

Expression of Interest [EOI] for Development of Ski Centre at Chanshal, Shimla District



July 2019

Department of Tourism & Civil Aviation Government of Himachal Pradesh

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DISCLAIMER

The information contained in this Expression of Interest document (the “**EOI**”) or subsequently provided to Applicant(s), whether verbally or in documentary or any other form, by or on behalf of Government of Himachal Pradesh and/or Department of Tourism and Civil Aviation, Himachal Pradesh (the “**Department**”) or any of their employees or advisors, is provided to Applicant(s) on the terms and conditions set out in this EOI and such other terms and conditions subject to which such information is provided.

This EOI is not an agreement and is neither an offer nor invitation by the Department to the prospective Applicants or any other person. The purpose of this EOI is to provide interested parties with information that may be useful to them in the formulation of their application for qualification pursuant to this EOI (the “**Application**”). This EOI includes statements, which reflect various assumptions and assessments arrived at by the Department in relation to the Project. Such assumptions, assessments and statements do not purport to contain all the information that each Applicant may require. This EOI may not be appropriate for all persons, and it is not possible for the Department, its employees or advisors to consider the investment objectives, financial situation and particular needs of each party who reads or uses this EOI. The assumptions, assessments, statements and information contained in this EOI 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, statements and information contained in this EOI and obtain independent advice from appropriate sources.

Information provided in this EOI to the Applicant(s) 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 Department accepts no responsibility of the accuracy or otherwise for any interpretation or opinion on law expressed herein.

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The Department 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 EOI.

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

The issue of this EOI does not imply that the Department is bound to select and shortlist pre-qualified Applications for Bid Stage or to appoint the selected Bidder or Developer/Lessee, as the case may be, for the Project and the Department reserves the right to reject all or any of the Applications or Bids without assigning any reasons whatsoever.

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

ABBREVIATIONS

DoTCA	:	Department of Tourism and Civil Aviation, Government of Himachal Pradesh.
EOI	:	Expression of Interest
GoHP	:	Government of Himachal Pradesh
INR	:	Indian Rupee
IST	:	Indian Standard Time (GMT+5.30)
PPP	:	Public Private Partnership
RFP	:	Request for Proposal
SPV	:	Special Purpose Vehicle
SPC	:	Special Purpose Company

DEFINITION

Applicant(s)	:	As defined in section 2.21
Application Due Date	:	As defined in section 2.5
Department	:	As defined in section 2.1.1
Consortium	:	As defined in section 2.2.1
Net-worth	:	Net-Worth = Subscribed and Paid-up Equity (including Share Premium, if any) + Reserves – Revaluation Reserves - Miscellaneous expenditure not written off - Deferred Revenue Expenditure - Deficit in Profit & Loss Account
Project	:	As defined in section 1.2

SCHEDULE OF EOI

Issue of EOI document : 20th July 2019
 Application Due date and time for EOI documents Submission : 30th August 2019; 14:00 Hrs IST

EOI Submission Address

Director

Tourism & Civil Aviation Department,

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Kasumpti, Shimla-171009

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SECTION I :PROJECT INFORMATION

1.1 BACKGROUND

Project Background

To promote tourism in the countryside and to unexplored areas, appropriate infrastructure is being developed within available resources. By focusing on quality tourists, the Department aims at promoting sustainable tourism and encouraging private sector to develop tourism related infrastructure in the State without disturbing the existing ecology and environment.

DOTCA is aiming to promote tourism by developing tourism infrastructure projects on Public Private Partnership (PPP) format. Development of Ski Centre at Chanshal (Rohru), Shimla District is one of the flagship projects of DOTCA to be developed on public private partnership (PPP) format.

1.2 PROJECT

The Department intends to undertake Development of Chanshal (Rohru), Shimla District by encouraging development of a world class ski resort and winter sports training centre , Ski Lift, to promote Sking activities, Camping, Trekking, Adventure and Eco Tourism, . To improve connectivity development of an air strip / Helipad is also proposed near river bank at Chirgaon– For landing smaller aircraft and helicopters which shall be connected to site by a ropeway, supporting infrastructure in and around Chanshal shall also form part of proposal. (the “**Project**”). The Project is envisaged to be developed on PPP format

The proposed Project has a potential to be developed on PPP due to demand of tourists, proximity to Shimla, availability of quality tourism products in the region, availability of Slope and Trekking Routes. All these contribute to make Chanshal a promising location for promoting business tourism.

