

Public Contracts Review Board
Notre Dame Ravelin
Floriana —FRN 1600
Malta

Msida Local Council
Misrah Menqa
Msida - MSD 9090
Malta



29th September 2026

Re. Tender Reference KLMsd/TDR/01/2026 - Services - Collection of Bulk Refuse from the Locality of Msida using Low Emission Transport

We are retained by Simply Clean Limited (C-101719) of “Ultimate”, Triq Dun Salv Ciappara, Haż-Żebbuġ (the “Appellant”) in relation to the captioned tender.

The criterion for award was the cheapest priced offer satisfying the administrative and technical criteria.

By letter dated 20th September 2026, the Msida Local Council (the “Contracting Authority”) informed the Appellant that its tender had been rejected and that the tender is being recommended for award to Agribrands Limited (C 98314).

The Appellant feels aggrieved by such a decision of the Contracting Authority and is filing an objection in regard to the aforementioned decision.

Objections

First Ground: no reasons for the refusal of the Appellant’s offer were given

In terms of regulation 272 of the Public Procurement Regulations (S.L. 601.03), the notice of award must be accompanied by a summary of the reasons for the rejection of the tender as set out in regulation 242.

The letter of the 20th September 2026 solely contains that “The criteria for award was the cheapest offer which was compliant with the administrative and technical requirements of the tender requisites.”. It does not say why the Appellant’s tender was rejected, it does not give the price of the recommended offer, and nor is there any reference to the administrative and

technical criteria. The Appellant has therefore had to file this objection without knowing the basis of the decision and without sight of the recommended bidder's offer.

Second Ground: the recommended bidder is not authorised to carry out the works contemplated in the tender in terms of its Memorandum of Association

Without prejudice to the above, it must be highlighted that the tender is for the collection of bulky refuse.

None of the objects of Agribrands Limited, as set out in its Memorandum of Association, relates to the collection or transport of waste (attached as Dok A).

Since the Contracting Authority has not provided the Appellant with the necessary information, the Appellant cannot verify the contents of the recommended bidder's offer and requires such information. However, since the object clause of the recommended bidder does not include the scope of the tender, the Appellant submits that the recommended bidder's offer is not compliant. The Appellant reserves the right to raise further grounds once it has sight of the said information.

In light of the above, the Appellant therefore requests the Board to order the Contracting Authority to produce the evaluation report and the recommended bidder's tender submission, in particular the ERA registration, Class A2 permit, vehicle logbooks, technical sheets and pictures.

Reservation

The Appellant reserves the right to raise further grounds and make further submissions once it is provided with the above information.

In view of the above, the Appellant respectfully requests this Honourable Board to revoke the decision of the Contracting Authority of the 20th September 2026 in relation to Tender Reference KLMsd/TDR/01/2026, to order the disclosure of the information and documents referred to above, to declare the offer of Agribrands Limited non-compliant, to order a re-evaluation of the tenders, and to order the refund of the deposit to the Appellant. Alternatively, the Appellant requests the Board to issue such declarations, orders, or directives as it may deem appropriate.

With a reservation for the expenses incurred by the Appellant in relation to the Contract and tender in question.



Av Franco Galea



Av Daniel Cutajar

AGRIBRANDS LIMITED (C 98314)

437, TRIQ L -IMDINA

QORMI QRM 9010

Malta

(THE "COMPANY")

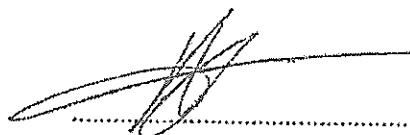
RESOLUTION DRAWN UP IN WRITING AND SIGNED BY ALL THE
SHAREHOLDERS OF THE COMPANY IN ACCORDANCE WITH
SECTION 210 OF THE COMPANIES ACT (CHAPTER 386 OF THE LAWS
OF MALTA)

Date: 9th of April, 2025

It is unanimously resolved:

- a) To include the following objects in the Memorandum of Association of the company as additional ancillary services:
 - To Operate a Call Centre.
 - To provide international customers with technical support services.
- b) To substitute the Memorandum and Articles of Association of the Company in their entirety by the attached revised and updated version.
- c) To authorize Mr. Alan Fiorini, holder of Maltese ID card No. 0317676M, and/or Mr. Douglas Polania, holder of ID Card Number 0307577A, to submit and signed electronically on behalf of this company, any document requiring filing with the Registrar of Companies using the Registry of Companies online services or systems.

There was no other business to discuss, and the members declared the meeting closed.

A handwritten signature in black ink, consisting of a stylized 'A' followed by a horizontal line that extends to the right and then curves back down to the baseline.

Mr. Alexander Azzopardi
Maltese ID No. 433084M
Shareholder

MEMORANDUM

AND

ARTICLES OF ASSOCIATION

OF

AGRIBRANDS LIMITED

**MEMORANDUM OF ASSOCIATION
OF
AGRIBRANDS LIMITED**

1. NAME

The name of the Company is **AGRIBRANDS LIMITED**

2. PRIVATE COMPANY

The Company is a private company and the regulations contained in the first schedule of the Companies Act 1995, shall apply to the Company save so far as they are excluded or vary hereby

3. REGISTERED OFFICE

The registered office of the Company is at **437, Triq L-Imdina, Qormi, QRM 9010, Malta**, or at any other place which the Board of Directors may from time to time determine

4. OBJECTS

The main object of the Company is:

- a) To import, export and retail flowers, plants, trees and any other agricultural and horticultural products.

Other objects of the Company are.

- b) To construct and operate a solar farm.
- c) To operate a farm and work in the farming industry.
- d) To Operate a Call Centre.
- e) To provide international customers with technical support services.
- f) To Outsource, Subcontract, and provide skilled and un/skilled employees to perform task/duties & service to any individual or business in any Industry.
- g) To rent or sublet an apartment.
- h) To purchase, take on lease or emphyteusis or by any other title acquire any movable or immovable property.
- i) To construct, improve, maintain, develop, manage and control, houses, flats, shops, stores, offices and other building.
- j) To sell, grant on lease or emphyteusis or by any title dispose of any movable or immovable property.

- k) To acquire shares in other companies and to invest in stocks, debentures and other securities, or in other types of financial investments.
- l) To acquire the whole or any part of the business or property of any person or company carrying on any business which the Company is authorised to carry on, or possessed of property suitable for the purposes of the Company.
- m) To draw, make, accept, endorse, discount, execute, issue and negotiate bills of exchange or other negotiable instruments.
- n) To develop land in any manner whatsoever.
- o) To act as an estate agent.
- p) To enter into arrangement for sharing profit union of interests or co-operation with any person, firm or partnership carrying on or proposing to carry on any business within the objects of this Company and to acquire and hold, sell, deal with or dispose of shares, stock or securities of any such partnership solely on behalf and in the name of the company and to guarantee, by any means including hypothecation, the contracts and liabilities of, or subsidies and otherwise assist any such person, firm or partnership.
- q) To sell, lease, charge, hypothecate or otherwise dispose of the whole or any part of the property, assets or undertaking of the Company for cash or any other consideration.
- r) To borrow, or raise money in unlimited amounts for the purpose of or in connection with the business of the Company by any means whatsoever and in particular by the issue of debentures or other securities or rights and to secure the repayment of any other money as borrowed or raised by hypothecation, charge or lien upon the whole or any part of the Company's property or assets, whether present or future, including its uncalled capital, and also by a similar hypothecation, charge or lien to secure and guarantee the repayment, fulfillment or performance or any debit, liability or obligation it may undertake.
- s) To guarantee even by hypothecating the Company's property, the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interests, performance of contracts or engagements of any other company or persons and to give indemnities and guarantees of all kinds.
- t) To lend and advance money or give credit to any person or company in relation to the company's business.
- u) To do all such things as may be deemed incidental or conducive to the attainment of the above objects or any of them.
- v) Nothing in the foregoing shall be construed as empowering or enabling the company to carry out any activity or service which requires a notification, licence or other authorisation under any law

in force in Malta without such notification, licence or other appropriate authorisation from the relevant competent authority and the provisions of Article 77(3) of the Companies Act shall apply.

It is hereby expressed that each and every one of the foregoing sub-clauses shall be construed independently of any sub-clause thereof and that no sub-clause shall be deemed to be merely subsidiary to the objects mentioned in any clause.

