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**Request For Qualification (RFQ)
Of Transaction Advisers (TA)**

for

**Projects Implemented Under
Public Private Partnership (PPP) Mode**

May, 2014

Issued By

Technical Consultancy Services Organisation of Karnataka (TECSOK)

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Disclaimer

The information contained in this Request for Qualification document (the “RFQ” or “Request for Qualification”) or subsequently provided to Applicant(s), whether verbally or in documentary or any other form, by or on behalf of the IDD or any of its employees or advisors, is provided to Applicant(s) on the terms and conditions set out in this RFQ and such other terms and conditions subject to which such information is provided.

This RFQ is not an agreement and is neither an offer nor invitation by the IDD to the prospective Applicants or any other person. The purpose of this RFQ is to provide interested parties with information that may be useful to them in the formulation of their application for Qualification / Empanelment pursuant to this RFQ (the “Application”). This RFQ includes statements, which reflect various assumptions and assessments arrived at by the IDD in relation to the Project. Such assumptions, assessments and statements do not purport to contain all the information that each Applicant may require. This RFQ may not be appropriate for all persons, and it is not possible for the IDD, its employees or advisors to consider the investment objectives, financial situation and particular needs of each party who reads or uses this RFQ. The assumptions, assessments, statements and information contained in this RFQ may not be complete, accurate, adequate or correct. Each Applicant should therefore, conduct its own investigations and analysis and should check the accuracy, adequacy, correctness, reliability and completeness of the assumptions, assessments, statements and information contained in this RFQ and obtain independent advice from appropriate sources.

Information provided in this RFQ to the Applicant(s) is on a wide range of matters, some of which may depend upon interpretation of law. The information given is not intended to be an exhaustive account of statutory requirements and should not be regarded as a complete or authoritative statement of law. The IDD accepts no responsibility for the accuracy or otherwise for any interpretation or opinion on law expressed herein.

The IDD, its employees and advisors make no representation or warranty and shall have no liability to any person, including any Applicant or Bidder, under any law, statute, rules or regulations or tort, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expense which may arise from or be incurred or suffered on account of anything contained in this RFQ or otherwise, including the accuracy, adequacy, correctness, completeness or reliability of the RFQ and any assessment, assumption, statement or information contained therein or deemed to form part of this RFQ or arising in any way with Qualification / Empanelment of Applicants for participation in the Bidding Process.

The IDD also accepts no liability of any nature whether resulting from negligence or otherwise howsoever caused arising from reliance of any Applicant upon the statements contained in this RFQ.

The IDD may, in its absolute discretion but without being under any obligation to do so, update, amend or supplement the information, assessment or assumptions contained in this RFQ.

The issue of this RFQ does not imply that the IDD is bound to select and empanel prequalified Applications for Bid Stage or to appoint the selected Bidder or Transaction Adviser, as the case may be, for the Project and the IDD reserves the right to reject all or any of the Applications or Bids without assigning any reasons whatsoever.

The Applicant shall bear all its costs associated with or relating to the preparation and submission of its Application including but not limited to preparation, copying, postage, delivery fees, expenses associated with any demonstrations or presentations which may be required by the IDD or any other costs incurred in connection with or relating to its Application. All such costs and expenses will remain with the Applicant and the IDD shall not be liable in any manner whatsoever for the same or for any other costs or other expenses incurred by an Applicant in preparation or submission of the Application, regardless of the conduct or outcome of the Bidding Process.

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Bidder's Registration Process – e-Procurement Portal

E-Procurement is centralized unique platform for the departments to publish the tenders and bidders to submit the bid online at e-Procurement website URL: <https://eproc.karnataka.gov.in>

Prerequisites to register on e-Procurement Portal:

The bidders have to register (One time registration) on e-procurement portal to submit the bids for the tenders. The bidders once registered can participate in any of the department tenders. The registration should be renewed on every year by paying Rs.100/- or as fees fixed.

The following are the prerequisites required to register:

Step 1: Procure Digital Signature Certificate

DSC Vendor Details:

Sl. No.	DSC Vendor Name	Contact Person	Office Landline No.	Mobile No.
1	MTNL	Mr.Bipin Kumar	41520966	9449855518
2	TCS	Mr.ViralDawood	22372226	9972932213
3	Safescript	Mr.NachiketaMohapatra	66183135 / 66183127	9900807235
4	Ncode Solutions	Nagaraj / Ravi Kumar R	25272525 / 25213521	9972247696
5	3 I Infotech	Sylvia Blanche	42275300	42275301

DSC Cost Details:

A Class III Digital Signature Certificate will range between Rs.1500 to Rs.4500 depending on the vendor and the level of support provided by the vendor.

The registration charges payable to Government of Karnataka is Rs. 500/- only.

Step 2: Govt. of Karnataka has a standard format of Affidavit/Power of Attorney which has to be notarized

Individuals	Company
Affidavit on Rs.20/ Stamp Paper	POA on Rs.100/- Stamp Paper

DSC key holder should be the power receiving Authority in POA.

Logging on to the link below the format for POA/Affidavit can be downloaded:

<https://www.eproc.karnataka.gov.in/eportal/downloadTemplates.seam>

Step 3: Pan Card Number Required

Individuals	Company
Individual Pan Card number	Company Pan Card number

Step 4: Bank Details like: Bank name, Bank a/c no., Bank Branch, IFSC and so on required.

Step 5: Two valid and active email ids to receive the communication like User id, password and tenders published.

Step 6: Registration fee of Rs.500/- can be paid in the following four modes of payment:

i) Credit Card	ii) Direct Debit
iii) NEFT	iv) OTC (Remittance at the Bank Counter-Only Axis Bank)

Details of mode of payment are given in e-payment system of e-procurement system

Axis Bank Branch details can be downloaded from :

https://www.eproc.karnataka.gov.in/documents/Axis_bank_branch_list.zip

Registration Approval:

Please call 94800 51498 (Call only if registration approval is pending for more than 1 working day)

Please call 9480051519 for EMD Refund once the online instruction is given by the department.

Training Details:

A free Training schedule is organized by Center for e-Governance on all GOK Working Saturday.

Please register your names / name of the company with e-Procurement helpdesk on below mentioned contact nos. to attend the training.

User guides can be downloaded from the link:

<https://www.eproc.karnataka.gov.in/documents/SupplierRegistrationUserGuidev701122008.doc>

Training Date	Training venue	Batches	Training duration
On all working Saturdays	Training room no.1, Gate No.2, M S Building, Bangalore – 01	1	10:30 am to 12:30 pm
		2	2:30 pm to 4:30 pm

Helpdesk Details:

For further clarifications, please call e-Procurement Helpdesk on 080-25501216 / 25501227

(Timings: 9:00 am to 9:00 Pm from Monday to Saturday) take support on Kannada and English or Mail to Helpdesk: hphelpdesk.blr@intarvo.com

Kindly note that, IDD, TECSOK, e-procurement portal or other Agencies are not responsible for any unforeseen problems, possible technical glitches, causing delay in submission of their proposal before the due date. Hence, applicants are requested to upload their proposal three days before the proposal submission due date to avoid technical or other problems.

