

REPLY TO PRE-BID QUERIES ON THE RFP Dt.19.04.2023 for TA-DMEDL

03.05.2023

S.No	Query by	Ref Clause in RFP	Query	Reply / clarification
1	PWC	8.2	The Clause mentions "value of each transaction being INR 1000Cr". Request you to kindly confirm if the transaction value mentioned in the said clause implies a sum of debt and equity.	The transaction value mentioned in the said clause implies a sum of debt and equity.
2	PWC	8.2	The infrastructure finance sector comprises of a number of sectors such as power sector, commercials setups, airports, industrial estates, logistic parks, ports, smart city etc. Request DME to kindly include financing arrangement for power sector, aviation sector, port sector also as part of infrastructure finance sector.	Finance arrangement for power sector, aviation sector, port sector also are part of infrastructure finance sector
3	PWC	8.2	Request you to kindly revise the clause to : Bidder should have handled and executed at least 3 Transaction / Bid advisory assignments in transport infrastructure / infrastructure finance sector in india with Central / State Government Authorities / PSUs / JV of PSUs / Govt. Companies/, Infrastructure Companies/ Assets, with value of each transaction being INR 1,000 crore or more, under a single engagement, during last 5 financial years.	Clause shall remain unchanged i.e., No change in the RFP
4	PWC	8.3	Currently along with the government sector, the private sector in india is also taking up large infrastructure projects which requires significant capital raising. The said clause includes state, central and PSUs but is silent on private sector. We would request DME to also include support provided to private sector in raising debt funds as an eligibility criterion. The resurgence of economic activity and robust infrastructure spending is a recent phenomenon post COVID. The eligibility criteria mentions raising of debt funds to the tune of INR 50,000 cr. in the last 5 financial years. We would request DME to relax this eligibility criterion to the tune of INR 6,500 cr. in the last 5 financial years	Clause shall remain unchanged i.e., No change in the RFP
5	PWC	8.4.1	Request you to kindly revise the clause: Financial expert: Minimum 12 years of post Qualification experience	Clause shall remain unchanged i.e., No change in the RFP
6	PWC	9 (i)	In order to provide a quality and competitive proposal and to give sufficient time to the consultants to incorporate responses to pre-bid clarification, we request the authority to kindly provide an extension of 2 weeks: in bid submission deadline and revise the deadline to 1st june 2023 3:00 PM	Clause shall remain unchanged i.e., No change in the RFP
7	E&Y	4 (b)&13(a)	We understand that payments will be made on monthly basis as per the lump sum amount quoted and the GST component will be paid on reimbursement basis upon proof of deposit along with each invoice submitted during the tenure of the assignment, and not at the end of the project. Please confirm.	Payments will be made on monthly basis upon satisfactory completion of services. GST will be reimbursed. Also, a corigendum is being issued for clause 13(a) on pg.12
8	E&Y	5 (b) & 8.2	We request that validity of eligible assignment be increased from last 5 financial years to last 8 financial years. Therefore, the proposed modified clause is as under - "Bidder should have handled and executed at least 5 Transactions / Bid Advisory assignments in transport infrastructure / infrastructure finance sector in india with Central/ State Government Authorities / PSUs/ JV of PSUs/ Govt. Companies/ , Infrastructure companies / Assets, with value of each transaction being INR 1,000 crore or more under a single engagement, during last 8 financial years. (Ongoing projects where the investor / private partner has been identified, shall be also considered eligible)	Clause shall remain unchanged i.e., No change in the RFP
9	E&Y	5(c) & 8.3	Considering the minimum eligibility criteria already specifies experience of raising INR 50,000 Cr. (Cumulative in multiple engagements), we request the Authority to reduce the additional INR 2000 Cr. To INR 1500 Cr. For extra 01 mark in the scoring mechanism. The Chartered accountant can certify on the fees booked based on the books of bidder but may not be able to confirm on the deal size. Also, the ranking of Bidders having experience in supporting central / State Government Authorities/ PSUs/ Govt. Companies etc. is not available in the prime Database. We request for consideration of other documentary evidence for eligible projects such as letter of Award/ Letter of Acceptance / Work Order /Contract / Completion Certificate / Client's email confirming engagement of the bidder, etc. to demonstrate experience in line with other projects being submitted for eligibility of the Bidder. Hence, the note is proposed to be deleted. Therefore, the proposed modified clause is as under - "Bidder should have experience in supporting Central/ State Government Authorities / PSUs/ JV of PSUs / Govt. Companies in raising debt funds of INR 50,000 Cr. or more, under multiple engagement, during the last 5 years. Scoring Criteria: 05 marks shall be assigned to the bidder who meets minimum Eligible Criteria Plus For every additional INR 1500 Cr. the Bidder shall get extra 01 Marks subject to maximum of 10 Marks in aggregate"	Clause shall remain unchanged i.e., No change in the RFP

