walker - Confidential

David

Many thanks for your response.

I have a meeting until 1.30 approx, and will postpone a routine meeting with Marshall in my diary at 2 pm.

Have a good weekend

Phil

—Original Message—

From: "david_mackay@██████████" <david_mackay@██████████>
 To: "Phil.Wheeler@edinburgh.gov.uk" <Phil.Wheeler@edinburgh.gov.uk>; "Jenny Dawe" <Jenny.Dawe@edinburgh.gov.uk>
 Cc: "Tom.Aitchison@edinburgh.gov.uk" <Tom.Aitchison@edinburgh.gov.uk>
 Sent: 27/02/09 14:46
 Subject: Re: Richard Walker - Confidential

Phil,

Thanks.

I did counsel you that you would be fed a litany of lies, half truths and so on and I'm sure you will recall from many briefings and from many sources that has been characteristic of RW for many moons. There is a dangerous game being played here!!

I earnestly hope that his improper allegations are not now getting credibility albeit, as I commented this morning when you called me, you're too experienced and sagacious to be fooled by the likes of RW.

However given your feedback why don't Steven and I meet you here early on Monday afternoon,(1400hrs?), to put your mind totally at rest.

Regards,

David

—Original Message—

From: Phil.Wheeler@edinburgh.gov.uk
 Date: 27/02/2009 14:14
 To: <david_mackay@██████████>; "Jenny Dawe" <Jenny.Dawe@edinburgh.gov.uk>
 Subj: Richard Walker - Confidential

David and Jenny

Richard Walker spent an hour or so with me (I was supported by Ewan Home). A summary of the discussion from my notes:

He does tend to refer to selected clauses of the contract and the "Schedule 4" supplement, on the basis of which he alleged that "tie refuses to administer the contract in the terms in which it was written", and "the contract patently does not work". He also asserted that it was not a fixed-price contract, given the flexibility of some of the paperwork, in a contract of this magnitude, change is inevitable.

The nub of his case was that tie is in breach because his people have not been given completely free clean possession of any sections of the route. As an instance he quoted the depot site, and the problems with the water main which have prevented the start of assembling the steelwork for the principal building. He also cited Leith Walk. [Does tie have recourse against Carillion for delays with MUDFA, or is that risk with tie?]

He showed me copies of various documents, including Steven Bell's minute on tie paper of a meeting on 17 December last. In addition, he referred to a meeting of the respective programme managers in January (last month) when the sum of changes and delays was quantified, leading to the extra 16 months requirement. Such a delay means big bucks, hence the £50/80 million estimate. I reminded him that CEC had a finite amount of money for this project.

He also alleged that tie does not have any senior civil engineers who can relate to BB and understand their problems, or even the obligations of the contract. This worries me, if true, since it leaves tie very exposed technically. As an instance, he

http://██████████

01/03/2009

CEC02084199_0002

FAO Mr Martin Foerder
Bilfinger Berger – Siemens – CAF Consortium
9 Lochside Avenue
Edinburgh Park
Edinburgh
EH12 9DJ

Our Ref: INF CORR 964

Date: 11 March 2009

Dear Sirs,

**Edinburgh Tram Network Infraco
Infraco Contract – Press Statement – Questions and Answers**

We confirm receipt of your letter dated 6 March 2009 (ref 25.1.201/KDR/1829).

In response to your comments **tie** has acted within its rights and obligations within the Infraco Contract. Although we disagree with the content of your letter we note that the BSC Consortium will not be releasing the questions and answers document to the media as requested by **tie** on 5 March 2009 (ref PD CORR 160).

Yours faithfully,

Steven Bell
Project Director – Edinburgh Tram

cc: Michael Flynn
Richard Walker
Antonio Camps

Direct dial: [REDACTED]
e-mail: steven.bell@tie.ltd.uk
web: www.tie.ltd.uk

CEC02084199_0003

From: Fitchie, Andrew [Andrew.Fitchie@dlapiper.com]

To: "Richard Jeffrey" <Richard.Jeffrey@tie.ltd.uk>, <Steven.Bell@tie.ltd.uk>

Sent: 25/09/2009 16:20

Subject: Bilfinger in the quicksand

Our Abu Dhabi guys report that the information reported about BB's dispute recently in the Herald is basically a lift from the Doha English language paper 'Penninsula'