E-Payment System of E-Procurement System

1. Payment of Tender Processing Fee and EMD

The bidder shall pay tender processing fee and EMD through any of the following modes of e-payment as specified in the e-Procurement platform.

- Credit Card
- Direct Debit
- NEFT / RTGS
- Over-the-Counter (OTC)

1.1 Credit Card

The credit card payment is routed through a payment gateway and prompts the bidder for entry of relevant credit card details. The confirmation of payment is displayed on the screen leading to bidding screen with a green tick against the payment.

1.2 Direct Debit

The direct debit payment is only for Axis Bank account holders and the payment routed through Axis Bank internet payment gateway. The gateway prompts the bidder for entry of relevant debit card / bank account details. The confirmation of payment is displayed on the screen leading to bidding screen with a green tick against the payment.

1.3 NEFT / RTGS

The National Electronic Fund Transfer (NEFT) / Real Time Gross Settlement (RTGS) mode of e-payment involves printing a challan from the e-Procurement system. On selection of the NEFT / RTGS in the e-Procurement platform, the bidder needs to select the refund account prior to click of 'Pay' button. The next screen provides a link to download the challan. The challan contains the beneficiary name, beneficiary account no., beneficiary IFSC code, beneficiary bank branch and city. The challan need to be furnished to the sending bank to facilitate transfer of money. The NEFT challan generates dynamic bank account no. which varies with every bidder and tender. Hence, the bidders shall not use the same NEFT challan for multiple payments.

On receipt of transaction number from the sending bank, the same need to enter in the e-Procurement platform along with the date of payment against the specific NEFT / RTGS payment transaction. The NEFT / RTGS mode of e-Payment is a deferred mode of e-payment as the same is reconciled in the next two working days after upload of payment scroll in the e-Procurement system. Bidders may submit their bids after update of transaction number in the e-Procurement system. A green tick mark appears against the payment after update of transaction number and date of payment. However, the payments are reconciled after payment records are updated by the bank.

1.4 Over-the-Counter (OTC)

The Over-the-Counter (OTC) mode of e-payment involves printing a challan from the e-Procurement system. On selection of the OTC mode in the e-Procurement platform, the bidder needs to select the refund account prior to click of 'Pay' button. The next screen provides a link to download the challan. The challan contains the beneficiary name in favour of which either cash (upto Rs. 50,000) or Demand Draft can be submitted in any of the designated branches of Axis Bank throughout the State of Karnataka and country. All payments less than Rs. 50,000/- are accepted in cash form for OTC mode of payments and all payments of Rs. 50,000/- and above are accepted in the form of Demand Draft.

On receipt of transaction number from the sending bank, the same need to enter in the e-Procurement platform along with the date of payment against the specific OTC payment transaction. The OTC mode of e-Payment is a deferred mode of e-payment as the same is reconciled in the next two working days after upload of payment scroll in the e-Procurement system. Bidders may submit their bids after update of transaction number in the e-Procurement system. A green tick mark appears against the payment after update of transaction number and date of payment. However, the payments are reconciled after payment records are updated by the bank.

2. Important Note

In the case of payments made through NEFT / RTGS or OTC, the bidder needs to print a challan from the e-Procurement platform prior to actual payment. On obtaining the bank transaction number, the same need to be updated in the e-Procurement platform along with the date of payment. A 'green tick' icon appears against the payment in the e-Procurement platform, though the status of the payment shows 'verification pending'. The payment is reconciled subsequently on upload of payment scroll in the e-Procurement system and the status 'verification pending' will subsequently be changed to 'verification successful'.

With regard to payment through NEFT / RTGS, the bidder is advised to initiate payment well in advance to avoid the risks as mentioned below:

- (i) Payments credited after the due date and time of submission as prescribed in the tender notification.
- (ii) Payments returning back to the bidders account due to incorrect entry of beneficiary account no. and / or beneficiary account name by the sending bank at the time of transfer.
- (iii) Please ensure that the payments are credited within the last date and time of receipt of tenders. **Bidders crediting payments after the due date and time of submission as prescribed in the tender notification will not be eligible to participate in the tender.**
- (iv) Please instruct the sending bank to enter the **correct bank account, IFSC code and beneficiary name**, as mentioned in the NEFT / RTGS challan generated from the e-Procurement platform, while transferring amount through NEFT / RTGS. **Any mistake in the entry of above information will result in amount returning back to sender and subsequent ineligibility of the bidder to participate in the tender.**

Section 1

1. Introduction

1.1 Background

- ◆ The Government of Karnataka has established the Infrastructure Development Department (IDD) in the year 1996, with a view to find efficient way of sharing risk, joint financing and achieving balanced partnership between private operators and public authorities, public-private participation.
- ◆ The Infrastructure Development Department (IDD) is established to play a significant role in the areas of developing air, rail and maritime connectivity for the State and in promoting increased private investment in public infrastructure through Public Private Partnership (PPP).
- ◆ The Government of Karnataka (GoK) has already come out with New Infrastructure Policy 2007, which mandated to facilitate development of infrastructure projects under PPP route in 10 sectors. Action has been initiated to include few other infrastructure sectors in the draft Infrastructure Policy available in the IDD website. As per the draft New Policy, it facilitates development of infrastructure projects under PPP route in the following 13 (thirteen) Sectors:
 1. Agri-infrastructure
 2. Education
 3. Energy
 4. Healthcare
 5. Industrial infrastructure
 6. Rural Development
 7. Sports & Youth Services
 8. Irrigation
 9. Telecommunication
 10. Tourism
 11. Transportation & Logistics
 12. Urban & Municipal infrastructure
 13. Housing
- ◆ “PPP Cell” in the IDD is the Nodal Agency to receive proposals in respect of Public Private Partnership (PPP) projects and place them before the SWA for consideration and approval. The PPP Cell also assists the Line Departments of State Government /Agencies in different stages of project development cycle.

- ◆ The State Government Departments and its Agencies are developing PPP projects across the State. Since a large number of PPP projects being developed by various departments / agencies, it is felt by the Government that, there is a need to create panel of Transaction Advisers (TA) to provide appropriate advisory support for the implementation of PPP framework facilitations and bid process management.
- ◆ IDD, which is the Nodal Agency for implementation of Infrastructure Policy, intends to create a panel of Transaction Advisers so that, various State Government Departments, Corporations, Agencies and Organizations implementing the projects under PPP mode could use the services of TA for implementation of respective project under PPP.

