



REQUEST FOR EXPRESSION OF INTEREST (REOI)

FOR

SHORTLISTING OF INDIAN STRATEGIC PARTNERS (SP)

FOR

**PROCUREMENT OF NAVAL UTILITY HELICOPTERS
UNDER THE STRATEGIC PARTNERSHIP MODEL**

(Total 33 Pages)
Ministry of Defence
Government of India



GLOSSARY

Applicant Company(s)	As defined at Paragraph 2 of this REoI.
Applicant OEM(s)	Shall mean original equipment manufacturers/ export agencies (authorised/ sponsored by the foreign governments, applicable in the case of countries where the extant domestic laws do not permit direct export by the original equipment manufacturers) of NUH, who have responded to the EoI issued for shortlisting of OEMs.
Business Day(s)	Shall mean a day (other than a Saturday or Sunday or a national holiday) on which GoI offices in New Delhi are operating.
Companies Act	Shall mean the Companies Act, 2013 or the Companies Act, 1956 (as the case may be), as amended or modified from time to time.
Control	As defined at Paragraph 11 and 12 of Chapter VII of DPP read with Paragraph 1 and 2 of Appendix A to Chapter VII.
CASEVAC	Casualty Evacuation
DPP	Defence Procurement Procedure
EoI	Shall mean the response to this REoI submitted by Applicant Companies to MoD in the form and manner set out hereunder.
GoI	Government of India
Group Company or Group	<p>Shall mean the Applicant Company's holding company, subsidiary company, promoter or a body corporate that is under the same management as that of the Applicant Company. For the purposes of definition:</p> <p>(i) The expressions "holding company", "subsidiary company" and "promoter" shall have the same meaning specified in the Companies Act as on the date of this REoI.</p> <p>(ii) A body corporate shall be deemed to be under the 'same management' as that of the Applicant Company if not less than 26% (twenty six percent) of the aggregate issued, subscribed and paid up equity share capital in such body corporate and the Applicant Company respectively, is owned directly or indirectly, by the same entity (individual or body corporate or combination thereof), with no other entity holding an equal or greater percentage of the</p>



	aggregate issued, subscribed and paid up equity share capital.
LIMO	Low Intensity Maritime Operations
MoD	Ministry of Defence
MQC	Minimum Qualifying Criteria
NUH	Naval Utility Helicopter(s)
OEM	Shall mean the original equipment manufacturer selected by MoD pursuant to the RFP stage.
Owned	As defined in paragraph 11 and 12 of Chapter VII of DPP read with paragraph 1 and 2 of Appendix A to Chapter VII
Private Sector Company	A company which is not a Government Company as defined under the Companies Act.
Project	NUH procurement as defined in paragraph 3 of this REoI.
R&D	Research and Development
REoI	Shall means this request for expression of interest issued by MoD to the Applicant Companies.
RFP	Shall mean request for proposal to be issued by MoD
SAR	Search and Rescue.
Shortlisted Applicant Company(s)	As defined in paragraph 3.
Shortlisted OEM(s)	As defined in paragraph 5.
SP	Shall means the Strategic Partner selected by MoD pursuant to RFP stage.



INTERPRETATION

In this REOI, unless the context otherwise requires,

- (a) References to any legislation or any provision thereof shall include reference to any amendment or re-enactment or consolidation of such legislation or any provision thereof so far as such amendment or re-enactment or consolidation applies or is capable of being applied to any transaction entered into pursuant to and in terms of this REOI;
- (b) References to laws of India or Indian law or regulation having the force of law shall include the laws, acts, ordinances, rules, regulations, bye laws or notifications which have the force of law in the territory of India and as from time to time may be amended, modified, supplemented, extended or re-enacted;
- (c) The table of contents, headings or sub-headings in this REOI are for convenience of reference only and shall not be used in, and shall not affect, the construction or interpretation of this REOI;
- (d) The words importing singular shall include plural and vice versa; and
- (e) The Appendices to this REOI form an integral part of this REOI and will be in full force and effect as though they were expressly set out in the body of this REOI.



**REQUEST FOR EXPRESSION OF INTEREST (REoI) FOR SHORTLISTING OF
INDIAN STRATEGIC PARTNERS (SP) FOR NAVAL UTILITY HELICOPTERS UNDER
THE STRATEGIC PARTNERSHIP MODEL**

1. **Introduction.** The Ministry of Defence (MoD), Government of India (GoI), intends to procure 111 (one hundred and eleven) Naval Utility Helicopters (NUH) along-with two (02) full motion flight simulators, one (01) maintenance simulator, associated maintenance support, transfer of technology (ToT), associated engineering support package, performance based logistics (PBL), training and documentation through Strategic Partnership Model as stipulated in Chapter VII of Defence Procurement Procedure, 2016 as amended from time to time (DPP 16).
2. **Expression of Interest (EoI).** The MoD, GoI seeks expression of interest (EoI) as response to this REoI from the companies incorporated and registered under the Companies Act, which are Owned and Controlled by resident Indian citizens (hereinafter referred to as **Applicant Company(s)**). Provided that the Applicant Company:
 - (a) Should be a Private Sector Company; and
 - (b) The ownership structure and management of the Applicant Company should be in compliance with the provisions of Para 11 and 12 read with Appendix A to Chapter VII of DPP 16.
3. **Purpose of REoI.** The purpose of this REoI is to shortlist from the Applicant Companies, one or more companies {hereinafter referred to as **Shortlisted Applicant Company(s)**} to participate in the bidding process for selection of SP for *inter-alia* manufacturing/ supplying NUH in India along with its maintenance support (**Project**).
4. **Phases of Delivery.** The NUH will be acquired in two (02) phases as follows:-
 - (a) **Phase I:** Buy – 16 (sixteen) helicopters as direct 'Buy' in Fully Formed state in basic version.
 - (b) **Phase II:** Make - 95 (ninety five) helicopters shall be indigenously manufactured in India.
5. **OEM.** The shortlisted Applicant Companies will have to tie up with one of the shortlisted original equipment manufacturers {hereinafter referred to as **Shortlisted OEM(s)**} for ToT, manufacturing of NUH, assistance in training and other support as may be required for successful completion of the Project. The shortlisting of OEMs out of the pool of Applicant OEMs (subject to NSQR compliance) shall be carried out through a separate process and shall *inter-alia* take into consideration the following factors:
 - (a) Range, depth and scope of ToT offered in identified areas.



