



**STATE INFRASTRUCTURE & INDUSTRIAL DEVELOPMENT
CORPORATION OF UTTARAKHAND LIMITED**

Request for Qualification (RFQ) DOCUMENT

FOR

DEVELOPMENT OF

LOGISTICS HUB AT

SIDCUL INTEGRATED INDUSTRIAL ESTATE (IIE) PANTNAGAR

RFQ Document No.:

Name and address of the applicant to whom issued:

.....
.....
.....
.....

Date of issue:

Issued by: State Infrastructure & Industrial Development
Corporation of Uttarakhand Ltd.

DISCLAIMER

The information contained in this Request for Qualification (hereinafter referred to as “RFQ”) document or subsequently provided to the Applicants, whether verbally or in documentary form by or on behalf of the State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd. (SIDCUL), their employees or any of its agencies/consultants/advisors, is provided to the applicant(s) on the terms and conditions set out in this RFQ document and all other terms and conditions subject to which such information is provided.

The purpose of this RFQ document is to provide the applicant(s) with information to assist the formulation of their application. This RFQ document does not purport to contain all the information for all the persons, and it is not possible for SIDCUL, their employees or any of its agencies/consultants/advisors to consider the business/investment objectives, financial situation and particular needs of each applicant who reads or uses this RFQ document. Each applicant should conduct its own investigations and analysis, and should check the accuracy, reliability and completeness of the information in this RFQ document and where necessary obtain independent advice from appropriate sources. SIDCUL, their employees or any of its agencies/consultants/advisors make no representation or warranty and shall incur no liability under any law, statute, rule or regulation as to the accuracy, reliability or completeness of the RFQ document.

SIDCUL may in its own discretion, but without being under any obligation to do so, update, amend or supplement the information in this RFQ document.

Contents of the RFQ Document

This RFQ sets out the evaluation process and provides necessary formats for applicants to prepare the application for implementation of the project - '*Logistics Hub, IIE Pantnagar*'. The prescribed formats for the submission of application are annexed to this Section.

The applicants are advised to submit their application complying with the requirements stipulated in this Section. Applications are liable to be disqualified in case they are incomplete or non-responsive, and if the information is not submitted as per the prescribed formats.

Instructions To Applicants (ITA)

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STATE INFRASTRUCTURE & INDUSTRIAL DEVELOPMENT CORPORATION OF UTTARAKHAND LTD.

REQUEST FOR QUALIFICATION (RFQ)

RFQ No.:

Date:

1. **STATE INFRASTRUCTURE & INDUSTRIAL DEVELOPMENT CORPORATION OF UTTARAKHAND LTD. (SIDCUL)**, a body incorporated by the Govt. of Uttarakhand as the state level nodal agency to promote industrial development and infrastructure in the State of Uttarakhand, invites applications from prospective developers either individually or through consortium (hereinafter referred to as the “applicant”) for:

“Development of Logistics Hub at IIE Pantnagar.”

2. The RFQ document can be downloaded from the SIDCUL website (<http://www.sidcul.com/>). The RFQ document can also be obtained on request from the SIDCUL office at 2, New Cantt Road, Dehradun.

3. Interested applicants may obtain further information from the office of:
Deputy General Manager (Tech),
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd.
(SIDCUL),
2, New Cantt Road,
Dehradun
Tel:0135-2708100 fax : 0135-2708109
Email: argairola@sidcul.com

Or

The Senior Manager,
IInd Floor Ambience Corporate Tower
Ambience Mall
Ambience Island
National Highway No. 8
Gurgaon
Haryana - 122001
Tel: (0124) 4716300, Fax : (0124)4716304
Email:ankur.garg@ilfsindia.com

4. The completed RFQ documents must be delivered to the office of

The Managing Director,
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd. (SIDCUL),
2, New Cantt Road,
Dehradun
Tel: 0135-2708100 fax : 0135-2708109

on or before **15:00 hours** Indian Standard Time on **11th August 2009**.

5. Eligible firms or consortia will be shortlisted after the evaluation of the application documents received by SIDCUL in response to this RFQ. A set of Request for Proposal (RFP) documents including the Concession Agreement cum Lease Deed will be issued to shortlisted applicants by SIDCUL.
6. If the RFQ is not delivered on or before 15:00 hours IST of **11th August 2009** as provided in Clause 4 above, the same shall be declared late and shall not be accepted.
7. SIDCUL reserves the right to accept or reject any application, to cancel or modify the process or any part thereof or to vary any of the terms and conditions, and/or to annul the bidding process and reject all applications, at any time during the bidding process, without thereby incurring any liability to the affected applicant(s) or any obligation to inform the affected applicant(s) of the grounds for SIDCUL's action.