1.2 Context of the selection process for Empanelment of Transaction Advisers

- 1.2.1 The Infrastructure Development Department, Government of Karnataka (the “IDD”) will empanel Transaction Advisers, for respective Projects implemented under PPP Mode by various State Government Departments, Corporations, Agencies, Organizations, etc. The functions / role of Transaction Advisers for PPP project shall include but not limited to (i) carry out pre-feasibility studies; (ii) conduct project feasibility studies, assess PPP options; (iii) conduct financial analysis and modelling, and project structuring; (iv) prepare bidding documents and draft contracts; (v) carry out the bidding process until signing of the contract with the prospective private sector proponent or concessionaire and (vi) provide advisory services until the financial closure of the project and to discharge its obligations set out under Appendix-4 of this RFQ document.
- 1.2.2 A two stage process for selection of the Transaction Adviser will be followed. Under the first stage (“**Qualification / Empanelment Process**”), the IDD invites interested parties (“**Applicants**”) to submit their applications in response to the RFQ document. The IDD will empanel a list of Applicants who meet the minimum requirements as set out in this RFQ document. Subsequently, the empanelled list of Transaction Adviser will be sent to all State Government Departments, Corporations, Agencies, Organizations, etc., and posted in the website of IDD. In the second stage (“**Bid Stage**”), the respective State Government Departments, Corporations, Agencies, Organizations, implementing projects under PPP mode may call for bids from the empanelled Transaction Adviser (“**Empanelled Transaction Adviser**”), by issue of Request for

Proposal RFP(“**Bidding Documents**”). The selection of an Applicant as a Transaction Adviser for PPP projects will be based on the terms of respective Bidding Documents. The respective State Government Departments, Corporations, Agencies, Organizations implementing projects under PPP mode may prescribe additional eligibility and experience criteria for their respective projects while issuing RFP.

1.3 Brief description of the Qualification / Empanelment Process

- 1.3.1 The IDD through this document is inviting applications from eligible entities for participating in the Qualification / Empanelment as Transaction Adviser (TA) for Projects implemented under PPP mode.
- 1.3.2 The eligible applicants who meet minimum requirement as set-out in this RFQ document, will be empanelled as Transaction Adviser. The Qualification / Empanelment of Transaction Adviser will be sector-specific based on the experience in their respective sector and size of the project. The empanelled panel of Transaction Advisers thus created would be valid initially for a period of 2(two) years from the date of notification of the panel. The Qualification / Empanelment period may be extended further for a period of 2 (two) years on the same terms and conditions at the discretion of the IDD.

1.4 Pre-Proposal Meeting

- 1.4.1 A pre-proposal meeting, if required, will be held as mentioned in the Schedule of Application Process at the following venue:

Technical Consultancy Services Organisation of Karnataka (TECSOK),
4th Floor, BasavaBhavan,
Basaveshwara Circle,
Bangalore 560 001.

Entities may address their queries, if any, on the RFQ document on or before the last date as per the Schedule of Application Process. Entities shall confirm their participation in the pre-proposal meeting to TECSOK, Bangalore either by letter or by email on or before the last date for receiving the queries as per the Schedule of Application Process. Changes if any in time, date & venue of the pre-proposal meeting will be uploaded in IDD website www.iddkarnataka.gov.in

1.4.2 Contact for Communication

Address for receiving queries/clarifications for pre-proposal meeting is as follows:

CEO & Chief Adviser, TECSOK,
4th Floor, BasavaBhavan, Basaveshwara Circle, Bangalore – 560 001,
☎ : (080) 2226 6134 / 4151 2382 / 4113 8381, Fax : 080-22266138
Email : tecsok1@airtelmail.in / ceotecnok@bsnl.in

1.4.3 IDD shall endeavor to respond to the queries within the period specified therein. The responses will be sent by fax or e-mail to all entities who have sent queries and attended pre-proposal meeting without identifying the source of queries. The responses to all queries without identifying the source will be uploaded on the website of IDD www.iddkarnataka.gov.in. Such responses provided by IDD shall form part of RFQ document.

1.4.4 IDD reserves the right not to respond to any questions or provide any clarifications, in its sole discretion, and shall not be construed as obliging IDD to respond to any question or to provide any clarification.

1.5 Schedule of Application Process

1.5.1 The IDD shall endeavor to adhere to the following schedule:

Sl. No.	Event Description	Date
1	Issue of Notification	23.6.2014
2	Uploading of RFQ document	23.6.2014
3	Receipt of clarifications / queries on RFQ	30.6.2014
4	Pre-proposal conference	2.7.2014 at 11 am
5	Response to queries	9.7.2014
6	Last date for submission of RFQ document – Proposal Due Date (PDD)	24.7.2014 at 3 pm
7	Opening of Proposal for ascertaining the eligibility	26.7.2014 at 3 pm
8	Presentation by eligible Applicants (if required)	11.8.2014
9	Issue of Letters of Empanelment	18.8.2014

Section 2

2. Instructions to Applicants (ITA)

2.1 General

2.1.1 Scope of Application

1. The IDD wishes to receive applications for empanelment of eligible entities to be appointed as Transaction Adviser (TA) for Projects implemented under PPP mode.
2. The empanelled agencies would be eligible for selection as Transaction Adviser by various State Government Departments, Corporations, Agencies, Organizations, implementing projects under PPP mode.

2.1.2 Conditions for eligibility of Applicants

For determining the eligibility of Applicants to be empanelled, the following shall apply

1. The Applicant shall be a company incorporated in India under the (Indian) Companies Act 1956.
2. The Applicant must have Office or Branch Office in Karnataka.
3. The Applicant shall meet the minimum stipulated technical eligibility criteria specified under Clause 3.2.1 of this RFQ document.
4. The Applicant shall meet the minimum stipulated financial eligibility criteria specified under Clause 3.2.3 of this RFQ document.
5. Any entity, which is barred by the Government of India, Government of Karnataka or any State Government or any Government Instrumentality from participating in any project, and the bar subsists on the date of Application for empanelment, shall be ineligible to apply for empanelment in response to this RFQ document.
6. No Applicant shall submit more than one Application for empanelment in response to this RFQ document.

7. The Applicants shall be responsible for bearing the costs of preparation of the Application and all documents that need to be submitted as part of the Application. The IDD shall not be liable for such costs, regardless of the outcome of the Empanelment Process.

2.1.3 Acknowledgement by Applicant

It shall be deemed by submitting the Application, the Applicant has:

- i. Made a complete and careful examination of this document;
- ii. Received all relevant information requested from the IDD;
- iii. Accepted the risk of error, inadequacy or mistake in the information provided in this document by or on behalf of IDD;
- iv. Agreed to be bound by the undertakings provided by it and in terms hereof.

2.1.4. Right to accept/ reject any Application

1. Notwithstanding anything contained in this document, IDD reserves the right to accept or reject any Application and to annul the Qualification / Empanelment Process and reject all Applications, at any time, without any liability or obligation for such acceptance, rejection or annulment, and without assigning any reason for such action. In the event that all Applications are rejected, IDD may, at its discretion, invite all eligible Applicants to submit fresh Applications.
2. The IDD reserves the right to reject any Application if
 - a. At any time a material misrepresentation is made or uncovered, or;
 - b. The Applicant does not submit the supplementary information required by IDD within the time specified.
3. The IDD reserves the right to verify all statements, information and documents submitted by the Applicant in response to this document. Any such verification or lack of such verification by it shall not relieve the Applicant of its obligations or liabilities hereunder nor will it affect any rights of the IDD hereunder.

2.2 Documents

2.2.1 Contents of the RFQ

This RFQ comprises the Disclaimer, Bidders' registration process and E-payment system set forth hereinabove, the contents as listed below, and will additionally include any Addenda issued in accordance with Clause 2.2.3.

