

No. 2008/H-I/11/3

Dated 01/10/2009

Government of India

Ministry of Railways

Development of Central Hospital

at Patna With

Super Specialty Wings

Request for Qualification (RFQ)

For

Appointment of Private Partner

For

Operation and Management

of

Super Specialty Wing

at Central Hospital (Patna)

Railway Board

Rail Bhavan, Raisina Road

New Delhi – 110001, India



Disclaimer

The information contained in this Request for Qualification document ("RFQ") or subsequently provided to Applicant(s), whether verbally or in documentary form or otherwise, by or on behalf of Ministry of Railways (collectively referred to as the "MOR") or any of its employees or advisors, is provided to Applicant(s) 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 MOR to the prospective Applicants or any other person. The purpose of this RFQ is to provide interested parties with information to assist in the formulation of their application for qualification pursuant to this RFQ (the "Application"). This RFQ includes statements, which reflect various assumptions and assessments arrived at by the MOR in relation to the Project. Such assumptions 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 MOR, their employees or advisors to consider the investment objectives, financial situation 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 and each Applicant should 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.

The MOR, its employees and advisors make no representation or warranty and shall have no liability to any person, including any Applicant or Bidder, 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 or information contained therein or deemed to form part of this RFQ or arising in any way with pre-qualification of Applicants for participation in the Bidding Process.

The MOR 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 RFQ.

The issue of this RFQ does not imply that the MOR is bound to select and shortlist pre-qualified Applications for Bid Stage or to appoint preferred bidder/sponsor or concessionaire, as the case may be, for the Project and reserves the right to reject all or any of the Applications or Bids without assigning any reasons whatsoever.



Glossary

Applicant(s)	As defined in Clause 1.2.1
Application	As defined in the Disclaimer
Application Due Date	As defined in Clause 2.14.1
Associate	As defined in Clause 2.2.9
MOR	As defined in Clause 1.1.1
Bid	As defined in Clause 1.2.3
Bid Due Date	As defined in Clause 1.2.4
Bid Security	As defined in Clause 1.2.4
Bidders	As defined in Clause 1.2.3
Bidding Documents	As defined in Clause 1.2.3
Bidding Process	As defined in Clause 1.2.1
Bid Stage	As defined in Clause 1.2.1
[BOT]	As defined in Clause 1.1.1
Concessionaire	As defined in Clause 1.1.2
Eligible Experience	As defined in Clause 3.2.1
Experience Score	As defined in Clause 3.2.6
Eligible Project	As defined in Clause 3.2
Estimated Project Cost	As defined in Clause 1.1.4
Financial Capacity	As defined in Clause 2.2.2 (B)
INR	Indian Rupee
Bidding Agreement	As defined in Clause 2.2.6 (g)
Lead Member	As defined in Clause 2.2.6 (c)
Net Worth	As defined in Clause 2.2.4(ii)
Project	As defined in Clause 1.1.1
Qualification	As defined in Clause 1.2.1
Qualification Stage	As defined in Clause 1.2.1
RFP or Request for Bids/Proposals	As defined in Clause 1.2.1
RFQ	As defined in the Disclaimer
SPV	As defined in Clause 2.2.6(f)
Technical Capacity	As defined in Clause 2.2.2 (A)
Threshold Technical Capability	As defined in Clause 2.2.2 (A)

The words and expressions beginning with capital letters and defined in this document shall, unless the context otherwise requires, have the meaning ascribed thereto herein.



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Invitation for Qualification



Ministry of Railways (MOR)

East Central Railways (ECR)

1. INTRODUCTION

1.1 Background

- 1.1.1 The Ministry of Railways (the “MOR”) is engaged in the development of “Central Hospital at Patna with Super Specialty Wings” and as part of this endeavor, the MOR has decided to enter in to an agreement with a private partner for the operation and maintenance of Super Specialty Wings of the Central Hospital through private participation, and has decided to carry out the bidding process for selection of the preferred bidder. The project details are as follows:

The new zone of East Central Railway was created on 01.10.2002 with five divisions, three from the erstwhile Eastern Railway (Danapur, Dhanbad, Mughalsarai) and two from North Eastern (Samastipur, Sonpur). The Headquarters are at Hajipur, near Patna. Existing facilities at the central hospital at Hajipur for industrial medical services and general medicine for Railway beneficiaries are considered inadequate. It has, therefore, been decided to open a new central hospital with super specialties at Patna, located adjacent to the Patna station, well connected by road to Patna city. The new Central Hospital would deal with referrals from five Divisions, cases of medical examinations, Medical Board, Railway accident. It will also cater to all specialty as well as super specialty services for the five Divisions. The total number of 81,000 staff and over 8000 Retired Employees Liberalized Health Scheme card holders would avail of the services, in effect 3.4 lakhs persons including the family members.

The MOR has decided to undertake development of the super specialty wings of the central hospital at Patna through a private entity on the basis of operation and maintenance concession to be selected through a competitive bidding in accordance with the terms and conditions stated in the concession agreement to be entered with the Concessionaire. MOR will operate the services in Industrial Medicine, Primary and Secondary care in house and involve private sector in operating and maintaining the tertiary medical facilities, i.e., super-specialty services in Cardiology & Cardio-vascular surgery and Nephrology. The project is to be executed with MOR financing and developing the infrastructure and all the equipments will be provided by the private partner. However, the private sector will also do the maintenance of his portion and also housekeeping and security of the entire hospital. Key objective of this project is to provide assured superior super specialty medical services to railway employees and their families at reasonable price.

Further details and responsibilities of the private party and MOR will be detailed out at the RFP stage.



The MOR intends to pre-qualify suitable Applicants who will be eligible for participation in the Bid Stage, for awarding the Project through an open competitive bidding process in accordance with the procedure set out herein.

1.1.2 The successful Bidder, who is either a company incorporated under the Companies Act, 1956 or undertakes to incorporate itself as such prior to execution of the concession agreement (the “Concessionaire”), shall be responsible for Maintenance of medical equipments, operation and maintenance of the Super specialty wing under and in accordance with the Concession Agreement to be entered into between the Concessionaire and the MOR.

1.1.3 Scope of Work for Concessionaire:

(i) Operation and Maintenance of Super Specialty Wings of Railways Central Hospital at Patna. Floor 3 & 4 to be given to the Concessionaire for the Operation and Maintenance of super specialty wing while the operation & maintenance of the Ground, 1st & 2nd floor will be by Railways.

(ii) Out of total 150 beds, 70 beds will be on floor 3&4 for super specialty wing, (for cardiac services and for Nephro services) The Concessionaire will operate the Superspecialty wing by providing Doctors, Paramedical Staff, Administrative Staff and other human resources. He will also maintain his portion i.e. 3rd & 4th of building, works, facilities, medical equipments, services and all activities incidental thereto at the Project site such as engineering, testing, commissioning; levy, collection, retention and appropriation of patient fees and other charges etc from the Project Facility and insurance of the Project Facility, for the purposes of providing the services on a continuous basis and transfer of the Project Site along-with the completed buildings, assets (both movable and immovable assets), equipments, works, services, facilities as envisaged in the Project to the Concessioning Authority at the end of the Concession Period i.e. 20 years which may be revised in the RFP”. The work also includes housekeeping, security and ambulance services of the entire hospital building.

(iii) Revenue will be generated from treatment of patients which will be shared with the Railway Administration.

1.1.4 The Indicative Operation & Maintenance cost of the Project (the “Estimated Project Cost”) is estimated to be Rs. 20 Crore per year, this will be further confirmed and specified in the Bidding Document of the Project. The assessment of actual costs, however, will have to be made by the Bidders.

1.1.5 The Authority shall receive Applications pursuant to this RFQ in accordance with the terms set forth herein as modified, altered, amended and clarified from time to time by the Authority, and all Applications shall be prepared and submitted in accordance with such terms on or before the Application Due Date specified in Clause 1.3 (the “Application Due Date”).

1.1.6 RFQ Document Fee



Applicants who download the document from the MOR website (<http://www.rb.railnet.gov.in/>) must deposit an amount of Rs.10,000/- (Rupees Ten Thousand only) to FA & CAO of any Zonal Railway, and money receipt should be submitted along with the Application. An RFQ document can also be purchased on production of the money receipt from Room No.351, Rail Bhavan, New Delhi. The Applications not accompanied by the RFQ Document Fee as specified above shall be considered as non-responsive and rejected outright.

