

536

Addendum to RFP Notice No-15/RFP/IDA/21
Pre-bid Queries & Responses
“SELECTION OF TRANSACTION ADVISOR FOR EMPANELMENT WITH
INFRASTRUCTURE DEVELOPMENT AUTHORITY, GOVERNMENT OF BIHAR (GOB)”

M/s Ernst & Young LLP				
No.	Reference	Provision/Clause in the RFP	Suggestion	IDA Responses
1.	1.1 Introduction, sub clause 1.1.1 - Pg 4	“IDA” intends to create a panel of 5 (five) or more Transaction Advisors under various infrastructure sectors	As only limited organization will be shortlisted for empanelment, it is suggested that the minimum technical and financial qualification may be modified accordingly.	No Change.
2.	3.1.2 Minimum Eligibility Criteria (c) (i) Pg-8	Transaction Advisor includes all the 4 (four) activities i.e. (i) project structuring, (ii) Financial Advisory, (iii) Legal Advisory and (iv) Bid Process Management Or successful completion certificate of these 4 (four) activities issued by the Client.	We as a professional advisory firm, are prohibited to provide legal advisory by the statute of MoA & AoA. We request you to kindly drop the clause or allow us to bid in consortium with a legal firm.	Clause 3.1.2 (c) (i) deals with transaction advisory experience. For experience purposes, the legal advisory services provided by the firm in consortium with a legal firm shall be considered.
3	3.1.2 Minimum Eligibility Criteria (d) (i) Pg-8	Human Resource (Professional Personnel) details to be certified & verified by the Chief Executive Officer and the Head of Human Resources Department of the Applicant and counter certified by the Authorized Signatory of the bidder.	Professional personnel details are generally signed by authorized signatory of HR department. We request you to kindly accept the same.	Accepted
4	3.1.3 Criteria & Scoring Pattern for	The Applicant over the last 10 (ten) years must have provided Transaction Advisory Services in the Infrastructure Sector to State / Central Governments / UTs for Infrastructure	The eligible projects are being defined based on the sector but there is no criteria of project cost/ project fees/ completion of project. We would request you to kindly specify minimum project	No change.

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	Proposal- Pg-9	<p>Projects in the Roads (State Highways, Major District Roads, Other District Roads & Village Roads), Bridges and Bypasses/Land reclamation/Canals, Dams/Water Supply, treatment and distribution/ Waste management/ Sewerage, drainage/Public Markets/Trade Fair, Convention, Exhibition and Cultural Centers/Public buildings/Inland water transport/Gas and Gas Works/Sports and recreation Infrastructure, Public gardens and parks/Real Estate/Urban infrastructure Marking System</p> <p>10 projects or more : 35 marks 9 to 7 projects : 25 marks. 6to 4 projects : 15 marks. 3 to 2 projects : 5 marks</p>	value	
5	3.1.3 Criteria & Scoring Pattern for Proposal- Pg-9	<p>The Applicant over the last 10 (ten) years must have provided Transaction Advisory Services to State / Central Governments / UTs for Projects in the social infrastructure i.e. Education & Skill Development, Health, Tourism, smart cities/other infrastructure sectors Marking System : 35 marks</p> <p>7 projects or more: 35 marks 5 to 6 projects : 25 marks. 3 to 4 projects : 15 marks. 1 to 2 projects : 5 marks</p>	The eligibale projects are being defined based on the sector but there is no criteria of project cost/ project fees/ completion of project. We would request you to kindly specify minimum project value	No Change
6	3.1.3 Criteria & Scoring Pattern for	The Average Annual Turnover of the Applicant over the last 10 (Ten) Financial Years starting from the FY 2020 – 2021	The Average Annual Turnover of the Applicant over the last 5 (Ten) Financial Years starting from the FY 2020 – 2021 backwards shall not be	No Change

539

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	Proposal- Pg-9	backwards shall not be less than Rs.50 (Fifty) Crores. INR 125 crores : 20 marks. INR 100 crores : 15 marks. INR 75 crores : 10 marks. INR 50 Crores : 5 marks.	less than Rs.1000 (1000) Crores. INR 2000 crores : 20 marks. INR 1500 crores : 15 marks. INR 1000 crores : 10 marks. INR 500 Crores : 5 marks. We request to amend the as above.	
7	APPENDIX 7 : Pg-34	APPENDIX 7 : Transaction Advisory Experience Certificate Format The scope of completed Transaction Advisory Services included; Legal Advisory Services including preparation of concession agreements and other legal documents of the projects including their vetting, etc.	We as a professional advisory firm, prohibited to provide legal advisory by the statute of MoA & AoA. We request you to kindly drop the clause. As a transaction Advisor, we prepare RFQ/RFP/ CA based on model document & best industry practice.	For experience purposes, the legal advisory services provided by the firm in consortium with a legal firm shall be considered.

