



INFRASTRUCTURE CORPORATION OF ANDHRA PRADESH LIMITED (INCAP)

NOTICE INVITING

REQUEST FOR QUALIFICATION (RFQ)

FOR

**EMPANELMENT OF LEGAL FIRMS BY INFRASTRUCTURE CORPORATION OF
ANDHRA PRADESH LIMITED (INCAP) FOR PROVIDING COMPREHENSIVE
LEGAL SERVICES IN RESPECT OF INFRASTRUCTURE PROJECTS BEING
DEVELOPED IN THE STATE OF ANDHRA PRADESH**

(October 2015)



(Proposal Due Date: 26-10-2015)

(This document is meant for exclusive purposes of submitting the Proposal against this RFQ document and shall not be transferred, reproduced or otherwise used for purposes other than that for which it is specifically issued)

**Vice Chairman and Managing Director,
Infrastructure Corporation of Andhra Pradesh Limited (INCAP)
10-2-1, III Floor, FDC Complex, AC Guards,
Hyderabad – 500 028, India
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 1773
Email: incap@incap.co.in, md@incap.co.in.
Web: www.incap.co.in**



Request for Qualification

	<p align="center">Infrastructure Corporation of Andhra Pradesh Ltd. (Under the control of Energy, Infrastructure & Investment Dept., GoAP) # 10-2-1, III Floor, FDC Complex, AC Guards, Hyderabad – 500 028, India</p>	
<p align="center">NOTICE INVITING</p>	<p align="center">Empanelment of Legal Firms by INCAP for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh</p>	
<p align="center">Notice No. INCAP/Empanelment/Legal Firms /195/2015 03/10/2015</p>		
<p>Infrastructure Corporation of Andhra Pradesh (INCAP) invites Proposals for empanelment of Legal Firms to provide comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh.</p> <p>All other details including any date extensions, clarifications, amendments, corrigenda etc., will be uploaded only to the website of INCAP and will not be published in Newspapers. Hence, Applicants shall regularly visit the website of INCAP to keep themselves updated.</p> <p>The interested Applicants may download the Request for Qualification (RFQ) document from the following website : www.incap.co.in</p> <p align="right">Sd/- Vice Chairman and Managing Director</p>		
<p>For any queries please send e-mail to: incap@incap.co.in or contact Mr. R. Srinivasa Rao, CPC, INCAP on +917702918484</p>		



INFRASTRUCTURE CORPORATION OF ANDHRA PRADESH LIMITED (INCAP)
10-2-1, 3rd FLOOR, FDC COMPLEX, AC GUARDS, HYDERABAD – 500028, India,
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 1773 Email: incap@incap.co.in.

EMPANELMENT OF LEGAL FIRMS BY INFRASTRUCTURE CORPORATION OF ANDHRA PRADESH LIMITED (INCAP) FOR PROVIDING COMPREHENSIVE LEGAL SERVICES IN RESPECT OF INFRASTRUCTURE PROJECTS BEING DEVELOPED IN THE STATE OF ANDHRA PRADESH

Notice No. INCAP/Empanelment/Legal Firms/195/2015 03/10/2015

REQUEST FOR QUALIFICATION DOCUMENT

Proposals in the prescribed format are invited from suitable Applicant(s) for empanelment of Legal Firms for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh.

1.	Name of Authority	Infrastructure Corporation of Andhra Pradesh Limited
2.	Name of the Consultancy assignment	Providing comprehensive legal services to INCAP in respect of infrastructure projects being developed in the state of Andhra Pradesh
3.	Last date & time for submission of Proposal (Proposal Due Date)	15.00 Hours IST on 26-10-2015
4.	Date & time for opening Proposal	16.00 Hours IST on 26-10-2015 in the Board Room of Infrastructure Corporation of Andhra Pradesh, #10-2-1, 3rd FLOOR, FDC COMPLEX, AC GUARDS, HYDERABAD – 500028, India.
5.	Method of Empanelment	The empanelment shall be on the following basis: <ol style="list-style-type: none">1) The Applicants should meet the minimum eligibility criteria2) Technical proposals of Applicants who meet the minimum eligibility criteria shall be evaluated3) Using the score obtained in Evaluation Criteria in descending



Request for Qualification

		order, to constitute a panel of 6 (Six) Legal Firms.
6.	Validity of the Proposal	The RFQ Proposal shall indicate that it shall remain valid for a period of minimum 3 (Three) years from the last date of submission of the RFQ with a provision for extension without change in terms and conditions.
7.	Proposal Processing Fee (Non-refundable)	Rs.10,000/- (Rupees ten thousand only) In the form of a Demand Draft issued by one of the Nationalized/ Scheduled Banks in India in favor of the Vice Chairman and Managing Director, INCAP Ltd., payable at Hyderabad. The Proposal Processing Fee shall have its validity up to 30 (thirty) days from the Proposal Due Date.



Acknowledgement:

This document shall be returned duly signing each page by the authorized person accepting the terms and conditions.

It is expressly understood that the party has subscribed to this document with an express understanding that they will use this document only for the sole purpose of participating in the Qualification process for the **empanelment of Legal Firms for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh** and must not be used for any other purpose. This document must not be passed to a third party except professional advisers assisting with this Proposal submission. The document may not be reproduced or communicated, in whole or in part, and its contents may not be distributed in written or oral form without written permission from the issuing authority.