- (b) Extent of indigenous content proposed.
 - (c) Extent of eco-system of Indian vendors/ manufacturers proposed.
 - (d) Measures to support SP in establishing system for integration of platforms, indigenisation efforts, ToT, implementation and life cycle support or PBL/ Maintenance Transfer of Technology/ maintenance aspects.
 - (e) Plans to train skilled manpower.
 - (f) Requisite assistance in setting up of testing facility, certification centres and Research & Development (**R&D**) facility in India.
6. **REol Structure**. This REol consists of two (02) parts as indicated below: -
- (a) **Part I**. The first part of the REol sets out the intended role of NUH, required delivery schedule and Minimum Qualification Criteria (**MQC**) for responding to REol etc.
 - (b) **Part II**. The second part of REol sets out the methodology of seeking Eol.

PART I

7. **Role of NUH**. The NUH should be able to perform the following roles both during day and night:-

- (a) **Basic Version**. The NUH in the basic version should be capable of undertaking the following missions (one mission at a time, by configuration of respective role equipment):-
 - (i) Search and Rescue (**SAR**).
 - (ii) Casualty Evacuation (**CASEVAC**).
 - (iii) Communication Duties (**Passenger and Cargo Role**).
 - (iv) Low Intensity Maritime Operations (**LIMO**).
- (b) **Fully Configured Version**. The NUH in the fully configured version should be capable of undertaking the following missions (one mission at a time, by configuration of respective role equipment):-
 - (i) SAR.



- (ii) CASEVAC.
- (iii) Communication Duties (Passenger and Cargo Role).
- (iv) LIMO.
- (v) Deploy Self Protection Suite.
- (vi) Sub Surface Targeting.

8. **End User.** The end user of the NUH and associated equipment is the Indian Navy.

9. **Field Evaluation Trials (FET).** The FET will be conducted in accordance with Chapter II and VII of DPP 16 on no cost no commitment basis.

10. **Acceptance by Applicant Companies.** In EoI, the Applicant Companies shall agree, accept and ensure :-

(a) The execution of requisite contracts between MoD, SP, OEM and SPV as specified by the MoD during the RFP stage;

(b) The contract(s) between the SP and OEM shall be negotiated between them, however, these contract(s) shall include a contractual provision to be specified by the MoD at the RFP stage, conferring rights in favour of the MoD to step in and enforce the Project in certain eventualities;

(c) SP shall be responsible through OEM for certification and quality assurance of the NUH supplied to MoD;

(d) SP will also confirm repair, maintenance, PBL and life cycle support for the NUH along with OEM; and

(e) The compliance of conditions of DPP 16, including Chapter VII and such other contractual provisions as finalised at the RFP stage.

11. **Delivery Schedule.** The delivery schedule of NUH shall broadly be as follows:-

<u>Sr.</u>	<u>Production Component</u>	<u>Time Period</u>	<u>No of NUH/ Spare Engines</u>	<u>Additional Equipment</u>
(a)	Buy	Within five (05) years after signing the contract	16 (sixteen) NUH and eight (08) spare engines	One (01) flight simulator and one (01) maintenance simulator along with required test equipment, spares and documentation.
(b)	Make	Six (06) -13 (thirteen) years after signing the contract	95 (Ninety five) NUH and 48 (forty eight) spare engines	One (01) flight simulator along with required test equipment and spares.



12. In finalising the delivery schedule, guidelines detailed below shall be followed:-

(a) 16 (sixteen) helicopters shall be delivered as 'Fly Away' in basic version to meet immediate requirement of training and SAR. One (01) helicopter out of these 16 helicopters should have instrumentation and telemetry for conducting trials, viz, ship helicopter operation limitation trials etc.

(b) All NUH in basic version shall be upgraded to fully configured version and obsolescence management undertaken prior to completion of delivery of the last NUH.

(c) NUH and simulators are to be delivered in batches along with proportional spares, ground support equipment, ground handling equipment, spare engines and documentation.

(d) Torpedoes are to be delivered by Torpedo OEM/ relevant Govt agency in a phased manner proportionally along with the fully configured version.

(e) Gun will form part of each helicopter.

(f) Facilities for 'O' and 'I' level maintenance are to be operationalised at the designated places before NUHs become due for such requirement.

(g) Maintenance, Repair and Overhaul (**MRO**) facility shall be set up in India through SP for 'D' level maintenance and overhaul of helicopters before the NUH fall due for such maintenance.

13. **Expectations from OEM towards R&D.** The Applicant Companies are to propose its methodology, plan and expectations from the OEMs for setting up of the envisaged R&D centre.