KPMG Advisory Services Private Limited

1	Page 8, Clause 3.1.1 b	"...shall submit a proposal security of Rs. 1.00 Lakh (Rupees One lakh only) in the form of an irrevocable and unconditional Bank Guarantee (BG) or Demand Draft..."	While this clause mentions a Bank Guarantee or Demand Draft, Page 29 Appendix 5 and the Proposal Data Sheet in Page 18 mentions only a Bank Guarantee. We understand that a Bank Guarantee valid for period of 6months or Demand Draft can be submitted. Please clarify.	Yes
2	Page 8, Clause 3.1.2a & Page 11, Clause 3.3	"No Joint Venture is allowed." & "A Transaction Advisor applying individually or as a member of a consortium shall not be entitled..."	The RFP mentions legal services as part of the scope of work. KPMG and many other similar firms are not allowed to offer legal advisory services and even sub-contracting relationship is not permissible for rendering legal services by these firms, because under sub-contracting arrangement, principal or lead firm assumes full responsibility of the deliverables. Therefore, we request you to allow JV at least	For experience purposes, the legal advisory services provided by the firm in consortium with a legal firm shall be considered. The applicant firm may

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			for provision of legal services. However, as the RFP document mentions in several places that the scope of work includes technical, financial and legal services, consortium/ JV may be allowed at least for legal services.	have sub-contracting arrangement with any other firm for legal services, but only the lead or principal firm shall be considered as the applicant for submission of bids and no consortium will be allowed.
3	Page 8, Clause 3.1.2 b	“The applicant shall have an average annual turnover of not less than Rs. 50 (Fifty) crore from professional fees* in the last 10 (ten) financial years.”	<p>Our queries on this clause are as follows:</p> <ul style="list-style-type: none"> • We request you to reduce this requirement to the last 3 financial years. • Also for FY 2020-21, provisional statements submitted by authorized signatory may be allowed, as audited statements may still be not available. 	No Change.
4	Page 9, Clause 3.1.2 c	“...the applicant has to submit either the certificate of completion of the activities or substantially completed duly issued by the Client or duly certified and verified by the Authorised Signatory of the bidder...”	<p>Our queries on this clause are as follows:</p> <ul style="list-style-type: none"> • Can we include Bid Advisory/ PPP Advisory projects where we have provided sell-side support to a private bidder in a PPP project • Even for completed projects, Client Certificates are often not issued by many clients. Therefore, we request you to allow copies of Work Order also as a proof of credential. • Further, client certificates are not available in the format provided in Page 36, Appendix 7. Therefore, even for assignments/ projects where certificates are available, we have to provide Appendix 7 on self- certification basis. Please confirm that this is OK. 	<ul style="list-style-type: none"> • Sell –side support to a private bidder in a PPP project shall not be considered. • Only work order cannot clarify the completion of the project, however, any payment received against the completion of the project will be considered. • Formats are not

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				<p>mandatory. Certification done by the client in any form shall be considered.</p> <ul style="list-style-type: none"> Self-certification by the firm in regard to completion of the project shall be liable to be rejected.
5	Clause 3.1.2 (c)(i)	<p>For avoidance of doubt, the completed Transaction Advisory means where at-least Notice of Award (NOA)/ Letter of Intent (LOI) has been issued to Private Sector Player and the scope of the Transaction Advisor includes all the 4 (four) activities i.e. (i) Project structuring, (ii) Financial Advisory, (iii) Legal Advisory and (iv) Bid Process Management Or successful completion certificate of these 4 (four) activities issued by the Client.</p>	<p>We understand that completed transaction advisory services shall include the 4 (four) activities i.e. (i) Project structuring, (ii) Financial Advisory, (iii) Legal Advisory and (iv) Bid Process Management.</p> <p>We understand that the role of legal experts in similar projects allowing formation of consortiums or subcontracting of services is limited to providing legal advisory services.</p> <p>In light thereof, we note that the requisite experience of the legal expert (as part of consortium/ subcontractor for legal services) shall only include providing of legal advisory, and the other consortium member's experience shall be considered for experience in (i) Project structuring, (ii) Financial Advisory, (iii) Bid Process Management.</p> <p>We request the Authority to confirm our understanding.</p>	<p>Clause 3.1.2 (c) (i) deals with transaction advisory experience. For experience purposes, the legal advisory services provided by the firm in consortium with a legal firm shall be considered.</p>
6	Clause 3.1.2 (c)(i)	(i) Projects under Core Infrastructure; and (core sector would be deemed to include	We request the Authority to please insert the amended Clause 3.1.2(c)(i) as provided herein.	No change.