Invitation for Qualification / Empanelment (RFQ)

- Section 1 : Introduction
- Section 2 : Instructions to Applicants
- Section 3 : Criteria for Evaluation
- Section 4 : Fraud & Corrupt Practices
- Section 5 : Miscellaneous

Appendices

1. Letter for Qualification / Empanelment
2. Formats of submission
3. Power of Attorney for signing of Application
4. Broad Terms of reference for Transaction Adviser

2.2.2 Clarifications

The IDD may on a suo motu basis, if deemed necessary, issue interpretations and clarifications to all Applicants. All written clarifications and interpretations issued by the IDD shall form part of this document.

2.2.3 Amendment to this document

At any time prior to the date of submission of the Application for Qualification / Empanelment, the IDD may, for any reason whatsoever, whether on its own initiative or in response to any request for clarification modify this document through the issue of addenda.

2.3 Preparation and submission of Application

2.3.1 Language

1. The Application and all documents forming part of the Application shall necessarily be in English language. In case certain documents are in any other language, the Applicant shall submit duly certified and authenticated English translations of the same.
2. Supporting materials, which are not in English and for which the certified and authenticated translations have not been submitted shall not be considered for the purpose of Qualification / Empanelment.

2.3.2 Format and signing of the Application

1. The Applicant shall provide all the information sought under this document. The IDD will evaluate only those Applications that are received in the required formats and complete in all respects. Incomplete and /or conditional Applications shall be liable for rejection.
2. The Application shall be typed or written in indelible ink and signed by the authorized signatory of the Applicant who shall also initial each page in blue ink. In case of printed and published documents, only the cover shall be initialed. All the alterations, omissions, additions or any other amendments made to the Application shall be initialed by the person(s) signing the Application.

2.3.3 Submission of Application

1. Application should be accompanied by:
 - a. Letter for Qualification / Empanelment in the prescribed format at Appendix-1;
 - b. Furnish the particulars in the prescribed format at Appendix-2;
 - c. Power of Attorney for signing of the Application in the prescribed format at Appendix-3; authorizing the signatory of the Application to commit the Applicant.

- d. Certified true copy of the incorporation certificate of the Applicant;
- e. Copies of Applicant's duly audited Balance Sheet and Profit and Loss Account for the preceding three years.

Applicant should upload scanned copy of Appendix 1, 2 and 3 in website of e-procurement portal (<http://www/eproc.karnataka.gov.in>) in the appropriate link of this RFQ. For the purpose of e-submission, the applicants are required to register themselves in e-procurement website of Govt. of Karnataka as per the registration procedure for consultant explained in the website. The applicant shall be required to submit a non-refundable bid processing fee, amount as indicated in the e-portal and as per the e-payment mode indicated therein.

However, applicants are given option to submit all supporting documents either in e-portal or in physical form. In case of submission in physical form, the document should be submitted in a sealed envelope duly marking the envelope as **“Qualification /Empanelment of Transaction Advisers for Infrastructure Development Department (IDD) Identified Projects, Government of Karnataka”** and shall clearly indicate the name and address of the Applicant. The physical form of documents should be submitted before the due date and time, at the following address:

CEO & Chief Adviser

Technical Consultancy Services Organisation of Karnataka (TECSOK)
4th Floor, Basava Bhavan, Basaveshwara Circle, Bangalore - 560 001

2. If the envelopes are not sealed and marked as instructed above, the IDD assumes no responsibility for the misplacement or premature opening of the contents of the Application and consequent losses, if any, suffered by the Applicant.
3. Applications submitted by fax, telex, telegram or e-mail shall not be entertained and shall be rejected.
4. IDD may ask any original document for verification and return during evaluation of the proposal.

2.3.4 Application Due Date

1. Applications should be submitted before 15:00 hours IST on the Application Due Date specified in Clause 1.5.1, at the address provided in Clause 2.3.3 in the manner and form as detailed in this document.
2. The IDD may, in its sole discretion, extend the Application Due Date by issuing an Addendum in accordance with Clause 2.2.3 uniformly for all Applicants.

2.3.5 Late Applications

Applications received by the IDD after the specified time on the Application Due Date shall not be eligible for consideration and shall be summarily rejected.

2.3.6 Modifications/ substitutions/ withdrawal of Applications

1. The Applicant may modify, substitute or withdraw its Application after submission, provided that written notice of the modification, substitution or withdrawal is received by the IDD prior to the Application Due Date. No Application shall be modified, substituted or withdrawn by the applicant on or after the Application Due Date.
2. The modification, substitution or withdrawal notice shall be prepared, sealed, marked, and delivered in accordance with Clause-2.3.3, with the envelopes being additionally marked “**MODIFICATION**”, “**SUBSTITUTION**” or “**WITHDRAWAL**”, as appropriate.
3. Any alteration/ modification in the Application or additional information supplied subsequent to the Application Due Date, unless the same has been expressly sought for by the IDD, shall be disregarded.

2.4 Evaluation Process

2.4.1 Opening and evaluation of Applications

1. The IDD shall open the Applications at 11:00 hours IST on the **date& venue specified in Clause 1.5.1** for ascertaining their eligibility, in the presence of the Applicants who choose to attend.

2. Applications for which a notice of withdrawal has been submitted in accordance with Clause 2.3.6 shall not be opened.
3. The eligible Applicants will be requested to make presentation on their capability, if required.
4. The IDD shall evaluate the Applications against the eligibility criteria specified in Section-3 of this RFQ document.
5. Applicants are advised that empanelment of Applicants will be entirely at the discretion of the IDD. Applicants will be deemed to have understood and agreed that no explanation or justification on any aspect of the Qualification / Empanelment Process or selection will be given.
6. Any information contained in the Application shall not in any way be construed as binding on the IDD, its agents, successors or assigns, but shall be binding against the Applicant if it is subsequently empanelled on the basis of such information.
7. The IDD reserves the right not to proceed with the Qualification / Empanelment Process at any time without notice or liability and to reject any or all Application(s) without assigning any reasons.
8. If any information furnished by the Applicant is found to be incomplete, or contained in formats other than those specified herein, the IDD may, in its sole discretion, exclude the relevant parameter from consideration for Qualification / Empanelment of the Applicant.

2.4.2 Confidentiality

Information relating to the examination, clarification, evaluation, and recommendation for the empanelled Applicants shall not be disclosed to any person who is not officially concerned with the process or is not a retained professional advisor advising the IDD in relation to, or matters arising out of, or concerning the Qualification / Empanelment Process. The IDD will treat all information, submitted as part of Application, in confidence and will require all those who have access to such material to treat the same in confidence. The IDD may not divulge any such information unless it is directed to do so by any statutory entity that has the power under law to require its disclosure or is to

enforce or assert any right or privilege of the statutory entity and/ or the IDD or as may be required by law or in connection with any legal process.

2.4.3. Clarifications

1. To facilitate evaluation of Applications, the IDD may, at its sole discretion, seek clarifications from any Applicant regarding its Application. Such clarification(s) shall be provided within the time specified by the IDD for this purpose. Any request for clarification(s) and all clarification(s) in response thereto shall be in writing.
2. If an Applicant does not provide clarifications sought under Clause 2.4.3 (1) above within the prescribed time, its Application shall be liable to be rejected. In case the Application is not rejected, the IDD may proceed to evaluate the Application by construing the particulars requiring clarification to the best of its understanding, and the Applicant shall be barred from subsequently questioning such interpretation of the IDD.