Signature of the issuing Authority

Vice Chairman & Managing Director
Infrastructure Corporation of Andhra Pradesh Ltd. (INCAP)
10-2-1, 3rd Floor, FDC Complex,
AC Guards, Hyderabad – 500028, India.
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 1773
Email: incap@incap.co.in, md@incap.co.in.
Web: www.incap.co.in

Disclaimer

The information contained in this Request for Qualification document (“**RFQ**”) or subsequently provided to Applicants, whether verbally or in documentary or any other form by or on behalf of the Authority or any of its employees or advisers, is provided to Applicants 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 Authority 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 Proposals pursuant to this RFQ. This RFQ includes statements, which reflect various assumptions and assessments arrived at by the Authority in relation to the Consultancy. 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 Authority, its employees or advisers to consider the objectives, technical expertise 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 and information contained in this RFQ and obtain independent advice from appropriate sources.

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

The Authority, its employees and advisers make no representation or warranty and shall have no liability to any person including any Applicant 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, reliability or completeness 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 in this Selection Process.

The Authority 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.



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

The issue of this RFQ does not imply that the Authority is bound to select an Applicant or to appoint the Selected Applicant, as the case may be, for the Consultancy and the Authority reserves the right to reject all or any of the Proposals without assigning any reasons whatsoever.

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



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1. INTRODUCTION

1.1. Background

- 1.1.1. Government of Andhra Pradesh is engaged in the development of various infrastructure projects across various sectors defined in Schedule III of AP IDE Act 2001, sectors being handled or to be handled by INCAP/E, I&I Dept, including but not limited to:
- a) Airports
 - b) Ports
 - c) Highways including Beach Road
 - d) Urban infrastructure projects like convention centers, hotels, sports complexes, international schools, golf courses, bus/truck terminals etc.
- 1.1.2. Infrastructure Corporation of Andhra Pradesh (INCAP) (the “**Authority**”) is providing advisory services to the Government of Andhra Pradesh for implementation of the aforesaid projects.
- 1.1.3. The Authority intends to empanel Legal Firms (the “**Consultant**”) for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh in the infrastructure sectors defined in the Schedule III of AP IDE Act 2001, sectors being handled or to be handled by INCAP/E, I&I Dept. The scope of services is detailed in section 2.1.1. Therefore, the Authority invites Proposals for forming a panel of Legal Firms.

1.2. Release of RFQ Document

- 1.2.1. The RFQ document will be made available in the website of INCAP from the date of publication of RFQ notification in the News Papers.
- 1.2.2. The Applicant needs to furnish, as part of its Proposal, a fee of Rs. 10,000/- (Rupees Ten Thousand Only) in the form of a Demand Draft issued by one of the Nationalised/ Scheduled Banks in India in favour of the Vice Chairman and Managing Director, INCAP Ltd., payable at Hyderabad towards non-refundable proposal processing fee (the “**Proposal Processing Fee**”). The Proposal Processing Fee shall have its validity up to 30 (thirty) days from the Proposal Due Date (the “**Proposal Due Date**”).

1.3. Validity of the Proposal

- 1.3.1. The RFQ Proposal shall indicate that it shall remain valid for a period of minimum 3 (three) years from the last date of submission of the RFQ with a provision for extension without change in terms and conditions.
- 1.3.2. Empanelment is also liable for cancellation if at any stage it is found that the documents/information submitted in the Proposal is false.
- 1.3.3. The Authority shall have the right to terminate the empanelment by giving a written notice to the Consultant without any compensation if the empanelled Consultant becomes bankrupt or otherwise insolvent or in case of dissolution of the firm or winding up of the

company, provided that such termination will not prejudice or effect any right of action or remedy, which has accrued thereafter to the Authority.

1.4. **Brief description of the Selection Process**

- 1.4.1. The Authority intends to select the Consultant(s) through an open competitive bidding process in accordance with the procedure set out herein.
- 1.4.2. This RFQ document will be used to select a panel of **6 (Six)** Legal Firms, using the score obtained in Evaluation Criteria (detailed in Clause 3.1) in descending order, who will be empanelled to provide comprehensive legal services per the scope defined in Clause 2.1.1.
- 1.4.3. If the number of qualified Applicants is less than **6 (Six)**, the Authority reserves the right to reduce the minimum eligibility criteria and/or evaluation criteria for technical proposal.
- 1.4.4. A Request for Proposal (RFP) for each infrastructure project as described in Clause 1.1.1 will be released to all the empanelled consultants.
 - a) For each engagement / assignment the Authority would specifically define the scope of engagement, which may include components beyond the defined scope in this RFQ and/or call for a Limited RFP to the Empanelled firms.
 - b) As per the selection criteria detailed in the respective RFPs, the Consultant shall be selected.
- 1.4.5. The selected Consultant after the RFP shall provide comprehensive legal services to INCAP in relation to the infrastructure projects being developed in the state of Andhra Pradesh.

1.5. **Currency conversion rate and payment**

- 1.5.1. For the purposes of technical evaluation of Applicants, Rs. 60 (Rupees Sixty) per USD shall be considered as the applicable currency conversion rate. In case of any other currency, the same shall first be converted to USD as on the date 60 (sixty) days prior to the Proposal Due Date, and the amount so derived in USD shall be converted into INR at the aforesaid rate. The conversion rate of such currencies shall be the daily representative exchange rates published by the International Monetary Fund for the relevant date.
- 1.5.2. All payments to the Consultant shall be made in INR in accordance with the provisions of this RFP. The Consultant may convert INR into any foreign currency as per Applicable Laws and the exchange risk, if any, shall be borne by the Consultant.