1.3 PROJECT LOCATION & CONNECTIVITY

Location:

Chanshal is located about 160kms from and is the highest point of Shimla district. It is situated at height of 3750 Mtrs. The Chanshal Pass is a link (75Km) which connects Rohru & Dodra Kwar. The Chanshal Peak, which is the highest & best point of visit, is located at 50Km from Rohru.

The Valley is very peaceful and famous for its scenic beauty. The view of hills covered with snow even in the month of June is available in area. There are several Trek routes in this area. All hills are connected to each other and are easily accessible on foot.

Land details:

The site earmarked for the proposed project is located along Slopes of Chanshal Valley and adjoining areas.

Connectivity:

○ **Road Connectivity** The proposed site is strategically located which is connected with Shimla, Poanta Sahib and Dehradun by road,;

There are two main routes from Shimla to Chanshal Valley:-

- Shimla—Fagu -Theog-Kotkhai-Kharapathar-Hatkoti-Rohru-Larot-Valley (160Km)
- Shimla- Fagu -Theog-Narkanda-Tikkar-Rohru-Larot-Valley (175Km)

Alternative Routes from Delhi are :

- Delhi – Sonipat – Panipat – Kurukhsetra – Yamuna Nagar – Paonta Sahib – Chakrata – Rohru – Chanshal Pass
- **Air Connectivity:** Shimla has direct flights to Delhi. There is a helipad at Kwar village, where choppers land with special permission.
- **Rail Connectivity:** Nearest Railway station is Shimla

1.4 PROJECT RATIONALE

Tourism industry occupies an important place in the economy of Himachal Pradesh. Adventure Tourism particularly Ski Tourism and Trekking is gaining popularity. There is no such facility in this area. The snow-capped mountains of Chanshal are some of the best places to go. The hills of Chanshal are carpeted in layers of fresh snow; they have a very good ski slopes. Ski slopes of Chanshal provide a platform for the adventurers- from beginners to professionals.

Tourists can get a nice view of the snow-capped Himalayas from the slopes of Chanshal valley and hence there is a great rush of visitors / Trekkers and tourists almost round the year. In winters, Chanshal is covered with a white sheet of snow and it simply looks breath-taking. Admiring the dramatic view from atop the ski lift, experiencing the rush of adrenaline as one passes through the edges of the mountain slopes. Considered as the solitary station for winter sports enthusiasts, Chanshal offers its home to many snow-capped that few can match. Ample snowfall formation and beautiful slopes make Chanshal a heavenly location for skiing in winters. Availability of good ski slopes in Chanshal keeps the skiers happy and enthusiastic. Snow skiing on Chanshal undulating slopes is just amazingly refreshing.

Chanshal has additional advantage of having diverse tourism destinations (religious and Adventure destinations) in the region which attracts around

Religious attractions are (i) Chandranahan Lake held sacred to Lord Shiva

Adventure destinations include (i) Dodra & Kwar Villages, Trekking Routes

SECTION II: INSTRUCTION TO APPLICANTS

2.1 GENERAL INSTRUCTIONS

- 2.1.1 Department of Tourism and Civil Aviation (the “**Department**”) is engaged in development and operation of Tourism Infrastructure in Himachal Pradesh. As part of this endeavor, the Department has decided to implement “development of a world class ski resort and winter sports training centre , Ski Lift, to promote Sking activities, Camping, Trekking, Adventure and Eco Tourism, . To improve connectivity development of an air strip / Helipad is also proposed near river bank at Chirgaon–For landing smaller aircraft and helicopters which shall be connected to site by a ropeway, including supporting infrastructure in and around Chanshal.” on Public Private Partnership. Department intends to develop the area through Public Private Partnership and has decided to invite the EOIs from interested parties for assessing the interest among the ‘Developers’ from the respective ‘Sectors’ and carry out Bidding process for selection of the bidder to whom the Project may be awarded.
- 2.1.2 The Department through DOTCA invites Expression of Interest (EOI)s for pre-qualification of interested parties (the “**Applicants**”) who fulfill the eligibility criteria given in section 3.1 and interested in participating for the Project.
- 2.1.3 This EOI is issued for short listing of Applicants for “Development of a world class ski resort and winter sports training centre , Ski Lift, to promote Sking activities, Camping, Trekking, Adventure and Eco Tourism, . To improve connectivity development of an air strip / Helipad is also proposed near river bank at Chirgaon–For landing smaller aircraft and helicopters which shall be connected to site by a ropeway, supporting infrastructure in and around Chanshal shall also form part of proposal (the “Project”).” in PPP format.
- 2.1.4 The developer selected through bid process is required to undertake Planning, Detailed Engineering & Designing, Financing, Construction, Marketing and Operation & Maintenance (O&M) of proposed project and transferring the facility to ‘Department after the Concession period. The information about the project is given in section-I.
- 2.1.5 This Expression of Interest document contains information about the Project pre-qualification requirements and process in relation to pre-qualification of the Applicants for further participation in the bidding process for the Project as per following sections:
- ❖ Section I: Project Information
 - ❖ Section II: Instruction to Applicants
 - ❖ Section III: Criteria for Evaluation
 - ❖ **Annexures**
 1. Checklist for Submission of EOI
 2. Financial Information of the Applicant
 3. Format for MoA (in case of Consortium)
- 2.1.6 Applicants are required to read carefully contents of this document and to provide required information, as per the checklist so that capabilities of the Applicants can be fully appreciated and assessed.
- 2.1.7 The Expression of Interest document can be purchased from the address mentioned under clause 2.4.1 herein below or downloaded from the following website:

- a. www.himachaltourism.gov.in
- 2.1.8 The Department shall receive Applications pursuant to this EOI in accordance with the terms set forth herein as modified, altered, amended and clarified from time to time by the Department, and all Applications shall be prepared and submitted in accordance with such terms on or before the date specified in the Schedule for Bidding Process for submission of Applications (the “**Application Due Date**”).
- 2.1.9 All EOI submissions would be evaluated in terms of financial and technical capability of the Applicants, Individual or Consortium, as the case may be. Detailed information on pre-qualification Criterion is available in this EOI (Section III).
- 2.1.10 Pre-qualified Bidders/Consortium will be informed by the DEPARTMENT through registered post/fax/e-mail.
- 2.1.11 Request for Proposal (RFP) shall be invited from amongst the pre-qualified Bidders/Consortium separately.
- 2.1.12 The Department reserves the right to :-
- a. Reject or accept the EOI,
 - b. Cancel the process and reject all or any of the EOI without assigning any reasons whatsoever.
- 2.1.13 In case of any dispute, Court of Shimla (Himachal Pradesh) shall be the jurisdiction for any legal matter.

2.2 ELIGIBLE APPLICANTS

- 2.2.1 The Applicant for pre-qualification may be a single entity or a group of entities (the “**Consortium**”), coming together to implement the Project. However, no applicant applying individually or as a member of a Consortium, as the case may be, can be member of another Applicant Consortium. The term Applicant used herein would apply to both a single entity and a Consortium.
- 2.2.2 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 shall be deemed to have a Conflict of Interest that affects the Bidding Process, if a constituent of such Applicant is also a constituent of another Applicant;
- 2.2.3 Where the Applicant is a single entity, it may be required to incorporate a company under the Companies Act, 1956 as a Special Purpose Vehicle (SPV) to execute the Concession Agreement and implement the Project. In case the Applicant is a Consortium, it should comply with the following additional requirements:
- (a) Number of members in a consortium should be limited to 3 (three) members;
 - (b) the Application should contain the information required for each member of the Consortium;
 - (c) members of the Consortium shall nominate one member as the lead member (the “**Lead Member**”), who shall have an equity share of at least 51% in the Consortium.
 - (d) members of the Consortium shall enter into formal understanding vide a Memorandum of Association (MoA) in the format set out in Annexure 3, for the purpose of making the Application for the project. A consortium shall be eligible for consideration subject to the conditions set out in Clause 2.2.3

2.3 CHANGE IN COMPOSITION OF THE CONSORTIUM

- 2.3.1 Change in the composition of a Consortium will not be permitted by the Department during the Qualification Stage.
- 2.3.2 Where the Applicant is a Consortium, change in the composition of a Consortium may be permitted by the Department during the Bid Stage, only where:
- (a) the Lead Member continues to be the Lead Member of the Consortium;
 - (b) the substitute is at least equal, in terms of Technical Capacity and Financial Capacity, to the Consortium Member who is sought to be substituted and the modified Consortium shall continue to meet the prequalification and short-listing criteria for Applicants; and
 - (c) the new Member(s) expressly adopt(s) the Application already made on behalf of the Consortium as if it were a party to it originally, and is not an Applicant/Member/Associate of any other Consortium bidding for this Project.
- 2.3.3 Approval for change in the composition of a Consortium shall be at the sole discretion of the Department and must be approved by the Department in writing.
- 2.3.4 The modified/ reconstituted Consortium shall be required to submit a revised **Memorandum of Association** before the Bid Due Date.