2.5 Qualification / Empanelment and Bidding

2.5.1 Qualification / Empanelment and notification

After the evaluation of Applications, the IDD would announce a list of empanelled TAs, who will be eligible for participation in the Bid Stage. IDD reserves right to merge some of the sectors specified in the Section-3 of this RFQ document to make less number of groups or even one or two groups for empanelment of Transaction Advisers. Further, IDD reserves right to subdivide some of the sectors specified in the Section-3 of this RFQ document for empanelment of Transaction Advisers. At the same time, the IDD would notify the other Applicants that they have not been empanelled. The IDD will not entertain any query or clarification from Applicants who fail to get Qualification / Empanelment.

Subsequently, the empanelled list of Transaction Adviser will be sent to all State Government Departments, Corporations, Agencies, Organizations, etc., and posted in the website of IDD.

2.5.2 Submission of bids

In the second stage (“**Bid Stage**”), the respective State Government Departments, Corporations, Agencies, Organizations, implementing projects under PPP mode may call for bids from the empanelled Transaction Adviser (“**Empanelled Transaction Adviser**”), by issue of Request for Proposal-RFP (“**Bidding Documents**”). The selection of an Applicant as a Transaction Adviser for PPP projects will be based on the terms of respective Bidding Documents. The respective State Government Departments, Corporations, Agencies, Organizations implementing projects under PPP mode may prescribe additional eligibility and experience criteria for their respective projects while issuing RFP.

2.5.3 Proprietary Data

All documents and other information supplied by the IDD or submitted by an Applicant to the IDD shall remain or become the property of the IDD. Applicants are to treat all information as strictly confidential and shall not use it for any purpose other than for preparation and submission of their Application. The IDD will not return any Application or any information provided along therewith.

2.5.4 Correspondence with Applicants

Except as provided in this document, the IDD shall not entertain any correspondence with any Applicant in relation to the acceptance or rejection of any Application.

Section 3

3. Criteria for Evaluation

3.1 Test of Responsiveness

1. Prior to evaluation of Applications, the IDD shall determine whether each Application is responsive to the requirements of the Qualification / Empanelment Process as laid down in this document. An Application shall be considered responsive only if:
 - a) It is accompanied by duly signed Letter for Qualification / Empanelment as per format in Appendix-1;
 - b) It is received as per the format in Appendix-2;
 - c) It is received by the Application Due Date including any extensions thereof pursuant to Clause-2.3.4.
 - d) It is signed, sealed, bound together in hard cover, and marked as stipulated in Clause-2.3.3.
 - e) It is accompanied by the Power of Attorney as specified in Clause-2.3.3
 - f) It contains all the information and documents (complete in all respects) as requested in this document;
 - g) It contains information in formats same as those specified in this document;
 - h) It contains certificates from concerned authorities for experience under technical eligibility;
 - i) It contains certificates from its statutory auditors for experience under financial eligibility;
 - k) It does not contain any condition or qualification.
2. The IDD reserves the right to reject any Application, which is non-responsive and no request for alteration, modification, substitution or withdrawal shall be entertained by the IDD in respect of such Application.

3. Only those Applicants who pass the responsiveness test against the criteria defined in clause 3.1 shall be considered for evaluation of technical and financial capability.

3.2 Evaluation Parameters

The Applicant's capabilities and competence is proposed to be established through the following parameters:

- a. Technical eligibility; and
- b. Financial eligibility

3.2.1 Technical Eligibility

1. For the purposes of determining conditions of eligibility and for evaluating the Applications under this RFQ, the Applicant has undertaken assignments of Transaction Advisers for the projects under the following sectors, shall be deemed as eligible assignments (the "**Eligible Assignments**"):
 - (a) Agri-infrastructure
 - (b) Irrigation
 - (c) Education
 - (d) Telecommunication
 - (e) Energy
 - (f) Tourism
 - (g) Healthcare
 - (h) Transportation & Logistics
 - (i) Industrial infrastructure
 - (j) Urban & Municipal infrastructure
 - (k) Rural Development
 - (l) Housing
 - (m) Sports & Youth Services
3. The Applicant shall showcase at least 5 (five) completed Eligible Assignments in each Sector listed in Clause-3.2.1(1), over past 5 (five) years from the Application Due Date.
4. Applicant should have achieved financial closure of at least one eligible assignment in each sector listed in Clause-3.2.1(1) over past 5 (five) years from the Application Due Date.

5. Applicant should meet criteria of total number of key personnel / experts with more than 5 years experience as given in Clause 3.3. Applicant shall have following key personnel with requisite qualification and relevant professional experience:

Key Personnel	Educational Qualification	Length of Professional Experience	Experience on eligible assignments
Financial Expert/	MBA (Finance)/ CA/ CFA or equivalent	10 years	He should have led the financial team in preparation of revenue Model and / Bid Documents for PPP projects
Sector / Technical Expert	Professional (Bachelor) Degree with experience in respective Sector	5 years	He should have experience in handling PPP projects in respective sector viz. Agri-infrastructure / Education /Energy/ Healthcare/ Industrial infrastructure /Rural Development / Sports & Youth Services / Irrigation/ Telecommunication / Tourism / Transportation & Logistics / Urban & Municipal infrastructure / Housing
Market Assessment Expert	MBA or equivalent	5 years	He should have experience in undertaking market assessment in PPP projects
Legal Expert	Graduate in Law	5 years	He should have worked as a part of team engaged in development of PPP projects.

3.2.2 Details of technical eligibility

1. The Applicant must furnish the required details for establishing technical eligibility as per the format in Appendix-2.
2. The Applicant should furnish information on manpower profile of in-house/ full time employed key personnel presently working in the organization / firm of the applicant as per the format in Appendix-2. Applicant should furnish curricular vitae of the key personnel / experts along with copy of certificate in proof of their education qualification and experience, if asked by IDD during evaluation of empanelment.

3.2.3 Financial eligibility

The Applicant shall have an Annual turnover (average of last 3 (three) financial years preceding application due date), from consulting business, equal to or more than Rs. 5.00 crore (Rupees five crore).

3.2.4 Details of financial eligibility

1. The Application must be accompanied by a certificate from the statutory auditor of the Applicant certifying the financial eligibility.
2. In addition, the Application must be accompanied by the Audited Annual Reports (Balance Sheet and Profit & Loss Account) of the Applicant for the last 3 (three) financial years, preceding the year in which the Application is made.
3. In case the annual accounts for the latest financial year are not audited and therefore the Applicant cannot make it available, the applicant shall give an undertaking to this effect and the statutory auditor shall certify the same. In such a case, the Applicant shall provide the Audited Annual Reports for 3 (three) years preceding the year for which the Audited Annual Report is not being provided.

3.3 Qualification / Empanelment

3.3.1. Qualification / Empanelment of Applicants

The IDD shall review the technical eligibility and financial eligibility as claimed by the Applicants and as supported by the documentary evidence submitted against each of the defined parameters. The presentation made by the Applicants on their capability will be considered for their assessment. Based on the above, Applicants shall be empanelled as Transaction Adviser (TA) for various sectors depending on capital outlay of the Project.