10	E&Y	<p>Considering the scope of work envisaged under this assignment, we suggest that experience of experts specific to the assignment would be more relevant rather than total years of experience which could be on non-related projects / activities. In such cases, having more years of experience will not benefit the project and could be counter productive. Hence, we request the Authority to modify the scoring criteria to give preference to specific experience related to subject project, rather than for each additional year of experience. Further, considering the scale of subject engagement, it is suggested that the required specific experience in terms of achieving financial closure / assisting in fund raising of a road sector project in India of value more than INR 1,000 Cr under a single engagement - may be increased to INR 10,000 Cr. to ensure experience of expert in large scale deals. Therefore, the proposed modified clause is as under-</p> <p>"Financial Expert</p> <ul style="list-style-type: none"> . MBA(F) / CA / CMA / CFA or equivalent experience . Minimum 15 years of post Qualification experience . . Experience of assessing commercial feasibility, due diligence, developing financial projections, structuring transactions, etc. of minimum five road sector PPP projects. . Experience in concession agreement-based lending / borrowing transactions or developing concession terms for minimum three road sector PPP projects. . Full time employment with the firm of minimum three years <p>Note- MBA(F) from an Institute which must be a recognized one from UGC/AICTE</p> <p>Note- Copies of qualification certificate, experience certificate and employment proof in the form of declaration on Bidder's letterhead to be submitted.</p> <p>Plus: . Achieved financial closure/ assigned to the bidder who meets the Minimum Eligible Criteria</p> <p>Plus: Additional 5 marks for exhibited experience (i.e., achieved financial closure / assisted in fund raising of a road sector project in India of value more than INR 10,000 Cr. under a single engagement)"</p>	<p>Clause shall remain unchanged i.e., No change in the RFP</p>
11	E&Y	<p>Similar to the above query, we suggest that experience of experts specific to the assignment would be more relevant rather than total years of experience which could be more relevant rather than total years of experience which could be on non-related projects/ activities. In such cases, having more years of experience will not benefit the project and could be counter productive. Hence, we request the Authority to modify the scoring criteria to give preference to specific experience related to subject project, rather than for each additional year of experience.</p> <p>Further, considering the scale of subject engagement, it is suggested that the required specific experience in terms of successful fundraising in roads and highways sector in India of value more than INR 1,000 Cr. under a single engagement - may be increased to INR 10,000 Cr. to ensure experience of expert in large scale deals.</p> <p>"structuring cum Deal (Fund Raising) Expert:</p> <ul style="list-style-type: none"> . MBA/CA/CMA/CFA or equivalent. . Minimum 15 years of Post Qualification experience . Experience of working on minimum 5 assignments involving debt fundraising in infrastructure sector through debt structuring/ syndication, issuance of bonds and other capital market instruments. . Experience of working with credit rating agencies in obtaining ratings for the entities / projects . Full time employment with the firm of minimum three years <p>Note- MBA(F) from an Institute which must be a recognized one from UGC/AICTE</p> <p>Note- Copies of Qualification certificate, experience certificate and employment proof in the form of declaration on Bidder's letterhead to be submitted.</p> <p>Plus:</p> <p>Experience of successful fundraising in roads and highways sector in India of value more than INR 10,000 Cr. under a single engagement</p> <p>Scoring Criteria: Minimum 10 marks shall be assigned to the bidder who meets the Minimum Eligible Criteria</p> <p>Plus: Additional 5 Marks for exhibited experience (i.e., experience of successful fundraising in roads and highways sector in India of value more than INR 10,000 Cr. under a single engagement)"</p>	<p>Clause shall remain unchanged i.e., No change in the RFP</p>

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12	E&Y	5 e - #3	<p>We request the authority to reduce the years of experience requirement for support Finance Expert from 05 years to 04 years post qualification. Further, the employees are entitled to leaves as per company policies. Hence, we request that provision for absence of the support Financial Expert in accordance with public holidays/ medical grounds/ unforeseen circumstances/ leaves as per company policy, may be considered. However the Consultant shall ensure that the absence is informed to the Authority and appropriate measure for continuity of work are taken.</p>	<p>Experience requirement for support Finance Expert shall remain 5 years.</p> <p>Further, the NHAI/ DME is entering into an agreement with proposed TA on a contractual basis and there is no employee employer relationship. Hence, in case of absence of support financial expert due to any medical grounds or unforeseen circumstances, the TA is required to provide a substitute for that period.</p>
