

SECTION B

PART B TECHNICAL PROPOSAL AND
STATEMENTS AND CERTIFICATIONS REGARDING ELIGIBILITY

QUALIFICATIONS AND CERTIFICATIONS

NOTE: The Authority reserves the right to audit compliance with respect to each of the required statements and certifications in the forms submitted by Offerors, including but not limited to the Domestic U.S. Content Certification, Domestic U.S. Content Worksheet, and Final Assembly of Production (Non-Pilot) Vehicles in Massachusetts.

Questions Concerning Eligibility

Provide short answers (and attach relevant documents) to the following questions and requests:

- 1. Attach relevant Certificate of Good Standing from the Secretary of State of the Commonwealth of Massachusetts.**

Please see attached.

- 2. Provide the names and telephone numbers of all business owners, shareholders if not a publicly held corporation, and/or members if a limited liability company.**

ROBERT GAGNE 1-888-248-0666

- 3. Provide the names, title and telephone numbers of all officers.**

ROBERT GAGNE PRESIDENT 1-888-248-0666

JOANNA GAGNE VICE-PRESIDENT, ADMINISTRATION 1-888-248-0666

- 4. Has the business or an owner or shareholder of the business ever had a prior contractual relationship with the MBTA? If yes, please describe relationship.**

NONE

- 5. Has the business or an owner or shareholder of the business ever been in default of any obligations under a contract with the MBTA, any other Massachusetts state agency or any federal agency? If yes, please describe the circumstances. Please indicate whether it resulted in a termination for cause.**

NONE

- 6. Have any of the business owners, shareholders, or officers ever been convicted of felony violations of Federal, state or local laws? If yes, please describe the circumstances.**

NONE

- 7. Are there any pending recent law suits against the business or any of its owners or shareholders? If yes, please describe the circumstances.**

NONE

- 8. Provide the name, address, account number, contact person and telephone number of the insurance agent responsible for procuring insurance required by the Solicitation Documents.**

MOORE MCLEAN INSURANCE GROUP

25 Watline Avenue, Suite 301 Mississauga, Ontario L4Z 2Z1

Policy # 501263549

Cheryl Brookham 1-888 404 0000

All requests are to be made to TDG who will have Insurance Agent send responses directly to MBTA

Please see Certificate of Insurance attached.

- 9. Provide the name, address, contact person and telephone of three business credit references, including but not limited to your primary banking institution.**

Please see attached.

- 10. Has the business or any of the business's owners or shareholders ever filed for bankruptcy or invoked insolvency proceedings under state law?**

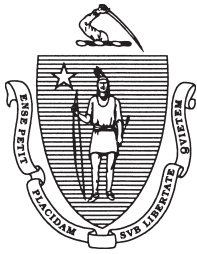
NO

- 11. Provide the last three (3) years of audited financial statements, or reasonable equivalent of the Offeror. If the Offeror is a joint venture or other combination of business entities, provide the last three (3) years audited financial statements for each entity.**

See Attachment "TDG FYE EXTRACT 2012.pf"

- 12. Provide the business's current code of business ethics or equivalent.**

See Attachment "TGG CODE OF ETHICS"



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

Date: January 28, 2014

To Whom It May Concern :

I hereby certify that according to the records of this office,

TDG TRANSIT DESIGN GROUP INTERNATIONAL INC.

a corporation organized under the laws of

DELAWARE

on **August 23, 2000** was qualified to do business in this Commonwealth on

January 29, 2014 under the provisions of the General Laws, and I further certify that said

corporation is still qualified to do business in this Commonwealth.