1.6. **Schedule of Selection Process**

The Authority would endeavor to adhere to the following schedule:

Event Description

Date

- | | |
|---|------------------------------|
| 1. Last date for receiving queries/clarifications | 1700 hours IST 9-10-2015 |
| 2. Authority's response to queries | 1700 hours IST 13-10-2015 |
| 3. Proposal Due Date | 1500 hours IST 26-10-2015 |
| 4. Opening of Proposals | 1600 hours IST 26-10-2015 |
| 5. Validity of Proposals | 3 years of Proposal Due Date |

1.7. Communications

- 1.7.1. Submission of Proposal in hard copies in response to this RFQ through registered post/speed post/ courier or hand delivered, should be addressed to:

The Vice Chairman and Managing Director,
Infrastructure Corporation of Andhra Pradesh Ltd.
10-2-1, III Floor, FDC Complex, AC Guards,
Hyderabad - 500 028, Telangana, India.
Phone: 040-23321771/2
Fax: 040-23321773
Email: incap@incap.co.in

The Applicants are welcome to make any query related to RFQ prior to submission of Proposal on email at incap@incap.co.in within the date specified in Clause 1.6.

The Applicants are advised in their own interest to ensure that completed Proposals reach the office of Authority at the address mentioned well before the dates stipulated in the document. Proposals submitted through Speed post/ Registered Post / Courier / Hand delivered shall be accepted. Proposals submitted through Telex / Telegraphic / Fax / email will not be considered and summarily rejected.

Proposals received after the date and time stipulated in this RFQ shall not be considered and shall be summarily rejected. **Any proposal received after the closing time for submission of proposals shall be returned unopened.** The Authority shall not be responsible for delayed receipt of Proposals.

The official website of the Authority is: <http://www.incap.co.in>. All details including this RFQ document, any Proposal Due Date extensions, clarifications, amendments, addenda, corrigenda, etc., in respect of this notification will be uploaded only to the website of INCAP and will not be published in Newspapers.

- 1.7.2. All communications, including the envelopes, should contain the following information, to be marked at the top in bold letters:

Notice No. INCAP/Empanelment/Legal Firms/195/2015 03/10/2015



**EMPANELMENT OF LEGAL FIRMS BY INFRASTRUCTURE CORPORATION OF
ANDHRA PRADESH LIMITED (INCAP) FOR PROVIDING COMPREHENSIVE
LEGAL SERVICES IN RESPECT OF INFRASTRUCTURE PROJECTS BEING
DEVELOPED IN THE STATE OF ANDHRA PRADESH**

2. INSTRUCTIONS TO APPLICANTS

2.1. Scope of Proposal

2.1.1. **Role of Consultant:** The empanelled Legal Firms will provide comprehensive legal consultancy services for various infrastructure projects in the course of the empanelment period. A Consultant would be selected from the empanelled list for each such project. The Consultant would be responsible for providing comprehensive legal services to INCAP, in relation to the infrastructure projects being developed in the State of Andhra Pradesh.

The selected Consultant would have to wholly or partly provide services described below:-

- 1) To review the tender documents such as Request for Expression of Interest, Request for Qualification (RFQ) and the Request for Proposal (RFP) documents for a Project from a legal perspective, and suggest changes as may be necessary.
- 2) To draft, review, negotiate and finalize the Agreement/Concession Agreement to be entered with the successful bidder for a project, from a legal perspective
- 3) To attend pre-bid meetings with the proposed bidders, provide clarification and assist in negotiations/discussions with respect to the Project, from a legal perspective.
- 4) Assist INCAP in addressing bidders' queries relating to legal issues.
- 5) To review and finalize the Letter of Award and other correspondence related to award of a project to the successful bidder.
- 6) To provide requisite legal advice in relation to a Project until the execution of Concession Agreement.
- 7) To represent INCAP in legal proceedings viz. court cases, PILs, writ petitions; prepare all required documentation for representing INCAP.
- 8) To prepare affidavits/caveats and other legal documents for INCAP as needed.
- 9) Appear in courts for the legal proceedings assigned to it on behalf of INCAP. Follow up on the cases assigned to it
- 10) Keep INCAP officials informed of the important developments in legal proceedings from time to time, particularly with regard to finalization of drafts, filing of legal documents, dates of hearing of cases, supplying of copies of judgements etc.



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- 11) Customize the model concession agreement (including schedules to the concession agreement) recommended by the Planning Commission or customize benchmark agreement from similar projects or draft agreement to suit the requirements of a project.
- 12) Assist INCAP in negotiating the Agreement with the preferred bidder, as required.
- 13) Finalize the agreement (including schedules to the agreement) to be signed.
- 14) Assist INCAP in responding to legal issues raised by the Concessionaire/Contractor/Consultant
- 15) Any other legal matters as required during the empanelment period.

Other Instructions

The Consultant shall not utilize or publish or disclose or part with any statistics, data/proceeding or information collected for the purpose of INCAP, without written consent of INCAP. The Consultant shall be bound to hand over the entire records of assignment to INCAP. The Consultant shall be responsible for any explanation / description in the matter of this engagement.

2.1.2. Key Personnel

1) Applicants shall propose mandatory Key Personnel for the following positions..

Personnel	Educational Qualification	Length of Professional Experience	Minimum Eligibility
Legal Expert cum Team Leader	Master in law	15 years	He shall be a member of the Bar Council of India. He should have 15 years' experience in PPP/commercial contracts especially in infrastructure sectors listed in Section 1.1.1. He should have led the legal teams for not less than 2 (two) Eligible Assignments.
Associate Lawyer	Bachelor in law	8 years	He shall be a member of the Bar Council of India. He should have 8 years experience in PPP/commercial contracts especially in infrastructure sectors listed in Section 1.1.1.. He should have worked as an Associate Lawyer for not less than 2 (two) Eligible Assignments.