13	E&Y	9 (vii) : General Instruction for the Bidders	<p>The performance security is typically between 3%-5% of the contract value. In the recently awarded projects by NHAI (ToT and INVIT projects) also, the Performance security was 3% of the contract value.</p> <p>Therefore, we request the authority to reduce this amount to 3%.</p> <p>Reference RFP documents for amount of performance security:</p> <ul style="list-style-type: none"> . Request for Proposal for Empanelment of Transaction Advisory services for projects to be taken up for Assets Monetization through Toll Operate Transfer (TOT) mode published by NHAI on 25th june 2021 . Request for Proposal for Empanelment of Transaction Advisory services for projects to be taken up for Assets Monetization through Infrastructure Investment trust (INVIT) mode published by NHAI in July 2021 	<p>Clause shall remain unchanged i.e., No change in the RFP. 10% of Contract Value shall be submitted by the selected bidder, in the form of BG / e-BG / Surety Bond as per RFP.</p>
14	E&Y	Annexure-3 Consultant's Experience	<p>The eligible Projects also include projects undertaken for infrastructure companies/Assets. Generally, these Infrastructure companies/ Assets / Private sector firms do not issue completion certificates / reference certificates / any other document apart from work order / contract , owing to confidentiality reasons. Therefore, we request that other documentary evidence for eligible projects such as letter of Award / Letter of Acceptance / work order / Contract / Client's email confirming engagement of the Bidder / media articles / reports highlighting project completion , etc. also to be considered in place of completion certificate.</p>	<p>Copy of LoA / Work Order / ranking from Prime Database/Prime League Table can also be considered.</p>
15	E&Y	Annexure-5	<p>While the RFP includes a format for bank guarantee for bid security in Annexure 5 , there is no provision for submission of bid security in the RFP. Therefore, we understand no bid security is required to be submitted along with this proposal. Please confirm.</p>	<p>No bid security is required. A CORRIGENDUM is being issued.</p>
16	KPMG	Eligibility Criteria, Point 5, page 4	<p>Please confirm that the Transaction Advisor is not required to have any SEBI merchant banking license.</p>	<p>Transaction Advisor is not required to have any SEBI merchant banking license.</p>
17	KPMG	Eligibility Criteria, Point 5, page 4	<p>We request that the Bidder should be required to fulfil ANY ONE of the criteria 5 (a) OR 5(b) and not both</p>	<p>Clause shall remain unchanged i.e., No change in the RFP.</p>
18	KPMG	Min. Eligibility Criteria point 5 e , page 5	<p>Financial Expert experience of 3 projects and 5 projects may be in Infrastructure Finance and not specifically only in Road PPP.</p>	<p>Finance arrangement for power sector, aviation sector, port sector also are part of infrastructure finance sector.</p>
19	KPMG	Min. Eligibility Criteria point 5 e , page 5	<p>Requirement of full time deployment on site at the NHAI office for the duration of the engagement, may please be waived considering this is a 12 month engagement</p>	<p>Clause shall remain unchanged i.e., No change in the RFP.</p>
20	KPMG	point 12 c Page 11	<p>Authority is requested to consider Consortium bids with not more than 2 partners</p>	<p>Clause shall remain unchanged i.e., No change in the RFP.</p>
21	KPMG & IDBI Capital	Timeline and payment schedule page- 4 b	<p>Payment milestones are not clear, kindly clarify if these will be paid on monthly basis or at the end of the transaction. Should a lumpsum amount be quoted or a %age fee is also acceptable. Further please confirm if the out-of-pocket expenses incurred by the advisor shall be reimbursed over and above the lumpsum fee.</p>	<p>Payment will be made on monthly basis and will be payable in INR only.</p> <p>Lumpsum amount is required to be quoted. Out of pocket expenses, if any, shall be reimbursed.</p>
22	KPMG	General	<p>Authority is requested to extend the bid due date to Wednesday 31st May 2023</p>	<p>Bid due date shall remain unchanged.</p>
23	TRUST Group	Min. Eligibility Criteria page 5 sub point d	<p>Bidder should have had Minimum average turnover of INR 1,000 Crore for last three financial years.</p> <p>Request tendering authority to give clarity on "Turnover" what should be considered as turnover.</p>	<p>Already clarified on pg.5 of RFP.</p>

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24	TRUST / AK Capital / ISECPD / Axis Bk / JM Financial/	Notes on page 5, Annexure 1	<p>The Interested parties are required to furnish an Affidavit -cum-Undertaking in the format as in Annexure-1 regarding 'no conviction' and 'no conflict of interest'.</p> <p>Please clarify the appointed transaction advisor can work in the capacity of merchant banker / Arranger / Investor in the bond issuance by DME Development or whether it will be treated as a conflict of interest.</p>	Bidder can work either in the capacity of merchant banker / arranger / investor in the bond issuance or as Transaction Advisor for DMEDL. Acting as both will be treated as conflict of interest.
