

## **Western Harbour Tunnel Tendering Cost Contribution Deed**

### ***Government Information (Public Access) Act 2009 (NSW)***

#### **Explanatory Table**

Transport for NSW (**TfNSW**) has redacted certain provisions of the deeds titled 'Western Harbour Tunnel Tendering Cost Contribution Deed' between TfNSW and Acciona Construction Australia Pty Ltd (the **Tenderer**) for the Western Harbour Tunnel project dated 25 May 2022 (the **TCC Deed**).

The redactions have been made due to an overriding public interest against disclosure, in that disclosure of the information would prejudice the legitimate business and commercial interests of TfNSW or the Tenderer, reveal the commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of any information to any person, reveal personal information or prejudice the effective exercise of TfNSW's functions.

In preparing this Explanatory Table, TfNSW has identified the reason(s) under the *Government Information (Public Access) Act 2009* (**GIPA Act**) for each redaction and weighed each redaction against the major relevant public interest considerations for disclosure.

TfNSW will continue to review this information to ensure that where the prejudicial effect of disclosure will be removed due to a passage of time or change of circumstances, further disclosures will be made.

The TCC Deed became effective on 25 May 2022.

Capitalised terms in this table have the meaning given to them in the TCC Deed unless specified otherwise.

**TCC DEED - ACCIONA CONSTRUCTION AUSTRALIA PTY LTD**

ITEM	REFERENCE	INFORMATION REDACTED	REASON(S) FOR REDACTION UNDER THE GIPA ACT	PUBLIC INTEREST CONSIDERATIONS
1.	Clause 1.1, definition of 'Approved Tender'	The information redacted is part of the definition.	<p>The government contracts register does not require the inclusion of a copy of a contract, a provision of a contract such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record.</p> <p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) the public interest has been served by disclosing that there is a definition of Approved Tender and it was subject to negotiation with the Tenderers.</p>

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2.	Clause 1.1, definition of 'Background Intellectual Property Rights'	The information redacted is part of the definition.	<p>The government contracts register does not require the inclusion of a copy of a contract, a provision of a contract such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record.</p> <p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) the public interest has been served by disclosing that there is a definition of 'Background Intellectual Property Rights' and it was</p>

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				subject to negotiation with the Tenderers.
3.	Clause 1.1, definition related to a redacted clause.	The information not disclosed is a term that relates to a redacted clause.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this</p>

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				information and is outweighed by the public interests against disclosure identified above.
4.	Clause 1.1, definition related to a redacted clause.	The information not disclosed is a term that relates to a redacted clause.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this</p>

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				information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.
5.	Clause 1.1, part of the definition of 'Stage 2'.	The information redacted relates to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests.</p> <p>There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p>

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				<p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
6.	Clause 1.1, part of the definition of 'Submission Documents'.	The information redacted relates to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests.</p> <p>There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business,</p>

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				commercial or financial interests; and b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.
7.	Clause 2.3(b)(i)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests.</p> <p>There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial</p>



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				<p>value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
8.	Clause 3.1(a)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests.</p> <p>There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce</p>

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				<p>the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
9.	Clause 3.2	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The government contracts register does not require the inclusion of a copy of a contract, a provision of a contract such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record.</p> <p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the</p>

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			<p>information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
10.	Clause 3.3(a)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure for the following reasons:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to</p>

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			<p>overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
11.	Clause 3.3 (b) – (f)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The government contracts register does not require the inclusion of a copy of a contract, a provision of a contract such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record.</p> <p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature,</p>

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			<p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
12.	Clause 3.4	The information redacted specifies certain requirements in relation to a partially redacted term and the heading of this clause.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure for the following reasons:</p> <p>a) revealing the information would place the parties at a</p>

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			<p>competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
13.	Clause 3.5(a)-(c)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p>	TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure for the following reasons:

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			<p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
14.	Clause 3.6(a)	The information redacted is a dollar amount.	The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.	TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest

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			<p><b>Section 32(1)(a), paragraphs (b) and (e) of the definition of "commercial-in-confidence provisions" at clause 1 of Schedule 4</b></p> <p>The disclosure of this information discloses details about the Tenderer's cost structure or profit margins and would place the Tenderer at a substantial commercial disadvantage in relation to potential contractors and provide visibility on the Tenderer's profit margins.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p>	<p>against disclosure for the following reasons:</p> <p>a) the redacted information sets out total aggregate limit (a dollar amount) that TfNSW may pay the Relevant Tenderer in relation to the preparation of its Approved Tender under the TCC Deed if TfNSW enters into the WHT Deed with a Contractor other than the Relevant Tenderer;</p> <p>b) exposing the redacted information would reveal the amount that the Tenderer was willing to accept participating in the procurement process if unsuccessful under the TCC Deed. Exposing this information may provide insight into the Tenderer's profit margins; and</p> <p>c) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to</p>



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				potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests.
15.	Clause 3.6(a)-(b)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the</p>

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			agency's functions. There is an overriding public interest against disclosure.	<p>parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
16.	Clause 3.7(a)	The information redacted is a dollar amount.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(a), paragraphs (b) and (e) of the definition of "commercial-in-confidence provisions" at clause 1 of Schedule 4</b></p> <p>The disclosure of this information discloses details about the Tenderer's cost structure or profit margins and would place the Tenderer at a substantial commercial disadvantage in relation to potential contractors and provide visibility on the Tenderer's profit margins.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure for the following reasons:</p> <p>a) the redacted information sets total aggregate limit (a dollar amount) that TfNSW may pay the Relevant Tenderer under the TCC Deed for undertaking certain activities if TfNSW does not proceed or terminates the procurement process;</p> <p>b) exposing the redacted information would reveal</p>