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		Roads (State Highways, Major District Roads, Other District Roads & Village Roads), Bridges and Bypasses/Land reclamation/Canals, Dams/Water Supply, treatment and distribution/ Waste management/ Sewerage, drainage/Public Markets/Trade Fair, Convention, Exhibition and Cultural Centers/Public buildings/Inland water transport/Gas and Gas Works/Sports and recreation Infrastructure, Public gardens and parks/Real Estate/Urban infrastructure)	The proposed amendment to Clause 3.1.2(c) is mentioned as under: “(i) Projects under Core Infrastructure; and (core sector would be deemed to include Roads (State Highways, Major District Roads, Other District Roads & Village Roads), Bridges and Bypasses/Land reclamation/Canals, Dams/Water Supply, treatment and distribution/ Waste management/ Sewerage, drainage/Public Markets/Trade Fair, Convention, Exhibition and Cultural Centers/Public buildings/Inland water transport/Gas and Gas Works/Sports and recreation Infrastructure, Energy infrastructure, transport infrastructure, Public gardens and parks/Real Estate/Urban infrastructure)”	
7	Page 9, Clause 3.1.2 d	“Human Resource (Professional Personnel) details to be certified & verified by the Chief Executive Officer and the Head of Human Resources Department...”	We request that this information may be certified by the Head of HR and the Authorized Signatory. In any case, Authorized Signatory will be signing on behalf of the firm.	Accepted.
8	Page 9, Clause 3.1.2 e	“Non Blacklisting/Debarment”	Is there any specific format for this undertaking?	No specific format given. The firm may submit it in its own format.
9	Page 10, Clause 3.1.3	Table Sl. No. 3	In this criterion what will be the score of a bidder if its turnover lies between any of the values mentioned for which scores are provided alongside? Please clarify.	INR 125 Crores and above- 20 marks. Between INR 124 Crores-100 Crores- 15 marks. Between INR 99 Crores-75 Crores- 10 marks. Between INR 74

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				Crores-50 Crores -05 marks.
10	Page 15, Clause 3.13	"Any Proposal received by Client after 1600 hours..."	This clause states that proposal due time is 1600 hours whereas the Proposal Data Sheet in Page 19 states it is 1500 hours. Please clarify.	Consider it 1500 hours. No proposal shall be accepted after 1500 hours.
11		APPENDIX 1: COVERING LETTER	<p>Our legal team can raise a few queries as provided below:</p> <ul style="list-style-type: none"> • Please clarify whether the word 'director' mentioned in Page 24, point 12 refers to Board of Directors or Directors by designation or both • Please clarify the meaning of the word "associates" in Page 24, points 11& 12 and whether the meaning is restricted to associates in India • Please provide the definition of "CEO" used in Page 24, point 12 • We further request you to restrict the usage of "Manager/ Employees" as provided in Page 24 point 12 to Managers/ Employees of the Engagement Team Further, in accordance with standard industry practice, our aggregate liability for direct damages shall be limited to one time the fees paid to us. This may be incorporated during the final contracting stage. 	<ul style="list-style-type: none"> • Board of Directors or Directors both • Associates means any associate in India. • CEO means Chief Executive Officer. If there is no such post in the firm, the head of the executive functions responsible for the operation of the firm shall come under its definition. • Manager/Employee means all the manager and employee who are currently working in the company/firm.
12	Appendix 5 and Appendix 7	Human Resource Note-2: In case, legal advisory services are being done through outsourcing, then the Transaction Advisor shall provide details of the outsourced agency/firm along-with copy	We note that the Appendix 5 and 7 provides for outsourcing of legal advisory services to an agency/ firm. However, the main body of the RFP does not contain any enabling clause providing for outsourcing or subcontracting of	Clause 3.1.2 (c) (i) deals with transaction advisory experience. For experience purposes, the legal

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		of the agreement with the said firm/agency	services. Request the Authority to provide specific stipulation in the RFP in this regard.	advisory services provided by the firm in consortium with a legal firm shall be considered.
13			We further request you to kindly extend the date of submission of the Bid by at least 10 days as there are numerous holidays during the period.	The Authority has decided to extend the date of submission of bid upto 15.11.2021.
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14			<p>Infrastructure Development Authority, Bihar has issued "Request for Proposal (RFP) is for the Empanelment of Transaction Advisors on Infrastructure Development Authority, Bihar, Govt. of Bihar's panel for undertaking projects under Public Private Partnership". As per Clause 3.1.1 b of the issued RFP, the Transaction Advisor shall submit a proposal security of Rs. 1.00 Lakh (Rupees One lakh only) in the form of an irrevocable and unconditional Bank Guarantee (BG) or Demand Draft in favour of the Managing Director, Infrastructure Development Authority, Patna.</p> <p>As per Office Memorandum (dated 12th November 2020) issued by the Ministry of Finance, Govt. of India, "no provisions regarding Bid Security should be kept in the Bid Documents and only provisions for Bid Security Declaration should be kept in the Bid Documents". (Copy of this Office Memorandum is Enclosed).</p> <p>We, therefore, request the Authority to delete</p>	There is no such direction to the Authority from the Govt. of Bihar in this regard. Therefore the firm shall submit the EMD amount in the form of Bank Guarantee or DD along with proposal.

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			the clause and replace EMD with Bid Security Declaration. We further request the Authority to provide us the format of Bid Security Declaration.	

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