14. **Minimum Qualifying Criteria.** Based on the EoI, Applicant Companies will be evaluated on the basis of MQC comprising of technical and financial aspects. The MQC for participation in Project is elaborately mentioned in **Appendix 'A'**.

15. **Indigenisation Roadmap.** As a part of RFP response, the Shortlisted Applicant Companies will be required to present a roadmap for indigenisation content for the NUH project:-

(a) **Indigenisation Content Requirements.** The indigenisation content for the NUH is to be minimum 40% (forty per cent) on cost (as per commercial bid) basis in the overall 'Make' component of the Project and not less than 60% (sixty per cent) in the last batch of NUH.

(b) **Eco-system of Domestic Manufacturers.** SP shall develop tiered industries by entering into teaming agreements and development partnerships with



other industries, including micro, small and medium enterprises, defence public sector undertakings (**DPSUs**), ordnance factories (**OF**), other public sector undertakings, Defence Research and Development Organisation (**DRDO**) and foreign companies that are part of the global supply chain, so that an eco-system of domestic manufacturers in the Indian defence sector is developed, including for spares and capacities for repair and maintenance of NUH.

(c) **R & D and Skilling Roadmap**. SP, with the help of OEM, will need to establish a design centre with suitable expertise and faculty in India. The aim shall be to use indigenous R&D effort for minor/ major modifications on NUH, future variants/ upgrades on the NUH, as also for sharing good practices across other design/ development/ manufacturing centres being run by the OEM.

16. **Integrity Pact**. As a part of the RFP response, the Shortlisted Applicant Companies shall provide an appropriate Integrity Pact Bank Guarantee during the bid submission, in accordance with Annexure I to Appendix M of Schedule I of Chapter II of DPP 16.

17. **Special Purpose Vehicle**. It is intended that the Project is implemented through an SPV to be incorporated by the SP. Detailed contractual structure will be shared at the RFP stage. OEM may also contribute in the shareholding of the SPV, subject to the extant FDI norms and other conditions as described in Appendix A of Chapter VII of DPP 16. Any change in the shareholding of the SPV during the Project, shall be subject to the conditions and restrictions to be specified in the RFP. The SPs are to furnish their views, comments and recommendations on the setting up of SPV.

18. **Project Overseeing Team (POT)**. A POT, Naval Project Office (NUH) would be formed at SP's premises to monitor the program and to ensure compliance of Indian Navy requirements during the production of NUH. Details will be included in RFP.

19. **Audit**. Besides examination of periodic audited financial reports, MoD shall have the right to conduct special audits of all certifications and costs including indigenous content, ToT, R&D and skill development aspects relevant to the Project at every or any stages (tiers) of manufacturing/ production/ assembly.

PART II

20. **Interaction with Applicant Company**. An interaction with Applicant Companies will be held at **1430 hrs on 12 Mar 18** at MoD that have acknowledged the REoI, to answer any queries or clarify doubts regarding submission of EoI. The queries likely to be asked during the interaction may be forwarded to Directorate of Aircraft Acquisition at daa@navy.gov.in by **26 Feb 18** in soft copy (editable) at least fourteen (14) Business Days prior to meeting. The authorised representative of Applicant Company is requested to attend the interaction meeting. The necessary details of personnel attending the



interaction should be forwarded to Directorate of Aircraft Acquisition at least seven (07) Business Days before the interaction along with an 'Acknowledgement of receipt of REoI' (signed by the authorised signatory) in the form and manner set out in **Appendix 'D'** to facilitate obtaining of security clearance.

21. **Sharing REoI for shortlisting OEMs with Applicant Companies.** The REoI issued for shortlisting of OEMs (without certain technical details) will be shared with Applicant Companies during the interaction phase mentioned above.

22. **Submission of EoI.**

(a) The Applicant Companies as part of the EoI shall submit the requisite information in the form and in the manner set out hereto. MoD may seek further information/ clarifications for evaluating the EoI

(b) The EoI shall be typed and signed by the authorised signatory of the Applicant Company who shall also initial each page in blue ink. All the alterations, omissions, additions or any other amendments made to the EoI shall be initialed by the person(s) signing the EoI. MoD will evaluate only those EoIs that are received in the required formats and are complete in all aspects. Submission of incomplete EoI will render the Applicant Company liable for rejection.

(c) The Applicant Company shall submit the EoI in the formats specified under this REoI, and seal it in an envelope and mark the envelope as "**EoI for NUH**". The EoI shall include:

(i) Information Proforma – **Appendix B.**

(ii) Affidavit – **Appendix C.**

(iii) Acknowledgment Receipt – **Appendix D.**

(iv) Certificate from the statutory auditor regarding capital expenditure and value of the equipment – **Appendix E.**

(v) Undertaking regarding provisioning of System of Systems Integration Criteria – **Appendix F.**

(vi) Undertaking regarding deed of adherence for meeting Aerospace Capability Criteria – **Appendix G.**

(vii) Certificate from the statutory auditor regarding consolidated revenue and net worth – **Appendix H.**

(viii) Undertaking for Financial Gate – **Appendix J.**



- (ix) Certificate from the statutory auditor regarding shareholding pattern – **Appendix K.**
- (x) Expectations from OEM for setting up of R&D facility – **Appendix L.**
- (xi) Comments and recommendations on the setting up of SPV – **Appendix M.**
- (xii) Undertaking that adequate land and hangar space would be made available for manufacturing of NUH as per delivery schedule – **Appendix N.**

Note: - If the envelope is not sealed and marked as instructed above, MoD assumes no responsibility for the misplacement or premature opening of the contents of the Eol submitted. Eol shall be delivered by hand including courier services at the address, as mentioned under sub-clause (c), above. The MoD will, on request, provide the Applicant Company with acknowledgement of receipt showing the date and time when its Eol was received. Eols submitted by fax, telex, telegram or e-mail shall not be entertained and shall be rejected.