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			The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.	<p>the amount that the Tenderer was willing to accept for participating in the procurement process. Exposing this information may provide insight into the Tenderer's profit margins; and</p> <p>c) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests.</p>
17.	Clause 3.7(a)-(b)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p>	TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:

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			<p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>
18.	Clause 3.8(a), (d)	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.	TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest

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			<p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>

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19.	Clause 3.9	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public</p>

ITEM	REFERENCE	INFORMATION REDACTED	REASON(S) FOR REDACTION UNDER THE GIPA ACT	PUBLIC INTEREST CONSIDERATIONS
				interests against disclosure identified above.
20.	Clause 3.10	The information redacted specifies certain requirements in relation to a defined term that has been redacted.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the agency's functions. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this</p>

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				information and is outweighed by the public interests against disclosure identified above.
21.	Clause 4.2	The information redacted relates to 'Background Intellectual Property Rights'	<p>The government contracts register does not require the inclusion of a copy of a contract, a provision of a contract such a nature that its inclusion in a record would result in there being an overriding public interest against disclosure of the record.</p> <p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p> <p><b>Section 32(1)(d), item 1(f) of the table in section 14</b></p> <p>The disclosure of this information could reasonably be expected to prejudice effective exercise by an agency of the</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) the public interest has been served by disclosing that there is a definition of</p>



ITEM	REFERENCE	INFORMATION REDACTED	REASON(S) FOR REDACTION UNDER THE GIPA ACT	PUBLIC INTEREST CONSIDERATIONS
			agency's functions. There is an overriding public interest against disclosure.	'Background Intellectual Property Rights'.
22.	Clause 9.4(e)	The information not disclosed is the dollar amount specifying the monetary threshold at which point the expert's determination will not be final and binding.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests. There is an overriding public interest against disclosure.</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure for the following reasons:</p> <ul style="list-style-type: none"> <li>a) the redacted information sets out the dollar amount specifying the monetary threshold at which point the expert's determination will not be final and binding under the TCC Deed;</li> <li>b) exposing the redacted information would reveal the amount that the Tenderer was willing to accept under the expert determination provision under the TCC Deed; and</li> <li>c) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients,</li> </ul>

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				competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests.
23.	Clause 13.2	The information not disclosed is all names of individuals and email addresses set out in the notices provision.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 14, Table item 3(a), (b) and (f)</b></p> <p>The disclosure of this information could reasonably be expected to have the following effects:</p> <ul style="list-style-type: none"> <li>• reveal an individual's personal information;</li> <li>• expose a person to a risk of harm or of serious harassment or serious intimidation.</li> </ul>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <ul style="list-style-type: none"> <li>a) the disclosure would reveal personal information of individuals; and</li> <li>b) the public interest has been served by disclosing this information of this nature has been included in the TCC Deed.</li> </ul>
24.	Execution Block	The information not disclosed names of names of individuals.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 14, Table item 3(a), (b) and (f)</b></p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p>

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			<p>The disclosure of this information could reasonably be expected to have the following effects:</p> <ul style="list-style-type: none"> <li>• reveal an individual's personal information;</li> <li>• expose a person to a risk of harm or of serious harassment or serious intimidation.</li> </ul>	<p>a) the disclosure would reveal personal information of individuals; and</p> <p>b) the public interest has been served by disclosing that the TCC Deed has been signed by natural persons.</p>
25.	Schedule 2	The information not disclosed are names of individuals identified as Key personnel.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 14, Table item 3(a), (b) and (f)</b></p> <p>The disclosure of this information could reasonably be expected to have the following effects:</p> <ul style="list-style-type: none"> <li>• reveal an individual's personal information;</li> <li>• expose a person to a risk of harm or of serious harassment or serious intimidation.</li> </ul>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p> <p>a) the disclosure would reveal personal information of individuals; and</p> <p>b) the public interest has been served by disclosing the that certain natural persons are nominated for specified roles.</p>
26.	Schedule 3, paragraph 5	The information not disclosed are terms that relate to redacted clauses.	<p>The relevant provisions of the GIPA Act that support the non-disclosure of the information are set out below.</p> <p><b>Section 32(1)(d), item 4(b), (c) and (d) of the table in section 14</b></p> <p>The disclosure of this information could reveal commercial-in-confidence provisions</p>	<p>TfNSW weighed the competing public interest considerations and determined that there was an overriding public interest against disclosure of this information because:</p>

ITEM	REFERENCE	INFORMATION REDACTED	REASON(S) FOR REDACTION UNDER THE GIPA ACT	PUBLIC INTEREST CONSIDERATIONS
			<p>of a government contract, diminish the competitive commercial value of information to a person and prejudice a person's legitimate business and commercial interests.</p> <p>There is an overriding public interest against disclosure.</p>	<p>a) revealing the information would place the parties at a substantial commercial disadvantage in future projects of a similar nature, as the information would be readily accessible to potential future clients, competitors and contractors. Therefore the disclosure of the information could reduce the information's competitive commercial value and prejudice the parties' legitimate business, commercial or financial interests; and</p> <p>b) TfNSW considers that any public interest in favour of the disclosure of this information is not significantly advanced by the disclosure of this information and is outweighed by the public interests against disclosure identified above.</p>