We are trying to find out a bit more about Ashghal's (the Qatari Public works Authority) projects - there is apparently another major project in trouble.

kind regards

Andrew Fitchie
Partner, Finance & Projects
DLA Piper Scotland LLP

T: [REDACTED]
M: [REDACTED]
F: +44 (0)131 242 5562

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[REDACTED] 30/09/2009

CEC02084199_0004

From: Fitchie, Andrew [Andrew.Fitchie@dlapiper.com]

To: "Richard Jeffrey" <Richard.Jeffrey@tie.ltd.uk>

Sent: 25/09/2009 11:54

Subject: Information



30.11.09

FOISA Exempt and legally privileged

Julie ask me yesterday to look into information on the BB Cologne, Norway, Qatar Bilfinger projects.

I have put in requests to our Cologne, Abu Dhabi and Oslo offices and should have something back shortly, if there is local information. As remarked previously, I need to be aware of sensitivity of this type of exercise in Europe, because of our Milan office's relationship with BB on US Forces contracting.

North Vancouver job

This is reported in detail in the August 2008 Western Canada Journal of Commerce

I am checking on the Vancouver job through personal sources but in the meantime can confirm that there are 15 current law suits on foot - with BB (as either a claimant or defendant) - in the British Columbia Supreme Court. With exception of two, a motor accident claim and a shipping claim), all are arising from their dispute with Metro Canada on the water filtration tunnelling contract. There appear to be a number of subcontractors suing BBC. We can access the court dockets on line to see if these hold any useful details; this costs C\$6.00 a time. Is this worth incurring?

kind regards

Andrew Fitchie
Partner, Finance & Projects
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Sc. Not contractually binding

6. X 09

Interim relief from damage for 9 months

Phase I Mitigation Programme

II In total what do we spend to save us
(acceleration)

III Future opportunities - incremental / additional costs

(Mitigation is accelerated)

- Disagreement on Contractual Definitions)

Huge price to give them relief from damage.

MODFA: - 19 months v 9 months.

Spend £1 to save £12M !!!

5 ³/₄ months extension v 9 months target

MODFA DRP should be left on the table:
Rw8

Partial opening helps to remove pressure !!!

6 months → Hides their failure to mobilise / mitigate etc.

Siemens.. (Back end activities are Siemens !!!)

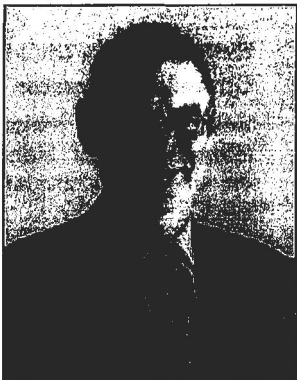
NOISE BITES – DAVID DARCY
7th OCTOBER 2009

1.	Deliberate procrastination because of lack of mobilisation
2.	Trust
3.	On-street versus Off-street
4.	Programme
5.	Incredibly complex and confusing contract
6.	Design and design evolution
7.	Timetable
8.	Siemens – will have to come to the party
9.	Partial running – i.e. separate airport and on-street
10.	Princes Street – incredible productivity, deployment etc.
11.	Revelation and John Mullins' factor
12.	More money but not how much

CURRICULUM VITAE

7.8.09

NAME: DAVID P DARCY
QUALIFICATIONS: BSc (Hons) Civil Engineering (1970), U.M.I.S.T.
LANGUAGES: English (Mother Tongue); French (Business Fluent)
EMAIL david.darcy@civil.bilfinger.com



PROFILE:

Highly experienced team leader and people manager with broad commercial and management skills; with international emphasis. Mature and pragmatic; well accustomed to steering varied stakeholders through the challenges of major engineering projects.

EXPERIENCE:

Summary

39 years, including over 30 years delivering complex major infrastructure projects.

From April 2009, member of the Executive Board of Bilfinger Berger Civil, based in Wiesbaden, Germany.

From August 2008 to March 2009 with Leighton Contractors in Australia.