The applicants meeting the eligibility criteria of technical expertise and capability will be empanelled for various sectors as detailed below:

- | | |
|-------------------------------|--------------------------------------|
| (a) Agri-infrastructure | (b) Irrigation |
| (c) Education | (d) Telecommunication |
| (e) Energy | (f) Tourism |
| (g) Healthcare | (h) Transportation & Logistics |
| (i) Industrial infrastructure | (j) Urban & Municipal infrastructure |
| (k) Rural Development | (l) Housing |
| (m) Sports & Youth Services | |

IDD reserves right to merge some of the sectors specified above to make lesser number of groups or even one or two groups for empanelment of Transaction Advisers. Further, IDD reserves right to subdivide some of the above sectors for empanelment of Transaction Advisers.

The applicants meeting the technical & financial eligibility criteria will be empanelled for different sector, based on capital outlay / value of the Project in the respective sector (or its subsector, if any) as detailed below:

Sl. No.	Capital Outlay/Value of the Project	Average Turnover of Applicant (Rs. in crores)	Number of key personnel with more than 5 years experience
1	Projects upto Rs. 50 crores	5 to 15	Minimum 10
2	>Rs. 50 crores <= Rs. 250 crores	Above 15	Minimum 15
3	Above Rs. 250 crores	Individually engaged by the respective Departments/ organizations/ Corporations/ Agencies	

Section 4

4. Fraud and Corrupt Practices

4.1 General

4.1.1 Rejection of Application

1. The Applicants and their respective officers, employees, agents and advisers shall observe the highest standard of ethics during the Qualification/ Empanelment Process. Notwithstanding anything to the contrary contained herein, the IDD may reject an Application without being liable in any manner whatsoever to the applicant if it determines that the applicant has, directly or indirectly or through an agent, engaged in corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice in the Qualification / Empanelment Process.
2. Without prejudice to the rights of the IDD under Clause-4.1.1(1.) hereinabove, if an Applicant is found by the IDD to have directly or indirectly or through an agent, engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice during the Qualification / Empanelment Process, such Applicant shall not be eligible to participate in any tender or EOI issued by the IDD during a period of 2 (two) years from the date such Applicant is found by the IDD to have directly or indirectly or through an agent, engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice, as the case may be.

4.1.2. Definitions and interpretations

For the purposes of this Section 4, the following terms shall have the meaning hereinafter respectively assigned to them:

1. **“corrupt practice”** means (i) the offering, giving, receiving, or soliciting, directly or indirectly, of anything of value to influence the actions of any person connected with the Qualification / Empanelment Process (for avoidance of doubt, offering of employment to, or employing, or engaging in any manner whatsoever, directly or indirectly, any official of the IDD who is

- or has been associated in any manner, directly or indirectly, with the Qualification / Empanelment Process or has dealt with matters concerning the Agreement or arising there from, before or after the execution thereof, at any time prior to the expiry of one year from the date such official resigns or retires from or otherwise ceases to be in the service of the IDD, shall be deemed to constitute influencing the actions of a person connected with the Qualification / Empanelment Process); or (ii) save and except as permitted under this document, engaging in any manner whatsoever, whether during the Qualification / Empanelment Process or after , as the case may be, any person in respect of any matter relating to the empanelment, who at any time has been or is a legal, financial or technical adviser of the IDD in relation to any matter concerning the Qualification / Empanelment Process;
2. **“fraudulent practice”** means a misrepresentation or omission of facts or suppression of facts or disclosure of incomplete facts, in order to influence the Qualification / Empanelment Process;
 3. **“coercive practice”** means impairing or harming or threatening to impair or harm, directly or indirectly, any person or property to influence any person’s participation or action in the Qualification / Empanelment Process;
 4. **“undesirable practice”** means (i) establishing contact with any person connected with or employed or engaged by the IDD with the objective of canvassing, lobbying or in any manner influencing or attempting to influence the Qualification / Empanelment Process; or (ii) having a Conflict of Interest; and
 5. **“restrictive practice”** means forming a cartel or arriving at any understanding or arrangement among applicants with the objective of restricting or manipulating a full and fair competition in the Qualification / Empanelment Process.

Section 5

5. Miscellaneous

1. The Qualification / Empanelment Process shall be governed by, and construed in accordance with, the laws of India and the Courts at Bangalore shall have exclusive jurisdiction over all disputes arising under, pursuant to and/ or in connection with the Qualification / Empanelment Process.
2. The IDD, in its sole discretion and without incurring any obligation or liability, reserves the right, at any time, to;
 - a. Suspend and/ or cancel the Qualification / Empanelment Process and/ or amend and/ or supplement the Qualification / Empanelment Process or modify the dates or other terms and conditions relating thereto;
 - b. Consult with any applicant in order to receive clarification or further information;
 - c. Empanel or not to Empanel any applicant and/ or to consult with any applicant in order to receive clarification or further information;
 - d. Retain any information and/ or evidence submitted to the IDD by, on behalf of, and/ or in relation to any applicant; and/ or independently verify, disqualify, reject and/ or accept any and all submissions or other information and/ or evidence submitted by or on behalf of any applicant.
3. It shall be deemed that by submitting the Application, the Applicant agrees and releases the IDD, its employees, agents, bid managers, consultants and advisers, irrevocably, unconditionally, fully and finally from any and all liability for claims, losses, damages, costs, expenses or liabilities in any way related to or arising from the exercise of any rights and/ or performance of any obligations hereunder, and/ or in connection with the Qualification / Empanelment Process, to the fullest extent permitted by applicable law, and waives any and all rights and/ or claims it may have in this respect, whether actual or contingent, whether present or in future.

6. Appendix 1: Letter for Qualification / Empanelment
(on the letterhead of entity)

Date:

To :

The Principal Secretary,
Infrastructure Development Department,
PPP Cell
VikasaSoudha,
Bangalore 560 001.

Dear Sir/ Madam,

Sub: Application for Qualification / Empanelment as Transaction Adviser for Projects implemented under PPP mode for - Agri-infrastructure/ Education / Energy/ Healthcare / Industrial infrastructure / Rural Development / Sports & Youth Services / Irrigation / Telecommunication /Tourism / Transportation & Logistics /Urban & Municipal infrastructure / Housing sectors

(strike out the sector for which application is not made)

1. With reference to your Request for Qualification(RFQ) document dated, we, having examined the said document and understood its contents, hereby submit our Application for Qualification / Empanelment. The Application is unconditional and unqualified.
2. We acknowledge that the IDD will be relying on the information provided in the Application and the documents accompanying such Application for Qualification / Empanelment of the Applicants, and we certify that all information provided in the Application and in its Appendices is true and correct; nothing has been omitted, which renders such information misleading; and all documents accompanying such Application are true copies of their respective originals.
3. This statement is made for the express purpose of Qualification / Empanelment as an entity eligible to application for empanelment as Transaction Adviser for Projects implemented under PPP mode by various State Government Departments, Corporations, Agencies& Organizations.