Note: 1) No Key Personnel should have attained the age of 75 (seventy five) years at the time of submitting the Proposal

2) The aforementioned key personnel shall not be substituted during the empanelment period. However, substitution shall be permitted if the Key Personnel is not available for reasons of any incapacity or due to health, subject to equally or better qualified and experienced personnel being provided to the satisfaction of the Authority.

2.2. Minimum Eligibility Criteria for Empanelment

2.2.1. The Applicant shall be a company / a corporate body incorporated under the Companies Act, 1956 or the Companies Act, 2013 or a Limited Liability Partnership (LLP) incorporated under the Limited Liability Partnership Act. 2008. Certificate of Incorporation/ Registration shall be furnished for the same.

2.2.2. The Applicant shall be a single entity applying for empanelment process.

2.2.3. The Applicant should not have a Conflict of Interest that affects the empanelment process. Any Applicant found to have a Conflict of Interest shall be disqualified.

2.2.4. Any entity which has been barred by the Central/ State Government, or any entity controlled by it, from participating in any project, and the bar subsists as on the date of RFQ, would not be eligible to submit a RFQ.

- 2.2.5. The partners of the law firm should have never been penalized by any bar council in any disciplinary processing.
- 2.2.6. The Law Firms should hold a valid PAN and Service Tax Registration Number. (Attach Photostat copies.).
- 2.2.7. An Applicant, in the last 3 years, 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 against the Applicant, as the case may be, nor has been expelled from any project or contract by any public entity nor have had any contract terminated by any public entity for breach by such Applicant.
- 2.2.8. **Financial Capacity:** The Applicant shall have received a minimum of Rs. 10 crore (Rupees Ten Crore) or USD 5 mn (US Dollars Five Million) per annum as professional fees during each of the three financial years preceding the PDD viz. 2012-13, 2013-14 and 2014-15. For the avoidance of doubt, professional fees hereunder refers to fees received by the Firm for providing advisory or consultancy services to its clients and shall not include any amounts received by way of reimbursement or fee for payment to external counsels, senior advocates or external professional retained by the firm for its clients.
- 2.2.9. **Technical Capacity:** The Applicant must have completed at least 3 (Three) Eligible Assignments over the past 5 (five) years as defined in Clause 3.2. Out of these assignments at least 1 (One) should be for airports, ports, highways, social infrastructure like convention centres, hotels, sports stadia, international schools, golf courses etc..
- 2.2.10. The applicant must have a minimum of 5 (five) years of experience in providing legal services for infrastructure projects such as airports, ports, highways, social infrastructure like convention centres, hotels, sports stadia, international schools, golf courses etc..
- 2.2.11. The Applicants may note that mere meeting of the minimum eligibility criteria does not entitle them for empanelment. The applicants meeting the minimum eligibility criteria will be further short-listed for Evaluation. Technical Proposal of only those firms will be evaluated who meets the minimum eligibility criteria.

2.3. Cost of Proposal

- 2.3.1. The Applicants shall be responsible for all of the costs associated with the preparation of their Proposals and their participation in the Selection Process including subsequent negotiation, visits to the Authority etc. The Authority will not be responsible or in any way liable for such costs, regardless of the conduct or outcome of the Selection Process.

2.4. Acknowledgement by Applicant

- 2.4.1. It shall be deemed that by submitting the Proposal, the Applicant has:
- made a complete and careful examination of the RFQ;
 - received all relevant information requested from the Authority;

- c) acknowledged and accepted the risk of inadequacy, error or mistake in the information provided in the RFQ or furnished by or on behalf of the Authority;
- d) Acknowledged that it does not have a Conflict of Interest.

2.4.2. The Authority shall not be liable for any omission, mistake or error on the part of the Applicant in respect of any of the above or on account of any matter or thing arising out of or concerning or relating to RFQ or the Selection Process, including any error or mistake therein or in any information or data given by the Authority.

2.5. Right to reject any or all Proposals

2.5.1. Notwithstanding anything contained in this RFQ, the Authority reserves the right to accept or reject any Proposal and to annul the Selection Process and reject all Proposals, at any time without any liability or any obligation for such acceptance, rejection or annulment, and without assigning any reasons thereof.

2.5.2. The proposal received without Proposal Processing Fee or other requisite documents shall be rejected.

2.5.3. Without prejudice to the generality of Clause 2.5.1, the Authority reserves the right to reject any Proposal if:

- a) at any time, a material misrepresentation is made or discovered, or
- b) The Applicant does not provide, within the time specified by the Authority, the supplemental information sought by the Authority for evaluation of the Proposal.

2.5.4. Misrepresentation/ improper response by the Applicant may lead to the disqualification of the Applicant.

2.5.5. Receipt of Proposal beyond the Proposal Due Date shall result in disqualification.

2.5.6. Additionally, the Proposals may lead to disqualification under, inter-alia, any of the following circumstances:

- a) Prior suspension by Government of Andhra Pradesh, whether in a capacity as a consulting firm or individual consultant.
- b) A record of unsatisfactory past performance, particularly non-compliance with contract terms, plans and specifications or abandonment of work and similar deficiencies.