Sd/-

The Managing Director,
SIDCUL,
2, New Cantt Road,
Dehradun

INSTRUCTIONS TO APPLICANTS (ITA)

Scope of RFQ

1. The Govt. of Uttarakhand introduced the New Industrial Policy in 2003 providing various fiscal and non-fiscal benefits for industry and entrepreneurs that would facilitate the overall socio-economic development of the state. The industrial policy has paved the way for simple setting-up procedures and tax sops for industry. The State Infrastructure & Industrial Development Corporation of Uttarakhand Limited (SIDCUL), the state level nodal agency is entrusted and empowered to facilitate the establishment of industrial zones and develop infrastructure for the industries setting up in these zones. Keeping in view the state industrial vision and aim of the New Industrial Policy, SIDCUL has planned and developed large Integrated Industrial Estates (IIE) at Haridwar, Pantnagar, Sitarganj and industrial growth centers at various locations in the state
2. To cater to the logistics requirements of the industrial areas, SIDCUL has proposed to undertake the development of Logistics Hub to be located at the IIE Pantnagar. SIDCUL now invites applications from interested firms for one or both the following:

“Development of Logistics Hub at IIE Pantnagar.”

3. SIDCUL has already earmarked the site for logistcs hub in the master plan.
The Pantnagar Logistics Hub will be spread over an area of approximately 21Acres.
4. A key feature of the logistics hub is that the centre will offer industries located in industrial estates, with complete range of logistical facilities viz. parking, warehousing and other supporting services as. Transporter’s offices to cater to the needs related to inbound and outbound transport.
5. The center will also provide amenities to the drivers and cleaners like dormitory, economical restaurants, mini cinema theatre and commercial facilities such as autopart retail shopping area, Banks and Insurance companies, ATM’s, Offices of transport companies, Clearing & Forwarding agents, RTO extension counter, Restaurants, Motels etc.
6. The land for the project would be offered to the successful bidder(s) through separate Development Agreement (to be provided along with RFP documents) on 30 years lease, extendable for two terms each of 30 years.
7. The successful bidder shall, at its own risk and expense, arrange to design, obtain requisite approvals, finance, construct and develop the plot of land for the above purposes as may be permissible under the applicable development controls specified by SIDCUL in the RFP documents, guidelines of State Industrial Development Authority (SIDA) and best industry practices within a maximum period of **two years** from the date approval on the Development Scheme/ Plans submitted to SIDCUL. .For smooth execution of the above, the successful bidder shall prepare a Project Scheme and Layout Plan and get them approved from SIDCUL prior to start of construction at the site.
8. (a) The selected bidder shall not be allowed to sub-lease/sub-let/license the entire plot/land parcel leased to it by SIDCUL.

(b) The selected bidder shall be free to market the space constructed and developed in the area leased to him, by way of sub-leasing, letting and licensing. The built up area can be further sub-leased/sub-let/licensed freely by the sub-lessees/licensees of the bidder.

9. (a) The successful bidder is required to pay to SIDCUL an Upfront Lease Premium for the land and development rights given to him. This **Upfront Lease Premium shall be the bid variable** for selection of the bidder. Further, the successful bidder shall also pay to SIDCUL, nominal annual lease rental @ Re. 5 per sqm. of land area leased to it, in advance every year, for the term of the lease. Service tax as applicable shall be payable by the bidder in addition to the above lease payments.
- (b) Additionally, the bidder will also pay a Success Fee to SIDCUL and SIDCUL’s advisors for this project – M/s IL&FS Infrastructure Development Corporation Limited, equivalent to 2% of the Project Landed Cost plus applicable Service tax.
10. The successful bidder will have the following options for the payment of Upfront Lease Premium as mentioned in Clause 9:

Option 1

50% (Fifty percent) of the premium to be paid within 30 days of the issue of Letter Of Acceptance (LOA) by SIDCUL and remaining 50% (Fifty percent) within 30 days thereafter.

Option 2

Premium payment to be made in five instalments as under:

First Instalment	Balance Payment
Within 30 days of issue of Letter of Acceptance by SIDCUL	Within two years of issue of Letter of Acceptance by SIDCUL.
50% of Upfront Lease Premium	50% of Upfront lease premium in three equal half yearly instalments plus 18% interest on the outstanding amounts. In case of timely payment, rebate of 3% shall be given *

* interest to be applicable from 31st day of the issue of LOA.

Additionally, the successful bidder shall submit a performance bank guarantee of amount specified in the RFP documents, which will remain into force till project completion

11. The applicant will be deemed to have visited the site and inspected the same to acquaint itself about the existing and prevailing conditions before submitting his application.

Eligibility of Applicant

12. The bidding process for selection of a suitable Developer for this project is being carried out in two stages. The first stage involves invitation to interested applicants by way of a Request for Qualification (RFQ). Firms or consortia will be shortlisted based on evaluation of the applications received from them. The eligibility of the shortlisted applicants to bid at the RFP stage will depend upon their continuing to meet in entirety the minimum qualification criteria (as provided in Clause 13 below) at all times during the bidding process.
13. The applicant shall meet the following minimum criteria.

- a. The applicant can be a firm incorporated and registered in India under the Indian Companies Act, 1956, OR a consortium of firms, each of which is a company incorporated and registered in India under the Indian Companies Act, 1956, OR a foreign company(ies) applying for relevant projects either individually or in consortium subject to compliance with applicable laws, policies and guidelines of Government of India.
- b. The Firm Or a member of Consortium must demonstrate its implementation capability in projects undertaken during the last 5 years from date of submission of RFQ as per the criteria in following table. The firms/ Consortium must fulfil **any one** of the criteria in table below.

