GAIL (India) Limited

(A GOVT. OF INDIA UNDERTAKING)

EXPRESSION OF INTEREST

(EOI NO: GAIL/NOIDA/ DATACENTER/2026/01)

SELECTION OF STRATEGIC PARTNER FOR DATA CENTER BUSINESS

Date of Issue : 29.10.2026
Due date for Submission : 27.11.2026
Date of Opening of EOI : 28.11.2026

DISCLAIMER

1. This Expression of Interest (EOI) document is not an agreement or offer by the issuer to the prospective Bidders or any other party. The purpose of the EOI is to explore the establishment of a Data center business through a Joint Venture with a suitable strategic business partner.

2. While this EOI document has been prepared in good faith, neither the issuer nor its employees make any representation or warranty express or implied as to the accuracy, reliability or completeness of the information contained in this EOI document.

3. Neither the GAIL nor any of its employees will have any liability to any Bidder or any other person under the law of contract, tort, the principles of restitution or unjust enrichment, or otherwise for any loss, expense, or damage which may arise from or be incurred or suffered in connection with anything contained in this EOI document, any matter deemed to form part of this EOI document, the process, the information supplied by or on behalf of GAIL or its employees, or otherwise arising in any way from the selection process for the said Datacenter business.

4. GAIL reserves the right to accept or reject any or all offers and cancel/withdraw the EOI process without assigning any reason whatsoever and in such case, Participant shall not have any claim arising out of such action.

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SECTION-I

INVITATION

FOR

EXPRESSION OF INTEREST(EOI)

1. Background

1.1 GAIL (India) Limited ("GAIL") is India's leading natural gas company, with a diversified presence across the entire natural gas value chain and beyond. Its operations encompass the transmission and marketing of Natural Gas (NG), production of Liquefied Petroleum Gas (LPG) and other liquid hydrocarbons, LPG transmission, polymer production and marketing, city gas distribution, LNG sourcing, shipping and regasification, renewable energy and upstream exploration and production activities. For additional information on GAIL, please visit https://www.gailonline.com

1.2 GAIL has an established OFC and telecom infrastructure along its NG and LPG pipelines within its existing Right of Use (RoU), supported by requisite facilities and operated as per applicable rules and regulations. Currently, GAIL has a reach of around 15,800 km of OFC network along GAIL's cross-country pipelines, connecting more than 100 towns/cities across India.

1.3 GAIL intends to enter into long-term partnership with a strategic partner (Party) to set up a data center at GAIL Chhainsa, Haryana for commercial purpose through a proposed 50:50 Joint Venture Company (JVC) between GAIL and the selected Party. JVC may set up additional data centers on pan India basis based on the favourable techno-economics. In this regard, GAIL is inviting Expression of Interest (EOI) from interested parties for collaboration in its proposed entry into the data center business.

1.4 Request for EOI and Timelines for EOI meeting, EOI submission, etc. are given below:

Request for EOI Document Download	Request for EOI Document may be downloaded from: (i) https://www.gailonline.com (ii) GAIL's Tender website: www.gailtenders.in
EOI Submission Due Date & Time	27.11.2026; 17.00 Hrs.
Mode of EOI Submission	By email : gailtel.business@gail.co.in

1.5 Language of EOI: EOI and all correspondence related to EOI shall be in English language. Any printed literature and document submitted in any other language should be accompanied by authenticated English translation, in which case, for purpose of interpretation of EOI, English translation shall govern. Responsibility for correctness in translation shall lie with the Party.

1.6 Cost of EOI submission: The Party shall bear all costs associated with the preparation or delivery of its EOI, participating in discussions etc. including costs and expenses related with visits to GAIL's office and the site(s). GAIL will in no case be responsible or liable for those costs and expenses regardless of the outcome of the EOI process.

1.7 EOI must be complete in all respects leaving no scope for ambiguity. Complete EOI is to be submitted in the above-mentioned email id only within due date & time, without marking copy to any other e-mail ID's of GAIL.