2.4 SUBMISSION OF EOI

- 2.4.1 EOI Application shall be submitted in a sealed single envelope having the title of **“Development of a world class ski resort and winter sports training centre , Ski Lift, to promote Sking activities, Camping, Trekking, Adventure and Eco Tourism, .Shimla District”**

The envelope should contain following information in 2 sets in hard copy (Original, Copy 1) and one set in Soft Copy.

- (i) Covering letter
- (ii) Checklist of submissions as per **Annexure 1**
- (iii) Financial Information certified by Chartered Accountant as per **Annexure 2**
- (iv) Audited Annual Accounts for the last three **financial** years.
- (v) In case of Consortium Memorandum of Association (MoA) per **Annexure 3**
- (vi) Experience certificates for Development / Construction
- (vii) Demand Draft of Rs. 5000/ - (Rupees Five Thousand only) in favour of "Director, Department of Tourism and Civil Aviation " payable at Shimla (In case the document is purchased, a photocopy of the receipt of the payment is to be enclosed)

EOI shall be submitted at the address given in EOI by post or courier or in person on or before the date and time specified in the Schedule for Bidding Process for submission of Applications (the **“Application Due Date”**).

- 2.4.2 Applicants shall submit the EOI on the prescribed format in English language.
- 2.4.3 The EOI shall be submitted along with a covering letter together with the desired supporting documents and proofs on the letter head of the Applicant/Consortium

together with each page of the Document duly signed by the head or authorized signatory of the Applicant/Consortium under a common seal.

2.5 APPLICATION DUE DATE

- 2.5.1 Applications should be submitted on or before 1400 hours IST on the Application Due Date **30 August 2019** at the address provided in Clause 2.4.1 in the manner and form as detailed in this EOI.
- 2.5.2 The Department may, in its sole discretion, extend the Application Due Date by issuing an Addendum in accordance with Clause 2.6 uniformly for all Applicants.

2.6 AMENDMENT OF EOI

- 2.6.1 At any time prior to the Application Due Date, the Department may, for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, modify the EOI by the issuance of Addenda.
- 2.6.2 Any Addendum thus issued will be published in the newspaper and can be downloaded from the website of himachaltourism.gov.in,
- 2.6.3 In order to afford the Applicants a reasonable time for taking an Addendum into account, or for any other reason, the Department may, in its sole discretion, extend the Application Due Date.

2.7 SITE VISIT AND VERIFICATION OF INFORMATION

Applicants are encouraged to submit their respective Applications after visiting the Project site and ascertaining for themselves the site conditions, traffic, location, surroundings, climate, availability of power, water and other utilities for construction, access to site, handling and storage of materials, weather data, applicable laws and regulations, and any other matter considered relevant by them.

2.8 TESTS OF RESPONSIVENESS

- 2.8.1 Prior to evaluation of Applications, the Department shall determine whether each Application is responsive to the requirements of the EOI. An Application shall be considered responsive only if:
 - (a) it is received as per the checklist at Annexure-I.
 - (b) it is received by the Application Due Date;
 - (c) it is signed and sealed;
 - (d) it contains all the information (complete in all respects) as requested in this EOI;
 - (e) it is accompanied by the Memorandum of Association (MoA) (for Consortium), specific to the Project;
 - (h) it does not contain any condition or qualification; and
 - (i) it is not non-responsive in terms hereof.
 - (j) It is accompanied by concept Plans and Preliminary Feasibility Report as per Annexure IV
- 2.8.2 The Department reserves the right to reject any Application which is non- responsive

Development of Chanshal District Shimla – Himachal Pradesh

and no request for alteration, modification, substitution or withdrawal shall be entertained by the Department in respect of such Application.

2.9 COST OF EOI

Account Payee Demand Draft of an amount equivalent to Rs. 5000/- (Rupees Five Thousand only) in favour of "Director, Department of Tourism and Civil Aviation" payable at Shimla towards the non-refundable cost of EOI Document (in case the same has been downloaded from the website). In case the document is purchased, a photocopy of the receipt of the payment is to be enclosed.