S. No.	Description of Criteria	Experience
1	<p>Firm or Consortium of Firms (Complying clause 19 of this document) with established logistics operations</p> <p>(The components in above could include any of the following: Container/Cargo handling, storage & aggregation centers, Warehousing, Parking, Intermodal transfer facility)</p>	<p>Minimum average annual turnover from logistics operations of Rs. 23 crores for last 3 years as per the audited annual reports</p>
2	<p>Development* and/or Operations experience in the last five years in any of the following:-</p> <p>(a) Inland Container Depot (b) Container Freight Station (c) Logistics Park/ Hub.</p> <p>(The components in above projects could include any of the following: Container/Cargo handling, storage & aggregation centers, Warehousing, Parking, Intermodal transfer facility)</p>	<p>Land area developed 11 Acres OR Capacity to accommodate/handle 17,000 TEUs per annum (in case of ICD/CFS)</p> <p>(TEU= 20 foot Equivalent Unit)</p>

* Integrated responsibility from conceptualisation to designing, financing and construction

- c. An Applicant shall not have a conflict of interest (the “**Conflict of Interest**”), that affects the Bidding Process. Any Applicant found to have a Conflict of Interest shall be disqualified. An Applicant may be considered to have a Conflict of Interest that affects the Bidding Process, if:
 - such Applicant (or any constituent thereof) and any other Applicant (or any constituent thereof) have common controlling shareholders or other ownership interest; provided that this qualification shall not apply in cases where the direct or indirect shareholding in a Applicant or a constituent thereof in the other Applicant(s) (or any of its constituents) is less than 1% of its paid up and subscribed capital; or

- a constituent of such Applicant is also a constituent of another Applicant; or
 - such Applicant receives or has received any direct or indirect subsidy from any other Applicant, or has provided any such subsidy to any other Applicant; or
 - such Applicant has the same legal representative for purposes of this Application as any other Applicant; or
 - such Applicant has a relationship with another Applicant, directly or through common third parties, that puts them in a position to have access to each others' information about, or to influence the Application of either or each of the other Applicant; or
 - such Applicant has participated as a consultant to the SIDCUL in the preparation of any documents, design or technical specifications of the Project.
- d. The aggregate tangible net-worth for a Firm or members of Consortium, complying with clause 19 of this document, taken together, as per the audited annual accounts of the last completed financial year, or on the date of RFQ submission, shall not be less than Indian Rupees 120 million. If a firm wants to demonstrate its networth as on date of RFQ submission (which is not reflected in the audited annual accounts of the last completed financial year), it shall submit an original certificate /notarised copy from its Statutory Auditor mentioning the Networth on that date. Networth shall be calculated as per the following formula: [Paid Up Share Capital + Reserves and Surplus – (Revaluation Reserves, goodwill, miscellaneous expenses not written off and other intangible assets)], and must be certified by a Statutory Auditor. For conversion of other currencies to Indian Rupees, the rate of conversion shall be as per the Reserve Bank of India reference rate as on 1st April 2009. In case of currencies not indicated under the RBI reference rate, the same shall be converted to US\$ at the conversion rate as on 1st April 2009, and the amount so derived in US\$ shall be converted into Indian Rupees as per the US \$ RBI reference rate of 1st April 2009.
- e. The Applicant (in case of consortium , all members) must submit a certificate of solvency

Note:

1. An applicant or a member of a consortium, would be allowed to use the Financial and Technical credentials of its holding company or subsidiary company, subject to the establishment of the holding-subsidiary relationship as defined in the Indian Companies Act, 1956.
 - a An Applicant can be allowed to claim the experience only of its direct holding or subsidiary company. The applicant or relevant consortium member shall have to provide a certificate stating the exact relationship with such holding/subsidiary company including exact details about the equity shareholding. Such certificate shall be certified by the Company Secretary and one of the Directors of the applicant Company / relevant member of the consortium. The applicant company or the consortium member shall also submit an undertaking as per the format provided in Attachment Form H of the revised RFQ.

- b In case a company has drawn the credentials of its holding/subsidiary, the holding/subsidiary whose credentials are being drawn, has to give an undertaking that it shall maintain the holding-subsubsidiary relationship as defined in the Indian Companies Act, 1956, till a period of one year after the completion of the SIDCUL project and shall continue to provide requisite support to the Applicant for such period for the successful implementation of the project. The undertaking shall be submitted as per the format provided in Attachment Form I of the RFQ.
 - c Indian subsidiaries of foreign companies, claiming their holding company's Technical experience also need to comply with the above.
 - d In case the parent and subsidiaries are both foreign companies the definition of the holding-subsubsidiary relationship as per the Indian Companies Act, 1956 will apply.
2. In case a company has drawn the credentials of its holding company, based on which the applicant company or consortium has been qualified at the RFQ stage, the said company or member of the consortium, will have to submit at the RFP stage, a legally binding undertaking supported by a Board Resolution from its holding company that all the equity investment obligations of the Bidding Company or the Member of the Consortium as the case may be, shall be deemed to be the equity investment obligations of the holding company and in the event of any default, the same shall be met by the holding company.
3. Any change which affects the eligibility of the selected bidder at any point of time till one year after the completion of project could lead to termination of the contract by SIDCUL.
14. **Financial Position:** The applicant should demonstrate through following documentary proof his financial strength to meet the project cash flow.
- a. Submission of audited annual reports for the last 3 financial years.
 - b. If so requested by SIDCUL, the applicant shall provide the name, address, and contact number of his bankers along with a letter of authority in favour of any authorized person of SIDCUL in this regard to enable SIDCUL to make enquiries from the applicant's bankers.