1.8 EOI documents including Annexures shall be signed by a representative authorized by the Board of Directors / Managing Director / Chief Executive Officer / Partner of the Party (in case of Partnership firm), wherever applicable. Copy of the authorization in name of the signing authority shall also be submitted along with the EOI as per **Annexure-2**.

1.9 Clarification, if any, through e-mail, can be obtained from Mr. Ramesh Kumar, GM (GAILTEL), GAIL (India) Limited, B-35 & 36, Sector-1, Noida (U.P.)-201301, India. Email: ramesh.kumar@gail.co.in ; Contact No. 0120-2446400, 4862400 (Extn- 11136).

1.10 The EOI is non-binding and the inputs/data provided by prospective Party will be kept confidential. However, in case the bidder recognizes that the data provided is confidential and commercially sensitive, same may be indicated by the Party.

1.11 Any organization can submit only one EOI. In case any organization submits more than one EOI, all of its EOIs shall be rejected.

2. Objective of the EOI

2.1 Objective of this EOI is to select a Party, who can bring proven experience in Data center domain, under a proposed 50:50 JV arrangement with GAIL for development of Data centers in India.

2.2 Initially, GAIL intends to develop a Data center with a minimum capacity of 5 Mega Watt (MW) at GAIL Chhainsa.

Broad Project Particulars for 5 MW Data center Project at GAIL Chhainsa

Sl. No.	Particulars	Details
1	Role of JVC	Development and Operation of Data center
2	Proposed JV partners	GAIL (India) Limited and selected Party
3	Proposed Shareholding	50:50
4	Proposed IT Load	Minimum 5 MW
5	Proposed Location (initial)	GAIL Chhainsa, Faridabad, Haryana
6	Land #	To be offered by GAIL

Sl. No.	Particulars	Details
7	Existing OFC Infrastructure#	To be offered by GAIL
8	Power Requirement	To be arranged by the JVC
9	Water Requirement	To be arranged by the JVC
10	Business Model	Development, establishment, operation and commercialization of Data centre services
# The land and existing OFC infrastructure identified by GAIL for the project shall be made available to the JVC at arm's length basis. Valuation for the land and existing OFC infrastructure shall be determined at a later stage.		

2.3 At a later stage, JVC may decide to setup Datacenters at other GAIL locations i.e. Gandhar- Gujarat , Vaghodia- Gujarat , Babrala- Uttar Pradesh , Bhiwadi- Rajasthan , Sohna- Haryana , Nagpur- Maharashtra , and Sapar- Gujarat etc. based on the performance of proposed datacenter at Chhainsa and favorable techno-economics.

3. Potential Location for building Data Centers

3.1 GAIL has identified the following location for setting up of Data Center:

Sl.	Site Name	Address	Available space / rack space for DC	Geo coordinates
1	GAIL Chhainsa	Faridabad, Haryana	~ 2,100 sq.m.	28.26794953067599, 77.45658807906537

3.2 Interested parties are advised to visit the above GAIL site to obtain all information that may be necessary for preparing their EOI and entering into the contract. Non-familiarity with site conditions will not be considered a reason either for extra claims or for not carrying out the work conforming to the specifications. Parties may contact the following office for site visits:

GAIL (India) Limited
Plot No: B-35 & 36, Sector 1, Noida
Distt: Gautam Buddha Nagar (Uttar Pradesh)
PIN: 201301

4. Terms and conditions of EOI

4.1 Only companies registered in India can participate in the EOI.

4.2 The EOI is non-binding in nature. Upon selection of a Party through the EOI process and fulfillment of the requirements stipulated herein, GAIL shall issue a Letter of Intent (LOI) to the selected Party. Acceptance of the LOI by the selected Party shall constitute a binding commitment by the Selected Party to undertake activities specified therein.

