

## Mormugao Port Trust

### Reply to queries of Tender for Appointment of Transaction Advisor Cum Consultant

Sr. No.	Page No.	Clause No.	Description of the Clause	Queries raised by the Prosecutive bidders	Reply
1	4	2.0 (1)	The Mormugao Port Trust invites Technical and Financial Proposal from the Bidders, who are interested in preparation of Medium-to-Long term Credit Plan and assist MPT in raising funds in "US Dollars".	<p>Kindly re-confirm whether the scope involves borrowing in foreign currency only or includes INR borrowing as well as mentioned in clause 4.1.1 (II)</p> <p>Please clarify if the raising of funds shall be only in US Dollars or other options are also open such a borrowing in rupee term loans and bonds. The scope of work expalained in point no 2 is in contradiction to point no 1.</p>	The scope includes INR borrowings or foreign currency borrowings whichever is more beneficial to the Port. Refer clause 4.1.1(II).
2	7	4.1.1 (I)	Mormugao Port Trust has a proposal for deepening of Port Channel to – 19.8 meters to handle cape size vessels. To finance this project MPT proposes to explore economic borrowing options	This clause indicated credit plan required to be prepared is for the port to borrow (~INR350cr) for this particular project of deepening of port channel only. Kindly reconfirm.	The credit plan is for funding the project of deepening of port channel.
3	7	4.1.1 (II)	MPT proposes to appoint an Agency to study and analyse pattern and quantum of MPT's financial resources and taking in to account the projected resource requirements and availability of income of Port and Dock Charges in US Dollar denomination develop a detailed year to year credit plan and also assist MPT in raising resources from the market in INR or foreign currency.	Kindly confirm if there is any specific end date up to when the year-to-year credit plan is required.	The tenderer has to asses the Port's financial resources and plan repayment of the proposed Rs 350 crores borrowings.
4	6	2	The detailed Notice Inviting Tenders (NIT) ia as below:	It is mentioned that the EMD and Tender Participation Fee can be paid through NEFT / RTGS also. However, no details of bank account and IFS Code has been provided for the same. Request if the same can be provided so that we can do the necessary payment.	The bidder has to upload its tender through <a href="http://www.tenderwizard.com/MPT">www.tenderwizard.com/MPT</a> and for making payment towards Tender fee and EMD, the bank details are already linked to the e-tender portal.

5	7	4.1.2	The work shall be treated as complete after disbursement of loan. The expected duration of consultancy would be six months.	Kindly confirm if the expected project duration will be 6 months. However, payment schedule on page 29 mentions 62 days. We would request MPT to extend this timeline.	Expected duration of 5 months is indicative considering eventuality of retendering due to any reasons. However, on completion of disbursement of loan the consultancy would be deemed to be completed.
				a) Please clarify if the work shall be treated as complete after first disbursement of loan as per Annexure IV. b) It is stated that the period of assignment is expected to be around 6 months. However, Annexure IV provides for only 62 days (~ 2 months). Hence, the timelines at Annexure IV may please be revised accordingly.	
6	7	4.1.2	The work shall be treated as complete after disbursement of loan. The expected duration of consultancy would be six months.	Kindly confirm that the role of arranger would be on a "best effort" basis.	Yes, however the consultancy fees is payable on completion of deliverables.
7	8	4.1.5	Preparation of medium to long term resource cum credit plan	Request you to kindly provide more details of what exactly is expected and deliverables within the medium to long term resource cum credit plan.	Please refer reply given for clause 4.1.1(II).
8	9	4.1.8 I	A prospective Bidder requiring any clarification on the RFP may notify the MPT in writing / by email. Bidders should send their queries latest by 12/07/2017.	We request MPT to conduct a pre bid meeting.	Prebid queries will be uploaded on e-tendering portal.
9	9	4.1.8 I	MPTs response to queries will be provided by 15/07/2017	We request MPT to extend the final date for bid submission to 15 days from the date of clarification/response to pre-bid queries.	Submission dates will be extended upto 28th July, 2017.
10	13	4.2.7 V	All documents should be submitted in a <b>hard bound/spiral bound form</b> , separately for Technical Proposal. Bid Security is to be submitted before opening of the Tender. The Proposal should not include any loose papers.	Do we have to submit a hard copy of the Technical proposal also in addition to the electronic online submission? Please clarify.	Yes, hard copy of all documents duly signed have to be submitted.

				It is mentioned in section 4.2.7 that the bid has to be submitted in hard copy. However, the procedure for e tender mentions that the tender is to be submitted only via online mode. Kindly clarify, whether the bid has to be submitted via online mode or has to be physically delivered?	
11	13	4.2.7 VI	The Proposal shall be signed and each page of the Proposal shall be initialled by a person or persons duly authorized to sign on behalf of the Bidder and holding the Power of Attorney as per the format provided in <b>Annexure - II</b> of this RFP.	The Bank authorizes senior executives as authorized signatory and a general power of attorney is given to such persons which is backed by a resolution of committee of directors. Hence, request to waive off signing the PoA as per Annexure II and accept the General Power of Attorney backed by a resolution of committee of directors. Other Ports where we have submitted the bids (Tuticorin, Kandla and Paradip) have also accepted the same.	General Power of attorney issued by the authorised person will be accepted.
12	16	4.2.18	The Successful Bidder shall for due and faithful performance of its obligations, furnish Performance Security by way of an Irrevocable Bank Guarantee issued by a Schedule Bank in Goa in favor of Mormugao Port Trust, payable at Vasco- Da-Gama	For performance security, aside from the option of bank guarantee we request you to kindly accept performance security provided vide demand draft from any bank ; refundable on conclusion of assignment.	The Performance security in the form of Demand Draft,fund transfer through NEFT/RTGS is accepted.
13	17	4.3.1 A	The Financial Consultant's team (the "Consultancy Team") shall have sufficient qualified personnel, sub-consultants, and resources to accomplish all the services described herein within the prescribed time.	We understand that key and non-key experts are not required to be permanently stationed at MPT's office. Please confirm	The key and non-key experts are not required to be permanently stationed at MPT's office.However, they are required to visit MPT for discussions and negotiations.

				Please clarify if the "Consultancy Team" consists of a minimum of two members - One Team Leader and one Team Member.	Yes, subject to fulfillment of criteria specified in clause 4.3.1A ) & B).
14	17	4.3.1 B (I)	The Bidder should have handled/ arranged/ managed at least one loan equivalent to Rs.300 Crores in foreign currency (ECB/FCNB) in last 5 (five) financial years (i.e. 2012-2013, 2013-2014, 2014-2015, 2015-2016 and 2016-17) <b>Documentary evidence</b> insupport of the same, should be submitted.	Kindly clarify what is the documentary evidence required.	The work order and completion certificate from the clients for whom similar service was provided, should be submitted as documentary evidence.
15	17	4.3.1 B (II)	The Bidder should have never been caution listed/ debarred by any regulator/ authority or any of its clients. Bidder to submit an undertaking to this effect.	Request you to kindly provide a specific format for this undertaking, if any.	A general undertaking stating that "The Bidder has never been caution listed/ debarred by any regulator/ authority or any of its clients", can be obtained on the letter head of the bidder's organisation.
16	21	4.5.1 (I)	The consultant will be required to analyse the pattern and quantum of MPT's financial resources in terms of US Dollar and assess the resource requirements for the project.	We understand that the project mentioned in this clause will be limited only to the project of "Deepening of Port Channel to -19.8 Meters to handle cape size vessels" as mentioned in Clause 4.1.1. kindly clarify	Refer reply given for clause 4.1.1(I)
				As per the scope MPT is seeking assessment of its resources in terms of US Dollar to borrow through a US dollar loan only. Kindly clarify.	The borrowings may be INR borrowings or foreign currency borrowings whichever is suitable for the Port Refer clause 4.1.1(II).
17	21	4.5.1 IV	The consultant shall be required for arranging/ organizing/ procuring proposals from the suitable agencies for the borrowings.	We understand that, the selected consultant apart from acting as an advisor for preparation of credit strategy of MPT, would also act as an arranger (of lenders). Please confirm	Yes, the selected consultant will act as an Advisor, as well as arrange/ organize/ procure proposals from the suitable agencies for the borrowings.

18	21	4.5.1 V	The consultant shall advise MPT for appointment of Lender	Kindly confirm that the role of arranger would be on a "best effort" basis and consultant is not required to underwrite the facility.	The role of arranger would be on a "best effort" basis and consultant is not required to underwrite the facility.
		4.5.1 VI	The consultant shall co-ordinate with the Lender		
19	21	4.5.1 IX	The consultant shall be required to provide any other advisory and coordination work/ services(s) related to the execution of the above said activities.	Kindly confirm whether any other specialists required aside from the stipulated team members during the transaction (eg. legal, environmental etc.) would be appointed directly by MbPT	The tenderer should fulfill key personnel requirement as specified in clause 4.3.1 (A). The tenderer has to provide all services as per the scope of work, MPT does not expect any specialist service requirement.
20	22	4.5.3	The consultant shall not act as a lender himself	We also request MPT not to disallow the appointed Consultant from participating as a lender through a bidding process/tender for raising funds - where selection would in any case be on the basis of rate competitiveness. Such restrictive clause could reduce the competition drastically as many of the agencies capable of arranging financing are also lenders.	The tender condition prevails. This condition is restricted to the proposed borrowings for the Port.
21	22	4.5.3	At the time of appointment, the consultant shall give an undertaking to MPT that it shall not undertake any legal, financial or technical advisory by any of the potential lenders <b>till the completion of the assignment.</b>	Kindly exclude for banks from this restriction as there may be instances where multiple banks/Financial institutions may need to partner/participate as part of a consortium of lenders to other clients.	The tender condition prevails. This condition is restricted to the proposed borrowings for the Port.
22	22	4.5.3	Conflict of Interest: MPT is desirous of appointing a financial consultant who should not have any potential conflict of interest in the capacity of lender.	Kindly confirm that "conflict of interest" restriction that the consultant shall not participate as a lender is restricted to the amount ~INR 350/- proposed under this RFP only and not to subsequent borrowing	The "conflict of interest" restriction prevails for the proposed borrowing of Rs 350 crores and not to subsequent borrowing.
				Please clarify whether the appointed consultant will also be eligible to participate in lending to MPT at a future date (which is not related to this RFP) and/or bid for tender to be issued later by MPT for borrowing from financial institutions at a subsequent date	It is confirmed that the appointed consultant will also be eligible to participate in lending to MPT at a future date (which is not related to this RFP) and/or bid for tender to be issued later by MPT for borrowing from financial institutions at a subsequent date

23	22	4.5.3	Conflict of Interest: MPT is desirous of appointing a financial consultant who should not have any potential conflict of interest in the capacity of lender.	Kindly confirm if an independent subsidiary/associate firm of a financial institution/lender acting as consultant would eliminate the lender from lending under this facility.	An independent subsidiary/associate firm of a financial institution/lender acting as consultant having not more than 50% holdings in the lending institution would be eligible.
			<p>A Consultant shall be liable for disqualification, if found engaged as a legal, financial or technical advisor by the potential lenders. A Consultant shall be liable for disqualification, if found engaged as a legal, financial or technical advisor by the potential lenders.</p> <p>At the time of appointment, the consultant shall give an undertaking to MPT that it shall not undertake any legal, financial or technical advisory by any of the potential lenders till the completion of the assignment.</p>	<p>Is this with regard to potential lenders <b><u>appointing the same consultant for assessing/assisting them for the MPT's debt proposal?</u></b> Or does this mean that the consultant should not be engaged for any advisory work by the potential lenders, even if it is irrelevant or unrelated to the MPT proposal? All reputed and established consultants are engaged by leading financial institutions and banks for advisory in multiple domains including financial, technical and legal. In case the engagement or advisory to the potential lenders is irrelevant or unrelated to MPT's fund raise, it is requested to be acceptable.</p>	The tender condition prevails. This condition is restricted to the proposed borrowings for the Port.
24	23	Annexure II	Format for power of attorney	Kindly confirm if a power of attorney specific to this assignment is required. As we are a listed company, we request you to accept a Board delegation favoring authorized signatory of the bank for all such activities.	Board delegation favoring authorized signatory of the bank will be accepted. .
25	--	--	--	We request you to inform the latest credit rating of the Corporation if any and provide the copy of rating rationale for the same.	Same will be provided to the successful bidder.
26	--	--	--	We request you to provide last three years annual report/ financial statements of MPT. Kindly also to provide the details about any existing / already proposed borrowing program of MPT, expected structure & timelines for the same.	Same will be provided to the successful bidder.

**NOTE: Tender fess payable is excluding GST.**