SECTION III : CRITERIA FOR EVALUATION

3.1 EVALUATION PARAMETERS

- 3.1.1 The Applicant's competence and capability is proposed to be established by the following parameters:
- (a) Financial Capability in terms of Net-worth (the "Net-Worth"); and
 - (b) Technical Experience of Applicant
 - (c) Concept Plan and Proposal (Identification of Project & Project Components) and Schematic drawing
- 3.1.2 Shortlisting of bidders shall be done on basis of each of these parameters, the Applicants would be required to meet the evaluation criteria as detailed in this Section. The evaluation shall be carried out in terms Pass/Fail of the Applicants for the above mentioned parameters separately. Shortlisted Applicants (Bidders) will be required to give a presentation on their Technical Proposals. The shortlisted Applicant(s) meeting all the criteria will, subject to the terms of the Bidding Documents, be qualified to submit its(their) Bid(s) for the Project.
- 3.1.3 The Applicant fulfilling the following conditions will be eligible to apply for the EOI:

FINANCIAL CAPABILITY:

Applicant should have a minimum net-worth of Rs. 25 Crores as per latest Audited balance sheet (2017-18) or minimum net-worth of Rs. 45 Crores in last three financial years (2015-16, 2016-17 and 2017-18).

FINANCIAL CAPABILITY			
Sr No.	Minimum Eligibility Criterion	Documentary Proof	Format Reference
1	Applicant should have a minimum average net-worth of Rs. 25 Crores in last financial years (2017-18) or minimum net-worth of Rs. 45 Crores in last three financial years (2015-16, 2016-17 and 2017-18). In case Audited Balance sheet of 2018-19 is available that also will be considered in evaluation.	Audited Annual Accounts for last three financial years (2015-16, 2016-17 and 2017-18).	Annexure 2

TECHNICAL EXPERIENCE:

The Applicant /Consortium should have following minimum experience of at least one project in each of the below mentioned categories (i.e. development/construction over the past 5 (five) years).

(i) Development/Construction of a Tourism Infrastructure project with minimum investment of INR 100 Crores (in a single Project) or Two Projects with investment of 60 Crores Each) , which was commissioned during last five years

Note:

- i. Development means Conceptualize, design, finance, build and market*
- ii. Construction shall mean responsibility for physical construction of an owned project or project of other business entities as a contractor.*
- iii. Tourism Infrastructure Project would include development of Tourism Infrastructure like Skiing, Camp Sites, Adventure Tourism, site development etc.),*
- iv. Applicant/Consortium shall attach necessary supporting documents for consideration of projects under development/construction experience*

ANNEXURES OF FORMATS

ANNEXURE 1: CHECKLIST FOR SUBMISSION OF EOI

No.	Enclosures to the EOI	Status (Submitted/ Not Submitted)	Comments, if any
1	Covering Letter		
2	Memorandum of Association		
3	General Information		
4	Financial Information		
5	Audited Financial Statements/ Annual Reports		
6	DD of Rs. 5000 in favour of “Director, Department of Tourism and Civil Aviation” payable at Shimla (Photocopy if purchased the EOI is purchased)		
7	Experience Certificates for Construction/ Development		
8	Company profile and manpower information		

ANNEXURE 2: FINANCIAL INFORMATION OF THE APPLICANTS**1. Net profit of the Applicant/consortium***All figures in Rs crore*

Financial Year	Single Applicant/Lead Member	Consortium member 1	Consortium member 2	Total
2015-2016				
2016-2017				
2017-2018				
2018-2019*				
Total				

Financial Year: 1st April to 31st March

*if available

2. Net-worth related data*All figures in Rs crore*

Description	As on 31.03.16	As on 31.03.17	As on 31.03.18	Average
Single Applicant/ Lead Member				
Paid up Capital				
Add: Free Reserves				
Less:				
Revaluation Reserve				
Intangible Assets				
Accumulated Losses				
Miscellaneous expenditure to the extend not written off				
Net-worth				
Consortium Member 1.				
Information to be filled as sought for the lead member				
Consortium member 2.				
Information to be filled as sought for the lead member				

Note:

The Applicant /Consortium shall submit annual reports and audited financial statements (Balance sheet, profit and loss account and if available cash/funds flow statement) for the Lead Member and each of the consortium members containing the audited financial statements in support of the financial data.