Consortium

15. Applications submitted by a consortium must comply with following requirements:
- a. The number of Consortium members shall not exceed three, each meeting the requirement specified in clause 13 (a) above.
 - b. The consortium shall furnish a Joint Bidding Agreement on non-judicial Stamp Paper of minimum Rs. 100/- as per the format provided in this document, which shall be legally binding on all the members. The JOINT BIDDING AGREEMENT for the consortium shall state the responsibility regarding the technical and financial arrangements in respect of each member in the consortium. The JOINT BIDDING AGREEMENT should be valid for a minimum period of 180 days from the date of submission of the RFQ.

- c. One of the members shall be nominated as the Lead member to act on behalf of the others as their representative for bidding and implementation of the project. This authorisation shall be evidenced by submitting a Power Of Attorney signed by legally authorised signatories of all the members as per format shown in this document.
- d. Change of the Lead Member would not be allowed under any circumstance.
- e. A firm can be a member in only one consortium; if a firm participates in more than one application, all applications of which it is a part would be summarily rejected.
- f. All members of the Consortium shall however, be liable jointly and severally, for the execution of the project in accordance with the terms of the Development Agreement.

Special Purpose Vehicle (SPV) and Equity Lock in

- 16. In case a consortium of firms emerges as the selected bidder, the selected bidder must incorporate a Special Purpose Vehicle (SPV) under the Indian Companies Act 1956, within 30 days of issue of the Letter of Acceptance (LOA) by SIDCUL for implementation of the project. It is clarified that SIDCUL will execute the Development Agreement only with the SPV and not a foreign company or the consortium members.
- 17. A sole applicant which is an Indian company, if selected, also has the option of implementing the project by floating a Special Purpose Vehicle¹ (SPV) specifically for the project, subsequent to the issue of LOA by SIDCUL.
- 18. In case of both clause 16 and 17, the aggregate equity share holding of the selected bidder in the total paid up equity share capital of the SPV shall not be less than 51% (Fifty One percent) up to a period of 5 years from the date of signing of concession agreement
- 19. In case of a SPV formed by a consortium as mentioned above, the Lead Member and member of consortium who claim Technical Experience or Networth in the RFQ, must hold at least 26% (twenty six percent) of the total paid-up equity share capital of the SPV for at least 5 years from the date of execution of concession agreement. Each of the other members shall compulsorily hold at least 10% of the total paid-up equity share capital of the SPV for at least 5 years from the date of execution of concession agreement. In case the Lead Member or bidding company is holding equity through Affiliate²/s such restriction shall apply to such entities.
- 20. In case of a consortium of entities, the members (other than the Lead Member) of such consortium may be allowed to divest their equity in the SPV as long as the other remaining members (which shall always include the Lead Member) hold the minimum equity specified in clauses 13b, 18 & 19 above.

Cost of submitting the Application

- 21. The applicant shall bear all costs associated with the preparation and submission of its RFQ, and SIDCUL will in no case be responsible or liable for those costs, regardless of the conduct or outcome of the bidding process.

¹ A company incorporated under the Indian Companies Act 1956

² 'Affiliate' for the purpose of this RFQ is defined as "Subsidiary" or "Holding" company as per the Indian Companies Act 1956.

22. The applicant is expected to examine all instructions, forms, terms and conditions in the RFQ document. Failure to furnish all information required by the RFQ or submission of an application not substantially responsive to the RFQ documents in every respect will be at the applicant's risk and may result in the rejection of his application.

Language of Application

23. The application, as well as all correspondence and documents relating to the application exchanged by the applicant and SIDCUL shall be written in English language. Any printed literature furnished by the applicant written in another language must be accompanied by a translation of its pertinent passages in the English language duly authenticated by the applicant, in which case, for purposes of interpretation of the application, the translation shall govern.

Preparation of Application

24. The application shall be submitted in 1 copy and consist of the documents listed in Annexure - 1 FORMATS FOR APPLICATION of this RFQ.

Format and Signing of Application

25. The contents of the application shall be typed or written in indelible ink and shall be signed by the applicant or a person or persons duly authorized to bind the applicant to the contract. The Authorised Signatory shall initial all pages of the application.
26. The applicant shall submit a General Power Of Attorney issued by a Resolution passed by the Board of Directors of the Applicant (or Lead Member in case of a Consortium) duly authenticated by putting affixing a Company Seal and further duly notarised, in favour of the Authorised Signatory of the Application indicating that the specified person has the authority to sign the application, and confirming that the application is binding upon the applicant during the full period of its validity.
27. Any interlineations / corrections shall only be valid if the Authorised Signatory initials them.

Submission of Applications

28. Applicants shall submit their documents in single envelope containing the application forms & attachments as prescribed in this RFQ document.

Sealing and Marking of Applications

29. The Envelope shall be sealed, and superscribed as "**RFQ Document** for Development of Logistics Hub at SIDCUL Industrial Estates (IIE) Pantnagar". The envelope must bear the Applicant's name and address.
30. If the envelope is not sealed and marked as specified above, SIDCUL will not assume any responsibility for the application misplacement or loss of documents.

Deadline for Submission of Applications

31. Applications must be submitted to SIDCUL at the following address and not later than the 1500 hours on **11th Aug 2009**.

The Managing Director,
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd. (SIDCUL),
2, New Cantt Road,
Dehradun

32. SIDCUL may, at its discretion, extend this deadline for submission of applications by amending the RFQ documents, in which case all rights and obligations of SIDCUL and applicants will thereafter be subject to the deadline as extended.

Late Applications

33. If the RFQ is not delivered within the deadline specified in Clause 31 above, the same shall be declared late and shall not be accepted.

SIDCUL's Right to Accept any application and to Reject any or all applications

34. SIDCUL reserves the right to accept or reject any application, and to annul the bidding process and reject all applications, at any time during the bidding process, without thereby incurring any liability to the affected applicant(s) or any obligation to inform the affected applicant(s) of the grounds for SIDCUL's action.
35. Any effort by an applicant to influence SIDCUL in its decisions or evaluation of application may result in the rejection of its application.

Annexure- FORMATS FOR APPLICATION

APPLICATION FORMS and FORMATS

A. Instructions:

- (i) Strike out whichever is not applicable.
- (ii) The applicant or his duly authorised agent should initial all pages of the application.
- (iii) The Authorised signatory of the applicant should initial all interlineations, erasures overwriting, additions and alterations in this form.
- (iv) Where necessary, information may be furnished on separate sheets, which should be signed by the applicant or his duly authorised agent.

B. Documents to be submitted as part of the Application:

- (i) Letter of Application, duly completed and signed by the Applicant (as per Attachment Form A)
- (ii) General Information about the Applicant (as per Attachment Form B) with Company profile, Memorandum and Articles Of Association, etc.
- (iii) Joint Bidding Agreement (applicable if a application is submitted by a Consortium of Firms) (as per Attachment Form C)
- (iv) Power Of Attorney for appointing Lead Member (applicable for a Consortium) (as per Attachment Form D)
- (v) Power Of Attorney in favour of the Authorised signatory to application documents duly attested by notary public
- (vi) Information on Litigation/ Black listing of the Applicant (as per Attachment Form E)
- (vii) Information for Technical Qualification (as per Attachment Form F) including supporting details
- (viii) Information for Financial Qualification (as per Attachment Form G) including
- (ix) Net Worth Certificate from the Statutory Auditors and
- (x) Audited annual reports for the last three financial years
- (xi) Undertakings as per Attachment Forms H & I (applicable for firms relying upon the experience of their holding or subsidiary company)
- (xii) In case of a consortium, relevant information listed above shall be submitted for each member.
- (xiii) The original RFQ document issued to the applicant, duly initialled on all pages by the Authorised Signatory as a token of acceptance.

Letter of Application

{To be printed on the authorised Letterhead of the Applicant (in case of sole applicant) or the Lead Consortium Member, including full postal address, telephone, faxes and e-mail address}

Date:

To
The Managing Director,
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd.
2, New Cantt Road,
Dehradun

Subject: "Development of Logistics Hub at SIDCUL Industrial Estates (IIE) Pantnagar"

Sir

Having examined the RFQ documents, including Addenda and clarifications and your requirements, the receipt of which is hereby acknowledged, we, the undersigned, offer to accept the lease of the said plot in full conformity with the said RFQ documents.

We submit this Application as the sole applicant / consortium³. The names and roles⁴ of the consortium members are given below. Joint Bidding Agreement between the members of the consortium and Power of Attorney in favour of the Lead Member is also enclosed with our application.

- 1.
- 2.
- 3.

We are enclosing herewith other requisite information in forms and attachments as specified in the RFQ document.

We declare that the information stated above and enclosed attachments is complete and absolutely correct and any error or omission therein, accidental or otherwise, will be sufficient for SIDCUL to reject our application.

We also agree that any change which affects our eligibility at any point of time till one year after the completion of project could lead to termination of the contract by SIDCUL.

We understand that you are not bound to accept this or any application you may receive.

Dated this ____ day of _____ 200

³ Please delete the option that is not applicable

⁴ Please mention Lead Member, Other member, etc. as appropriate against each name.

(Name & Signature of Authorised Signatory) _____

In the capacity of _____ (position) duly authorized⁵ to sign this application for and behalf of _____ (name of sole applicant / lead member of the consortium)

Company Seal:

_____ (Address)

⁵ Please enclose the POA in favour of the Authorised Signatory with this Letter of Application. For a Power of Attorney executed and issued overseas, the document will also have to be legalised by the Indian Embassy and notarized in the jurisdiction where the undertaking is being issued.

General Information about the Applicant

- 1 Full Name of the Sole Applicant / Lead
Member of the Consortium:
(in Block Letters)
- 2 Applicant's Constitution
(Public Limited Co. / Pvt. Ltd. Co.)
- 3 Applicant's Registered Office and Place of
Business
- 4 Applicant's Telephone No.
Fax No.
E-mail address
- 5 Name & Address of Directors of the Company
(Provide names, office & residence
addresses, Telephone nos, fax nos, e-mail,
profession / Business engaged in etc.)
- 6 Company profile of each member giving
details of current activities, background of
promoters and management structure
including evidence of incorporation, MOA
and AOA

Note: *Similar information in respect of the other Members of the Consortium should be attached as Form B1 and Form B2.*

Joint Bidding Agreement

(To be executed by and between the Consortium Members, as applicable on Non-Judicial Stamp Paper of Rs.100/-, duly notarised. For an agreement executed and issued overseas, the document will also have to be legalised by the Indian Embassy and notarized in the jurisdiction where the undertaking is being issued.)

The applicant has the flexibility to follow any format for the Joint Bidding Agreement. However, the Joint Bidding Agreement should at least cover the following items: -

- Convey the intent to form an SPV with shareholding/ ownership equity commitment(s) in accordance with this RFQ, which would enter into the Development Agreement and related agreements with SIDCUL and subsequently carry out all the responsibilities in terms of the Development Agreement, in case the Project is awarded to the Consortium;
- Nomination and agreement of Lead Member by each of the other consortium member(s)
- Clearly outline the proposed roles and responsibilities of each member at each stage;
- Equity participation commitment by each member of the consortium and total Shareholding pattern in the proposed SPV if the project is awarded to them
- Lock in period for equity for each member
- Mechanism for decision making in the consortium and dispute resolution
- Include a statement to the effect that all members of the Consortium shall be liable jointly and severally for execution of the Project in accordance with the terms of the Development Agreement.
- Validity period of the Joint Bidding Agreement (minimum 180 days from the date of submission of this RFQ)

The Joint Bidding Agreement entered into between the members of the Consortium should be specific to the Project and should fulfill the above requirements, failing which the Application shall be considered non-responsive.

Format of Power of Attorney for Appointing the Lead Member

(To be executed on Non-Judicial Stamp Paper of Rs.100/-, duly notarised. For a Power of Attorney executed and issued overseas, the document will also have to be legalized by the Indian Embassy and notarized in the jurisdiction where the undertaking is being issued.)

KNOW ALL MEN by these presents that we, _____ [name of the company], a company incorporated under the Indian Companies Act 1956⁶, having its Registered Office at[address of the company] (hereinafter referred to as "Other Member 1") and

_____ [name of the company], a company incorporated under the Indian Companies Act 1956⁷, having its Registered Office at[address of the company] (hereinafter referred to as "Other Member 2"):

WHEREAS M/s _____, M/s _____ and M/s _____ (insert name and registered office address of all the members) are forming a Consortium to submit their application in response to the Request for Qualification ("RFQ") for Development of Logistics Hub at SIDCUL Industrial Estates (IIE) Pantnagar issued by State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd. (SIDCUL) (the "Project") and is desirous of appointing an attorney for the purpose thereof.

NOW KNOW YE ALL BY THESE PRESENTS, that M/s _____ [name of the Other Member 1] and M/s _____ [name of the Other Member 2] do hereby nominate, constitute and appoint M/s _____ [name the Lead Member company] as its/their true and lawful Attorney to do and execute all or any of the following acts, deeds and things for the Consortium in its/their name and on its/their behalf, that is to say:

- To act as the Lead Member of the Consortium for the purposes of the Project;
- In such capacity, to act as the Consortium's official representative for submitting the Application for the Project and other relevant documents in connection therewith.
- To sign all papers for all proposals, offers, Project documents, necessary documents, papers, applications, representations and correspondence necessary and proper for the purpose aforesaid;
- To procure tender documents, receive and make inquiries, make the necessary corrections and clarifications to the Project documents, as may be necessary;
- To sign and execute contracts relating to the Project, including variation and modification thereto;
- To represent the Consortium at meetings, discussions, negotiations and presentations with SIDCUL, Government Authorities, Competent Authorities and other Project related entities;
- To receive notices, instructions and information for and on behalf of the Consortium;
- To do all such acts, deeds and things in the name and on behalf of the Consortium as necessary for the purpose aforesaid.

AND the Consortium hereby covenants with the said Attorney to ratify and confirm all and whatever the attorney may lawfully do or cause to be done by virtue of these presents.

⁶ Or relevant act of the particular country where the company is incorporated

⁷ Or relevant act of the particular country where the company is incorporated

IN WITNESS WHEREOF the Consortium member(s) puts its/their hand and seal to this Power of Attorney on this [day, month & year]

<p>The common seal of [name of the Other Member 1] was hereunto affixed pursuant to a resolution passed at the meeting of Committee of Directors held on the ___ day of _____, 200 in the presence of [name & designation of the person] and countersigned by [name & designation of the person] of the Company of [name of the company]</p>	<p>))))-----) [name & designation of the person])))-----) [name & designation of the person]</p>
<p>The common seal of [name of the Other Member 2] was hereunto affixed pursuant to a resolution passed at the meeting of Committee of Directors held on the ___ day of _____, 200 in the presence of [name & designation of the person] and countersigned by [name & designation of the person] of the Company of [name of the company]</p>	<p>))))-----) [name & designation of the person])))-----) [name & designation of the person]</p>

Information on Litigation/ Blacklisting of the Applicant

{To be printed on the authorised Letterhead of the Applicant or the Lead Consortium Member, including full postal address, telephone, faxes and e-mail address}

{To be provided for each firm/consortium member}

S. No.	Name of applicant / consortium member	Name of agency with which litigation/ Blacklisting⁸ and brief subject	Estimated financial liability (if any)	Present Status

⁸ The applicant/consortium member must furnish the details regarding name/address along with the copy of black list notice/ any other relevant document, issued to it by of the Government agency/authority/entity

Information For Technical Qualification

The Applicant firm (in case of sole Applicant) or a Member (in case of a Consortium) must showcase relevant experience in the development of similar projects to fulfil the technical eligibility criteria. For this purpose, the applicant must present relevant information in the following format. Details of relevant project(s) viz. Letter or Certificate from concessioning authority / development authority or any other competent Government agency, completion certificate/ Provisional Completion Certificate from a competent authority or certificate from Chartered Accountant along with project photographs, etc. must be submitted along with this table to substantiate the claims made herein.

A. Name of Firm / Member of Consortium:

Sl. No.	Name and location of relevant project	Brief description about the Nature of the Project	Land Area developed (in acres) / TEUs per annum	Year of Completion of Project	Remarks - List the relevant proofs attached
1.					
2.					
3.					
4.					

B. Turnover from Logistics operation for

	Rs. Crores	Average Turnover (Rs. Crores)	
200_			Certificate form Chartered Accountant certifying that this turnover is from Logistics Operations must be attached
200_			
200_			

Certificate:

We declare that all information stated in the table above and all details/ documents attached are complete and absolutely correct and any error or omission therein, accidental or otherwise, will be sufficient for SIDCUL to reject our application.

Dated this ____ day of _____ 200

(Name & Signature of Authorised Signatory)_____

In the capacity of _____ (position) duly authorized to sign this application for and
behalf of _____ (name of sole applicant / lead member of the consortium)
_____ (Address)

In case a firm is drawing any experience of its holding or subsidiary company, the name of such company and relationship with the applicant/member of the consortium shall also be clearly mentioned in the 'Remarks' column against the particular project.

In case members of a consortium are aggregating their individual experiences to qualify, the above information must be provided separately for each member strictly as per the specified format.

Information for Financial Qualification

The aggregate Net Worth as per the previous year’s audited annual reports should be presented in the following tabular format, and certified by a **statutory auditor**. If a firm wants to demonstrate its networth as on date of RFQ submission (which is not reflected in the audited annual accounts of the last completed financial year), it shall submit an original certificate /notarised copy from its Statutory Auditor mentioning the Networth on that date. The Networth should be calculated as per the formula given in this document. In case of a Consortium of Firms, each member Firm must certify this information by the relevant Statutory Auditor. The copies of the relevant audited annual reports for last 3 years must be submitted along with the statutory auditor’s certificate.

Name of Firm / Member of Consortium:

S. No.	Head	Rs./ Foreign Currency
1.	Paid up Share Capital	
2.	Reserves and Surplus	
3.	<i>Sub total (1+2)</i>	
4	Revaluation reserve	
5	Goodwill	
6	Other intangible assets	
7	Miscellaneous expenditure to the extent not written off	
8	<i>Sub total (4+5+6+7)</i>	
9	Net worth (3 – 8)	

In case of a Consortium, the aggregate networth of the consortium shall be submitted in the following table along with individual networth calculations for each member (as shown above).

S. No.	Name of Consortium member	Net Worth* (Rs. Crore)
1.	(Name of Lead Member)	
2.	(Name of Consortium Member 1)	
3.	(Name of Consortium Member 2)	

Aggregate Networth of Consortium	
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* For conversion of other currencies to Indian Rupees, the rate of conversion shall be as per the Reserve Bank of India reference rate as on 1st April 2009. In case of currencies not indicated under the RBI reference rate, the same shall be converted to US\$ at the conversion rate as on 1st April 2009, and the amount so derived in US\$ shall be converted into Indian Rupees as per the US \$ RBI reference rate of 1st April 2009.

UNDERTAKING from APPLICANT FIRM/MEMBER OF A CONSORTIUM

(Each applicant firm/member of a consortium which is relying upon the experience of its holding or subsidiary company has to submit this Undertaking on Non-Judicial Stamp Paper of Rs.100 and duly notarised. For an undertaking executed and issued overseas, the document will also have to be legalised by the Indian Embassy and notarized in the jurisdiction where the undertaking is being issued.)

Date:

Place:

To
The Managing Director,
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd.
2, New Cantt Road,
Dehradun

Dear Sir,

Sub: Request for Qualification (RFQ) - "Development of Logistics Hub at SIDCUL Industrial Estates (IIE) Pantnagar"

This has reference to the application being submitted by _____ (*mention the name of Applicant/Lead member in case of a Consortium*) in respect of the captioned project in response to the Request for Qualification ("RFQ") issued by the SIDCUL dated _____, 200.

We hereby confirm the following:

1. We are relying upon the credentials of the following holding / subsidiary company(ies) to apply for this project, and the nature of our legal relationship, as per the requirements stated in the RFQ Document, is provided in the table below. The details of the equity shareholding in support of the legal relationship, duly certified as per the requirement of this RFQ document, is enclosed.

S. No.	Name of Holding / subsidiary company	Legal Relationship with Applicant/member of consortium	Names of projects And/OR Financial Criteria whose experience is being claimed
1.			
2.			

2. The detailed experience of our holding /subsidiary company _____ (insert name of the company) for the above mentioned projects is enclosed in the Attachment Form F.
3. We hereby agree that in case we are qualified at the RFQ stage, we will submit at the RFP stage, a legally binding undertaking supported by a Board Resolution from our holding company that all our equity investment obligations shall be deemed to be the equity investment obligations of the holding company and in the event of any default, the same shall be met by the holding company.

4. We also agree that any change which affects our eligibility at any point of time till one year after the completion of project could lead to termination of the contract by SIDCUL.
5. We are hereby enclosing necessary certificates and documents as required under Clause 13 of the RFQ.

We therefore request SIDCUL to consider our strengths, our experience, and our track record as specified in the RFQ, for the purposes of evaluation of the minimum eligibility criteria.

For and on behalf of _____ *(insert name of the applicant /member of the consortium which is relying upon the experience of its holding or subsidiary company)*

Signature _____
(Director) _____
(of the applicant / relevant member of the consortium) *(Company Secretary)*

Name of the Person : _____
Designation : _____

Company Seal :

Countersigned by the Authorised Signatory of the Applicant / Lead Member in case of a consortium

Signature _____

Name of the Person : _____
Designation : _____

Enclosed: 1
2

UNDERTAKING from HOLDING /SUBSIDIARY COMPANY

(Each holding or subsidiary company whose experience is being relied upon has to submit this Undertaking on Non-Judicial Stamp Paper of Rs.100 and duly notarised. For an undertaking executed and issued overseas, the document will also have to be legalized by the Indian Embassy and notarized in the jurisdiction where the undertaking is being issued.)

Date:

Place:

To
The Managing Director,
State Infrastructure & Industrial Development Corporation of Uttarakhand Ltd.
2, New Cantt Road,
Dehradun

Dear Sir,

Sub: Request for Qualification (RFQ) - "Development of Logistics Hub at SIDCUL Industrial Estates (IIE) Pantnagar"

This has reference to the application being submitted by _____ (*mention the name of Applicant/Lead member in case of a Consortium*) in respect of the captioned project in response to the Request for Qualification ("RFQ") issued by the SIDCUL dated _____, 200.

We hereby confirm the following:

1. We have examined in detail and have understood and satisfied ourselves regarding the contents mainly in respect of the following:
 - The Request for Qualification Document issued by SIDCUL;
 - All subsequent communications between SIDCUL and the applicant, represented by _____ (*name of the Applicant Company OR the Lead Member in case of a Consortium*);
 - The Joint Bidding Agreement signed between/among _____ (*name(s) of Members*) (*applicable only for a Consortium*); and
 - The Application being submitted by _____ (*name of the Applicant OR of the Lead Member in case of a Bidding Consortium*) in response to the RFQ.
2. The nature of our legal relationship with _____ (*name of the Applicant OR Consortium Member which is claiming the experience of its holding or subsidiary company*), which is the Applicant/ Member of the consortium, as per the requirements stated in the RFQ Document, is _____ (*Please insert the details of the relationship*). We have understood the nature of work/project being undertaken by the applicant and the reason for which our technical/Financial experience is being sought to be relied upon, by it.
3. We undertake and hereby commit that, for the successful implementation of the SIDCUL's above-mentioned project, we shall maintain the holding-subsidary relationship as defined in the Indian Companies Act, 1956, and shall continue to provide requisite support to _____ (*name of the Applicant OR Consortium Member, for which the Undertaking is being furnished*) in respect of the roles _____ (*briefly define the roles of the Applicant OR Consortium Member*) as detailed in the RFQ/application being submitted by _____ (*name of the Applicant OR the Lead*

Consortium Member in case of a Consortium), till a period of one year after the completion of the project.

For and on behalf of _____ (*insert name of holding or subsidiary company whose experience is being relied upon*)

Signature _____
(Director) (Company Secretary)
(of the holding or subsidiary company whose experience is being relied upon)

Name of the Person : _____
Designation : _____

Company Seal :

Countersigned by the Authorised Signatory of the Applicant / Lead Member in case of a consortium

Signature _____

Name of the Person : _____
Designation : _____