From July 2000 to July 2008 with Balfour Beatty in UK. From September 2005, Project Director for Balfour Beatty Management (BBM) the project management services arm of the Balfour Beatty Group, responsible for the delivery of London Underground's billion pound redevelopment of King's Cross St. Pancras underground station. Prior to that, Operations Director in the Major Projects Division of Balfour Beatty Civil Engineering Limited (BBCEL), accountable for leading BBCEL's efforts in the international infrastructure arena. Focus was on the development, tendering and contracting processes for major works, as well as the on-going commercial, financial and operational management of established international contracts.

Prior to joining Balfour Beatty, a long and successful career - 1977/2000 - with major French contractor Spie Batignolles, spent on 3 mega projects - Koeberg nuclear power station in South Africa, the Channel Tunnel, the Lesotho Highlands Water Project - all in international joint ventures.

BILFINGER BERGER From April 2009
Member of the Executive Board of Bilfinger Berger Civil, based in Wiesbaden, Germany.

LEIGHTON CONTRACTORS August 2008 to March 2009
New South Wales/Australian Capital Territories Branch, Sydney, New South Wales (NSW)
Project Director, Major infrastructure projects

Joined as Project Director to lead and deliver a multi-billion \$Aus infrastructure project; which then did not go ahead as foreseen and there was no challenging alternative.

BALFOUR BEATTY July 2000 to July 2008
Balfour Beatty Management September 2005 to July 2008
Project Director, King's Cross St. Pancras Underground Station Redevelopment
I led the team managing the delivery, for the Client, London Underground, of the redevelopment of King's Cross St. Pancras underground station - managing design development, procurement, construction, installation of services and equipment and testing and commissioning for new sub-surface ticket halls, extensions to existing sub-surface facilities and new tunnelled connections to the existing deep tube lines.

Whilst with BBM, continued to act for Balfour Beatty Civil Engineering (BBCEL) - see next - on the joint venture board for Matrans, the Joint Venture - Marti, Balfour Beatty, Porr, Ed Zublin - for the construction of the Southern part of the Lötschberg Rail Tunnel in the Swiss Alps (24kms of large diameter (9.4m) tunnel in granite).

Vertical handwritten notes on the left margin: 'progs', 'down', 'business', '1985', 'Deliberate', 'to look at major projects', 'on 5 year contract'.

Vertical handwritten note on the right margin: 'Revelation - Idr Muller'

Handwritten notes at the bottom: 'Siemens: Partial Remy - separate airport - on steel - Production -> Deployment'

Balfour Beatty Civil Engineering Ltd July 2000 to August 2005**Operations Director, International Operations, Major Projects Infrastructure Services Division.**

Responsible for major international projects. Major Projects Management Board member and member of several international JV Management Boards for live projects in Botswana, Egypt, Kazakhstan and Switzerland and development activities embracing other territories including Canada, Iceland, Turkey, Singapore and the Middle East.

SPIE BATIGNOLLES**May 1977 to June 2000****1992 to 2000. Project Director – Lesotho Highlands Water Project; Lesotho Highlands Project Contractors & Muela Hydropower Project Contractors**

Project Director of the 2 international civil engineering contracting Joint Ventures, Lesotho Highlands Project Contractors and Muela Hydropower Project Contractors, the partner companies of both J.V.'s being Spie Batignolles of France (leader), Balfour Beatty of U.K., Campenon Bernard SGE of France, LTA of South Africa and Ed Zublin of Germany. Initially Deputy Authorised Site Representative, then Authorised Site Representative from mid 1993 to end 1995, then becoming Project Director. Based in Lesotho.

Responsible for all aspects of contracts involving tunnels (65 kms – including the 45km Transfer Tunnel in basalt and the 15km Delivery Tunnel South in sandstone), intake tower (94m high), gate shaft and other shafts, underground water intake structure, 'Muela dam (double curvature, concrete dam), operations building, underground civil works for 'Muela Hydroelectric Power Station – access tunnels, powerhouse cavern, penstock, surge shafts, tailrace tunnel.

1986 to 1992. Project Services Manager – Channel Tunnel; Transmanche-Link J.V. (TML)

Initially Deputy Project Services Manager based in TML's Liaison Office in UK – establishment and co-ordination of project controls – project procedures, programme management, cost management, change control, reporting, project coding, correspondence management, end forecasts. Thereafter, Project Controls and Administration Manager for TML's Rolling Stock Project Management group, which was responsible for the management of the procurement subcontracts (800 million pounds) for the Rolling Stock for the Channel Tunnel Shuttle Trains and for the service Tunnel Transport System (STTS). In addition to being responsible for Project Controls and Administration, Project Manager for the procurement subcontracts for the STTS and for the HGV Shuttle Wagons.