SIGNATURE _____

DATE: _ _____

NAME _____

DESIGNATION: _____

COMPANY: _____

COMPANY SEAL _____

ANNEXURE 3: FORMAT FOR MEMORENDUM OF ASSOCIATION (MOA) FOR CONSORTIUM

(On Non judicial stamp paper of Rs 100/- or such equivalent document duly attested by notary public)

This Memorandum of Association (MoA) entered into this _____ day of _____ 2019 at _____

Among
_____ (hereinafter referred as" _____ ") and having office at _____, India **Party of the First Part**
_____ (hereinafter referred as" _____ ") and having office at _____, India **Party of the Second Part**
And

_____ (hereinafter referred as" _____ ") and having office at _____, India **Party of the Third Part**

The parties are individually referred to as **Party** and collectively as **Parties**.

WHEREAS, Department of Tourism and Civil Aviation, **Government of Himachal Pradesh**, has invited Expression of Interest (EOI) from entities interested in "Development of Ski Centre at Chanshal, Shimla District" called the "Project", for a specific Concession Period.

AND WHEREAS the Parties have had discussions for formation of a Consortium for bidding for the said Project and have reached an understanding on the following points with respect to the Parties' rights and obligations towards each other and their working relationship.

IT IS HEREBY AS MUTUAL UNDERSTANDING OF THE PARTIES AGREED AND DECLARED AS FOLLOWS:

1. M/s. _____ shall be the Lead Member of the Consortium for all the purposes of the Project as its true and lawful Attorney to do and execute all or any of the following acts, deeds and things for the Consortium in its name and on its behalf, that is to say:
 - a. To act as the Lead Member of the Consortium for the Purposes of the Project;
 - b. In such capacity, to act as the Consortium's official representative for submitting the EOI and subsequent Bids comprising Capability Statement Technical and Financial Bid for the Project and other relevant documents in connection therewith.
 - c. To sign all the necessary documents for the EOI and Bids, including offers, papers, testimonials, statements, undertakings, applications, representations and correspondence necessary and proper for the purpose aforesaid;
 - d. To tender documents, receive and make inquiries, make the necessary corrections and clarifications to all the documents, as may be necessary;
 - e. To represent the Consortium at meetings, discussions, negotiations and presentations with DOTCA / GoHP / GOI, Competent Authorities, their Advisors and other Project related entities;
 - f. To receive notices, instructions and information for and on behalf of the Consortium.
 - g. To do all such acts, deeds and things in the name and on behalf of the Consortium as necessary for the purpose aforesaid.
2. That the Parties will form a Special Purpose Company (SPC) with the shareholding

commitments expressly stated. The said SPC shall not undertake any other business during the Concession Period, to domicile the Project prior to the start of implementation of the Project.

3. That the equity share holding of the Parties in the issued and paid up capital of the SPC shall not be less than as Specified under Evaluation Criteria Mentioned in EOI Document.
4. That M/s_____, M/s_____, and M/s_____, who are Members of the Consortium commit to hold the following equity stake in the SPC which are in line with the requirements of EOI for a minimum period of 10 years from the date of signing of Agreement.

Name of the Member of the Consortium	Type of Member	Equity Shareholding

5. That the Parties shall carry out all responsibilities as Concessionaire in terms of the Concession agreement.
6. That the roles and the responsibilities of each Party at each stage of the Bidding shall be as follows:

Name of the Member	Type of Member	Roles & Responsibilities

7. That the Parties shall be jointly and severally liable for the execution of the Project in accordance with the terms of the Concession agreement to be executed on award of the Project.
8. That the Parties affirm that they shall implement the Project in good faith and shall take all necessary steps to see the Project through expeditiously. They shall not negotiate with any other party for this Project.
9. That this MoA shall be governed in accordance with the laws of India and courts in Shimla shall have exclusive jurisdiction to adjudicate disputes arising from the terms herein.

In witness where of the Parties affirm that the information provided is accurate and true and have caused this MoA to be duly executed on the date and year above mentioned.

Witness:

1. First Party
2. Second Party
3. Third Party

ANNEXURE 4: FORMAT FOR CONCEPT PLAN WITH PRELIMINARY FEASIBILITY REPORT

Table of Contents

- a) Concept Plan and Proposal (Identification of Project & Project Components) and Schematic drawing.
- b) Brief Description of Project Components.
- c) Socio Economic Impacts
- d) Employee Generation Potential.
- e) Technical Feasibility
- f) Environmental Impacts
- g) Financial Feasibility