**EXPRESSION OF INTEREST (EOI)**

**PREQUALIFICATION OF LOCAL BIDDERS**

<table>
<thead>
<tr>
<th>Commodity/Service Required:</th>
<th>Subcontractor for Transparent, Best Value Procurement and Private Sector Investment Mobilized</th>
</tr>
</thead>
<tbody>
<tr>
<td>Type of Procurement:</td>
<td>Master Service Agreement (MSA) with subsequent Task Orders</td>
</tr>
<tr>
<td>Type of Contract:</td>
<td>Fixed Price with Payment Milestones or Not To Exceed Ceiling Amount as applicable</td>
</tr>
<tr>
<td>Contract Funding:</td>
<td>USAID</td>
</tr>
<tr>
<td>This Procurement supports:</td>
<td>South Asia Regional Energy Partnership (SAREP) Program</td>
</tr>
<tr>
<td>Date of Issue:</td>
<td>November 8, 2021</td>
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<tr>
<td>Date for Concept Paper Submission Due:</td>
<td>November 29, 2021</td>
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</table>

**Method of Submittal:**

Submit a soft copy of concept paper in PDF version, with total file size not exceeding 25MB, and with the email subject “EOI Transparent, Best Value Procurement and Private Sector Investment Mobilized” to the project thru email to SAREP-Procurement@rti.org. Concept Papers and other eligibility documents received after the deadline will be disqualified.
Application Process

The application process will take place in two phases as described below:

1. Stage One – Respond to EOI
   a. Concept Paper
      1. Applicants must submit a concept paper using the template shown in Annex A below with maximum 5 pages, following the instructions contained in this document.
      2. Will review Concept Papers against the merit review criteria detailed below. Results will be sent to each applicant within ten (10) business days following the meeting of the review panel.
      3. Applicants who do not meet the objectives, minimum eligibility requirements or receives inadequate rating will be rejected.
   b. Eligibility Requirements
      1. The bidder should be a India registered firm/legal entity (for scope associated with Section III, S. No 1 and 2). In case of Section III, S. No 3 and 4, the entity can be a registered firm/legal entity in any of the South Asian countries (India, Bangladesh, Bhutan, Maldives, Sri Lanka and Nepal. No bankruptcy proceedings should be underway with firms submitting EOI.
      2. Bidder to demonstrate implementation experience of working in the indicated areas. Please submit 15 relevant qualifications, not prior to 2014, highlighting the scope, budget, nature of engagement, client, feedback from the client, etc.
      3. Experience working with donor agencies is preferred.
      4. Qualifications and experience of proposed consultant team to support technical areas, capacity development, and handholding support in areas mentioned in Section III below.
      5. CVs/profiles of team proposed to be deployed is to be included with the submission. The CVs should clearly highlight similar assignments/transactions undertaken in the past by the individual which are relevant for the scope mentioned in Section III below.
      6. Work Experience in one or more SAREP countries, Bangladesh, Bhutan, India, Maldives, Nepal, Sri Lanka, highlighting experience with Government agencies, regulators, and utilities in the region.

2. Stage Two – Full Proposal
   a. Successful applicants from Stage One will submit a full proposal in response to a Request for Proposals (RFP). Applications will be evaluated based on the technical factors detailed in the RFP.

RTI reserves the right to give the award without discussion with any applicant. may reject any or all concept papers, or cancel the competition, if submissions do not sufficiently demonstrate the ability to meet the stated initiative goals.

Solicitation Number: SAREP-EOI-FY22-003-Amendment 01
Attachments to EOI:

1. Annex “A” – Statement of Work
2. Annex “B” – Concept Paper Narrative Outline
3. Annex “C” – Duns Number Guidance

All applicants are responsible to carefully review each attachment and follow any instructions that may be relevant to this procurement.
Annex A
Commodity Specifications or Statement of Work

Statement of Work

TRANSPARENT, BEST VALUE PROCUREMENT AND PRIVATE SECTOR INVESTMENT MOBILIZED

I. Purpose
The USAID South Asia Regional Energy Partnership (SAREP) Program seeks concept papers from consultancy firm within the broad scope of the above-mentioned objective 4 “Transparent, Best Value Procurement and Private Sector Investment Mobilized” of SAREP Program in the South Asian region of Bangladesh, Bhutan, India, Maldives, Nepal, and Sri Lanka. The empanelment of firm will be made based on the eligibility, experience and turnover as mentioned in the expression of interest.

II. Background
South Asia Regional Energy Partnership (SAREP) is a five-year USAID-funded program focused to help six South Asian countries - Bangladesh, Bhutan, India, Maldives, Nepal, and Sri Lanka to improve access to affordable, secure, reliable, and sustainable energy through expanded, transparent, and efficient markets for energy services, products, and resources. More details about the program are available in the SAREP factsheet, which is enclosed with this solicitation.

Through its objective 4 – “Transparent, Best Value Procurement and Private Sector Investment Mobilized”, SAREP intends to enable private sector investment to fill critical infrastructure funding gaps and help shore up market-based economic systems. The focus will be on building the capacity of government stakeholders (ministries, PPP units, state utilities, and regulators) in fostering transparency and predictability throughout the competitive procurement process, targeting common issues such as sanctity of contracts and vague contract commitments. The program intends to help government entities develop policies to remove bottlenecks to private investments and attract highly qualified partners. For nascent technologies and new ventures, the program will evaluate deploying innovative financing mechanisms such as green bonds, blended finance structures—first-loss concessional capital structures such as mezzanine finance, design stage grants, risk pooling and guarantees, results-based financing, and technical assistance funds—to ensure that investment capital can reach promising new technologies and concepts.

Empaneled firms will be invited to participate in the request for proposal (RFP) issued by SAREP and task order will be awarded to the successful competent firm. The RFP will indicate the scope, deliverables, and timelines for firm to submit their proposal. The empanelment does not entail any financial commitment at this stage.

The selected firm shall get an opportunity to provide all requisite support to mobilize private sector investments in clean energy space by providing assistance in undertaking transactions pertaining to innovative financing instruments (InvITs, green bonds etc.), fund-raising transactions (debt and
equity) and assistance in bid process management (PPP) to government and private sector entities.

III. Transparent, Best Value Procurement and Private Sector Investment Mobilized: Initial Concept

The selected contractors will be expected to provide technical assistance services, capacity development and handholding support in four broad result areas:

1. Transactions Advisory support for clean energy in India –
   - Assistance in identification of transactions that can be supported under SAREP programme.
   - Assistance in reaching out to relevant stakeholders (both public and private) viz. SECI, IREDA, PFC, REC, NTPC REL, private sector, etc.
   - Building financial models and preparation of business plans associated with the transaction.
   - Reviewing legal and regulatory framework (for example, RBI and SEBI requirements for InvITs, green bonds, other related transactions etc. and MoP/CERC/SERC/CEA regulations for PPP projects) and assistance in fulfillment of the relevant conditions pertaining to the transaction.
   - Designing transaction structures compliant with the legal and regulatory framework.
   - Assistance in financial and commercial due diligence of contractual framework (project agreements between developers and government entities) and underlying assets.
   - Assistance in preparation of term sheets, negotiations with the investors and preparation of all transaction related documents.
   - For PPP transactions, specific support shall be required in the following:
     - Identification and support bid management opportunities, assistance in preparation of competitive bidding guidelines, bid documents and agreements, for large scale RE deployment in SAREP countries.
     - Review of Standard Bid Documents (SBDs) (RFQ/RFP/RFS) and other related agreements (PPA/TSA/SPA etc.).
   - Assistance in investor/developer outreach and discussions.
   - Assistance in bid process management for transaction advisory support.

2. Legal Advisory in India
   - Reviewing legal and regulatory framework (for example, RBI and SEBI requirements for InvITs, green bonds, other related transactions etc. and MoP/CERC/SERC/CEA regulations for PPP projects) and assistance in fulfillment of the relevant conditions pertaining to the transaction.
   - Assistance in certification and verification of green bonds and other similar
instruments.

- Review of proposed transaction structure and assistance in compliance of the structure with legal and regulatory framework.
- Assistance in legal due diligence of contractual framework (project agreements between developers and government entities) and underlying assets.
- Assistance in preparation of term sheets, negotiations with the investors and preparation of all transaction related documents.
- For PPP transactions, specific support shall be required in the following:
  - Review of competitive bidding guidelines, bid documents and project agreements
  - Review of SBDs (RFQ/RFP/RFS) and other related agreements (PPA/TSA/SPA etc.).
- Assistance in bid process management for transaction advisory support.

3. Transactions Advisory support for clean energy in South Asia (except India) –

- Assistance in identification of transactions that can be supported under SAREP programme.
- Assistance in reaching out to relevant stakeholders (both public and private) viz. government entities, ministries, regulators, private sector, etc.
- Building financial models and preparation of business plans associated with the transaction.
- Reviewing legal and regulatory framework (for example, legal and regulatory requirements for InvITs, green bonds, other related transactions etc. associated with the banking sector as well as power sector regulations for PPP projects) and assistance in fulfillment of the relevant conditions pertaining to the transaction.
- Designing transaction structures compliant with the legal and regulatory framework.
- Assistance in financial and commercial due diligence of contractual framework (project agreements between developers and government entities) and underlying assets.
- Assistance in preparation of term sheets, negotiations with the investors and preparation of all transaction related documents.
- For PPP transactions, specific support shall be required in the following:
  - Identification and support bid management opportunities, assistance in preparation of competitive bidding guidelines, bid documents and agreements, for large scale renewable energy (RE) deployment in SAREP countries.
  - Review of SBDs (RFQ/RFP/RFS) and other related agreements (PPA/TSA/SPA etc.).
- Assistance in investor/developer outreach and discussions.
- Assistance in bid process management for transaction advisory support.
4. Legal Advisory in South Asia (except India)

- Reviewing legal and regulatory framework for example, legal and regulatory requirements for InvITs, green bonds, other related transactions etc. associated with the banking sector as well as power sector regulations for PPP projects) and assistance in fulfillment of the relevant conditions pertaining to the transaction.
- Assistance in certification and verification of green bonds and other similar instruments.
- Review of proposed transaction structure and assistance in compliance of the structure with legal and regulatory framework.
- Assistance in legal due diligence of contractual framework (project agreements between developers and government entities) and underlying assets.
- Assistance in preparation of term sheets, negotiations with the investors and preparation of all transaction related documents.
- For PPP transactions, specific support shall be required in the following:
  - Review of competitive bidding guidelines, bid documents and project agreements
  - Review of SBDs (RFQ/RFP/RFS) and other related agreements (PPA/TSA/SPA etc.).
- Assistance in bid process management for transaction advisory support.

IV. Merit review criteria

Concept papers will be reviewed by a panel organized by SAREP.

All concept papers will be reviewed based on the criteria below. Note that the criteria are for the concept paper only. Additional criteria will be circulated as part of a full Request for Proposals for stage 2 applicants.

<table>
<thead>
<tr>
<th>Technical Element</th>
<th>Definition</th>
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<tbody>
<tr>
<td>Technical Approach</td>
<td>The degree to which the proposed approach:</td>
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<tr>
<td></td>
<td>- The extent to which the Concept Paper demonstrates responsiveness to</td>
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<td></td>
<td>the mission of the objective 4 – “Transparent, Best Value Procurement</td>
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<td></td>
<td>and Private Sector Investment Mobilized” and the overall goal of</td>
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<tr>
<td></td>
<td>SAREP.</td>
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<tr>
<td>Stakeholder Outreach</td>
<td>The extent to which the Concept Paper’s proposed approach identifies the</td>
</tr>
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<td></td>
<td>potential transaction opportunities which can be taken under SAREP.</td>
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<tr>
<td>Transaction Closure</td>
<td>The extent to which the Concept Paper’s proposed approach identifies the</td>
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<td></td>
<td>actions/parameters that can lead to early/timely closure of transaction.</td>
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<tr>
<td>Institutional Capacity</td>
<td>The degree to which the applicant demonstrates expertise</td>
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</tbody>
</table>
and experience to strengthen institutions and build capacity of individuals.

SAREP will assess its level of confidence that the applicant will successfully perform based on the technical evaluation criteria listed above and the Eligibility criteria provided in Section V. In doing so, SAREP will utilize the following rating system to select successful applicants from Stage 1:

<table>
<thead>
<tr>
<th>Rating</th>
<th>Definition</th>
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<tbody>
<tr>
<td>3 points</td>
<td>SAREP has high confidence that the applicant understands the requirement, proposes a sound approach, and will be successful in performing with little or no intervention.</td>
</tr>
<tr>
<td>2 points</td>
<td>SAREP has some confidence that the applicant understands the requirement, proposes a sound approach, and will be successful in performing with some intervention.</td>
</tr>
<tr>
<td>1 point</td>
<td>SAREP has low confidence that the applicant understands the requirement, proposes a sound approach, or will be successful in performing even with intervention.</td>
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V. Eligibility

The eligible contractor should indicate their interest in providing the Services. Interested contractor should provide information demonstrating that they have the required qualifications and relevant experience to perform the Services and share relevant details of similar work/assignments undertaken. Separate sets of consultants shall be empaneled for undertaking activities mentioned in Section III point. No. 1, 2, 3 and 4. If required, the participating firms can form consortiums (of not more than 2 members) and submit response to the EOI accordingly. The shortlisting will be based on the following factors. SAREP may ask for additional information, client reference and conduct its own due diligence. Decision of SAREP shall be final and no correspondence with respect to the same shall be made.

1. The bidder should be a India registered firm/legal entity (for scope associated with Section III, S. No 1 and 2). In case of Section III, S. No 3 and 4, the entity can be a registered firm/legal entity in any of the South Asian countries (India, Bangladesh, Bhutan, Maldives, Sri Lanka and Nepal. No bankruptcy proceedings should be underway with firms submitting EOI.
2. Bidder to demonstrate implementation experience of working in the indicated areas. Please submit 15 relevant qualifications, not prior to 2014, highlighting the scope, budget, nature of engagement, client, feedback from the client, etc.
3. Experience working with donor agencies is preferred.
4. Qualifications and experience of proposed consultant team to support technical areas, capacity development, and handholding support in the areas mentioned in Section III.
5. CVs/profiles of team proposed to be deployed is to be included with the submission. The CVs should clearly highlight similar assignments/transactions undertaken in the past by the individual which are relevant for the scope mentioned in Section III.

6. Work Experience in one or more SAREP countries, Bangladesh, Bhutan, India, Maldives, Nepal, Sri Lanka, highlighting experience with Government agencies, regulators, and utilities in the region.
ANNEX B
Concept paper narrative outline

<table>
<thead>
<tr>
<th>Name of institution</th>
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<tbody>
<tr>
<td>Date of submission</td>
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<tr>
<td>Position of project proponent</td>
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<tr>
<td>Email address</td>
<td></td>
</tr>
<tr>
<td>Correspondence address</td>
<td></td>
</tr>
<tr>
<td>DUNS number (if available). See guidance for obtaining DUNS number in Annex C</td>
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</table>

A. Bidder to demonstrate implementation experience of working in the indicated areas. Please submit 15 relevant qualifications not prior to 2014 highlighting the scope, budget, nature of engagement, client, and feedback from the client using the format below.

<table>
<thead>
<tr>
<th>Scope</th>
<th>Budget</th>
<th>Nature of engagement</th>
<th>Client</th>
<th>Feedback from the client, etc</th>
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</table>
B. Other required qualifications and relevant experience to perform the Services and share relevant details of similar work/assignments undertaken from section V.

This call for Expression of Interest does not constitute a solicitation. RTI does not require proposals and prices at this stage; RTI merely seeks your expression of interest in participating in any future acquisition of the described types of services.

Due to the anticipated high volume of communications in response to this request for Expression of Interest (EOI), RTI will not issue confirmation as to receipt of EOIs.

Disclaimer: Issuance of this EOI does not constitute an award commitment on the part of SAREP nor commit the project to pay for costs incurred in the preparation and submission of an EOI. Further, SAREP reserves the right to reject any or all EOI received. Similarly, an invitation for further negotiation or to submit a full application is not a commitment to award the contract to that application.
ANNEX C. DUNS NUMBER GUIDANCE

ORGANIZATION/VENDOR INSTRUCTIONS

PURPOSE OF THIS STEP:

The federal government has adopted the use of DUNS numbers to track how federal grant money is allocated. DUNS number identifies your organization.

This process should take no more than 2 business days.

WHAT IS A DUNS NUMBER & WHY DO I NEED OBTAIN ONE?

The Data Universal Number System (DUNS) number is a unique nine-character number that identifies your organization. It is a tool of the federal government to track how federal money is distributed. Most large organizations, libraries, colleges and research universities already have DUNS numbers.

Ask your grant administrator or chief financial officer to provide your organization’s DUNS number. If your organization is based in the U.S., a DUNS number can be requested by phone or online.

Webpage for phone number: http://fedgov.dnb.com/webform/pages/reqDuns_phone.jsp

If your organization is located outside the United States, you can request and register for a DUNS number through the following web site.

Webpage for registration: http://fedgov.dnb.com/webform/displayHomePage.do

This is the information you will need to have available in order to obtain the DUNS number. (If your organization does not already have one):

- Legal Name of organization
- Name of the organization CEO
- The primary type of business your company engages in (NCIA/SIC CODE)
  To obtain this code please go to www.naics.com/search.htm

(Also see list attached)

- Any other name your business might be recognized by, i.e. doing business as (DBA)
- Physical organization address (city, state and zip code)
- Mailing address if separate from headquarters
- Telephone number
- Name of the primary contact person and his or her title
- Number of employees at your location
- Is this a home-based business?
If your organization does not have a DUNS number, use this Dun & Bradstreet (D&B) online registration process to receive one free of charge.

**NOTE:** *A DUNS number will be required prior to any subcontract execution.*

Obtaining a DUNS number places your organization on D&B’s marketing list that is sold to other companies. You can request not to be added to this list during your application.