2.4.7. Corrupt or Fraudulent Practices - In the event of the Applicants engaging in corrupt or fraudulent practices during the proposal process, as per the judgement of INCAP, the proposal will be rejected. Any decision in this regard will be final and binding on the Applicant.

For the purpose of this clause: “Corrupt Practice” means the offering, giving, receiving or soliciting of anything of value to influence the action of INCAP in the selection process. It also includes bringing undue influence through any quarter or interfering directly or indirectly in the selection process to affect its outcome.

2.6. Amendment of RFQ

- 2.6.1. At any time prior to the deadline for submission of Proposal, the Authority may, for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, modify the RFQ document by the issuance of Addendum/ Amendment.
- 2.6.2. The amendments will be posted on the Official Website along with the revised RFQ containing the amendments and will be binding on all Applicants.
- 2.6.3. In order to afford the Applicants a reasonable time for taking an amendment into account, or for any other reason, the Authority may, in its sole discretion, extend the Proposal Due Date.

2.7. Preparation and Submission of Proposal

2.7.1. Language

The Proposal with all accompanying documents (the “**Documents**”) and all communications in relation to or concerning the Selection Process shall be in English language and strictly on the forms provided in this RFQ. No supporting document or printed literature shall be submitted with the Proposal unless specifically asked for and in case any of these Documents is in another language, it must be accompanied by an accurate translation of the relevant passages in English, in which case, for all purposes of interpretation of the Proposal, the translation in English shall prevail.

2.7.2. Submission of Proposal

2.7.2.1. The Applicants shall submit the Proposal in hard bound form with all pages numbered serially and by giving an index of submissions. Each page of the submission shall be initialled by the Authorized Representative of the Applicant as per the terms of the RFQ. Soft copies of the Proposal in MS Word and/or PDF formats shall also be submitted in a Compact Disk/Digital Versatile Disc/Pen Drive.

2.7.2.2. The Proposal from the Applicants must contain the following:

- a) Letter of Proposal (Appendix I – Form 1)
- b) Index (giving list of contents and corresponding page numbers in the Proposal)
- c) Certificate of Incorporation/ Registration
- d) Original and 1(One) Copy of the Proposal
- e) Compact Disk/Digital Versatile Disc/Pen Drive containing soft copy of the Proposal in MS Word and/or PDF formats.
- f) Proposal Processing Fee
- g) Particulars of the Applicant (Appendix I – Form 2)
- h) Financial capacity of the Applicant (Appendix I – Form 3)
- i) Company Profile (Appendix I – Form 4)
- j) Summary of list of assignments conducted in last 5 years (Appendix I – Form 5)

- k) Detailed Particulars of Assignments completed (Appendix I – Form 6)
- l) Summary of Permanent Key Professionals (Appendix I – Form 7)
- m) CVs of Permanent Key Professionals (Appendix I – Form 8)
- n) Summary Sheet for Evaluation (Appendix I – Form 9)
- o) Other documents, if any

2.7.2.3. The Proposal will be sealed in an envelope which will bear the address of the Authority, RFQ Notice number, Consultancy name (as detailed in Clause 2.7.2.7) and the name and address of the Applicant. It shall bear on top, the following:

“Do not open, except in presence of the Authorized Person of the Authority”

If the envelope is not sealed and marked as instructed above, the Authority assumes no responsibility for the misplacement or premature opening of the contents of the Proposal submitted and consequent losses, if any, suffered by the Applicant.

2.7.2.4. The Proposal shall be typed or written in indelible ink and signed by the Authorised Representative of the Applicant. All pages of the original Proposal must be numbered and initialled by the person or persons signing the Proposal.

2.7.2.5. The completed Proposal must be delivered on or before the specified time on Proposal Due Date. Proposals submitted by fax, telex, telegram, e-mail or any other format except as specified in this section shall not be entertained.

2.7.2.6. The Proposal shall be made in the Forms specified in this RFQ. Any attachment to such Forms must be provided on separate sheets of paper and only information that is directly relevant should be provided. This may include photocopies of the relevant pages of printed documents. No separate documents like printed annual statements, company brochures, copy of contracts etc. will be entertained.

2.7.2.7. The above sealed envelope shall be submitted with the following inscription:

“REQUEST FOR QUALIFICATION”

**EMPANELMENT OF LEGAL FIRMS BY INFRASTRUCTURE CORPORATION
OF ANDHRA PRADESH LIMITED (INCAP) FOR PROVIDING COMPREHENSIVE
LEGAL SERVICES IN RESPECT OF INFRASTRUCTURE PROJECTS BEING
DEVELOPED IN THE STATE OF ANDHRA PRADESH**

2.7.3. Proposal Due Date

2.7.3.1. The completed Proposals should reach the under mentioned address before 1500 hours IST on 26/10/2015

Vice Chairman and Managing Director,
Infrastructure Corporation of Andhra Pradesh Limited (INCAP)

10-2-1, III Floor, FDC Complex, AC Guards,
Hyderabad – 500 028, India
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 1773
Email: incap@incap.co.in, md@incap.co.in.

2.7.3.2. In case, the Proposal Due Date is an unscheduled holiday, the Proposal has to be submitted latest by the next working day. The time and venue of submission/opening will remain unchanged. A receipt thereof should be obtained from the person specified therein.

2.7.3.3. The Authority may, in its sole discretion, extend the Proposal Due Date by issuing an Addendum in accordance with Clause 2.6 uniformly for all Applicants.

2.7.4. **Late Proposals**

Proposals received by the Authority after the specified time on Proposal Due Date shall not be eligible for consideration and shall be summarily rejected. The Authority will not be responsible for any delay in receipt of Proposals.