1.2 Brief description of Bidding Process

- 1.2.1 The MOR has adopted a two-stage process (collectively referred to as the “Bidding Process”) for selection of the bidders for award of the Project. The first stage (the “Qualification Stage”) of the process involves qualification (the “Qualification”) of interested parties/Consortia who make an Application in accordance with the provisions of this RFQ(the “Applicants”). At the end of this stage, the MOR expects to announce a short-list of 6(six) suitable pre-qualified Applicants who shall be eligible for participation in the second stage of the Bidding Process (the “Bid Stage”) comprising Request for Bids/Proposals (the “Request for Bids/Proposals” or “RFP”).

GOI has issued guidelines (see Appendix-IV) for qualification of bidders seeking to acquire stakes in any public sector enterprise through the process of disinvestment. These guidelines shall apply mutatis mutandis to this Bidding Process. The Authority shall be entitled to disqualify an Applicant in accordance with the aforesaid guidelines at any stage of the Bidding Process. Applicants must satisfy themselves that they are qualified to bid, and should give an undertaking to this effect in the form at Appendix-I

- 1.2.2 In the Qualification Stage, Applicants would be required to furnish the information specified in this RFQ. Only those Applicants that are pre-qualified and shortlisted by the MOR shall be invited to submit their Bids for the Project. The applicants are, therefore, advised to visit the site and familiarize themselves with the Project.
- 1.2.3 In the Bid Stage, the Bidders will be called upon to submit their financial offers (the “Bids”) in respect of the Project, in accordance with the RFP and other documents to be provided by the MoR, pursuant to the RFP (collectively the “Bidding Documents”), The Bidding Document for Project will be provided to every Bidder on payment of Rs.10,000 (Rs. Ten thousand only). The Bid shall be valid for a period of not less than 120 days from the date specified in Clause 1.3. for submission of Bids (the “Bid Due Date”)
- 1.2.4 In terms of the RFP, a Bidder will be required to deposit, along with its Bid, a bid security amounting to Rs.1.5 crores (Rupees one crore fifty lakh only) refundable not later than 180 days from the Bid Due Date except in the case of the one highest Bidders whose Bid Security shall be retained till it has provided a Performance



Security in the form of a demand draft or a bank guarantee acceptable to the MoR and in such event, the validity period of the bank guarantee shall be not less than 180 days (one hundred and eighty) from the Bid Due Date, inclusive of a claim period of 60 (sixty) days, and may be extended as may be mutually agreed between the MoR and the Bidder from time to time. The Bid shall be summarily rejected if it is not accompanied by the Bid Security.

- 1.2.5 Generally, the selected Bidder shall be the highest Bidder. The remaining Bidders shall be kept in reserve and may, in accordance with the process specified in the RFP, be invited to match the Bid submitted by the highest Bidder in case such highest Bidder withdraws or is not selected for any reason. In the event that none of the other Bidders match the Bid of the highest Bidder, the Authority may, in its discretion, invite fresh Bids from all Bidders or annul the Bidding Process, as the case may be.
- 1.2.6 During the Bid Stage, Bidders are invited to examine the Project in greater detail, and to carry out, at their cost, such studies as may be required for submitting the Bids for award of the concession including implementation of the Project.
- 1.2.7 As part of the Bidding Documents, the MOR will provide for the Project a draft Concession Agreement and project report/feasibility report prepared by the MOR/its consultants and other information pertaining/relevant to the Project available with it.
- 1.2.8 Not used.
- 1.2.9 The Concessionaire will be entitled to levy and charge a pre-determined user fee from non-railway patients. However, no user fee will be levied from railway patients.
- 1.2.10 Further and other details of the process to be followed at the Bid stage and the terms thereof will be spelt out in the Bidding Documents.
- 1.2.11 Any queries or request for additional information concerning this RFQ shall be submitted in writing or by fax and e-mail to the officer designated in Clause 2.13.3 below. The envelopes and the communications shall clearly bear the following identification:

“Queries/Request for Additional Information concerning RFQ for Project”.

1.3 Schedule of Bidding Process

- 1.3.1 The MOR would Endeavour to adhere to the following schedule:



Event Description Estimated Date
Qualification Stage

- | | |
|--------------------------------------|--|
| 1. Pre-Application Conference | [26.10.09] |
| 2. Last date for receiving queries | [04.11.09] |
| 3. MOR response to queries latest by | [10.11.09] |
| 4. Application Due Date | [18.11.09] |
| 5. Announcement of short-list | Within 15 days of Application Due Date |

Bid Stage

- | | |
|--------------------------------------|--------------------------------|
| 1. Sale of Bid Documents | [To be specified] |
| 2. Last date for receiving queries | [To be specified] |
| 3. MoR response to queries latest by | [To be specified] |
| 4. Pre-Bid meeting - 1 | [To be specified] |
| 5. Pre-Bid meeting - 2 | [To be specified]* |
| 6. Bid Due Date | [To be specified] |
| 7. Opening of Bids | On Bid Due Date |
| 8. Letter of Acceptance (LOA) | Within 30 days of Bid Due Date |
| 9. Validity of Bids | 120 days of Bid Due Date |
| 10. Signing of Concession Agreement | Within 30 days of award of LOA |

*In case of complex projects, the number of pre-bid meetings could be more than two



2. INSTRUCTIONS TO APPLICANTS

A. GENERAL

2.1 Scope of Application

- 2.1.1 The MOR wishes to receive Applications for Qualification to short-list experienced and capable Applicants for the Bidding Stage.
- 2.1.2 Short-listed Applicants would be subsequently invited to submit the Bids for the Project.

2.2 Eligibility of Applicants

- 2.2.1 The eligibility of the Applicants will be as follows:
 - a) 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.
 - b) An Applicant may be a natural person, private entity, government-owned entity or any combination of them with a formal intent to enter into an agreement or under an existing agreement in the form of a Consortium. A Consortium shall be eligible for consideration subject to the conditions set out in Clause 2.2.6 below.
 - c) 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:
 - i. The Applicant, its Member or Associate (or any constituent thereof) and any other Applicant, its Member or Associate (or any constituent thereof) have common controlling shareholders or other ownership interest; provided that this disqualification shall not apply in cases where the direct or indirect shareholding of an Applicant, its Member or Associate (or any shareholder thereof having a shareholding of more than five percent of the paid up and subscribed share capital of such Applicant, Member or Associate, as the case may be) in the other Applicant, its Members or Associate is less than five per cent of the paid



- up and subscribed share capital thereof; provided further that this disqualification shall not apply to a bank, insurance company, pension fund or a Public Financial Institution referred to in section 4A of the Companies Act 1956; or
- ii. a constituent of such Applicant is also a constituent of another Applicant; or
- iii. such Applicant receives or has received any direct or indirect subsidy from any other Applicant, its Member or Associate or has provided any such subsidy to any other Applicant; or
- iv. such Applicant has the same legal representative for purposes of this Application as any other Applicant; or
- v. such Applicant has a relationship with another Applicant, directly or through common third parties, that puts either or both of them in a position to have access to each others' information about, or to influence the Application of either or each other; or
- vi. such Applicant has participated as a consultant to the MOR in the preparation of the design or technical specifications of the Project.

d) An Applicant shall be liable to disqualification if the legal, financial or technical advisers of the MOR in relation to the Project are engaged by the Applicant in any manner for matters related to or incidental to such Project.

2.2.2 To be eligible for pre-qualification and short-listing, an Applicant shall fulfill the following conditions of eligibility:

(a) Technical Capacity:

For demonstrating technical capacity and experience (the "Technical Capacity"), the Applicant shall, over the past 5 (five) financial years preceding the Application Due Date, have been:

- i. Entities with experience of operating and managing hospitals
Experience of operating at least 100 bedded hospital with Cardiac and Nephrology for a minimum period of 5 (five) year as on 'date of RFQ application'.
- ii. Entities with Sr. Faculty (i.e. with 10 years of super-specialty qualification experience in their respective field of specialization viz. cardiology, cardiovascular surgery, Nephrology).



(b) Financial Capacity:

The Applicant shall have a minimum **Net Worth (the “Financial Capacity”) of Rs. 90 Crore as on 31st March 2009.**

In addition the Applicant shall have a **Turnover of Rs. 100 Crore for the last year (2008-09)** from healthcare or related fields.

In case of a Consortium, the combined technical capability and net worth of those members, who have an equity share of at least 26% each in such Consortium, should satisfy the above conditions of eligibility.

2.2.3 O & M Experience: The Applicant shall, in the case of a Consortium, include a member, having at least 26% (twenty six percent) equity participation in the Project company/SPV, who has experience of five years or more in operation and maintenance (O & M) of project specified in Clause 3.2.1. In case the Applicant is not a Consortium, it shall be eligible only if it has equivalent experience on its own.