(d) **Affidavit from Applicant Company.** The Eol should be accompanied by an affidavit testifying to the truth and accuracy of the information supplied. The Applicant Companies shall provide the aforesaid 'Affidavit' in the form and manner set out in **Appendix 'C'**.

(e) The Eol shall be placed in hard binding and the pages shall be numbered serially.

(f) One (01) additional hard copy and two (02) soft copies in CD/DVD along with compliance tables in editable forms shall be placed in a separate envelope and be marked as "**COPIES OF DOCUMENTS FOR NUH PROJECT**".

(g) The envelopes specified in sub-paragraphs c (ii) and c (iv) above, shall be placed in an outer envelope, which shall be sealed. Each of the envelopes shall clearly bear the following identification:

"EOI FOR THE NUH PROJECT IN INDIA" and shall clearly indicate the name and address of the Applicant Company. In addition, the last date for submission of the Eol should be indicated on the right hand top corner of each of the envelopes.

(h) **Delivery Address.** The Eol should be delivered at the following address:-

Technical Manager (Maritime & Systems)
Ministry of Defence, Acquisition Wing
Room No 3, D II Wing, Ground Floor, Sena Bhavan



New Delhi 110011

Fax No.: +91-11- 2301 7684

Contact Details: 011 23011540

(j) **Date for Response.** The last date of receipt of EoI is **12 Apr 19 by 1200 Hr.** *[two months from the date of issue]*

23. **Date for Opening of EoI(s). Opening of Response.** The EoI(s) will be opened at 1500 hr on **12 Apr 19** at the same venue as indicated at Para 22 (h) above. The vendor or his authorised representative is welcome to be present at the opening of the EoI(s). Necessary detail may be sent a week in advance to facilitate obtaining of security clearance.

24. **Verification.** The Applicant Companies shall indicate the earliest date for on-site verification of the information provided in EoI. The date indicated shall be within 30 (thirty) days from the date of submission of EoI.

25. **Notification about Shortlisting of SPs.** The Applicant Companies shall be notified about the shortlisting/ non shortlisting as potential SPs post 2nd Stage DAC.

26. **Issue of RFP.** The likely timeline for issue of RFP is third quarter of the year 2019.

27. **List of Shortlisted OEMs.** The list of short-listed OEMs shall be annexed to the RFP issued to shortlisted Applicant Company, so that the shortlisted Applicant Company(s) can freely engage with such OEMs and finalise their techno-commercial offer in agreement with any of these OEMs. One (01) shortlisted Applicant Company can engage with any or all OEMs, but can finally submit only one (01) offer in agreement with any one (01) of the OEMs.

28. **Due Diligence.** It must be noted that though MoD will be shortlisting the OEMs, however, shortlisted Applicant Companies shall be solely responsible for their own due diligence of the shortlisted OEMs with respect to the OEM's capabilities and willingness to meet its obligations in accordance with the Project requirements. Accordingly, the MoD shall not be liable for the failure or default of the OEM to fulfil its obligations to the SP. SP may address these issues appropriately in the contracts between SP and the OEM.

29. **Disclaimer.** This REoI is neither an agreement and nor an offer by the MoD to the prospective Applicant Companies or any other person. The purpose of this REoI is to provide interested parties with information that may be useful to them in expressing their interest pursuant to this REoI. This REoI includes statements, which reflect various assumptions and assessments arrived at by the MoD in relation to the Project. This REoI document and any assumptions, assessments and statements made herein do not purport to contain all the information that each Applicant Company may require. The MoD 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 REoI. The Applicant Company shall bear all its costs associated with or relating to the preparation and submission of EoI. The issuance of this REoI does not imply that the MoD is bound to shortlist an Applicant Company for the Project and the MoD reserves the right to reject all or any of the EoIs without assigning any reason whatsoever.



Appendix A
(Refers to Para 14 of REoI)

MINIMUM QUALIFYING CRITERIA - NUH PROJECT

1. The Applicant Company should satisfy each of the following MQC i.e. Technical Gate (System of Systems and Aerospace Capability), Financial Gate and other conditions as on the date of submission of EoI.

Technical Gate

2. **System of Systems.** The Applicant Company shall have demonstrated the technical capability of integration of "System of Systems", which refers to any system with multiple technologies of major systems in aerospace (including aircraft, helicopter, remotely piloted aircraft, spacecraft), ships and crafts, submarine, weapon system (including command & control systems), chemical plants, power plants, steel plants and automobiles manufacturing plants. To establish the same, the Applicant Company should have:

(a) Successfully commissioned at least one (01) project in power plant/ chemical plant/ steel plant/ automobile manufacturing plant, during the last 10 (ten) years with a capital expenditure of not less than INR 500 Crore (Five Hundred Crore only) on each such plant. Such plant should be owned by the Applicant Company (or it's Group Company, as the case may be) as on the date of submission of EoI.

OR

(b) Successfully signed at least one (01) contract in the domain of aerospace (i.e. aircraft, helicopter, remotely piloted aircraft, spacecraft)/ ships and crafts/ submarine/ weapon system (including command & control systems) of value not less than INR 300 Cr (Three Hundred Crores) and delivered (including acceptance) at least one complete system of the same contract during the last three (03) financial years (since Mar 2015).