5. SHARE CAPITAL

a) The authorized share capital of the Company is one thousand one hundred and sixty-five Euro (€1,165) divided into one thousand one hundred and sixty-five (1,165) Ordinary shares of €1 each.

b) The issued share capital of the company shall be one thousand one hundred and sixty-five Euro, (EUR 1,165) divided into one thousand one hundred and sixty-five (1,165) Ordinary shares of €1 each, which shares are 20% paid up and allotted as follows:

NAME OF SUBSCRIBERS:	20% PAID UP
Mr. Alexander Azzopardi 437, Triq L-Imdina, Qormi, QRM 9010 I.D. No 433084M	1,165

Each ordinary share shall carry the right to one vote at any general meeting of the Company.

6. LIABILITY

The liability of the shareholders is limited to the value of the shares allotted to them as yet unpaid.

7. BOARD OF DIRECTORS

The management and administration of the company is vested in a Board of Directors composed of not less than one and not more than four Directors. The first Directors of the Company shall be Mr. Alexander Azzopardi, holder of Maltese ID 433084(M) and residing at 437, Triq L-Imdina, Qormi, QRM 9010.

8. The Secretary of the Company is Mr. Alexander Azzopardi, holder of Maltese ID 433084M and residing at 437, Triq L-Imdina, Qormi, QRM 9010, Malta. The legal and Judicial representation of the company shall be vested in the above-mentioned Director Mr. Alexander Azzopardi holder of Maltese ID 433084M and residing at 437, Triq L-Imdina, Qormi, QRM 9010, Malta or, without prejudice and in addition to the authority of each Director to represent the Company as aforesaid, in a particular case or cases, by such other person or persons as the Board of Directors may appoint for that purpose.



Mr. Alexander Azzopardi
Maltese ID No. 433084M
Shareholder

**ARTICLES OF ASSOCIATION
OF
AGRIBRANDS LIMITED**

PRELIMINARY

1. The regulations contained in Part One of the First Schedule of The Companies Act 1995 (such schedule being hereinafter called the "The Act") shall apply to the company save in so far as they are excluded or varied hereby.
2. The Company is established as a Private Exempt Company and accordingly, without prejudice to what is contained in Section 211 of the Act:-

- (a) Restricts the right to transfer shares; and
- (b) Limits the number of its members and the number of persons holding debentures of the company to fifty; and
- (c) Prohibits any invitation to the public to subscribe for any shares or Debentures in the Company
- (d) No body corporate is a director of the company and neither the company nor any of the directors is party to an arrangement whereby the policy of the company is capable of being determined by persons other than the directors, members or debentures holders thereof

The regulations contained in Part II of the First Schedule relating to the management of a private company shall apply to the company.

3. a. The names of the shareholders and the number of shares held by each of them shall be entered in a register to be kept at the offices of the company and certificates of shares held by each shareholder may be issued by the Directors.
- b. In respect of shares held jointly by several persons, the name of only one of such persons shall be entered in the register of members. Such person shall be nominated by the joint holders and shall for all intents and purposes be deemed to be the holder of the shares so held.

4. SHARE CAPITAL AND SHARE RIGHTS

- a. Without prejudice to any special rights conferred on the holders of any existing shares or classes of shares, any share in the Company may be issued with such preferred, deferred or other special rights or such restriction, whether in regard to dividend, voting, return of capital or otherwise as the Company may from time to time by extraordinary resolution determine.
- b. Subject to the provision of Section 115 of the Act, any preference shares may, with the sanction of an extraordinary resolution, be issued on the terms that they are, or at the option of the Company are liable to be redeemed on such terms and in such manner as the Company before the issue of the shares may by extraordinary resolution determine. The redeemable preference shares shall be redeemable at par without notice.

5. TRANSFER AND TRANSMISSION OF SHARES

- a. Shares may be transferred to any legal person as long as the transferor has the approval of the other shareholders.
- b. All transfers of shares shall be executed in writing.
- c. No part of a share may form the object of a transfer or transmission

PROCEEDINGS AT GENERAL MEETINGS

6. The quorum at any shareholders' meeting shall be member/s in person or by proxy holding not less than fifty-one per cent (51%) of the issued paid up shares in the Company.
7. Any alteration in the Memorandum and Articles of Association of the Company, the issue or conversion of shares and the dissolution of the Company shall require the consent of members holding not less than seventy-five per cent (75%) of the issued paid up share capital of the Company.
8. Without prejudice to the regulations contained in Section 210 of The Act, all General Meetings shall be held in Malta
9. Without prejudice to clause 11 hereunder, at every annual general meeting of the Company, all the Directors shall retire from office but, along with other persons who may be nominated shall stand for re-election
10. Notices of shareholders'/Directors' Meetings shall be delivered by registered post to all shareholders and Directors whether their registered address is in Malta or not