2.2.4 The Applicants shall enclose with its application, to be submitted as per the format at Appendix-I, complete with its Annexure, the following:

- i. certificate(s) from ‘statutory auditor’ or the concerned clients stating the payments made/received or works commissioned, as the case may be, during the past 5 years in respect of the projects specified in paragraph 2.2.2 (A) above. In case a particular job/contract has been jointly executed by the Applicant (as part of a consortium), he should further support his claim for the share in work done for that particular job/contract by producing a certificate from its statutory auditor or the client; and
- ii. Certificate from its statutory auditor specifying the net worth of the Applicant, as at the close of the preceding financial year, and also specifying that the methodology adopted for calculating such net worth conforms to the provisions of this Clause 2.2.4 (ii). For the purposes of this RFQ, net worth (the “Net Worth”) shall mean the sum of subscribed and paid up equity and reserves from which shall be deducted the sum of revaluation reserves, miscellaneous expenditure not written off and accrued liabilities;

2.2.5 The Applicant should submit a Power of Attorney as per the format at Appendix II, authorizing the signatory of the Application to commit the Applicant.

2.2.6 Where the Applicant is a single entity, it may be required to form an appropriate Special Purpose Vehicle, incorporated under the Indian Companies Act 1956 (the “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 6 (six), but information sought in the Application may be restricted to 4 (four) members in the order or their equity contribution;
- (b) Subject to the provisions of clause (a) above, 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 (th “Lead Member”), who shall have an equity share of at least 26% in the Consortium. The nomination(s) shall be supported by a Power of Attorney, as per the format at Appendix-III, signed by all the other members of the Consortium;
- (d) The Application should include a brief description of the roles and responsibilities of individual members, particularly with reference to financial, technical and O & M obligations;
- (e) An individual Applicant cannot at the same time be member of a Consortium applying for pre-qualification. Further, a member of a particular Applicant Consortium cannot be member of any other Applicant Consortium applying for pre-qualification;
- (f) The parties to a Consortium shall form an appropriate SPV to execute the Project(s) if awarded to the consortium; and
- (g) Members of the Consortium shall enter into a binding Joint Bidding Agreement (the “**Jt. Bidding Agreement**”) for the purpose of making the Application and submitting Bid in the event of being short-listed. The Jt. Bidding Agreement shall, inter alia:
 - (i) convey the intent to form an SPV with shareholding/ownership equity commitment(s) in accordance with this RFQ, which would enter into the Concession Agreement and subsequently carry out all the responsibilities as Concessionaire in terms of the Concession Agreement, in case the concession to undertake the Project(s) is awarded to the Consortium;
 - (ii) clearly outline the proposed roles and responsibilities of each member at each stage;
 - (iii) commit the minimum equity stake to be held by each member; and
 - (iv) include a statement to the effect that all members of the Consortium shall, till the occurrence of the [Appointed Date/Financial Close] under the Concession Agreement, be liable jointly and severally for all obligations of the Concessionaire in relation to the Project(s)

(Note: A copy of the Jt. Bidding Agreement should be submitted along with the Application. The Jt. Bidding Agreement entered into between the members of the consortium should be specific to the Project and should fulfill the above requirements, failing which the Application shall be considered non-responsive).



- 2.2.7 Any entity which has been barred by the [Central/State Government, or any entity controlled by them] from participating in any project (BOT or otherwise), and the bar subsists as on the date of Application, would not be eligible to submit an Application, either individually or as member of a Consortium.
- 2.2.8 An Applicant should, in the last three 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, nor been expelled from any project or contract nor have had any contract terminated for breach by such Applicant.
- 2.2.9 In computing the Technical Capacity and Net Worth of the Applicant under Clauses 2.2.2, 2.2.4 and 3.2, the Technical Capacity and Net Worth of their respective Associates would also be eligible hereunder.

For purposes hereof, Associate means, in relation to the Applicant, a person who controls, is controlled by, or is under the common control with such Applicant. As used in this definition, the expression “control” means, with respect to a person which is a company or corporation, the ownership, directly or indirectly, of more than 50% (fifty per cent) of the voting shares of such person, and with respect to a person which is not a company or corporation, the power to direct the management and policies of such person, whether by operation of law or by contract or otherwise.

- 2.2.10 The following conditions shall be adhered to while submitting an Application:
- i. Applicants should attach clearly marked and referenced continuation sheets in the event that the space provided in the prescribed forms in the Annexure is insufficient. Alternatively, Applicants may format the prescribed forms making due provision for incorporation of the requested information;
 - ii. Information supplied by an Applicant or any other constituent Member if the Applicant is a Consortium must apply to the Applicant, Member or Associate named in the Application and not, unless specifically requested, to other associated companies or firms. Invitation to submit Bids will be issued only to Applicants whose identity and/ or constitution is identical to that at pre-qualification;
 - iii. in responding to the pre-qualification submissions, Applicants should demonstrate their capabilities in accordance with Clause 3.1 below; and
 - iv. in case the Applicant is a consortium, each member of the Consortium should satisfy the pre-qualification requirements to the extent specified herein.



2.2.11 While Qualification is open to persons from any country, the following provisions shall be applicable:

- a) Where, on the date of the Application, not less than 15% (fifteen percent) of the aggregate issued, subscribed and paid up equity share capital in an Applicant is held by persons resident outside India or where an Applicant is controlled by persons resident outside India; or
- b) if at any subsequent stage after the date of the Application, there is an acquisition of not less than 15% (fifteen percent) of the aggregate issued, subscribed and paid up equity share capital or control (by persons resident outside India) in the Applicant;

Then the Qualification of such Applicant or in the event described in sub clause (b) above, the continued Qualification of the Applicant shall be subject to approval of the MOR from national security and public interest perspective. The decision of the MOR in this behalf shall be final and conclusive and binding on the Applicant

The holding or acquisition of equity or control, as above, shall include direct or indirect holding/acquisition, including by transfer, of the direct or indirect legal or beneficial ownership or control, by persons acting for themselves or in concert and in determining such holding or acquisition, the MOR shall be guided by the principles, precedents and definitions contained in the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, or any substitute thereof, as in force on the date of such acquisition.

The Applicant shall promptly inform the MOR of any change in its shareholding, as above, and failure to do so shall render the Applicant liable for disqualification from the Bidding Process.

2.2.12 Not used

2.3 Change in composition of the Consortium

2.3.1 Change in the composition of a Consortium will not be permitted by the Authority during the qualification stage.

2.3.2 Where the Bidder is a Consortium, change in the composition of a Consortium may be permitted by the Authority 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 pre qualification 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 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 Authority and must be approved by the Authority in writing.

2.3.4 The modified/reconstituted Consortium shall be required to submit a revised Joint Bidding Agreement before the Bid Due Date.

2.4 Number of Applications and costs thereof

2.4.1 Each Applicant shall submit only 1 (one) Application in response to this RFQ. Any Applicant, who submits more than one Application, will be disqualified.

2.4.2 The Applicant shall be responsible for all of the costs associated with the preparation of its Application and its participation in either the Qualification Stage or the Bid Stage. The MOR will not be responsible or in any way liable for such costs, regardless of the conduct or outcome of the Bidding Process.

2.5 Site visit and verification of information

2.5.1 Applicants are encouraged to submit their respective Applications after visiting the Project site and ascertaining for themselves the 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 or any other matter considered relevant by them.

2.5.2 Please refer Annexure VII for site location.

2.6 Acknowledgement by Applicant

2.6.1 It shall be deemed that by submitting the Application, the Applicant has:

- a) made a complete and careful examination of the RFQ;
- b) received all relevant information requested from the MOR; and
- 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 MOR or relating to any of the matters referred to in Clause 2.6.1 above.

2.6.2 The MOR 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 Bidding Process, including any error or mistake therein or in any information or data given by the MOR.



2.7 Right to accept or reject any or all Applications/Bids

2.7.1 Notwithstanding anything contained in this RFQ, the MOR reserves the right to accept or reject any Application and to annul the bidding process and reject all Applications/Bids, at any time without any liability whatsoever or any obligation for such acceptance, rejection or annulment, and without assigning any reasons thereof.

2.7.2 The MOR reserves the right to reject any Application and/or Bid if:

- (a) at any time, a material misrepresentation is made or uncovered, or
- (b) the Applicant does not provide, within the time specified by the MOR, the supplemental information sought by the MOR for evaluation of the Application.

Such misrepresentation/improper response would lead to the disqualification of the Bidder. If such disqualification/rejection occurs after the Bids have been opened and the highest bidder gets disqualified/rejected, then the MOR reserves the right to:

- i. invite the next highest Bidder to match the Bid submitted by the highest Bidder; or
- ii. take any such measure as may be deemed fit in the sole discretion of the MOR, including annulment of the Bidding Process.