25	TRUST	point 11 submission of proposal page 10 sub point a (iii)	<p>A letter of authorization in favour of any person authorizing him to sign the proposal and other documents on behalf of the bidder. A copy of Power of Attorney is also to be attached. In case the person who is signing the proposal /bid is authorised to sign such proposals or bids through a resolution passed by the board of directors or any other committee, can we submit a copy of such a resolution instead of a power of attorney?</p>	Copy of Resolution can be submitted
26	IDBI Capital	Page 5, point 5.b	<p>1. For syndication transactions, does Rs. 1000 crore refer to the total project cost or the debt amount arranged? For bid advisory, will an assignment be considered eligible only if the bid was for one single project having total project cost of Rs. 1000 crore or more?</p> <p>3. will a bid advisory assignment be considered eligible even if the company, that was provided bid advisory services, has subsequently not emerged successful in the said bid? - Please clarify.</p>	<p>1. Transaction Value of Rs. 1000 Cr. Should be for each transaction and not for the total project cost. 2. Assignment be considered eligible only if the bid was for one single project having total project cost of Rs. 1000 crore or more. 3. Only successful bidding will be considered.</p>
27	IDBI Capital	Page 6, Note, point ii	<p>Page 6, Note, point ii reads as follows: "DME DL shall have power to further negotiate Scope of Work, Schedule of Work Completion, Expenditure Budget, and Fee Payable." This point is totally open ended and gives the authority the right to completely change the transaction contours. Please clarify.</p>	DME DL shall have power to further negotiate Scope of Work & Schedule of Work Completion only. A CORRIGENDUM in this regard is being issued
28	IDBI Capital	Page 10, point 9. v	<p>Page 10, point 9. v reads as follows: "Both Technical as well as Financial Bids needs to be duly signed and stamped by authorized signatory of the respective <u>legal counsel</u>." The underlined part seems to be a drafting error. Please Clarify.</p>	It is a drafting error and should be Authorized signatory of the respective bidder. CORRIGENDUM is being issued.
29	IDBI Capital	Page 18, Note at the end of Annexure 3	<p>Page 18, Note at the end of Annexure 3 reads as follows: "Note: Bidders shall provide documentary evidence (in form of completion certificate from the client specifying the period, fee, composition of team and nature of work done etc.) for each of the eligible. We propose to modify it as under: Note: Bidders shall provide documentary evidence (in form of completion certificate from the client specifying the period, fee, composition of team and nature of work done etc.) or Certificate from Chartered Accountant or rankings from reputed agencies such as Prime Database for each of the eligible assignment. Without documentary evidence, the assignments will not be considered eligible for technical evaluation.</p>	Copy of LoA / Work Order / ranking from Prime Database/Prime League Table can also be considered.
30	IDBI Capital	Annexure 5	<p>Two different formats for Performance Security have been given. In which format is the Performance Security to be provided? Also, though format of Bid Security has been given, amount of the same has not been mentioned in the document. - Please clarify.</p>	Performance Security as per Annexure-5 is to be submitted. Form of BG for bid security may be ignored. A CORRIGENDUM in this regard is being issued.
31	IDBI Capital	Scope of Work	<p>At one place it says for a 12 month period but in SOW, it says for this fiscal.</p>	It is for 12 month period and not fiscal year; 12-month period starts from the date of acceptance of LOA / signing of the contract.
32	IDBI Capital	Annexure 3	<p>Is it for the bidder or for the deployed people?</p>	It is for the Bidder / bidding firm.
33	IDBI Capital	General	<p>Bidding is physical or through electronic tender?</p>	Bidding is Physical; Hard-bound only to be submitted as per RFP.
34	SBICaps	Pg.5 - Financial Expert Criteria	<p>Please clarify if the PPP project which have transferred to Invit can be counted under this point.</p>	Yes, PPP projects transferred to Invit can be part of minimum eligibility criteria while calculating number of PPP projects.