2.1 **Reliance on Group Companies for Meeting Technical Gate.** In the event the Applicant Company is unable to clear the Technical Gate on its own, the Applicant Company may rely on the technical capabilities of its Group Company. In case the Applicant Company has relied on a Group Company for clearing the Technical Gate, such Group Company at the time of RFP submission, shall have to provide an undertaking that it will make available or cause to be made available to the Applicant Company/ SPV (as the case may be), all technical resources required to ensure that the Applicant Company/ SPV can at all times fully and effectively discharge its obligations in relation to the Project.



The detailed format for such undertaking/ guarantee shall be provided during RFP stage. The ownership structure and management of such Group Company should be in compliance with the provisions of Para 11 and 12 read with Appendix A to Chapter VII of DPP 16.

2.2 **Documents for Satisfying 'System of Systems Integration' Criteria.** The Applicant Company shall enclose in EoI, the following documents to satisfy the technical gate:-

- (a) Certificate(s) demonstrating the compliance by the Applicant Company or the Group Company(s) with the 'System of Systems Integration' Criteria providing details {not exceeding two (02) pages} with supporting documents as necessary, including the certificates from appropriate government agencies; and
- (b) Unqualified certificate(s) from its statutory auditors or from the statutory auditor of its Group Company(s) specifying the capital expenditure, presence of the plant on the balance sheet or value of the systems as required in paragraph 2 above, along with requisite details in the format provided at **Appendix 'E'**.
- (c) If applicable, an 'Undertaking' in the format provided at **Appendix 'F'** of this REoI.

3. **Aerospace Capability Criteria.** For demonstrating the aerospace capability criteria, the Applicant Company shall have the following attributes:-

<u>Sr.</u>	<u>Attributes</u>	<u>Qualification Criteria</u>
(a)	(i) Availability of hangar and land space exclusively for production, assembly and testing of aircraft/ helicopters. (ii) Experience in production of aircraft/ helicopters/ systems and components thereof	(a) Should have industrial land and hangar/ plant as well as experience for manufacturing of aerospace system / component of any of the under mentioned systems and accepted by an aerospace system original equipment manufacturer within last 3 (three) financial years.- (i) Transmission system (ii) Lubrication system (iii) Engine (iv) Fuel system (v) Fuselage (vi) Aero-structure



		<p>(vii) Landing gear</p> <p>(viii) Electrical system</p> <p>(ix) Hydraulic system</p> <p>(x) Avionics</p> <p>(xi) Cockpit and instruments</p> <p>(b) SP is to ensure availability of adequate hangar space and industrial land exclusively for production, assembly and testing of NUH, post award of contract. An 'undertaking' for the same is to be provided as part of the Eol response.</p>
(b)	Availability of special machining/processing facilities for composites for aircraft/ helicopters	Special machining / processing facilities should be available for producing composites for aerospace platforms. The manufacturing process should be certified by an original equipment manufacturer / certification agency.

3.1 **Reliance on Group Companies for Meeting Aerospace Capability.** In the event the Applicant Company is unable to meet the 'Aerospace Capability Criteria' mentioned above, the Applicant Company may rely upon its Group Company's experience. *The Group Company whose experience and expertise is considered shall execute a deed of adherence and confirmation cum undertaking, providing the SP and SPV an irrevocable right to access, enter upon and use the facilities of the Group Company for the duration of the Project, subject to the applicable laws. An agreement evidencing this right would be required to be submitted at RFP stage.*

3.2 **Documents for Satisfying Aerospace Capability.** The Applicant Company shall enclose in Eol; the certificate(s) demonstrating the compliance by the Applicant Company or Group Company with the Aerospace Capability criteria providing details with supporting documents as necessary. In case the Applicant Company relies upon its Group Company for this criteria, an 'Undertaking' in the format provided in **Appendix 'G'** of this REol.

Financial Gate

4. **Consolidated Turnover.** The Applicant Company shall have a minimum consolidated revenue of INR 1800 Cr (Rupees One Thousand Eight Hundred Crore) during any of the last three (03) financial years viz FY 2015-16, FY 2016-17 and



FY 2017-18. This minimum consolidated revenue is to be calculated based on financial statements audited under the Companies Act and adopted and approved by the board of directors and shareholders.

5. **Net Worth.** The Applicant Company shall have minimum net worth of INR 900 Cr (Rupees Nine Hundred Crore) on consolidated basis at the close of the financial year 2017-18. Net worth is to be based on financial statements audited under the Companies Act and adopted and approved by the board and shareholders. For the purpose of this REoI, Net Worth is to be calculated as follows:

(a) Net Worth = (Paid up share capital) + (reserves and surplus) – (revaluation reserves) – (intangible assets, miscellaneous expenditure to the extent not written off, accumulated losses)

(b) Any other asset/ liability appearing in the balance sheet and contingent liabilities affecting the Net Worth, as at close of the preceding financial year.

6. **Rating.** The Applicant Company shall have long term issuer credit rating equivalent to Credit Rating Information Services of India Limited (**CRISIL**) or ICRA Limited “BBB” accorded by Reserve Bank of India (**RBI**) / Securities Exchange Board of India (**SEBI**) approved agencies. Rating report should not be older than 6 (six) months and be the latest available rating.