2.7.3 In case it is found during the evaluation or at any time before signing of the Concession Agreement or after its execution and during the period of subsistence thereof, including the concession thereby granted by the MoR, that one or more of the pre-qualification conditions have not been met by the Applicant or the Applicant has made material misrepresentation or has given any materially incorrect or false information, the Applicant shall be disqualified forthwith if not yet appointed as the Concessionaire either by issue of the LOA or entering into of the Concession Agreement, and if the Applicant has already been issued the LOA or has entered into the Concession Agreement, as the case may be, the same shall, notwithstanding anything to the contrary contained therein or in this RFQ, be liable to be terminated, by a communication in writing by the MoR to the Applicant, without the Authority being liable in any manner whatsoever to the Applicant.

2.7.4 The Authority reserves the right to verify all statements, information and documents submitted by the Applicant in response to the RFQ. Failure of the MoR to undertake such verification shall not relieve the Applicant of its obligations or liabilities hereunder nor will it affect any rights of the Authority thereunder.



B. DOCUMENTS

2.8 Contents of the RFQ

- 2.8.1 This RFQ comprises the contents as listed below, and would additionally include any Addenda issued in accordance with Clause 2.10.

Invitation for Qualification

- Section 1. Introduction
- Section 2. Instructions to Applicants
- Section 3. Criteria for Evaluation
- Section 4. Fraud & Corrupt Practices
- Section 5. Pre Application Conference
- Section 6. Miscellaneous

Appendices

- I. Letter comprising the Application
- II. Power of Attorney for signing of Application
- III. Power of Attorney for Lead Member of Consortium
- IV. Guidelines of the Department of Disinvestment.

2.9 Clarifications

- 2.9.1 Applicants requiring any clarification on the RFQ may notify the MOR in writing or by fax and e-mail in accordance with clause 1.2.9. The Applicants should send in their queries before the date mentioned in the Schedule of Bidding Process contained in Clause 1.3. The MOR would endeavor to respond to the queries within the period specified therein but no later than 10 (ten) days prior to the Application Due Date. The responses will be sent by fax or e-mail. The MOR will forward all the queries and its responses thereto, to all purchasers of the RFQ without identifying the source of queries.
- 2.9.2 The MoR shall endeavour to respond to the Questions raised or clarifications sought by the Applicant. However, MOR reserves the right not to respond to questions raised or provide clarifications sought, in its sole discretion. Nothing in this clause shall be taken or read as compelling or requiring the MOR to respond to any question or to provide any clarification.
- 2.9.3 The MOR may also on its own motion, if deemed necessary, issue interpretations and clarifications to all Applicants. All clarifications and interpretations issued by the MOR shall be deemed to be part of the RFQ. Verbal clarifications and information given by MOR or its employees or representatives shall not in any way or manner be binding on the Authority.



2.10 Amendment of RFQ

- 2.10.1 At any time prior to the deadline for submission of Application, the MOR may, for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, modify the RFQ by the issuance of Addenda.
- 2.10.2 Any Addendum thus issued will be sent in writing to all those who have purchased the RFQ.
- 2.10.3 In order to afford the Applicants a reasonable time in which to take an Addendum into account, or for any other reason, the MOR may, at its own discretion, extend the Application Due Date.

C. PREPARATION AND SUBMISSION OF APPLICATION

2.11 Language

The Application and all related correspondence and documents should be written in the English language. Supporting documents and printed literature furnished by the Applicant with the Application may be in any other language provided that they are accompanied by appropriate translations of the pertinent passages in the English language. Supporting materials, which are not translated into English, shall not be considered. For the purpose of interpretation and evaluation of the Application, the English language translation shall prevail.

2.12 Format and signing of Application

- 2.12.1 The Applicant shall provide all the information sought under this RFQ. The MOR would evaluate only those Applications that are received in the required format and complete in all respects. Incomplete and / or conditional Applications shall be liable to rejection.
- 2.12.2 The Applicant shall prepare one original set of the documents comprising the Application (together with originals/copies of documents required to be submitted along therewith pursuant to this RFQ) and clearly marked "ORIGINAL". In addition, the Applicant shall submit 2 (two) copies of the Application, marked "COPY" and one electronic copy. In the event of any discrepancy between the original and the copies, the original shall prevail.
- 2.12.3 The Application and its copies shall be typed or written in indelible ink and the Applicant shall initial each page in blue ink. All the alterations, omissions, additions or any other amendments made to the Application shall be initialed by the person(s) signing the Application. The Application shall contain page numbers and shall be hard bound.



2.13 Sealing and marking of Applications

2.13.1 The Applicant shall submit the Application in the format specified at Appendix-I and seal it in an envelope and mark the envelope as “APPLICATION”. The Applicant shall seal the original and each copy of the Application, together with their respective enclosures, in separate envelopes duly marking the envelopes as “ORIGINAL” and “COPIES”. The envelopes shall then be sealed in an outer envelope.

2.13.2 Each envelope shall contain:

- i. Application as prescribed in Annexure I with details of the applicant as prescribed format (Annexure II) along with other Annexures and supporting documents;
- ii. Power of Attorney as per the format at Appendix II
- iii. If applicable, the Statement of Legal Capacity for Lead Member of Consortium as per the format at Appendix-III.
- iv. Copy of the Jt. Bidding Agreement, in case of a Consortium;
- v. copy of Memorandum and Articles of Association, if the Applicant/Consortium member is a body corporate, and if a partnership then a copy of its partnership deed;
- vi. copies of Applicant’s each Consortium member’s duly audited balance sheet and profit and loss account for the preceding five years; and

The envelopes shall clearly bear the following identification:

“Application for Qualification: Operations & Maintenance of Super Specialty Wing of Central Hospital at Patna”

2.13.3 The envelope shall be addressed to:

ATTN. OF: Dr. Pankaj Kapoor
Executive Director Health (Planning)

ADDRESS: Room no 351
Railway Board
Rail Bhawan
Ministry of Railways



- 2.13.4 If the envelope is not sealed and marked as instructed above, the MOR assumes no responsibility for the misplacement or premature opening of the contents of the Application submitted.
- 2.13.5 Applications submitted by fax, telex, telegram or e-mail shall not be entertained and shall be rejected.

2.14 Application Due Date

- 2.14.1 Applications should reach the MOR before 1100 hours IST on 18.11.2009 (the "Application Due Date"), at the address provided in Clause 2.12.3 in the manner and form as detailed in this RFQ. Applications submitted by either facsimile transmission or telex will not be acceptable.
- 2.14.2 The MOR may, in accordance with clause 2.10 and at its sole discretion, extend the Application Due Date by issuing an Addendum uniformly for all Applicants.

2.15 Late Applications

Applications received by the MOR after the Application Due Date shall not be eligible for consideration and shall be summarily rejected.

2.16 Modification/substitution/withdrawal of Applications

- 2.16.1 The Applicant may modify, substitute or withdraw its Application after submission, provided that written notice of the modification, substitution or withdrawal is received by the MOR prior to the Application Due Date. No Application shall be modified, substituted or withdrawn by the Applicant after the Application Due Date.
- 2.16.2 The modification, substitution or withdrawal notice shall be prepared, sealed, marked, and delivered in accordance with Clause 2.13, with the envelopes being additionally marked "MODIFICATION", "SUBSTITUTION" or "WITHDRAWAL", as appropriate.
- 2.16.3 Any alteration/modification in the Application or additional information material supplied subsequent to the Application Due Date, unless the same has been expressly sought for by the MOR, shall be disregarded.

D. EVALUATION PROCESS

2.17 Opening and Evaluation of Applications

- 2.17.1 The MOR would open the Applications on the Application Due Date, or on any working day thereafter which will be conveyed to the bidders through phone, fax or e mail, for the purposes of evaluation.



- 2.17.2 Applications for which a notice of withdrawal has been submitted in accordance with Clause 2.16 shall not be opened.
- 2.17.3 The MOR would subsequently examine and evaluate Applications in accordance with the criteria set out in Section 3.
- 2.17.4 Applicants are advised that pre-qualification of Applicants will be entirely at the discretion of the MOR. Applicants will be deemed to have understood and agreed that no explanation or justification on any aspect of the Bidding Process or selection will be given.
- 2.17.5 Any information contained in the Application shall not in any way be construed as binding on the MOR, its agents, successors or assigns, but shall be binding against the Applicant if Project is subsequently awarded to it under the Bidding Process on the basis of such information.
- 2.17.6 The MOR reserves the right not to proceed with the Bidding Process at any time without notice or liability and to reject any Application without assigning any reasons.

