

Queries and Clarification on RfQ documents of Talwandi Sabo TPP issued on 25.9.2007

Sl. No.	Company	Query	Clarification
1	Chambal Infrastructure and Ventures Ltd.	Our Company Chambal Infrastructure Ventures Ltd., (100% subsidiary of Chambal Fertilisers & Chemicals Ltd.) does not have a post named CEO or Managing Director. Kindly clarify whether it meets the requirement if one of the following certifies the documents mentioned above. Our Executive President (who is not the member of the Board) shall be issued necessary Power of Attorney as authorized signatory, or one of the Directors of the Board.	As per the provision of RfQ, the documents are required to be signed by Managing Director/Chief Executive Officer who should also be full time Director on the Board of the Bidding Company/Lead Member in case of Consortium. This is as per the Standard Bid Document (SBD) issued by Ministry of Power. CIVL may take action accordingly.
2	CLP Power India Pvt. Ltd.	In cases, wherein the Bidding Company is using financial and technical strengths of its Parent / Affiliate, there may be jurisdictional issue since the Statutory Auditors of the Bidding Company may not be able to certify the numbers of its Parent/Affiliate which are being used for meeting the qualification requirements.	As per the provision of RfQ, the Statutory Auditor of the Parent / Affiliate Company is providing information as per Form 9D. The Statutory Auditor of the Bidding Company/Lead Member can certify the documents based on the documents of the Parent/ Affiliate Company. As such, it is not required to issue amendment on this.
3	Essar Power Ltd.	I would like to bring to your notice that the Formats for certificates for technical and financial requirement provided in Annexure 9 of RFQ specify that these certificates have to be printed on the letter head of Bidding Company/ Parent/Affiliate/ Each Member in a Bidding Consortium. Please note that the Statutory Auditor signing a certificate cannot sign on the letter head of Bidding Company/ Parent/Affiliate. Instead it will sign on a plain paper. Please clarify that a Statutory Auditor signing a certificate on a plain paper is acceptable to TSPL.	The Formats for certificates for technical and financial requirement provided in Annexure 9 of RFQ specify that these certificates have to be printed on the letter head of Bidding Company/Parent/Affiliate/ Each Member in a Bidding Consortium. The Statutory Auditor signing a certificate would only certify that the Company (Bidding Company/ Parent/ Affiliate/Each Member in a Bidding Consortium) has a certain technical/ financial strength. The Statutory Auditor would be certifying the contents of the Certificate on their own, based upon their independent assessment of the technical/financial numbers of the Applicant Company.

			The certificates are to be submitted as per the requirement of the RfQ.
4	Sriram EPC	<p>In the clause 3.3.4 of the RFQ document it is mentioned that to take 100% benefit of the technical & financial capability of a parent or its affiliates, a bidding company or consortium member need to submit legally binding undertaking supported by a board resolution at "RFP" stage.</p> <p>Kindly re confirm that this legally binding undertaking supported by a board resolution is required at "RFP" stage NOT at "RFQ" stage.</p>	The arrangement should be in place at RfQ stage while the Board Resolution can be submitted at RFP stage as per the document.
		<p>Item 5-Checklist for Bidders (Page 21 of Revised version of RFQ)</p> <p>It was indicated from the old version of RFQ that a Letter of Consent (format as per Annex 10) from all Members in Bidding Consortium is required. However, in the revised version of RFQ, there is no prescribed format of the Letter of Consent in the Annexes. Please clarify if the format of Letter of Consent in the old version of RFQ (Annex 10, as attached) can be used.</p>	Please follow the RfQ document. Format for Letter of Consent is not provided in the document. A suggested format of the Letter of Consent from the member of the Bidding Consortium is enclosed, which can be used.
		<p>Last 5 years of Annual Report (Clause 3.3.4 of RFQ)</p> <p>In the event the Bidding Company is taking benefit of the technical and financial capabilities of its parent company and in which case its parent company is not a public listed company (so does not have the Annual Reports) but the 'grand' parent is, can we submit the Annual Report of the 'grand' parent company?</p>	In the event the Bidding Company is taking benefit of the technical and financial capabilities of its parent company and in which case its parent company is not a public listed company (so does not have the Annual Reports), the Bidding Company can submit the Annual Accounts of the parent company.
		Disclosure Letter (Annexure 11)	In the first para of Annexure 11 (Format of Disclosure), the Bidder

		<p>We are unable to adopt the format of Disclosure Letter to confirm that, "we do not have Conflict of Interest with any other company participating in the bid process" because we do not know who the other participants are. Therefore, we would request whether it is alright to remove reference to 'other participants' and give confirmation only to the extent it is within our knowledge.</p>	<p>shall be disclosing the name of the companies with which it has direct or indirect relationship, which are also separately participating in the Bid process. Further, in the last para, the Bidder shall be confirming that it does not have any Conflict of Interest with any other company participating in this bid process. The last para is to be read in the light of first para and therefore declarations in respect of Conflict of Interest in the last para is only in respect of the companies with which the Bidder has direct or indirect relationship, which are also separately participating in the Bid process.”</p>
		<p>Power of Attorney (Annexure 8 - mode of execution)</p> <p>The RFQ only mentioned about compliance with applicable law in the country of execution (which in our partners case is Malaysia & hence covers only authentication and registration with High Court of Malaya) and not about legalization by the Embassy of India. It has been noticed by our partners that there were other projects in India where the RFQ required the Power of Attorney (PoA) to be legalized. Please clarify whether it suffices for us to have the PoA authenticated and registered with High Court of Malaya as per applicable law in Malaysia.</p>	<p>Please refer to Annexure 8 (Format for Power of Attorney for Signing the Bid), as per which foreign entities submitting bids are required to follow the applicable law in their country. In your case if the applicable laws in Malaysia require that the Power of Attorney should be authenticated and registered with High Court of Malaya, then the same would be sufficient and the Power of Attorney need not be legalized.</p>

**SUGGESTED FORMAT FOR LETTER OF CONSENT
from all Members in a Bidding Consortium**

To,

Director (Projects),
Talwandi Sabo Power Limited,
Thermal Shed No.: T-2,
Punjab State Electricity Board,
Near Railway Crossing No.: 22,
Patiala – 147001, Punjab, India

Sub: Response to RfQ for Tariff Based Bidding Process for procurement of power on long term basis from thermal power station to be set up near Talwandi Sabo at village Banwala, Distt: Mansa, Punjab, India

Dear Sir,

We the undersigned Member of _____ (Insert name of the Bidding Consortium) have read, examined and understood the RfQ document for supply of power on long term basis at the generator switch yard bus bar from _____. We hereby confirm our concurrence with each element of the proposal /response including in particular the Joint Deed Agreement submitted by _____ (Insert name of the Bidding Consortium) in response to the RfQ documents.

We hereby confirm our commitment to participate in the said bidding consortium and invest _____% of the issued and paid up equity share capital as per the terms of the Joint Deed Agreement of _____ (Insert the name of the Consortium)

The period of validity of this letter shall not be less than one hundred and eighty (180) days from the last date of submission of Bid.

Details of contact persons are furnished as under:

Name, Designation
Company, Address
Phone Nos., Fax Nos., E-mail address

Dated the _____ day of _____ of 2007

Thanking you,
Yours faithfully,

1. _____ 2. _____ 3. _____
(Signature, Name, Designation of Authorised signatory and Company's Rubber Seal)