2.7.5. **Modification/ substitution/ withdrawal of Proposals**

2.7.5.1. The Applicant may modify, substitute, or withdraw its Proposal after submission, provided that written notice of the modification, substitution, or withdrawal is received by the Authority prior to Proposal Due Date. No Proposal shall be modified, substituted, or withdrawn by the Applicant on or after 1500 hours IST of Proposal Due Date.

2.7.5.2. The modification, substitution, or withdrawal notice shall be prepared, sealed, marked, and delivered with the envelopes being additionally marked “MODIFICATION”, “SUBSTITUTION” or “WITHDRAWAL”, as appropriate.

2.7.5.3. Any alteration / modification in the Proposal or additional information or material supplied subsequent to the Proposal Due Date, unless the same has been expressly sought for by the Authority, shall be disregarded.

2.7.6. **Opening of Proposals**

The Proposals will be opened at 1600 hours IST on 26/10/2015 at the following address:

Board Room,
Infrastructure Corporation of Andhra Pradesh Limited (INCAP)
10-2-1, III Floor, FDC Complex, AC Guards,
Hyderabad – 500 028, India
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 177

2.8. **Conflict of Interest**

The Authority requires that Consultants provide professional, objective, and impartial advice and at all times hold the Authority’s interests paramount, strictly avoid conflicts



with other Projects or their own corporate interests and act without any consideration for future work. Without limitation on the generality of the foregoing, Consultants, and any of their affiliates, shall be considered to have a conflict of interest and shall not be recruited.

2.9. Confidentiality

The empaneled firm/Company and their personnel shall not, either during the term or after expiration of this empanelment, disclose any proprietary or confidential information relating to the services, contract or business or operations of the Authority, without the prior written consent of the Authority.

3. CRITERIA FOR EVALUATION FOR TECHNICAL PROPOSAL

3.1. Evaluation of Proposals

An overall minimum score of 60 out of 100 is required for consideration of empanelment.

S.No	Description	Marks								
1.	Past relevant experience of the Applicant in last five years	45								
1.1	<p>Past relevant experience of consultancy in terms of no. of completed eligible assignments (Max. marks - 25)</p> <ul style="list-style-type: none"> • Number of assignments: 5 (25 marks) <p>Note : For each Eligible Assignment, 5 marks will be given</p> <p>Marks will be awarded based on documentary proof of assignments of consultancy, enclosed along with the Technical proposal.*</p> <p>Note:</p> <ol style="list-style-type: none"> 1. For completed assignments - Completion Certificates from the Client; and Work Order with the fee indicated 									
1.2	<p>Comparative size and quality of Eligible Assignments (Max marks – 20)</p> <p>A. Estimated Capital Cost – PPP projects (in INR)</p> <ol style="list-style-type: none"> i. Estimate Capital cost : Rs.200 crore – Rs. 300 crore – 5 marks ii. Estimate Capital cost : Rs. 301 crore – Rs. 500 crore – 7 marks iii. Estimate Capital cost > or = Rs. 501 – 10 marks <p>OR</p> <p>B. Estimated Capital Cost – Non PPP projects (in INR)</p> <ol style="list-style-type: none"> i. Estimate Capital cost : Rs.500 crore – Rs. 600 crore – 5 marks ii. Estimate Capital cost : > or = Rs. 601 crore - Rs. 700 crore – 7 marks iii. Estimate Capital cost : > or = Rs. 701 crore – 10 marks 									
2	Qualification and experience of Team Proposed for the assignment*	45								
2.1	<p>Legal Expert cum Team Leader - One (Max. marks - 25)</p> <ul style="list-style-type: none"> • Post-Graduation/Doctorate in Law (5 marks). • Minimum years of relevant experience – 15 years (5 marks) • Experience in 5 Eligible Projects (15) 									
2.2	<p>Associate Lawyer – One (Max. marks 20)</p> <ul style="list-style-type: none"> • Minimum qualification – Bachelor in Law (5 marks) • Minimum years of relevant experience – 8 years (5 marks) • Experience in 5 Eligible Projects (10) 									
3	Strength of the Firm	10								
	<table border="1"> <thead> <tr> <th>Criteria</th> <th>Marks</th> </tr> </thead> <tbody> <tr> <td>More than 5 years</td> <td>5 marks</td> </tr> <tr> <td>More than 6 years and less than 10 years</td> <td>7.5 marks</td> </tr> <tr> <td>10 years and beyond</td> <td>10 marks</td> </tr> </tbody> </table>	Criteria	Marks	More than 5 years	5 marks	More than 6 years and less than 10 years	7.5 marks	10 years and beyond	10 marks	
Criteria	Marks									
More than 5 years	5 marks									
More than 6 years and less than 10 years	7.5 marks									
10 years and beyond	10 marks									
	Total	100								

*No score will be awarded to the firm/Key Personnel for fulfilling the eligibility criteria of a minimum number of Eligible Assignments and only projects exceeding the eligibility criteria shall qualify for scoring. For the avoidance of doubt and by way of illustration, if the minimum number of Eligible Projects for meeting the eligibility criteria is say, 5 (five), then an equivalent number will be ignored for each Applicant and only the balance remaining will be considered for awarding scores.