7. **Dependence on Holding Company for Financial Gate.** In the event the Applicant Company is unable to clear the Financial Gate on its own, the Applicant Company may rely on the financial strength of its Holding Company. In case the Applicant Company has relied on the Holding Company for clearing the Financial Gate, such Holding Company, during the time of RFP submission, shall have to provide an undertaking that it will make available or cause to be made available to the Applicant Company/ SPV (as the case may be), all financial resources required to ensure that the Applicant Company/ SPV can at all times fully and effectively discharge its obligations in relation to the Project. The detailed format for such undertaking/ guarantee shall be provided during RFP stage. The ownership structure and management of such Group Company should be in compliance with the provisions of Para 11 and 12 read with Appendix ‘A’ to Chapter VII of DPP 16. *It must be noted that, in case the Applicant Company relies on its Holding Company for any one of the above-mentioned financial criteria, then reliance must be placed on the Holding Company for all the financial criteria on a standalone basis.*

8. **Change in Financial Status of Applicant Company.** In the case of change of financial status of Applicant Company from the date of response of EoI to the date of response of RFP following would be applicable:-

(a) If Applicant Company is shortlisted based on the credentials of Holding Company at EoI stage and achieves the Financial credentials (turnover, net worth



and rating) mentioned above on its own at RFP stage, there would not be a requirement of 'Undertaking' mentioned for the same.

(b) If the financial credentials of Applicant Company reduces at the time of response to RFP, the Applicant Company may choose to rely on the credentials of Holding Company. In this case the Applicant Company will have to submit the relevant 'Undertaking'.

9. **Documents for Satisfying Financial Gate.** The Applicant Company shall enclose in EoI, the following:-

(a) Unqualified certificate(s) from its statutory auditor or the statutory auditor of its Holding Company specifying the consolidated turnover, net worth and specifying the methodology adopted for calculating net worth in compliance with Para 5 above and as indicated in **Appendix H**;

(b) Credit rating report; and

(c) If applicable, an 'Undertaking' in the format provided in **Appendix 'J'** of this REoI.

Other Conditions

10. Only one bid is allowed to be submitted from one Group. Promoters and directors of the Applicant Company and the Group Company (s) whose credentials are being relied upon to meet the technical, financial and segment specific qualification should not be willful defaulters to the banking system as on the date of submission of EoI.

11. The Applicant Company shall submit an unqualified certificate from its statutory auditor certifying the shareholding pattern of the Applicant Company on the date of submission of EoI in the form and manner set out in **Appendix 'K'** and in case of dependence of Applicant Company on Group Company or Holding Company for technical or financial Criteria, the said certificate shall be furnished by the statutory auditor of such company (s) certifying that such company falls under the definition of Group Company or Holding Company, as the case may be.

12. Any change in the shareholding of the SPV shall be subject to the conditions and restrictions to be specified to be specified in the RFP documents.

13. The restrictions on FDI as prescribed for the Applicant Company as a Strategic Partner will also be applicable to the Holding / Group Company when such Holding / Group Company's credentials are being used for qualification through any technical/ financial/ segment specific criteria.

14. The undertaking executed by the Group Company/ Holding Company (as the case may be) shall remain effective and valid until the completion of the Project, unless the same is/ are released by MoD at its sole discretion, on satisfactory fulfillment by the Applicant Company and/ or SPV of their respective obligations in relation to the Project. The same will be elucidated in the RFP.



Appendix B
{Refers to Para 22 (c)(i) of REoI}

INFORMATION PROFORMA

1. **Name, Address and Unique ID (if any) of the Vendor/Company/ Firm**

(Applicant Company profile including shareholding pattern, in brief, to be attached. Applicant Company is to submit an undertaking that any subsequent proposal for change in the name of Applicant Company or address, will be intimated to IHQMoD (N)/DAA, at the first available opportunity and supporting documents be furnished within five (05) Business days of approval by relevant competent authority.

2. **Contact Details.** (With designated point of contact)

Postal Address: - _____

City: _____ State: _____

Pin Code: _____ Tele: _____

Email: _____

Fax: _____ URL/Web Site: _____

3. **Local Branch/ Liaison Office in Delhi (if any).**

Name & Address: _____

Pin code: _____ Tel: _____ Fax: _____

4. **Financial Details**

(a) Category of Industry (Large/ Medium/ Small Scale): _____

(b) Annual revenue: _____ (in INR Cr)

(c) Number of employees in Applicant Company: _____

(d) Earlier defence contracts with MoD:

Contract Number	Equipment	Quantity	Cost



5. **Compliance to Technical Gate.**

(a) **System of System Integration Criteria.**

The Applicant Company or its Group Company in EoI should unambiguously establish compliance with the 'System of Systems Integration' criteria providing details {not exceeding two (02) pages} with supporting documents as detailed in Appendix A.

(b) **Aerospace Capability Criteria.**

Aerospace capability intended to be met through Applicant Company or its Group Company?	
Name of company through which the segment specific criteria are intended to be met	

The Applicant Company in EoI should unambiguously establish compliance with the aerospace criteria providing details with supporting documents as detailed in Appendix A.

6. **Compliance to Financial Gate.**

(a) Financial criteria intended to be met through Applicant Company or its Holding Company?			
(b) Name of company through which the financial gate criteria are intended to be met			
For (b)			
Revenue (Consolidated for Applicant Company and standalone for its Holding Company, if applicable)	FY 2015-16	FY 2016-17	FY 2017-18
Net Worth (Consolidated for Applicant Company and standalone for its Holding Company, if applicable)	FY ____end		
Credit Rating (report to be attached)			
Credit Rating Agency			

[Applicant Company to attach supporting documents as detailed in Appendix A.]