2.18 Confidentiality

Information relating to the examination, clarification, evaluation, and recommendation for the short-listed pre-qualified Applicants shall not be disclosed to any person who is not officially concerned with the process or is not a retained professional advisor advising the MOR in relation to or matters arising out of, or concerning the Bidding Process. The MOR will treat all information, submitted as part of Application, in confidence and would require all those who have access to such material to treat the same in confidence. The MOR will not divulge any such information unless it is directed to do so by any statutory entity that has the power under law to require its disclosure or is to enforce or assert any right or privilege of the statutory entity and/or the MOR.

2.19 Tests of responsiveness

- 2.19.1 Prior to evaluation of Applications, the MOR will determine whether each Application is responsive to the requirements of the RFQ. An Application shall be considered responsive if the Application:
- a) is received as per format at Appendix-I
 - b) received by the Application Due Date including any extension thereof pursuant to Clause 2.14.2;
 - c) is signed, sealed and marked as stipulated in Clause 2.13;



- d) is accompanied by the Power(s) of Attorney as specified in Clause 2.2.5 and 2.2.6 (c);
- e) contains all the information (complete in all respects) as requested in the RFQ;
- f) contains information in formats same as those specified in this RFQ;
- g) is accompanied by the Jt. Bidding Agreement (for Consortium), specific to the Project, as stipulated in Clause 2.2.6(g)
- h) does not contain any condition or qualification; and
- i) is not non-responsive in terms hereof

2.19.2 The MOR reserves the right to reject any Application which is non-responsive and no request for alteration, modification; substitution or withdrawal shall be entertained by the MOR in respect of such Application.

2.20 Clarifications

(i) To facilitate evaluation of Applications, the MOR may, at its sole discretion, seek clarifications from any Applicant regarding its Application. Such clarification(s) shall be provided within the time specified by the MOR for this purpose. Any request for clarification(s) and all clarification(s) shall be in writing.

(ii) If an Applicant does not provide clarifications sought under Sub-Clause (i) above within the prescribed time, its Application shall be liable to be rejected. In case the Application is not rejected, the MOR may proceed to evaluate the Application by construing the particulars requiring clarification to the best of its understanding, and the Applicant shall be barred from subsequently questioning such interpretation of the MOR.

E. QUALIFICATION AND BIDDING

2.21 Short-listing and notification

After the evaluation of Applications, the MOR would announce a list of short-listed pre-qualified Applicants (Bidders) who will be eligible for participation in the Bid Stage. At the same time, the MOR would notify the other Applicants that they have not been short-listed. The MOR will not entertain any query or clarification from Applicants who fail to qualify.

2.22 Submission of Bids

The Bidders will be requested to submit a Bid in the form and manner to be set out in the Bidding Documents.

Only pre-qualified Applicants shall be invited by the MoR to submit their Bids for the Project. The MoR is likely to provide a comparatively short time span for submission



of the Bids for the Projects. The Applicants are therefore advised to visit the sites and familiarize themselves with the Projects by the time of submission of the Application. No extension of time is likely to be considered for submission of Bids pursuant to invitation that may be issued by the MoR.

2.23 Proprietary data

All documents and other information supplied by the MoR or submitted by an Applicant to the MoR shall remain or become the property of the MoR. Applicants are to treat all information as strictly confidential and shall not use it for any purpose other than for preparation and submission of their Application. The MoR will not return any Application or any information provided along therewith.

2.24 Correspondence with the Applicant

The MoR shall not entertain any correspondence with any Applicant in relation to the acceptance or rejection of any Application.



3 CRITERIA FOR EVALUATION

3.1 Evaluation parameters

- 3.1.1 Only those Applicants who meet the eligibility criteria specified in Clause[s] 2.2.2 and 2.2.3 above shall qualify for evaluation under this Section 3. Applications of firms who do not meet these criteria shall be rejected.
- 3.1.2 The Applicant's competence and capability is proposed to be established by the following parameters:
- a) Technical Capacity; and
 - b) Financial Capacity

3.2 Technical Capacity for purposes of evaluation

- 3.2.1 Subject to the provisions of Clause 2.2, the following categories of experience would qualify as Technical Capacity and eligible experience (the "Eligible Experience") in relation to eligible projects as stipulated in Clauses 3.2.3 (the "Eligible Projects"):

Category : Project experience on eligible projects in health sector that qualify under Clause 3.2.3

- 3.2.2 Not used

- 3.2.3 For a project to qualify as an Eligible Project:

- a) The healthcare project for which experience is being showcased, should be a hospital that is operational for at least five years prior to submission date of this Application;
- b) the entity claiming experience should have held, in the company owing the Eligible Project, a minimum of 26% equity during the period for which Eligible Experience is being claimed;
- c) the capital cost of the project should be equal to or more than 50 Cr.

- 3.2.4 Not used

Table 3.2.6: Not used



- 3.2.7 Experience for any activity relating to an Eligible Project shall not be claimed by two or more members of the Consortium. In other words, no double counting by a consortium in respect of the same experience shall be permitted in any manner whatsoever.

3.3 Details of Experience

- 3.3.1 The Applicant should furnish the details of eligible experience for the past 5 years preceding the Application Due Date.
- 3.3.2 The Applicant must provide the necessary information relating to Technical Capacity as per format at Annex-II of Appendix-I
- 3.3.3 The Applicant should furnish the required Project-specific information and evidence in support of its claim of Technical Capacity, as per format at Annex-IV of Appendix – I

3.4 Financial information for purposes of evaluation

- 3.4.1 The Application must be accompanied by the Audited Annual Reports of the Applicant for the last 5 (five) financial years, preceding the year in which the Application is made.
- 3.4.2 In case the annual accounts for the latest financial year are not audited and therefore the Applicant could not make it available, the Applicant shall give an undertaking to the same effect and the statutory auditor shall certify the same. In such a case, the Applicant shall provide the Audited Annual Reports for four years proceeding the year for which the Audited Annual Report is not being provided.
- 3.4.3 The Applicant must establish a minimum Net Worth of Rs. 90 crore, as specified in Clause 2.2.2 (B).

3.5 Short-listing of Applicants

- 3.5.1 The credentials of eligible Applicants shall be measured in terms of their Experience Score. The sum total of the Experience Scores for all Eligible Projects shall be the 'Aggregate Experience Score' of a particular Applicant. In case of a Consortium, the Aggregate Experience Score of each of its members, who have an equity share of at least 26% in such Consortium, shall be summed up for arriving at the combined Aggregate Experience Score of the Consortium.
- 3.5.2 The Applicants shall then be ranked on the basis of their respective Aggregate Experience Scores and shortlisted for submission of Bids. The MoR expects to shortlist up to 6(six) pre-qualified Applicants for participation in the Bid Stage. The MoR, however, reserves the right to extend the number of shortlisted pre-qualified



Applicants ("Bidders") up to 6 (six). The bidders are requested to furnish the following details based on which MOR will qualify 6 (six) successful bidders.

Sl. No.	Criteria	Max Marks
1	Experience of Operating the Hospital	10
2	Whether Present Hospital is NABH accredited	10
3	No. of Fulltime faculty	10
4	Performance of Doctors	
(i)	Cardiac surgeries done in the last one year	10
(ii)	Cardiac Angio/Angioplasty done in the last one year	10
(iii)	Haemodialysis done in the last one year	10
5	Performance of the Hospital	10
6	D.N.B. Accredited	10
7	Annual Turnover	10
8	Net worth	10

Weightage will be given to each and every criteria based on the following:

- For Experience of operating the hospital: Out of 10 marks, 5 marks for Operation and Maintenance of 100 beds for five years and additional one marks for every additional 50 beds.
- If Hospital is NABH accredited 10 marks will be given.
- If No. of Full Time Faculty in Cardiac and Nephrology is more than 60%, 10 marks will be given, if it is less than 60% but more than 40% 5 marks will be given and if it is less than 40% no marks will be given.
- If the doctors have done the following in the last one year : -

Cardiac Surgeries/per month	>40
Cardiac Angio/Angioplasty/per month	>40
Haemodialysis/ per month	>350

 10 marks will be given and if it is less than above but

Cardiac Surgeries/per month	>20
Cardiac Angio/Angioplasty/per month	>20
Haemodialysis/ per month	>300

 5 marks will be given and if it is less than above no marks will be given.
- If the Hospital has done in the last one year

Cardiac Surgeries	>480
Cardiac Angio/Angioplasty	>480
Haemodialysis	>4200

 10 marks will be given and if it is less than above but

Cardiac Surgeries	>240
-------------------	------



Cardiac Angio/Angioplasty >240
Haemodialysis >3600

5 marks will be given and if it is less than above no marks will be given.

6. If D.N.B. in the super specialty accredited 10 marks will be given.
7. For Annual turnover: Out of 10 marks, 5 marks for Rs.100 Cr and additional one marks for every 50 Cr above 100 Crores.
8. For Networth: Out of 10 marks, 5 marks for 90 Cr and additional one marks for every 10 Cr above 90 Crores.