3.2. Eligible Assignments

- 1) A completed infrastructure project undertaken through Public Private Partnership (PPP) or other forms of private participation and having an estimated capital cost (excluding land) of at least Rs. 200 crore (Rupees Two hundred Crore) in case of a project in India, and USD 100 million (US Dollars Hundred Million) for infrastructure projects undertaken elsewhere through PPP or other forms of private participation (the “PPP Projects”);

OR

- 2) A completed infrastructure project having an estimated capital cost (excluding land) of at least Rs. 500 crore (Rupees Five Hundred Crore) in case of a project in India, and USD 250 million (US Dollars Two Fifty Million) for projects elsewhere.
- 3) Provided that the Applicant claiming credit for a completed Eligible Assignment shall have, prior to PDD, received professional fees of at least Rs. 50 lakh (Rupees Fifty Lakh) from governments/PSUs for such assignment and where credit is being claimed by a Key Personnel, she/he should have completed the relevant assignment prior to PDD.
- 4) Provided further that if the Applicant is taking credit for an Eligible Assignment which was undertaken for a private sector entity, such assignment shall have been completed prior to PDD and the Applicant shall have received professional fees of at least Rs. 1 crore (Rupees One Crore Only) for such assignment.



Form 1
Letter of Proposal

(On Applicant's letter head)

(Date and Reference)

To,

The Vice Chairman and Managing Director,
Infrastructure Corporation of Andhra Pradesh Ltd.
10-2-1, III Floor, FDC Complex, AC Guards,
Hyderabad - 500 028, Telangana, India.
Tel: +91-40-2332 1771/72 Fax: +91-40-2332 1773
Email: incap@incap.co.in, md@incap.co.in.
Web: www.incap.co.in

Sub: Empanelment of Legal Firms for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh

Dear Sir,

With reference to your RFQ Document dated, I/We, having examined all relevant documents and understood their contents, hereby submit our Proposal for selection as Consultant for Empanelment of Legal Firms for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh

The Proposal is unconditional and unqualified.

1. All information provided in the Proposal and in the Appendices is true and correct and all documents accompanying such Proposal are true copies of their respective originals.
2. This statement is made for the express purpose of appointment as the Consultant for the aforesaid Empanelment
3. I/We shall make available to the Authority any additional information it may deem necessary or require for supplementing or authenticating the Proposal.
4. I/We acknowledge the right of the Authority to reject our Proposal without assigning any reason or otherwise and hereby waive our right to challenge the same on any account whatsoever.
5. I/We certify that in the last three years, we or any of our Associates 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 against the Applicant, 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.



Request for Qualification

6. I/We understand that you may cancel the Selection Process at any time and that you are neither bound to accept any Proposal that you may receive nor to select the Consultant, without incurring any liability to the Applicants
7. I/We certify that in regard to matters other than security and integrity of the country, we or any of our Associates have not been convicted by a Court of Law or indicted or adverse orders passed by a regulatory authority which would cast a doubt on our ability to undertake the Consultancy for the Project or which relates to a grave offence that outrages the moral sense of the community.
8. I/We further certify that in regard to matters relating to security and integrity of the country, we have not been charge-sheeted by any agency of the Government or convicted by a Court of Law for any offence committed by us or by any of our Associates.
9. I/We further certify that no investigation by a regulatory authority is pending either against me or us or against our partners or associates or against our CEO or any of our Directors/Managers/employees.[§]
10. I/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 Authority and/ or the Government of India in connection with the selection of Consultant or in connection with the Selection Process itself in respect of the above mentioned Project.
11. I/We agree and understand that the Proposal is subject to the provisions of the RFQ document. In no case, shall I/We have any claim or right of whatsoever nature if me or our Proposal is not opened or rejected.
12. I/We agree to keep this offer valid for 3 years from the Proposal Due Date specified in the RFQ.
13. I/We agree and undertake to abide by all the terms and conditions of the RFQ Document. In witness thereof, I/We submit this Proposal under and in accordance with the terms of the RFQ Document.

Yours faithfully,

(Signature, name and designation of the authorized signatory)

(Name and seal of the Applicant)

Appendix I

[§] In case the Applicant is unable to provide the certification specified in Paragraph 9, it may precede the Paragraph by the words viz. "Except as specified in Schedule Hereto". The exceptions to the certification or any disclosures relating thereto may be clearly stated in a Schedule to be attached to the Application. The Authority will consider the contents of such Schedule and determine whether or not the exceptions/disclosures are material to the suitability of the Applicant for pre-qualification hereunder.

Form 2
Particulars of the Applicant

1.	<p>Title of Consultancy:</p> <p>Consultancy services for providing comprehensive legal services in respect of infrastructure projects being developed in the state of Andhra Pradesh</p>
2.	<p>State the following:</p> <p>Name of Company or Firm:</p> <p>Legal status (e.g. incorporated private company, unincorporated business, partnership etc.):</p> <p>Country of incorporation:</p> <p>Registered address:</p> <p>Year of Incorporation:</p> <p>Year of commencement of business:</p> <p>Principal place of business:</p> <p>Brief description of the Company including details of its main lines of business</p> <p>Name, designation, address and phone numbers of authorised signatory of the Applicant:</p> <p>Name:</p> <p>Designation:</p> <p>Company:</p> <p>Address:</p> <p>Phone No.:</p> <p>E-mail address:</p>
3.	<p>For the Applicant, state the following information:</p> <p>(i) In case of non-Indian Firm, does the Firm have business presence in India? Yes/No</p> <p style="padding-left: 40px;">If so, provide the office address (es) in India.</p> <p>(ii) Has the Applicant been penalized by any organization for poor quality of work or breach of contract in the last three years? Yes/No</p> <p>(iii) Has the Applicant ever failed to complete any work awarded to it by any public</p>