7. **Details of Infrastructure and Experience.**



8. **Certification by Quality Assurance Organisation.**

Name of Agency	Certification	Applicable from (date & Year)	Valid till (date & year)

9. **Details of Registration**

<u>Agency</u>	<u>Registration No</u>	<u>Validity (Date)</u>	<u>Equipment</u>
Director General of Quality Assurance/ Director General of Aeronautical Quality Assurance/ Director General Naval Armament Inspectorate			
Ordnance Factory Board			
DRDO			
Any other Government Agency			

10. **Membership of FICCI/ASSOCHAM/CII or other Industrial Associations**

Name of Organisation	Membership Number

11. Any other relevant information. _____

(Authorised Signatory)

(Note: **The Applicant Company shall submit certified true copy of the charter documents, board resolution or power of attorney, in favour of the Authorised Signatory to execute the documents on behalf of the Applicant Company**)



Appendix C

{Refers to Paras 22(c) & 22(d) of REoI}

AFFIDAVIT

(To be executed on stamp paper of appropriate value and notarised)

I, _____, Son/Daughter of _____, aged _____ years, residing at _____, do hereby solemnly affirm and state as under:

- (a) I am the duly authorised signatory, appointed by the Applicant Company to submit the EoI;
- (b) all the terms and conditions of the REoI has been read and understood by the Applicant Company;
- (c) the information furnished by the Applicant Company in are true or correct and any changes will be intimated within 05 (five) business days of occurrence;
- (d) the information provided in EoI satisfies the terms and conditions laid out in the REoI document including in particular, the information supplied in relation to Appendix A to this REoI;
- (e) none of the directors and promoters of the Applicant Company and/ or its Group Company (s) appear in any circular by RBI; or the specific approval list/ caution list of the Export Credit Guarantee Corporation; or willful defaulters' list of institution; or CIBILs defaulters' list (if any); and
- (f) the Applicant Company has never been banned/debarred for doing business dealings with MoD as per 'Guidelines of The Ministry of Defence for Penalties in Business Dealings with Entities' and no inquiry is pending/on-going against the Applicant Company.

(Deponent)

VERIFICATION

Verified at _____, this _____ day of _____ [20_ insert year] that the contents of above affidavit are correct and true to the best of my knowledge and belief and nothing has been concealed therefrom.

(Deponent)





Appendix D
(Refers to Para 20 and 22 (c) of REoI)

ACKNOWLEDGEMENT OF RECEIPT OF REoI

Technical Manager (Maritime & Systems)
Ministry of Defence, Acquisition Wing
Room No 3, D II Wing, Ground Floor, Sena Bhavan
New Delhi 110011
Fax No.: +91-11- 2301 7684
Contact Details: 011 23011540
e-mail: daa@navy.gov.in

Dear Sir,

Subject: Acknowledgement of receipt of REoI – SP

1. We, [*name of the company*] acknowledge the receipt of **REoI for Selection of Strategic Partners (SPs) for procurement of NUH under the Strategic Partnership Model** published by MoD on ----- Feb 19.

2. We would like to inform you that our organisation intends to participate in the NUH Project and hereby furnish our organisation's indicative credentials against the MQC stipulated in the Appendix 'A' of aforementioned REoI.

- (a) Name of the Applicant Company:
- (b) Address of the Registered Office:
- (c) Nature of Company (Public Limited/Private Limited):
- (d) Nature of Business (Manufacturer/Trader/Service Provider/etc):
- (e) Indicative Credentials with respect to Technical Gate:-
 - (i) **System of Systems Capability.**

Name of the company meeting 'System of System' criteria	
Details of Infrastructure	
Product details	
Details of projects in chemical plants, power plants, steel plant and/ or automobiles manufacturing plant where	



commercial operation has been achieved (including project capex)	
Details of contracts executed/ under execution in domain of aerospace (including aircraft, helicopter, remotely piloted aircraft, spacecraft), ships & crafts, submarine, and/ or weapon system (including command & control systems)	
Relationship with Applicant Company	

(ii) **Aerospace Capability.**

Name of the company meeting 'aerospace capability' criteria	
Availability of industrial land and hangar/ plant as well as experience for manufacturing of aerospace system / component	Indicate (Yes/No)
Availability of certified processing facilities for composites for aerospace	Indicate (Yes/No)
Relationship with Applicant Company	

3. Indicative Credentials with respect to Financial Gate:

Name of the company meeting financial gate criteria	
Consolidated Revenue (INR Crore)	
Consolidated Net Worth (INR Crore)	
Credit Rating as per the latest report	
Relationship with Applicant Company	

(Signature of the Authorised Signatory)
(Name)
(Designation)



Appendix E

{Refers to Para 22 (c) of REOI
and Para 2.2(b) of
Appendix A of REOI}

**CERTIFICATE FROM THE STATUTORY AUDITOR REGARDING
CAPITAL EXPENDITURE AND VALUE OF EQUIPMENT**

Capital Expenditure

Based on its books of accounts, financial statements for the year ended _____ and other published information authenticated by it, this is to certify that the capital expenditure incurred by the Applicant Company or Group Company (as the case may be) in relation to successful commissioning of the project is INR. Cr. (RupeesCrore).

OR

Value of Equipment

Based on its books of accounts, financial statements for the year ended _____ and other published information authenticated by it, this is to certify that the value of the equipment delivered by the Applicant Company or Group Company (as the case may be) for the project is INR. Cr (RupeesCrore).