4 FRAUD AND CORRUPT PRACTICES

- 4.1 The Applicants and their respective officers, employees, agents and advisers shall observe the highest standard of ethics during the Bidding Process. The MOR shall reject an Application if it determines that the Applicant has, directly or indirectly or through an agent, engaged in corrupt, fraudulent, coercive, undesirable or restrictive practices in the Bidding Process.
- 4.2 Without prejudice to the rights of the MoR under Clause 4.1 hereinabove, if an Applicant is found by the MoR to have directly or indirectly or through an agent, engaged in indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice during the Bidding Process, such Applicant shall not be eligible to participate in any tender or RFQ issued by the MoR during a period of 2(two) years from the date such Applicant is found by the Authority to have directly or indirectly or through an agent, engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice, as the case may be.
- 4.3 For the purposes of this Clause 4, the following terms shall have the meaning hereinafter respectively assigned to them:
- a) “corrupt practice” means (i) the offering, giving, receiving, or soliciting, directly or indirectly, of anything of value to influence the action of a public official in the Bidding Process (for avoidance of doubt, offering of employment to or employing or engaging in any manner whatsoever, directly or indirectly, any official of the MoR who is or has been associated in any manner, directly or indirectly with the Bidding Process or the LoA or has dealt with matters concerning the Concession Agreement or arising there from, before or after the execution thereof, at any time prior to the expiry of one year from the date such official resigns or retires from or otherwise ceases to be in the service of the MoR, shall be deemed to constitute influencing the actions of a person connected with the Bidding Process); or (ii) engaging in any manner whatsoever, whether during the Bidding Process or after the issue of the LoA after the execution of the Concession Agreement, as the case may be, any person in respect of any matter relating to the Project or the LoA or the Concession Agreement, who at any time has been or is a legal, financial or technical adviser of the Authority in relation to any matter concerning the Project;
 - b) “fraudulent practice” means a misrepresentation or omission of facts or suppression of facts or disclosure of incomplete facts, in order to influence the Bidding Process ;
 - c) “coercive practice” means impairing or harming or threatening to harm, directly or indirectly, any persons or property to influence any person’s participation or action in the Bidding Process;



- d) “undesirable practice” means (i) establishing contact with any person connected with or employed by the MOR with the objective of canvassing, lobbying or in any manner influencing or attempting to influence the Bidding Process; or (ii) having a Conflict of interest and
- e) “Restrictive practice” means forming a cartel or arriving at any understanding or arrangement among Applicants with the objective of restricting or manipulating a full and fair competition in the Bidding Process.



5 PRE-APPLICATION CONFERENCE

- 5.1 A Pre-Application conference of the interested parties shall be convened at the designated date, time and place. Only those persons who have purchased the RFQ document shall be allowed to participate in the pre-Application Conference. Applicants who have downloaded the RFQ document from the MoR's website should submit a Demand Draft of Rs.10,000/- (Rupees Ten Thousand only) towards the cost of document, through their representative attending the conference. A maximum of two representative of each Applicant shall be allowed to participate on production of authority letter from the Applicant.
- 5.2 During the course of Pre-Application conference, the Applicants will be free to seek clarifications and make suggestions for consideration of MoR. The MoR shall endeavour to provide clarifications and such further information as it may, in its sole discretion, consider appropriate for facilitating a fair, transparent and competitive Bidding Process.



6 MISCELLANEOUS

- 6.1** The Bidding Process shall be governed by, and construed in accordance with, the laws of India and the Courts at Delhi shall have jurisdiction over all disputes arising under, pursuant to and/ or in connection with the Bidding Process.
- 6.2** The MOR, in its sole discretion and without incurring any obligation or liability, reserves the right to:
- a) suspend and/or cancel the Bidding Process and/or amend and/or supplement the Bidding Process or modify the dates or other terms and conditions relating thereto;
 - b) consult with any Applicant in order to receive clarification or further information;
 - c) pre-qualify or not to pre-qualify any Applicant and/or to consult with any Applicant in order to receive clarification or further information;
 - d) retain any information and/or evidence submitted to the MOR by, on behalf of, and/ or in relation to any Applicant; and/or
 - e) Independently verify, disqualify, reject and/ or accept any and all submissions or other information and/or evidence submitted by or on behalf of any Applicant.
- 6.3** It shall be deemed that by submitting the Application, the Applicant agrees and releases the MOR, its employees, agents and advisers, irrevocably, unconditionally, fully and finally from any and all liability for claims, losses, damages, costs, expenses or liabilities in any way related to or arising from the exercise of any rights and/or performance of any obligations hereunder, pursuant hereto and/or in connection herewith and waives any and all rights and/or claims it may have in this respect, whether actual or contingent, whether present or future.



ANNEXURES

APPENDIX I

--1:--

Letter Comprising the Application for Pre-Qualification

Dated:

The Executive Director (Health)

Railway Board

Ministry of Railways

Sub: Application for pre-qualification for Operation and Maintenance of Super
Specialty Wing at Central Hospital, Patna.

Dear Sir,

I/ We, _____ (Name of Applicant) having
examined the RFQ document and understood its contents, hereby submit our Application
for Qualification for the aforesaid project. The Application is unconditional and unqualified.

2. All information provided in the Application and in the Appendices and Annexure is true and correct and all documents accompanying such Application are true copies of their respective originals.
3. This statement is made for the express purpose of qualifying as a Bidder for the aforesaid Project.
4. I/We shall make available to the MOR any additional information it may find necessary or require to supplement or authenticate the Qualification statement.
5. I/We acknowledge the right of the MOR to reject our Application without assigning any reason or otherwise and hereby waive our right to challenge the same on any account whatsoever.
6. I/We certify that in the last three years, we/any of the Consortium Members have neither failed to perform on any contract, as evidenced by imposition of a penalty or a judicial pronouncement or arbitration award, nor been expelled from any project or contract nor have had any contract terminated for breach on our part.
7. I/We declare that:
 - a) We have examined and have no reservations to the RFQ Documents, including the Addendum(s) issued by the MOR.
 - b) We do not have any conflict of interest in accordance with Clauses 2.2.1(c) and 2.2.1(d) of the RFQ document; and
 - c) I/We have not directly or indirectly or through an agent engaged or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice, as defined in Clause 4.3 of the RFQ Document, in respect of any tender or request for proposal issued by or any agreement entered into



- with the Authority or any other public sector enterprise or any government, Central or State; and
- d) I/We hereby certify that we have taken steps to ensure that in conformity with the provisions of Clause 4 of the RFQ document, no person acting for us or on our behalf has engaged or will engage in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice.
8. I/We understand that you may cancel the Bidding Process at any time and that you are neither bound to accept any Application that you may receive nor to invite the Applicants to Bid for the Project, without incurring any liability to the Applicants, in accordance with Clause 2.16.6 of the RFQ document.
 9. I/We certify that we/our Consortium/proposed Consortium satisfy(ies) the Net Worth criteria and meet(s) the requirements as specified in the RFQ document and are/is qualified to submit a Bid in accordance with the (guidelines for qualification of bidders seeking to acquire stakes in Public Sector Enterprises through the process of disinvestment issued by the GOI vide Department of Disinvestment OM No.6/4/2001-DD-II dt. 13th July, 2001 which guidelines apply mutatis mutandis to the Bidding Process).
 10. I/We declare that we/any Member of the Consortium, are/is not a Member of a/any other Consortium applying for pre-qualification.
 11. I/We certify that in regard to matters other than security and integrity of the country, we 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 Project or which relates to a grave offence that outrages the moral sense of the community.
 12. 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 sister concerns.
 13. I/We further certify that no investigation by a regulatory authority is pending either against us or against our sister concerns or against our CEO or any of our Directors/Managers/employees.
 14. [I/We further certify that we are not disqualified in terms of the additional criteria specified Department of Disinvestment OM No.6/4/2001-DD-II dt. 13th July, 2001, a copy of which forms part of the RFQ at Appendix-IV thereof].
 15. I/We undertake that in case due to any change in facts or circumstances during the Bidding Process, we are attracted by the provisions of disqualification in terms of the provision of this RFQ, we shall intimate the MoR of the same immediately.
 16. The Statement of Legal Capacity as per format provided at Annex-V in Appendix1 of the RFQ document, and duly signed, is enclosed. The power of attorney for signing of application and the power of attorney for lead member of consortium as per format provided at Appendix II and III respectively of the RFQ are also enclosed.
 17. I/We understand that the successful Bidder shall either be an existing Company incorporated under the Indian Companies Act, 1956, or shall incorporate itself as such prior to execution of the concession agreement.