1977 to 1986. Contracts Engineer, Works Manager, Project Manager - Koeberg Nuclear Power Station and Additional Buildings and Facilities, South Africa; Koeberg Civil Contractors (KCC)

Initially Contracts Engineer, becoming Works Manager in 1983 and then Project Manager from 1985 for KCC, the Joint Venture (Spie Batignolles, LTA of South Africa, Murray and Roberts of South Africa) for the construction of the civil works of the nuclear power station and for the construction of additional buildings and facilities at the Koeberg site. Initially involved in main contract contractual matters, sub-contract management and co-ordination with the mechanical and electrical installations. Thereafter, works management and overall management of the Koeberg project.

GEOFFREY OSBOURNE LTD 1976 to 1977**Site Agent - UK**

Site Agent for the construction of an industrial unit with associated external works.

SAVAGE AND LOVEMORE 1972 to 1976**Site Engineer, Site Agent - South Africa**

Site management of construction contracts with heavy earthworks, including associated bridges and other structures for South African Railways, and a contract of a road-over-river bridge.

EAST SUSSEX COUNTY COUNCIL 1970 to 1972**Design Engineer – Highways Department, UK**

Initial 2 years of career following graduation. Design Engineer, Highways Department (Trunk Roads), including site supervision of bridgeworks.

From: David Mackay [David.Mackay@tie.ltd.uk]

To: "david_mackay [REDACTED]"; david_mackay [REDACTED]

Cc:

Sent: 08/10/2009 13:34

Subject: FW: Thanks and Going Forward

From: Julia Weigand on behalf of David Darcy[SMTP:DAVID.DARCY@CIVIL.BILFINGER.COM]
Sent: Thursday, October 08, 2009 1:34:42 PM
To: Richard Jeffrey; David Mackay
Subject: Thanks and Going Forward
Auto forwarded by a Rule
David / Richard,

Thanks for the opportunity yesterday for David and myself to be introduced.

I hope we can have a longer and deeper discussions together on issues on a regular basis going forward.

I am planning to be back at ETN on 19th or 20th October, particularly to review the deliverables we agreed on on Tuesday, that are to be ready for the tie Board Meeting on 21st October; and also that the further deliverables for the November tie Board Meeting are also on course.

Best regards,
David

Neue Mailadresse / new email address: david.darcy@civil.bilfinger.com

David Darcy
Bilfinger Berger Ingenieurbau GmbH
Member of the Executive Board
Gustav-Nachtigal-Str. 3
65189 Wiesbaden
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[REDACTED] 08/10/2009

CEC02084199_0010

Julie Thompson

From: Richard Jeffrey
Sent: 18 November 2009 16:06
To: Julie Thompson
Subject: FW: Bilfinger Berger

From: Mike Connelly
Sent: 18 November 2009 08:30
To: Richard Jeffrey
Subject: FW: Bilfinger Berger

Richard,

As you will see I tried to contact Bill Morrell at Metro Vancouver some months ago regarding the discussion we had about talking to their CEO. Unfortunately Bill was in hospital but as you will see from his email is happy to talk.

Let me know if you wish me to do anything else.

Mike

Mike Connelly
Media and Public Affairs Manager

tie limited

Find out more about Edinburgh Trams online (click below):



From: Bill Morrell [mailto:Bill.Morrell@metrovancover.org]
Sent: 17 November 2009 17:54
To: Mike Connelly
Subject: RE: Bilfinger Berger

Mike: Good to hear from you again. Sorry for the delay in responding: I have been away from work for several months (knee replacement surgery – I am now officially bionic!) and am just beginning to catch up. I am happy to report that our new tunnel contractor is making very good progress, and is using the very same tunnel design and boring machines BB rejected. While I too am most conscious of pending litigation, I would be glad to speak with your CEO. Perhaps we could do this by phone – I can be reached at [REDACTED] (mobile). I believe we are on an eight hour time difference

All the best,
BM

From: Mike Connelly [mailto:Mike.Connelly@tie.ltd.uk]
Sent: Friday, September 18, 2009 12:47 AM
To: Bill Morrell
Cc: Mark Ferguson; Tim Jervis; Julie Thompson; Richard Jeffrey

Subject: RE: Bilfinger Berger
Importance: High

Dear Bill,

I hope this email finds you well. Since the last occasion that we emailed regarding our joint experiences of Bilfinger Berger I see that you have now got a well established new contractor in place to complete your major tunnelling works. Has it been to court yet or is this going to take some time?