	<p>authority/ entity in last three years?</p> <p style="text-align: right;">Yes/No</p> <p>(iv) Has the Applicant been blacklisted by any Government department/Public Sector Undertaking in the last three years?</p> <p style="text-align: right;">Yes/No</p> <p>(v) Has the Applicant suffered bankruptcy/insolvency in the last three years?</p> <p style="text-align: right;">Yes/No</p> <p>Note: If answer to any of the questions at (ii) to (v) is yes, the Applicant is not eligible for this consultancy assignment.</p>
4.	<p>Does the Applicant apply to be empanelled for infrastructure sectors defined in the Schedule III of AP IDE Act 2001, sectors being handled or to be handled by INCAP/E, I&I Dept.</p> <p style="text-align: right;">Yes/No</p>



Form 3
Financial Capacity of the Applicant

S. No.	Financial Year	Annual Revenue (Rs. in crores / USD mn)
1.		
2.		
3.		

Certificate from the Statutory Auditor[§]

This is to certify that..... (Name of the Applicant) has received the payments shown above against the respective years on account of professional fees.

Name of the audit firm:

Seal of the audit firm

Date:

(Signature, name and designation of the authorized signatory)

[§] In case the Applicant does not have a statutory auditor, it shall provide the certificate from its Chartered Accountant that ordinarily audits the annual accounts of the Applicant.

Note: Please do not attach any printed Annual Financial Statement.

Form 4
Company Profile

1.	Name of Applicant	
2.	Ownership	Government/ PSU/ Private
3.	Type of Organization	Public Limited Company/ Private Limited Company/ Others (please specify)
4.	i. PAN Number ii. Service Tax Registration Number	
5.	Name and designation of Key Management Person(s)	
6.	Date & year of establishment of firm	
7.	Number of years of experience in Consultancy Services	
8.	Number of permanent employees a) As on 31 March, 2014 b) As on 31 March, 2015	
9.	Number of permanent employees for Legal Consultancy Services a) As on 31 March, 2014 b) As on 31 March, 2015	
10.	Areas of Services	
11.	Core Competency	
12.	Any other important information about the organization	



Form 5

Summary List of Eligible Assignments

Sl. No.	Title of the Assignment	Infrastructure Sector	Client	Period of the Assignment	Consultancy Fee Charged (In INR Crore)	Project Cost (In INR Crore)	Scope of Services	Status of completion	Proof enclosed
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)

Form 6

Detailed Particulars of Assignments completed

1.	Name of Applicant:	
2.	Name of the Project:	
3.	Project description and other particulars	
4.	Description of services performed by the Applicant Firm:	
5.	Name of client and Address: (indicate whether public or private)	
6.	Name and telephone no. of client's representative:	
7.	Estimated capital cost of the Project (in Rs crore or USD million):	
8.	Payment received by the Applicant (in Rs. crore):	
9.	Start date of the services (month/ year):	
10.	Finish date of the services (month/ year):	
11.	Brief description of the Project:	
12.	Components of the Terms of Reference	

Notes:

1. Use separate sheet for each Project.
2. The Applicant may attach separate sheets to provide brief particulars of other relevant experience of the Applicant.

Form 7

Summary of Permanent Key Professionals

Sl. No.	Name & Designation	Experience in completed years	Educational/ professional experience	Number of Eligible Assignments	Areas of specialization	Membership in Bar Council of India
(1)	(2)	(3)	(4)	(5)	(6)	(7)
1.	Legal Expert cum Team Leader					
2.	Associate Lawyer					

Note: Detailed CVs of the key personnel should be submitted as per format given in Form 8



Form 8

Curriculum Vitae (CV) of Key Personnel

1. Proposed Position:

2. Name of Personnel:

3. Date of Birth:

4. Nationality:

5. Educational Qualifications:

6. Employment Record:

(Starting with present position, list in reverse order every employment held.)

7. Membership in Bar Council of India:

8. List of Eligible Assignments on which the Personnel has worked

Name of project	
Brief description of the project	
Activities performed	
Position held	

Certification:

I, the undersigned, certify that to the best of my knowledge and belief, this CV correctly describes me, my qualifications and my experience.

(Signature and name of the Key Personnel)

Place.....

(Signature and name of the authorized signatory of the Applicant)

Notes:

1. Use separate form for each Key Personnel
2. Each page of the CV shall be signed in ink and dated by both the Personnel concerned and by the Authorized Representative of the Applicant firm along with the seal of the firm. Photocopies will not be considered for evaluation.
3. Documentary evidence for qualification (Certificates) and membership into Bar Council shall be enclosed

Form 9
Summary Sheet for Evaluation
(To be filled by Applicants)

S. No.	Criteria	Information by applicants
1.	Relevant experience of the Applicant in last five years – number of completed eligible projects	
2.	Past relevant experience of consultancy in terms of no. of eligible assignments A. Estimated Capital Cost (in INR) - PPP projects	
3.	Past relevant experience of consultancy in terms of no. of eligible assignments A. Estimated Capital Cost (in INR) - Non PPP projects	
4.	Key Personnel Legal Expert cum Team Leader (Qualification, Professional experience and Project Experience)	
5.	Key Personnel Associate Lawyer (Qualification, Professional experience and Project Experience)	
3.	Strength of the Firm - Year of Establishment of the Company	



Request for Qualification

Certified that the information provided above is correct. In case any mistake/wrong information is found by the Authority, our company/firm will automatically get disqualified for empanelment.

(Signature and Name of the Authorized Person)