BOARD OF DIRECTORS

11. The first Directors of the Company shall serve in office until they resign or are removed. A Director may be re-elected.
12. A Director may at any time authorize generally or for a specified time any person approved by the Board to act as alternate Director, and such person shall have a vote for each director by whom he is so authorized Any such authority shall be in writing and shall be delivered and deposited at the registered office of the Company before the time appointed for the holding of the first meeting at which it is intended to be acted upon.
13. A Director need not be a share-holder
14. Without prejudice to what is contained in Clause No 9 of the memorandum of Association, all document purporting to bind the Company, all contracts, bank documents, cheques, promissory notes, bills of exchange and all other documents, deeds of whatever nature and other negotiable

instruments are to be signed on behalf of the Company as stated in Clause 9 of the memorandum, or without prejudice to the aforesaid any other person or persons delegated by the Board of Directors.

15. Without prejudice to what is contained in Clause 9 of the Memorandum of Association, Mr. Alexander Azzopardi holder of Maltese ID No. 433084M and residing at 437, Triq L-Imdina, Qormi, QRM 9010, Malta, may represent the Company in judicial proceedings whether plaintiff or defendant.

16. All matters before the Board of Directors will be decided by a simple majority of votes. Each Director has one vote. The quorum required shall be one Director If there shall be more Directors, then the quorum shall be two thirds of the total number of Directors. In calculating the quorum, the total number of Directors shall be considered whether present at the time in Malta or not.

17. The Directors may exercise all the powers of the company to borrow money and to hypothecate or charge its undertaking, property and uncalled capital or any part thereof, and to issue debentures, debenture stock and other securities whether outright or as security for any debt, liability or obligation of the Company or of any third party.

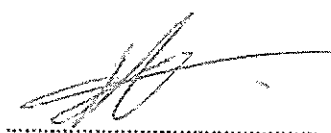
BORROWING POWERS

18. Subject to the provisions of Article 17, the borrowing powers of the company shall be unlimited and shall be exercised by the Board of Directors.

POWERS AND DUTIES OF DIRECTORS

19. The regulations contained in Clause 54 Part I of the First Schedule to the Act, shall not apply to the company.

20. The Directors may appoint the company secretary for such time and upon such conditions as they deem fit.

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke extending to the right.

Mr. Alexander Azzopardi
Maltese ID No. 433084M
Shareholder

Digital Signatures

Authorised User Signature:
Signer: Douglas Andres Polania Pinzon
Date:07/05/2025

ROC Representative Signature:
Signer: Ruth Agius
Date:08/05/2025
C 98314 / 10.0



Bank of Valletta

Bank of Valletta p.l.c

Registration Number: C 2833
Registered Office: 58 Zachary Street, Valletta VLT 1130 - Malta

MODIFY: Pay third party

Printed by: Mr. Melchior Dimech
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Transaction details

Payee type:	Personal Payee
Is the payee a joint beneficiary:	No
Payee name:	PCRB
Payee surname:	BOARD
Relation:	Financial Services
Reason:	Other
Payment details:	APPEAL FROM MSIDA BULKY
Currency:	EUR - Euro
Beneficiary IBAN/Account:	MT55MALT011000040001EURCMG5001H
Beneficiary IBAN/Account type:	Valid IBAN of country - Malta
Bank name:	Other bank
Bank address / Bank's BIC:	Let the bank apply the beneficiary bank BIC
Beneficiary address:	No
From account:	4001582822 4 (EUR)
Charges should be paid by:	Shared - I pay BOV charges; pays the beneficiary bank charges
Amount:	EUR 500.00
BOV to transfer the money:	as soon as possible
Receiving bank to get the money as:	normal priority payment

We couldn't confirm that the name you entered matches the recipient's account. This might happen if the recipient's bank doesn't support name checks yet or if there's a temporary issue. Please double-check that the name and account details are correct before continuing. If any details are wrong, the payment could go to the wrong account or may be fraudulent and may not be recoverable. If you're confident everything is correct, you can go ahead and make the payment.

Saved template: no

Additional information

Credit amount: EUR 500.00

Debited amount (excluding charges): EUR 500.00

Estimated amount to be withdrawn from account: EUR 501.00

Transaction charge: EUR 1.00

Transaction result

Status: Your instructions have been processed successfully.

Transaction ID: 186174853