18. I/We, hereby irrevocably waives any right it has at any stage at law or howsoever otherwise arising to challenge or question any decision taken by the MOR in connection with the selection of Applicants, selection of the Bidder, or in connection with the selection/ bidding process itself in respect of the above mentioned Project and the terms and implementation thereof.
19. I/we agree and undertake to abide by all the terms and conditions of the RFQ document.
20. I/we certify that in terms of the RFQ my/our Networth is Rs_____ (Rs. In words) and experience score is_____ (number in words).

In witness thereof, I/We submit this application under and in accordance with the terms of the RFQ document.

Thanking you,

Yours faithfully,
(Signature of the Authorized Signatory)

(Name and designation of the Authorized Signatory)
Name and seal of the Applicant/Lead Firm

Note: Paragraphs in square parenthesis may be omitted, if not applicable, or modified as necessary.



APPENDIX-I

ANNEXURE – I: DETAILS OF APPLICANT

1. Details of the Company
 - (a) Name:
 - (b) Country of incorporation:
 - (c) Address of the corporate headquarters and its branch office(s), if any, in India:
 - (d) Date of incorporation and/ or commencement of business:
2. Brief description of the Company including details of its main lines of business and proposed role and responsibilities in this Project:
3. Details of individual(s) who will serve as the point of contact/ communication for the MOR:
 - (a) Name:
 - (b) Designation:
 - (c) Company:
 - (d) Address:
 - (e) Telephone Number:
 - (f) E-Mail Address:
 - (g) Fax Number:
4. Particulars of the Authorized Signatory of the Applicant:
 - (a) Name:
 - (b) Designation:
 - (c) Address:
 - (d) Phone Number:
 - (e) Fax Number:
5. In case of a Consortium:
 - (a) The information above (1-4) should be provided for all the members of the Consortium.
 - (b) A copy of the Jt. Bidding Agreement, as envisaged in Clause 2.2.6 (g) should be attached to the Application.
 - (c) Information regarding role of each member should be provided as per table below:

S. No.	Name of Member	Role* (Refer clause 2.2.6(d))	Percentage of equity in the Consortium (Refer Clauses 2.2.6 (a) & (c))
1			
2			



*The role of each member, as may be determined by the Applicant, should be indicated in accordance with instruction 4 at Annex-IV.

(d) The following information shall also be provided for each member of Consortium:

Name of Applicant/ Member of Consortium:

No.	Criteria	Yes	No
1.	Has the Applicant/constituent of the Consortium been barred by the Central/ State Government, or any entity controlled by them, from participating in any Project (BOT or otherwise).		
2.	If the answer to 1 is yes, does the bar subsist as on the date of Application?		
3.	Has the Applicant/ constituent of the Consortium paid liquidated damages of more than 5% of the contract value in a contract due to delay or has been penalized due to any other reason in relation to execution of a contract, in the last three years?		
6.	A statement by the Applicant and each of the members of its consortium (where applicable) disclosing material non-performance or contractual non-compliance in past projects, contractual disputes and litigation/ arbitration in the recent past is given below (Attach extra sheets, if necessary):		



APPENDIX-I

ANNEXURE – II: TECHNICAL CAPACITY OF THE APPLICANT

(Refer to Clauses 2.2.2(A), 3.2 and 3.3 of the RFQ)

The Applicant must showcase relevant experience in the development of healthcare projects only (with integrated responsibility of operations and maintenance) to fulfil the technical eligibility criteria. For this purpose, the Applicant must present relevant information in the following format. This should be certified by Statutory Auditor of the company in a manner as under.

Name of Applicant: _____; Member Code: _____

Member/Associate: _____

Sl. No.	Criteria	Project 1	Project 2	Project 3	Etc.	Total
1	Experience of Operating the Hospital					
2	Whether Present Hospital is National Accreditation Board of Hospital accredited					
3	No. of Fulltime faculty					
4	Performance of Doctors					
(i)	Cardiac surgeries done in the last one year					
(ii)	Cardiac Angio/Angioplasty done in the last one year					
(iii)	Haemodialysis done in the last one year					
5	Performance of the Hospital					
(i)	Cardiac surgeries done in the last one year					
(ii)	Cardiac Angio/Angioplasty done in the last one year					
(iii)	Haemodialysis done in the last one year					
6	Diplomate National Board Accredited					
7	Annual Turnover					
8	Net worth					

Notes:

1. Indicate the year since when the Hospital is in operation
2. Indicate yes or no and if yes attach a copy of certificate.
3. Indicate the number of doctors on your roll.
4. Indicate the numbers.
5. Indicate the numbers.
6. Indicate yes or no and if yes attach copy of certificate.
7. Indicate figures.



Certificate:

We certify that _____ (name of the Applicant) operating and maintaining the
above-mentioned hospitals since the date of commencement as mentioned.

Signature of the Statutory Auditor

Name of the Statutory Auditor

Company Seal of the Statutory Auditor

Counter-Signed:

We accept that all details/documents/attachments provided with this Annexure are
complete and absolutely correct and any error or omission therein, accidental or otherwise,
will be sufficient for the MOR to reject our application.

(Name & Signature of Authorized Signatory)

In the capacity of _____ (position) duly authorized to sign this application
for and behalf of _____ (name of Applicant)

_____ (Address)

Note:

*In case a firm is drawing any experience of its Associate, the name of such company and
relationship with the applicant shall also be clearly mentioned in the 'Remarks' column
against the particular project.*



APPENDIX-I

ANNEXURE - III FINANCIAL CAPACITY OF THE APPLICANT

(Refer to Clauses 2.2.2(B), 2.2.4 (ii) and 3.4 of the RFQ)

(In Rs. crore)

The aggregate Net Worth as per the latest audited annual report should be presented in the following tabular format, and certified by a Statutory Auditor.

The Networth should be calculated as per the formula given in this document. The copies of the audited annual reports for last 5 years (Five years) must be submitted along with the statutory auditor's certificate.

Name of Applicant:

Networth as on

S. No	Head	Indian Rupees
1	Paid up Share Capital	
2	Reserves and Surplus	
3	Sub total (1+2)	
4	Revaluation reserve	
5	Goodwill	
6	Other intangible assets	
7	Miscellaneous expenditure to the extent not written off	
8	Sub total (4+5+6+7)	
9	Net worth (3 – 8) ¹	

In addition, the turnover of the _____ (name of Applicant) has a turnover of Rs. _____ from healthcare and related fields.

* For conversion of other currencies to Indian Rupees, the rate of conversion shall be as per the Reserve Bank of India reference rate as on 1st November 2008. In case of currencies not

¹ This certificate should be certified by the Statutory Auditor



indicated under the RBI reference rate, the same shall be converted to US\$ at the conversion rate as on 1st November 2008, and the amount so derived in US\$ shall be converted into Indian Rupees as per the US \$ RBI reference rate of 1st November 2008.

(Name & Signature of Authorized Signatory)_____

In the capacity of _____ (position) duly authorized to sign this application
for and behalf of _____ (name of Bidder / Lead Member of the
Consortium)

_____ (Address)

Signature of the Statutory Auditor

Name of the Statutory Auditor

Company Seal of the Statutory Auditor



Notes :

1. The Applicant/its constituent members shall attach copies of the balance sheets, financial statements and Annual Reports for 5 (five) years preceding the Application Due Date. The financial statements shall:
 - a) reflect the financial situation of the Applicant and its Associates where the Applicant is relying on its Associate's financials;
 - b) be audited by a statutory auditor;
 - c) be complete, including all notes to the financial statements; and
 - d) Correspond to accounting periods already completed and audited (no statements for partial periods shall be requested or accepted).
2. Net Worth shall mean (Subscribed and Paid-up Equity + Reserves) less (Revaluation reserves + miscellaneous expenditure not written off).
3. In case the Application Due Date falls within three months of the close of the latest financial year, refer to clause 2.2.12.
4. In case of a Consortium, a copy of the Jt. Bidding Agreement shall be submitted in accordance with Clause 2.2.6(g) of the RFQ Document.
5. The applicant shall also provide the name and address of the Bankers to the Applicant.
6. The Applicant shall provide an Auditor's Certificate specifying the net worth of the Applicant and also specifying the methodology adopted for calculating such net worth in accordance with Clause 2.2.4 (ii) of the RFQ Document.



APPENDIX-I

ANNEXURE – IV: STATEMENT OF LEGAL CAPACITY

(To be forwarded on the letterhead of the Applicant)

Ref. Date:

To,

[Name and Address]

Dear Sir,

We hereby confirm that we/our members in the Consortium (constitution of which has been described in the application) satisfy the terms and conditions laid out in the RFQ document.