I also certify that said corporation is not delinquent in the filing of any annual reports required to
date.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 14016002640

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by: tgr

CSIO					CERTIFICATE OF INSURANCE		DATE (YY/MM/DD) 14/03/26	
BROKER Moore-McLean Insurance Group 25 Watline, Suite 301 Mississauga, ON L4Z 2Z1 BROKER'S CLIENT ID: TDGTR-1					This certificate is issued as a matter of information only and confers no rights upon the certificate holder. This certificate does not amend, extend or alter the coverage afforded by the policies below.			
					COMPANIES AFFORDING COVERAGE			
					COMPANY A Intact Insurance			
INSURED'S FULL NAME AND MAILING ADDRESS TDG Transit Design Group Inc. 9-3770A Laird Road, Mississauga, ON L5L 0A7					COMPANY B COMPANY C COMPANY D			
COVERAGES								
This is to certify that the policies of insurance listed below have been issued to the insured named above for the policy period indicated, notwithstanding any requirement, term or condition of any contract or other document with respect to which this certificate may be issued or may pertain. The insurance afforded by the policies described herein is subject to all the terms, exclusions and conditions of such policies.								
LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.								
TYPE OF INSURANCE	CO LTR	POLICY NUMBER	POLICY EFFECTIVE DATE (YY/MM/DD)	POLICY EXPIRATION DATE (YY/MM/DD)	LIMITS OF LIABILITY (Canadian dollars unless indicated otherwise)			
COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE OR <input checked="" type="checkbox"/> OCCURRENCE <input checked="" type="checkbox"/> PRODUCTS AND / OR COMPLETED OPERATIONS <input type="checkbox"/> EMPLOYERS'S LIABILITY <input checked="" type="checkbox"/> CROSS LIABILITY <input checked="" type="checkbox"/> TENANT'S LEGAL LIABILITY <input checked="" type="checkbox"/> NON-OWNED <input type="checkbox"/> HIRED <input type="checkbox"/> POLLUTION LIABILITY EXTENSION	A	501263549	13/06/06	14/06/06	EACH OCCURRENCE	\$	5000000	
					GENERAL AGGREGATE	\$	5000000	
					PRODUCTS - COMP/OP AGG	\$	5000000	
					PERSONAL INJURY	\$	5000000	
					TENANT'S LEGAL LIABILITY	\$	1500000	
					MED EXP (Any one person)	\$	10000	
					NON-OWNED AUTO	\$	5000000	
					OPTIONAL POLLUTION LIABILITY EXTENSION	\$	N/A	
					(Per Occurrence)	\$	N/A	
					(Aggregate)	\$	N/A	
AUTOMOBILE LIABILITY <input type="checkbox"/> DESCRIBED AUTOMOBILES <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> LEASED AUTOMOBILES <small>ALL AUTOMOBILES LEASED IN EXCESS OF 30 DAYS WHERE THE INSURED IS REQUIRED TO PROVIDE INSURANCE</small>		NOT APPLICABLE			BODILY INJURY PROPERTY DAMAGE COMBINED	\$		
					BODILY INJURY (Per person)	\$		
					BODILY INJURY (Per accident)	\$		
					PROPERTY DAMAGE	\$		
EXCESS LIABILITY <input type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM <small>(Specify)</small>		NOT APPLICABLE			EACH OCCURRENCE	\$		
					AGGREGATE	\$		
OTHER LIABILITY (SPECIFY) COED (ALL RISK)	A	501263549	13/06/06	14/06/06	DEDUCTIBLE \$1000		2850000	
ADDITIONAL INSURED NOT APPLICABLE					DESCRIPTION OF OPERATIONS/LOCATIONS/AUTOMOBILES/SPECIAL ITEMS FOR PROOF OF INSURANCE			
CERTIFICATE HOLDER TO WHOM IT MAY CONCERN					CANCELLATION Should any of the above described policies be cancelled before the expiration date thereof, the issuing company will endeavor to mail <u>XX</u> days written notice to the certificate holder named to the left, but failure to mail such notice shall impose no obligation or liability of any kind upon the company, its agents or representatives.			
SIGNATURE OF AUTHORIZED REPRESENTATIVE 					PRINT NAME INCLUDING POSITION HELD CHERYL BROOKMAN REGISTERED INSURANCE BROKER			
FAX NUMBER 888-651-3534	EMAIL ADDRESS			COMPANY MOORE MCLEAN INSURANCE GROUP		DATE 14/03/26		
CSIO CERT (2000/06)								