Without going into too much of the detail due to commercial confidentiality, etc., as we still have some major issues with our tram construction consortium our chief executive Richard Jeffrey was wondering if there was a contact at Metro Vancouver whom he could contact with reference to understanding a bit more about your dispute that you had with BB. I fully appreciate with a court case looming that you will have sensitivities at your side as well.

With best wishes.

Mike

Mike Connelly
Media and Public Affairs Manager

tie limited

Find out more about Edinburgh Trams online (click below):



From: Bill Morrell [mailto:Bill.Morrell@metrovancover.org]
Sent: 02 March 2009 16:47
To: Mike Connelly
Cc: Mark Ferguson; Tim Jervis
Subject: RE: Bilfinger Berger

Mr. Connelly: Believe me, I feel your pain! Thank you very much for taking the time to comment, and all the best in completing your project. Please feel free to let me know how things progress and I'll do the same.

Cheers,
BM

From: Mike Connelly [mailto:Mike.Connelly@tie.ltd.uk]
Sent: Monday, March 02, 2009 3:09 AM
To: Bill Morrell
Subject: Bilfinger Berger

Dear Mr Morrell,

In the City of Edinburgh in Scotland we're constructing a new £545m 18km tramway and Bilfinger Berger is the contractor as part of a consortium with responsibility for the infrastructure work. This is a contact valued at £200m+.

I have noticed from your web site that you have run into trouble with BB. We sympathise here from Edinburgh as we were 48 hours away from commencing the largest part of the tram construction after

having spent 4 months preparation with BB when we were unable to start due to late contractual difficulties!

Best regards

Mike

Mike Connelly
Stakeholder Relationship Manager

tie limited
City Point
65 Haymarket Terrace
Edinburgh
EH12 5HD

Direct Line: [REDACTED]
Fax: [REDACTED]
Mobile: [REDACTED]
Switch: +44 (0) 131 623 8600
e-mail: mike.connelly@tie.ltd.uk

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2 Festival Square,
Edinburgh. EH3 9SU

Tel: [REDACTED]

www.transforedinburgh.com

www.tie.ltd.uk

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Julie Thompson

From: Bill Morrell [Bill.Morrell@metrovancover.org]
Sent: 30 November 2009 17:03
To: Julie Thompson
Subject: RE: Call with Richard Jeffrey - CEO of tie Ltd

Ms. Thompson: Sorry for the delay in responding. Given the sensitivities surrounding this issue, I wanted to be sure my CEO was comfortable with me proceeding – and he is. Please let me know when Mr. Jeffrey would like to telephone and I will make myself available. My various numbers are: (Canada country code) [REDACTED] (mobile), or [REDACTED] (home).

Cheers,
BM

From: Julie Thompson [mailto:Julie.Thompson@tie.ltd.uk]
Sent: Thursday, November 19, 2009 1:07 AM
To: Bill Morrell
Subject: Call with Richard Jeffrey - CEO of tie Ltd

Good morning Bill

Mike Connelly has passed your email on to me to try and set up a call with Richard Jeffrey to discuss our joint experiences with Bilfinger Berger.

Richard is happy to call you one evening next week (apart from Tuesday) to discuss given the 8 hour time difference.

Could you provide me with your availability for a call and I will set this up for him.

Regards

Julie Thompson

Julie Thompson
PA to Chairman - David Mackay
PA to CEO - Richard Jeffrey

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65 Haymarket Terrace
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Direct line [REDACTED]
Fax: 0131 [REDACTED]
Email: julie.thompson@tie.ltd.uk

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www.tie.ltd

2/12	5-30
3/12	5-30
8	5-30
9	
14	5-30

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