4. We shall make available to the IDD any additional information it may find necessary or require to supplement or authenticate the technical and financial eligibility.
5. We acknowledge the right of the IDD to reject our Application without assigning any reason or otherwise and hereby waive, to the fullest extent permitted by applicable law, our right to challenge the same on any account whatsoever.
6. We certify that in the last three years, we have neither failed to perform on any contract, as evidenced by imposition of a penalty by an arbitral or judicial authority or a judicial pronouncement or arbitration award, nor been expelled from any project or contract by any public authority nor have had any contract terminated by any public authority for breach on our part.
7. We declare that:
 - a. We have examined and have no reservations to the RFQ document, including any Addendum issued by the IDD;
 - b. We have not directly or indirectly or through an agent engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice, as defined in Section 4 of the RFQ document, in respect of any tender or request for proposal issued by or any agreement entered into with the IDD or any other public sector enterprise or any government, Central or State; and
 - c. We hereby certify that we have taken steps to ensure that in conformity with the provisions of Section-4 of this document, no person acting for us or on our behalf has engaged or will engage in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice.
8. We understand that you may cancel the Qualification / Empanelment Process at any time and that you are neither bound to accept any Application that you may receive nor to invite the empanelled Applicants for selection, without incurring any liability to the applicants, in accordance with Clause-2.1.4 of this document.

9. We certify that in regard to matters other than security and integrity of the country, we have not been convicted by a Court of Law or indicted or adverse orders passed by a regulatory authority which could cast a doubt on our ability to undertake the Project or which relates to a grave offence that outrages the moral sense of the community.
10. We further certify that in regard to matters relating to security and integrity of the country, we or any have not been charge-sheeted by any agency of the Government or convicted by a Court of Law.
11. We further certify that no investigation by a regulatory authority is pending either against us or against our CEO or any of our directors/managers/employees.
12. We undertake that in case due to any change in facts or circumstances during the Qualification / Empanelment Process, we are attracted by the provisions of disqualification in terms of the provisions of this document; we shall intimate the IDD of the same immediately.
13. All the documents required to be submitted as part of this application as per Clause 2.3.3 are enclosed with this application
14. We hereby irrevocably waive any right or remedy, which we may have at any stage at law or howsoever otherwise arising to challenge or question any decision taken by the IDD in connection with the Qualification / Empanelment Process and the terms and implementation thereof.
15. We agree and undertake to abide by all the terms and conditions of this document.

In witness thereof, we submit this Application under and in accordance with the terms of the Request for Qualification document.

Yours faithfully,

(Signature, name and designation of the Authorized Signatory)

Name and seal of the applicant

Date :

Place :

7. Appendix 2: Formats for submission

7.1 Details of Applicant

1. Name
2. Country of Incorporation
3. Address of the registered office
4. Addresses of office or branch office in Karnataka
5. Addresses of other offices, including branch offices
6. Date of Incorporation (A true copy of the Incorporation Certificate is to be provided by the Applicant along with its Application)
7. Income Tax Registration Number (TAN/PAN):
8. Service Tax Registration Number:
9. Brief description of the Company including details of its main lines of business
10. Details of individual(s) who will serve as the point of contact/ communication:
 - a. Name :
 - b. Designation :
 - c. Address :
 - d. Telephone Number :
 - e. E-Mail Address :
 - f. Fax Number :
11. Particulars of the Authorized Signatory of the applicant:
 - a. Name :
 - b. Designation :
 - c. Address :
 - d. Phone Number :
 - e. Fax Number :

12. Declaration as given below:

No.	Criteria	Yes/ No
1.	Has the Applicant been barred by the [Central/ State] Government, or any entity controlled by it, from participating in any project	
2.	If the answer to 1 is yes, does the bar subsist as on the date of Application?	

13. A statement by the Applicant disclosing material nonperformance or contractual non-compliance in past projects, contractual disputes and litigation/ arbitration in the recent past is given below (Attach extra sheets, if necessary):

7.2 Financial Eligibility

The following format needs to be filled to evidence financial eligibility:

Format 7.1: Information on Financial Eligibility

Financial Year	Annual turnover from consulting business (in Rupees Lakhs)
2013-14	
2012-13	
2011-12	
Average Turnover	Rs.....Lakhs

Documentary Proof of Audited Annual Reports (Balance Sheet and Profit & Loss Account) of the Applicant for the last 3 (three) financial years, must be submitted.

7.3 Experience of Applicant

The following formats need to be filled by the Applicant as evidence of technical eligibility against each of the identified parameter:

7.3.1 Technical Eligibility

1. Applicant shall summarize the Eligible Assignments for each Agri-infrastructure/ Education / Energy/ Healthcare / Industrial infrastructure /Rural Development / Sports & Youth Services / Irrigation / Telecommunication / Tourism / Transportation & Logistics /Urban & Municipal infrastructure / Housing sectors in the following format:

Format 7.2: Format for depicting the summary of the Eligible Assignments for each sector viz. Agri-infrastructure / Education / Energy/ Healthcare / Industrial infrastructure / Rural Development / Sports & Youth Services / Irrigation / Telecommunication / Tourism / Transportation & Logistics / Urban & Municipal infrastructure / Housing (strike out the sector not applicable). May indicate subsector of the sector, if applicable.

Use this format for each sector and subsector (indicate the name of subsector) separately.

No.	Title of Assignment	Name of Client	Scope of TA Services	Approved Cost of the Project (inRs. Cr.)	Period of Assignment		Date of Financial Closure
					From	To	
1							
2							
3							
4							
5							

2. For each sector viz. Agri-infrastructure / Education / Energy/ Healthcare / Industrial infrastructure /Rural Development / Sports & Youth Services / Irrigation / Tourism / Telecommunication / Transportation & Logistics / Urban & Municipal infrastructure / Housing (strike out the sector not applicable). And for each Eligible Assignment shall be further detailed as per the format below:

Format 7.3 Details of each Eligible Assignment for each sector viz. Agri-infrastructure / Education / Energy/ Healthcare / Industrial infrastructure / Rural Development / Sports & Youth Services / Irrigation / Tourism / Telecommunication / Transportation & Logistics / Urban & Municipal infrastructure / Housing (strike out the sector not applicable). May indicate subsector of the sector, if applicable.

Use this format for each sector and subsector (indicate the name of subsector) separately.

1. Assignment/job name:		
1.1 Description of Project		
1.2 Sector of the Assignment		
1.3 Approx. capital outlay of the Project (Rs. in Cr.):		
1.4 Country:		
1.5 Location within country:		
1.6 a) Duration of Assignment/job (months) :		
1.6 b) Start date (month/year):		
1.6 c) Completion date (month/year):		
1.6 d) Date of financial closure achieved:		
1.7 Name & Address of the Department / Organization :		
1.8 Total No of staff-months of the Assignment/job:		
1.9 Names of Sector / Technical Expert and senior professional staff of your firm involved and functions performed.	Name	Functions
1.10 Description of actual Assignment/job provided by your staff within the Assignment/job:		
1.11 a) Name of associated Consultant, if any:		
1.11 b) No. of professional staff-months provided by associated Consultants:		

Note: Please provide documentary evidence from the client i.e., completion certificate for each of above-mentioned assignment. The experience shall not be considered for evaluation if such requisite support documents are not provided with the Application.