We have agreed that ***** (insert individual's name) will act as the Lead Member of our consortium.*

We have agreed that***** (insert individual's name) will act as our representative/will act as the representative of the consortium on its behalf* and has been duly authorized to submit the RFQ. Further, the authorized signatory is vested with requisite powers to furnish such letter and authenticate the same.

Thanking you,

Yours faithfully,
Authorized Signatory For and on behalf of

(Name of the Applicant)

*Please strike out whichever is not applicable.



APPENDIX II

POWER OF ATTORNEY FOR SIGNING OF APPLICATION

Know all men by these presents, We..... (name of the firm and address of the registered office) do hereby irrevocably constitute, nominate, appoint and authorize Mr./ Ms..... (name and residential address), who is presently employed with us/the Lead Member of our Consortium and holding the position of, as our true and lawful attorney (hereinafter referred to as the "Attorney") to do in our name and on our behalf, all such acts, deeds and things as are necessary or required in connection with or incidental to our pre-qualification and submission of our bid(s) for the Project (*name of Project*) being developed by the Ministry of Railways (the "MOR") including but not limited to signing and submission of all applications, bids and other documents and writings, participate in Pre-Applications and other conferences and providing information/ responses to the MOR, representing us in all matters before the MOR, signing and execution of all contracts and undertakings consequent to acceptance of our bid(s), and generally dealing with the MOR in all matters in connection with or relating to or arising out of our bid for the said Project and/ or upon award thereof to us till the entering into of the Concession Agreement with the MOR.

AND we hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things lawfully done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Attorney in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us.

IN WITNESS WHEREOF WE, THE ABOVE NAMED PRINCIPAL HAVE
EXECUTED THIS POWER OF ATTORNEY ON THIS DAY OF, 20
For

(Signature)

(Name, Title and Address)

Witnesses:

- 1.
- 2.

[Notarized]

Accepted



.....
(Signature)

(Name, Title and Address of the Attorney)

Notes:

- The mode of execution of the Power of Attorney should be in accordance with the procedure, if any, lay down by the applicable law and the charter documents of the executant(s) and when it is so required, the same should be under common seal affixed in accordance with the required procedure.
- Also, wherever required, the Applicant should submit for verification the extract of the charter documents and documents such as a resolution/ power of attorney in favor of the person executing this Power of Attorney for the delegation of power hereunder on behalf of the Applicant.
- For a Power of Attorney executed and issued overseas, the document will also have to be legalized by the Indian Embassy and notarized in the jurisdiction where the Power of Attorney is being issued.



APPENDIX III: POWER OF ATTORNEY FOR LEAD MEMBER OF CONSORTIUM

Whereas the Ministry of Railways ("the MOR") has invited applications from interested parties for the ***Operations and Maintenance of Super Specialty Wing at Central Hospital, Patna*** ("the Project").

Whereas, and (collectively the "Consortium") being members of the Consortium are interested in bidding for the Project in accordance with the terms and conditions of the Request for Qualification document (RFQ), Request for Bid/ Proposal (Bid Documents) and other connected documents in respect of the Project, and

Whereas, it is necessary under the RFQ document for the members of the Consortium to designate one of them as the Lead Member with all necessary power and authority to do for and on behalf of the Consortium, all acts, deeds and things as may be necessary in connection with the Consortium's bid for the Project and its execution.

NOW THEREFORE KNOW ALL MEN BY THESE PRESENTS

We, having our registered office at....., M/s.
..... having our registered office at....., M/s.
..... having our registered office at and
..... having our registered office at....., [the respective names and addresses of the registered office] (hereinafter collectively referred to as the "Principals") do hereby designate, nominate, constitute, appoint and authorise having its registered office at being one of the members of the Consortium, as the Lead Member and true and lawful attorney of the Consortium (hereinafter referred to as the "Attorney"). We hereby irrevocably authorise the Attorney (with power to sub-delegate) to conduct all business for and on behalf the Consortium and any one of us during the bidding process and, in the event the Consortium is awarded the Contract, during the execution of the Projects, and in this regard, to do on our behalf and on behalf of the Consortium, all or any of such acts, deeds or things as are necessary or required or incidental to the pre-qualification of the Consortium and submission of its bid(s) for the Project(s), including but not limited to signing and submission of all applications, bids and other documents and writings, participate in bidders and other conferences, respond to queries, submit information/ documents, sign and execute contracts and undertakings consequent to acceptance of bid[s] of the Consortium and generally to represent the Consortium in all its dealings with the MOR, and/ or any other Government Agency or any person, in all matters in connection with or relating to or arising out of the Consortium's bid[s] for the Project and/ or upon award thereof till the Concession Agreement is entered into with the MOR.

AND hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things lawfully done or caused to be done by our said Attorney pursuant to and in exercise



of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Attorney in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us/ Consortium.

IN WITNESS WHEREOF WE THE PRINCIPALS ABOVE NAMED HAVE EXECUTED THIS POWER OF ATTORNEY ON THIS DAY OF20**

For

(Signature)

.....

(Name & Title)

For

(Signature)

.....

(Name & Title)

For

(Signature)

.....

(Name & Title)

Witnesses:

.....

(Executants)

(To be executed by all the members of the Consortium)

Notes:

- *The mode of execution of the Power of Attorney should be in accordance with the procedure, if any, laid down by the applicable law and the charter documents of the executant(s) and when it is so required, the same should be under common seal affixed in accordance with the required procedure.*



- *Also, wherever required, the Applicant should submit for verification the extract of the charter documents and documents such as a resolution/ power of attorney in favour of the person executing this Power of Attorney for the delegation of power hereunder on behalf of the Applicant.*
- *For a Power of Attorney executed and issued overseas, the document will also have to be legalised by the Indian Embassy and not arised in the jurisdiction where the Power of Attorney is being issued.*

APPENDIX IV²³

Guidelines of the Department of Disinvestment

(Refer Clause 1.2.1)

No. 6/4/2001-DD-II
Government of India
Department of Disinvestment

Block 14, CGO Complex
New Delhi.
Dated 13th July, 2001.

OFFICE MEMORANDUM

Sub: Guidelines for qualification of Bidders seeking to acquire stakes in Public Sector Enterprises through the process of disinvestment

Government has examined the issue of framing comprehensive and transparent guidelines defining the criteria for bidders interested in PSE-disinvestment so that the parties selected through competitive bidding could inspire public confidence. Earlier, criteria like net worth, experience etc. used to be prescribed. Based on experience and in consultation with concerned departments, Government has decided to prescribe the following additional criteria for the qualification/ disqualification of the parties seeking to acquire stakes in public sector enterprises through disinvestment:

- (a) In regard to matters other than the security and integrity of the country, any conviction by a Court of Law or indictment/ adverse order by a regulatory authority that casts a doubt on the ability of the bidder to manage the public sector unit when it is disinvested, or which relates to a grave offence would constitute disqualification. Grave offence is defined to be of such a nature that it outrages the moral sense of the community. The decision in regard to the nature of the offence would be taken on case to case basis after considering the facts of the case and relevant legal principles, by the Government of India.
- (b) In regard to matters relating to the security and integrity of the country, any charge-sheet by an agency of the Government/ conviction by a Court



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of Law for an offence committed by the bidding party or by any sister concern of the bidding party would result in disqualification. The decision in regard to the relationship between the sister concerns would be taken, based on the relevant facts and after examining whether the two concerns are substantially controlled by the same person/ persons.

- (c) In both (a) and (b), disqualification shall continue for a period that Government deems appropriate.
- (d) Any entity, which is disqualified from participating in the disinvestment process, would not be allowed to remain associated with it or get associated merely because it has preferred an appeal against the order based on which it has been disqualified. The mere pendency of appeal will have no effect on the disqualification.
- (e) The disqualification criteria would come into effect immediately and would apply to all bidders for various disinvestment transactions, which have not been completed as yet.
- (f) Before disqualifying a concern, a Show Cause Notice why it should not be disqualified would be issued to it and it would be given an opportunity to explain its position.
- (g) Henceforth, these criteria will be prescribed in the advertisements seeking Expression of Interest (EOI) from the interested parties. The interested parties would be required to provide the information on the above criteria, along with their Expressions of Interest (EOI). The bidders shall be required to provide with their EOI an undertaking to the effect that no investigation by a regulatory authority is pending against them. In case any investigation is pending against the concern or its sister concern or against its CEO or any of its Directors/ Managers/ employees, full details of such investigation including the name of the investigating agency, the charge/ offence for which the investigation has been launched, name and designation of persons against whom the investigation has been launched and other relevant information should be disclosed, to the satisfaction of the Government. For other criteria also, a similar undertaking shall be obtained along with EOI.

sd/-

(A.K. Tewari)

Under Secretary to the Government of India