Name of the audit firm:

Seal of the audit firm:

(Signature, name and designation of the authorised signatory)

Date:



Appendix F
(Refers to Para 22 of REol and
Para 2.2 (c) of Appendix A of Eol)

UNDERTAKING FOR SYSTEM OF SYSTEMS INTEGRATION CRITERIA

(To be executed on stamp paper of appropriate value)

Ref. Date:

To,

.....
.....
.....

I _____ on behalf of the Applicant Company, undertake, confirm, acknowledge and declare that the Applicant Company will cause the Group Company _____ (*insert name of the company*) to furnish a guarantee/ undertaking in the format to be prescribed in the RFP documents, in favour of MoD in terms of Para 2.1 of Appendix A of REol.

[To be Notarised]

Authorised Signatory/Director

Name:

Date:

Place:





Appendix G
(Refers to Para 22(c) of REol and
Para 3.2 of Appendix A of REol)

UNDERTAKING FOR AEROSPACE CAPABILITY CRITERIA
(To be executed on stamp paper of appropriate value)

Ref. Date:

To,

.....
.....
.....

I _____ on behalf of the Applicant Company, undertake, confirm, acknowledge and declare that the Applicant Company will cause the Group Company _____ (*insert name of the company*) to furnish a deed of adherence and confirmation cum undertaking in the format to be prescribed in the RFP documents, in favour of MoD in terms of Para 3.2 of **Appendix A** of REol (if applicable).

[*To be Notarised*]

Authorised Signatory/Director
Name:
Date:
Place:



Appendix H

(Refer to Para 22 of REoI and Para 9 (a) of Appendix A of REoI)

**CERTIFICATE FROM THE STATUTORY AUDITOR REGARDING
CONSOLIDATED REVENUE AND NET WORTH**

Consolidated Revenue

Based on its books of accounts, financial statements for the year ended _____ and other published information authenticated by it, this is to certify that the consolidated revenue of (name of the Applicant Company of the last three (03) financial years is as follows:-

- (a) 2017-18 (Financial Year) - INR Cr (RupeesCrore)
- (b) 2016 – 17 (Financial Year) - INR Cr (RupeesCrore)
- (c) 2015-16 (Financial Year) - INR Cr. (RupeesCrore)

Consolidated Net worth

Based on its books of accounts, financial statements for the year ended 2017-18 and other published information authenticated by it, this is to certify that consolidated Net Worth of (Name of the Applicant Company) is INR. Cr. (RupeesCrore) at the close of the preceding financial year which is calculated as follows:

.....
.....

(Statutory Auditor to detail the subscribed and paid up equity share capital, reserves, miscellaneous expenditure and any other parameters used for calculating the net worth as per clause ____ of ____)

We further certify that the methodology adopted for calculating such net worth conforms to the provisions of Para 5 of the **Appendix A** of REoI.

Name of the audit firm:

Seal of the audit firm:

(Signature, name and designation of the authorised signatory)

Date:

Note: *If the Applicant Company is depending on its Holding Company for clearing the financial gate, then this certificate has to be provided by the Holding Company on standalone basis*





Appendix J
(Refers to Para 22(c) and Para 9 (c) of Appendix A of REoI)

UNDERTAKING FOR FINANCIAL GATE
(To be executed on stamp paper of appropriate value)

Ref. Date:

To,

.....
.....
.....

I _____ on behalf of the Applicant Company, undertake, confirm, acknowledge and declare that:

(a) Where the Applicant Company has relied on its Holding Company for clearing the Financial Gate, the Applicant Company will cause the Holding Company i.e. _____ (*insert name of the company*) to furnish a guarantee/ undertaking in the format to be prescribed in the RFP documents in favour of MoD in terms of Para 7 of Appendix A of REoI;

[To be Notarised]

Authorised Signatory/Director

Name:

Date:

Place:





Appendix K
(Refers to Para 22(c) of REol and
Para 11 of Appendix A of REol)

**CERTIFICATE FROM THE STATUTORY AUDITOR REGARDING
SHAREHOLDING PATTERN**

1. The statutory auditor of the Applicant Company (and its respective Group Companies and/ or Holding Company), as applicable shall furnish the requisite certificates here as per the provisions of paragraph 11 of **Appendix A** of REol.
2. The same certificate should also confirm the compliance of such Applicant Company/ Group Company/ Holding Company with respect Para 12 of **Appendix A** of REol.





Appendix L

(Refers to Para 22 (c) (x) of REol)

The Applicant Companies are to propose its methodology, plan and expectations from the OEMs for setting up of the envisaged R&D centre in accordance with Para 13 of REol.





Appendix M
(Refers to Paragraph 22 (c) (xi)
of REol)

The Applicant Companies are to furnish their views, comments and recommendations on the setting up of SPV in accordance with Para 17 of REol.



Appendix N
(Refers to Paragraph 22 (c) (xii) of REol)

UNDERTAKING FOR ADEQUATE LAND AND HANGAR SPACE
(To be executed on stamp paper of appropriate value)

Ref. Date:

To,

.....
.....
.....

I _____ on behalf of the Applicant Company, undertake, confirm, acknowledge and declare that the Applicant Company will ensure availability of adequate hangar space and industrial land exclusively for production, assembly and testing of NUH post the award of the contract or will cause the Group Company _____ (*insert name of the company*) to furnish an undertaking in the format to be prescribed in the RFP documents, in favour of MoD in terms of paragraph 3(a) of Appendix A of Eol.

[To be Notarised]

Authorised Signatory/Director
Name:
Date:
Place:



