

## APPOINTMENT OF FINANCIAL AND TRANSACTION ADVISOR

### DEVELOPMENT OF A LIQUID BULK CARGO BERTH AT VASCO BAY ON PPP BASIS AT MORMUGAO PORT

#### Reply to prebid queries – Tender No. CE/28/2017

#### PRE-BID CONFERENCE HELD ON 17-03-2017

Sr No.	Page No	Clause	Provision /clause of RFQ	Bidders Query	Reply
1	4	1.4	Participation fee – Rs. 2000/- EMD – Rs. 20,000/-	<b>Request for waiver of participation Fee</b> Since the RFP is issued to the Shortlisted parties, tenders will be submitted by interested SL parties only. Hence EMD should be sufficient to show the earnestness in participation. Hence there should not be one more participation fee. Please waive the participation Fee	Tender condition prevails
2	12	2.12.2(ii)	Service tax will be borne by the authority and shall not be included in the Financial Proposal	Please confirm: In case Service Tax is replaced by GST, the same will be borne by the authority.	Applicable GST will be paid by the Port.
3	23-24	3.2 3.10 5.2	Preparation of bidding documents and assisting the authority in adapting the model RFQ document for project specific purposes, pre-qualification process etc.	<b>Evaluation of the RFQ document</b>  Normally it takes lot of time and effort in the preparation of RFQ and evaluation of the same. A number of visits by the consultant team is required for the same. Hence 20% payment against the said work is too small more so in case of premature closure, the consultant may incur more losses.  <b>Hence we request you to make it 30% and reduce the same from the 5<sup>th</sup> stage payment i.e. Assistance in conducting the bid process.</b>	Tender condition prevails
4	Page 19		Terms of Reference,	One of the tasks of the Consultant is to prepare Revenue Model. a. We understand that the Authority will provide the circulars / standards for preparing such Revenue Model. Please clarify.  b. Please clarify who will prepare the Model for filing of Tariff with TAMP authority.	Transaction Advisor shall prepare Revenue model for PPP projects for Port sector considering all recent ACTS / Guidelines issued by the Govt. of India  Port will submit tariff fixation proposal.
5	Page 23	Clause 3.12,	<b>Assistance in the Bid Process</b> The Consultant shall assist the Authority in the bid process for selection of the Concessionaire from	We understand that the all the technical schedules of the Concession Agreement and the response to the Bidder for technical queries on the project shall be prepared by the	The technical details will be provided by the Port for preparation of Draft Concession

			among the Bidders and till the signing of the Concession Agreement. This will primarily relate to participation in pre-bid meetings and answering questions or issuing clarifications with the approval of the Authority. The Consultant shall also assist the Authority in engaging with the bidders on different aspects of the Project such as its assets, the process of the transaction, the Revenue Model, legal aspects and the structure of the Project. It will also assist the Authority in preparing internal notes and projections for securing governmental approvals, if any.	Authority / Technical Consultant of Authority (if any). Please confirm.	Agreement. Bidders queries related to technical and financial matters shall be replied by the Transaction Advisor.						
6	Page 26 & 27	Clause 7	<b><u>CONSULTANCY TEAM</u></b>	<p>We suggest that the Essential Experience for the Sector Expert be replaced with following:</p> <table border="1"> <tr> <td>Educational Qualifications</td> <td>Degree in Mechanical/Civil Engineering</td> </tr> <tr> <td>Essential Experience</td> <td>Should have worked in the relevant Engineering discipline in PPP projects <b>in Port Sector.</b></td> </tr> <tr> <td>Job responsibilities</td> <td>Provide sectoral perspective and analyse the cost estimates based on the Feasibility Report and the Draft Concession Agreement</td> </tr> </table>	Educational Qualifications	Degree in Mechanical/Civil Engineering	Essential Experience	Should have worked in the relevant Engineering discipline in PPP projects <b>in Port Sector.</b>	Job responsibilities	Provide sectoral perspective and analyse the cost estimates based on the Feasibility Report and the Draft Concession Agreement	Tender condition prevails.
Educational Qualifications	Degree in Mechanical/Civil Engineering										
Essential Experience	Should have worked in the relevant Engineering discipline in PPP projects <b>in Port Sector.</b>										
Job responsibilities	Provide sectoral perspective and analyse the cost estimates based on the Feasibility Report and the Draft Concession Agreement										
7				When has the feasibility report as per clause 1.1.2 based on the study for determining the technical feasibility and financial viability of the project prepared?	DPR and FEED Report will be made available. Traffic studies and cost estimate are included in DPR. Transaction Advisor shall provide services as per TOR.						
8	20	clause 3.1	<b><u>Scope of Services</u></b>	Does the scope of services as per clause 3.1(Review of FS, under consultancy for financial and transaction services, schedule-1) include everything from traffic study, planning based on traffic and subsequent cost Please clarify.							
9	21	clause 3.4	<b><u>Review of Costs</u></b>	As per clause 3.4 "Review of Costs", kindly specify the exact scope. Does it include detailed review of cost with quantity and unit cost or only completeness of cost is to be checked. Please clarify.							
10	24	Clause 5.2	<b><u>KD4</u></b> <b><u>Preparation of Appraisal Report for EPC/PIB/SFC</u></b>	As per Clause 5.2 KD4, Is the Appraisal report in discussion same as the one required in clause 3.9, which is the appraisal report based on the financial model. If not then a separate milestone and payment needs to be specified for appraisal report (as per clause 3.9)	Revenue model has to be prepared based on the Cost estimates / revised cost under different scenarios.						
11	26	Clause		As per clause 7.1 "Educational Qualifications" of Team	Agreed						

		7.1		leader would PGDFM be considered as equivalent to MBA (Finance)	
12	24	Clause 5.2,	<b>KD2</b> <u>Financial Model</u>	As per Clause 5.2, KD2, the time given for KD1 is one week which is very short and unrealistic. As per our experience the minimum time required for evaluation by RFQ is 3 week in which 1 week is essentially required for initial screening, 1 week for calling clarifications and one week for finalization of evaluation report.	Tender condition prevails
13	24	Clause 5.2,	<b>KD2</b> <u>Financial Model</u>	The time given for KD2 is 2 weeks when which again is very tight and short. During preparation of Revenue model a, comprehensive Excel based financial model is to be developed from scratch. This alone will need at least 2 weeks. Also a report explaining the detail (Input/Output) is to be prepared which requires another 2 weeks. Thus time required is 4 weeks.	Tender condition prevails
14	24	Clause 5.2,	<b>KD3</b> <u>Preparation of the RFP and Concession Agreement</u>	Also for KD3 minimum 3 weeks' time is required for preparation of draft RFP and concession agreement	Tender condition prevails
15	25	Clause 5.5	<b>Clause 5.5</b>	As per Clause 5.5, the total time of 20 weeks given for completion of project may be insufficient and should be revised to 32 weeks. The linking of a final payment of 10% with the signing of agreement within 20 weeks might lead to factoring of total cost to avoid the penalty loss of 10% of fee owing to failure in completion in 20 weeks. The completion of transaction is not fully in control of TA. Therefore this clause should be modified accordingly.	Tender condition prevails
				As most of the consultant operates from Delhi, the cost of travelling to Goa should be on actual basis. Otherwise the upper limit of total number of visit to Goa office may be restricted to 5, so that each consultant factor this cost in its financial proposal	Consultant should factor in the cost in their bid.  Not agreed to any capping on visits
16	14	Clause 2.18	Evaluation of Proposals	Request the Authority to add the following criteria for the Technical capacity requirement  The Applicant shall have over the past 5 years preceding the PDD, undertaken a minimum of 5 eligible assignments as specified in clause 3.1.4 of which atleast 2 should be PPP projects and atleast one successfully completed Transaction Advisory assignment with a Major Port Trust  Also considering the size and the value of the Project it is necessary that the applicant has the requisite financial capacity to undertake the projects of such nature. Therefore we request the Authority to add the criteria for financial capacity of the applicant to be minimum professional fees during the last financial years to be Rs. 25 crores.	Not applicable this is a Financial bid only.

17	26	Clause 7.1	The Consultant shall form a team (the " <b>Consultancy Team</b> ") for undertaking this assignment. The Consultancy Team shall consist of experts who have the requisite qualifications and experience. Financial Expert shall be the leader of the Consultancy Team. The following Key Personnel whose experience and responsibilities are briefly described herein would be considered for evaluation of the Technical Proposal. Other expertise as required for the services to be rendered by the Consultant shall be included in the Team either through the Key Personnel specified below or through other Professional Personnel	<ul style="list-style-type: none"> <li>• RFP entails the submission of Financial Proposal only. There is no format given for experts and CV. We request the authority to clarify whether we need to submit the experts CV as a part of the proposal.</li> <li>• Also the RFP misses out on the definition of eligible assignment. We request the authority to provide clarity on the eligible assignments</li> </ul>	The CV'S of personnel to be deployed for the work have to be submitted to check their conformation to the Tender requirements
18	4	Clause 1.8	<b><u>Schedule of Selection Process</u></b> Proposal due date	We request the authority to provide an extension of atleast 02 weeks from the date of issuance of clarifications to pre-bid queries	Not agreed. Last date for submission is scheduled on 06.04.2017 upto 15:00 hrs.