TDG TRANSIT DESIGN GROUP INC
9-3770A Laird Road, Mississauga ON L5L 0A7
Phone: 905-608-9539
Fax: 905-608-9984
www.tdgdesign.com

TRADE REFERENCES:

<u>Company Name</u>	<u>Contact</u>	<u>Phone Number</u>	<u>Fax Number</u>
Escort Mfg.	Lori Bartolini	905-828-3106	905-828-1460
Six Points Plastic	Olivera Gjuran	905-270-6303x224	905-270-1183
Barton & Barton	Doug Corrigan	905-847-3311	905-847-3312
Welch-Allyn (USA)	Debbie Killmore	315-685-4172	315-685-2854

BANKING INFORMATION:

Branch: Toronto-Dominion Bank
Peel Commercial Banking Centre
20 Milverton Drive
Mississauga ON L5R 3G2 Canada

Account Manager: Mr. Daniel Andersen
905-890-4143
daniel.andersen@td.com

TAX INFORMATION: Canadian Federal EIN #12369 8607

CDN BROKER: Geo. H. Young
Phone: 204-947-6851
Fax: 204-947-3306



TDG TRANSIT DESIGN GROUP INC

MISSISSAUGA ONTARIO, CANADA

NIAGARA FALLS NEW YORK, USA

	2012	2011	2010	2009	2008
<u>BALANCE SHEET (000'S omitted)</u>					
Current Assets	\$ 3,634	\$ 3,067	\$ 2,582	\$ 2,506	\$ 2,078
Long Term Assets	\$ 322	\$ 116	\$ 131	\$ 129	\$ 138
Total Assets	\$ 3,956	\$ 3,183	\$ 2,713	\$ 2,635	\$ 2,216
Current Liabilities	\$ 1,419	\$ 836	\$ 793	\$ 647	\$ 624
Long Term Liabilities	\$ -	\$ -	\$ 5	\$ 18	\$ 31
Equity & Shareholder Loans	\$ 2,537	\$ 2,347	\$ 1,915	\$ 1,970	\$ 1,561
Total Liabilities & Equity	\$ 3,956	\$ 3,183	\$ 2,713	\$ 2,635	\$ 2,216

INCOME STATEMENT (000'S omitted)

Revenues	\$ 7,720	\$ 5,606	\$ 4,640	\$ 5,086	\$ 3,350
Net Income after Taxes	\$ 378	\$ 433	\$ 419	\$ 409	\$ 372

FINANCIAL RATIOS

DEBT TO EQUITY	0.6	0.4	0.4	0.3	0.4
CURRENT RATIO	2.6	3.7	3.3	3.9	3.3
QUICK RATIO	1.8	2.6	1.9	2.7	2.0
RETURN ON EQUITY	15%	18%	22%	21%	24%
NET PROFIT MARGIN	5%	8%	9%	8%	11%

CERTIFICATION: _____

DATED: _____

Nov 15/2012

CUSTOMER CREDO

November 10, 1989

The customer need is our sole reason for existing, as an economic unit. We will use every resource that is at our disposal to aid the customer in solving his problems. We will develop solutions that are to the customers benefit. We acknowledge that our customer is committed to the problems of passenger transportation and we will do our best to assist in this solution.

We will design and manufacture products that are of quality and appropriate to the customer needs. We will meet with the customer on a regular basis to better grasp and evaluate the current concerns. If for any reason, we are unable to solve the existing issue, we will inform the customer immediately, so that they can take alternative steps.

We will become totally involved with the customer's priorities and planning, in order that we may be able to continue in making suggestions for improving his operations.

We are committed to help solve the problem of traffic congestion in our cities as well as finding ways to reduce the cost of consumer transportation. And since this is also the aim of our customers we intend on giving them our full support.

we will always treat our customer with dignity and respect. At no time will we try to deceive them at their expense and our profit. Even though problems and mis-understandings can arise, we will mutually strive to find a solution.

As a good corporate citizen we will sell product in order to yield a good and fair profit. This will ensure harmony within the corporation, security and self worth for our employees, and a good rate of return for our shareholders. These values will justify our existence.

WE BELIEVE THAT OUR CUSTOMER IS IMPORTANT.