3. The Applicant shall provide the information on manpower profile of in-house full time experts presently working in the organization / firm as per format below (with respect to sector experts / technical experts, may indicate subsector of the sector, if applicable. viz. Agri-infrastructure /Education / Energy/ Healthcare / Industrial infrastructure /Rural Development / Sports & Youth Services / Irrigation / Tourism / Telecommunication / Transportation & Logistics / Urban & Municipal infrastructure / Housing)

Format 7.4: Summary of Manpower Profile of in-house full time key experts presently working in the organization / firm of the Applicant

Sl. No.	Particulars	No. of persons having experience on eligible assignments		
		more than 10 years	more than 5 years & less than 10 years	Total
A.	Financial experts			
	With MBA (Finance)			
	Chartered Accountant (CA)			
	Chartered Fin. Accountant (CFA)			
	Others (specify)			
B	Sector experts / Technical experts	(may indicate subsector of the sector, if applicable)		
1	Agri-Infrastructure			
	Doctorates			
	Postgraduates			
	Graduates			
2	Education			
	Doctorates			
	Postgraduates			
	Graduates			
3	Energy			
	Doctorates			
	Postgraduates			
	Graduates			

Sl. No.	Particulars	No. of persons having experience on eligible assignments		
		more than 10 years	more than 5 years & less than 10 years	Total
4	Healthcare			
	Doctorates			
	Postgraduates			
5	Graduates			
	Industrial Infrastructure			
	Doctorates			
6	Postgraduates			
	Graduates			
	Rural Development			
7	Doctorates			
	Postgraduates			
	Graduates			
8	Sports & Youth Services			
	Doctorates			
	Postgraduates			
9	Graduates			
	Irrigation			
	Doctorates			
10	Postgraduates			
	Graduates			
	Telecommunication			
11	Doctorates			
	Postgraduates			
	Graduates			
11	Transportation & Logistics			
	Doctorates			
	Postgraduates			
	Graduates			

Sl. No.	Particulars	No. of persons having experience on eligible assignments		
		more than 10 years	more than 5 years & less than 10 years	Total
12	Urban & Municipal infrastructure			
	Doctorates			
	Postgraduates			
	Graduates			
13	Housing			
	Doctorates			
	Postgraduates			
	Graduates			
C	Market Assessment Expert (with MBA or equivalent or above)			
D	Legal Expert (with graduation in Law or above)			

Certification:

We certify that all the above particulars provided are correct and true to the best of our knowledge and belief. We are willing to submit the curricular vitae of any key personnel / experts along with copy of Certificate in proof of their education qualification and experience, if asked by IDD at any point of time of empanelment.

[Full name of authorized representative]:

Date :

Place :

8. Appendix 3: Format of Power of Attorney for Authorized Signatory

Know all men by these presents, We.....(name of the firm and address of the registered office) do hereby irrevocably constitute, nominate, appoint and authorize Mr./Ms (name), son/daughter/wife of and presently residing at, who is presently employed with us and holding the position of, as our true and lawful attorney (hereinafter referred to as the “**Attorney**”) to do in our name and on our behalf, all such acts, deeds and things as are necessary or required in connection with or incidental to submission of our application for empanelment as Transaction Adviser(TA) for Projects implemented under PPP mode, by the Infrastructure Development Department (the “**IDD**”) including but not limited to signing and submission of all applications& other documents and writings, participate in pre-applications and other conferences and providing information/ responses to the IDD, representing us in all matters before the IDD, signing and execution of all contracts including the Agreement and undertakings consequent to acceptance of our application, and generally dealing with the IDD in all matters in connection with or relating to or arising out of our application for the said empanelment.

AND we hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Attorney in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us.

IN WITNESS WHEREOF WE,, THE ABOVE NAMED PRINCIPAL HAVE EXECUTED THIS POWER OF ATTORNEY ON THIS DAY OF 2.....

9. Appendix 4: Broad Indicative Terms of reference for Transaction Adviser

Respective State Govt. Departments, Corporations, Agencies, Organisations, implementing projects under PPP mode may draw terms of reference depending on the requirement of the individual project. The projects specific ToR will be included in the Request for Proposal (RFP) document issued by the respective agencies. However, the broad indicative terms & conditions and role of Transaction Advisor are presented below:

- i. provide commercial, financial and legal services in support of PPP project preparation and transactions, which shall include but not limited to (i) carry out pre-feasibility studies; (ii) conduct project feasibility studies, assess PPP options, (iii) carry out Value for Money (VfM) analysis (iv) conduct financial analysis and modeling, and project structuring; (v) prepare bidding documents and draft contracts; (vi) prepare concessional agreement; (vii) carry out the bidding process until signing of the contract with the prospective private sector proponent or concessionaire and (viii) provide advisory services until the financial closure of the project or as & when required, etc. Project identification, development and implementation activities of various projects shall be carried out and would comprise the following activities:
- ii. Coordinate with IDD and various Other Departments, Corporations, Agencies & organizations of Government of Karnataka to identify and develop projects in the infrastructure sectors concerning such Public Infrastructure Agencies.
- iii. Help structure projects to enable recovery of the investments made in such projects through innovative business and commercial practices such as commercial sale of real estate, levy of user charges/ fee/ toll, facilitating financial contribution under the various schemes of Government of India and exploitation of development rights/ concessions etc., as appropriate under the applicable laws.
- iv. Proactively market the structured projects to potential investors, both domestic and foreign, at appropriate stages.
- v. Structure and market the projects in such a manner that various forms of aid, grant etc. from the Government of India, national and international institutions etc. can flow into the projects.

- vi. Assist in providing all services including inter alia, selection of technical consultants, concessionaires, independent engineers etc. and preparation, scrutiny, legal vetting & certification of essential documents including bid documents, contracts, bank guarantees etc.
- vii. Propose institutional structures required for implementation of projects and operation & maintenance thereof with private sector financing and recommend a suitable project management agency for the purpose of ensuring that the project is structured and executed in line with the specifications as stipulated in the Detailed Feasibility and Investment Banking Report (DFIBR) and / Techno Economic Feasibility Report (TEFR) or other appropriate report.
- viii. Assist IDD and Other Departments, Corporations, Agencies & organizations of Government of Karnataka in establishing eligibility, if possible, of the projects for financial assistance from various sources and agencies.
- ix. Project monitoring activities and related consultancy services during the execution/ construction period of the project.
- x. Office or branch office in Karnataka shall be used by the Transaction Advisor as its common platform for rendering services in respect of all the projects assigned.
- xi. If desired by IDD, mobilize financial resources for the projects on behalf of the operator/ contractor/ State Government or a Special Purpose Vehicle established for the project.

IDD and various Other Departments, Corporations, Agencies & organizations of Government of Karnataka shall not bound to call for financial bids only from the empanelled transaction advisors and shall be free to invite offers for transaction advisory through open competitive bidding.

Transaction Advisers may be allowed to engage external technical consultants having expertise/ specialization in various areas/ subjects and for carrying out the detailed feasibility studies, preparation of Detailed Project Report/s etc., which may be considered essential during the course of development and implementation of projects. This is subject to terms & conditions of RFP (bid stage) of respective projects of State Government, Departments, Corporations, Agencies & organizations of Government of Karnataka.