4.3 Upon acceptance of the LOI, GAIL and the selected Party shall jointly undertake the preparation of a Detailed Feasibility Report (DFR) and Financial Appraisal Report (FAR), through independent third-party consultants, for assessing the technical, financial and commercial viability of establishing and operating proposed Data center(s) at the identified location. Cost of such studies shall be borne equally by GAIL and the selected Party.

4.4 Subject to favorable outcome of the DFR and FAR and obtaining the requisite statutory, regulatory, and internal approvals, GAIL and the selected Party shall enter into a JVA for incorporation and operation of the proposed JVC. GAIL or its Affiliate will hold 50% equity in the JVC, and the remaining equity will be held by the Party.

4.5 JVC will undertake all activities for setting up initial Data Centre at GAIL Chhainsa. Financing of the Data center projects shall be through equity and debt which will be decided by JVC at a later stage, on case-to-case basis. The roles and responsibilities of the JVC, GAIL and the selected Party, inter-alia, are given below, which will be further detailed in the definitive agreements:

4.5.1 Responsibility of JVC

(i) Liaising with the concerned Government Bodies / Authorities / Municipal Corporations other companies for requisite infrastructure such as electricity connection, water connection, right of use/way, etc.
(ii) Entering into agreement(s) with concerned Government Bodies / Authorities / other companies with regard to land, infrastructure, etc.
(iii) Preparation of Detailed Feasibility / Project Report for additional Datacenter projects which will be taken up subsequently after operationalisation of the JV.
(iv) Necessary licenses, approvals and regulatory compliances required from State and Central Governments development, commissioning and operation of the Data center(s).
(v) Ensuring compliance with applicable cybersecurity, data protection, information security and industry standards.
(vi) Technology selection, Design and EPC (Engineering, Procurement and Construction), Commissioning and O&M of Data center(s).
(vii) Commercialization, Marketing and sale of Data center services.
(viii) Planning and execution of future capacity expansions and technology upgrades of existing Data centre.
(ix) Setting up new Data centre.

4.5.2 Responsibility of GAIL

(i) Contribution of land at the proposed location(s), as finalized, subject to approval.
(ii) Contribution of existing OFC infrastructure available for the project, subject to valuation and approval.
(iii) Contribution of other assets, facilities and resources, as may be identified and agreed.
(iv) Equity contribution in the JVC in accordance with the approved financial structure and/or JVA

4.5.3 Role and responsibility of Selected Party

(i) Acceptance of the LOI.
(ii) Assistance in preparation of the DFR and FAR.
(iii) Providing technical, commercial and financial inputs for the studies.
(iv) Execution of the JVA subsequent to statutory approvals.
(v) Facilitation in obtaining approvals required for formation of the JVC.
(vi) Equity contribution in the JVC in accordance with the approved financial structure and/or JVA
(vii) Facilitation for marketing of Data center capacity

5. Qualification Criteria

5.1 Technical Criteria

5.1.1 The applicant should have owned at least 1 (one) Data Centre ("Qualifying Data center") located within India. The Qualifying Data center must have a minimum IT Load capacity ("Installed Capacity") of 1 MW. The Qualifying Data center must be in operation as on EOI submission date.

5.1.2 Documentation for Technical Criteria by the party.
The Party should submit – (1) proof of ownership such as Registration certificate, licenses, permits or any other statutory document, (2) certificate determining name plate capacity & capacity utilization of the Datacenter from the statutory auditor of the Party as documentary evidence at **Annexure-3**.

5.1.3 Experience of the Party (unless it is not explicitly mentioned) shall only be considered for qualification criteria / evaluation. Experience of the Parent company / Subsidiary / Joint Venture of the Party shall not be considered.

5.2 Financial Criteria

5.2.1 Net Worth: Net worth of the Party should be greater than Rs. 50 crores as per the latest audited annual financial statements (not older than FY 2025-26).

Net Worth shall be computed as: Paid up share capital plus Free Reserves & Surplus less accumulated losses, deferred expenditure and miscellaneous expenditure not written off, if any

5.2.2 Party must furnish details of net worth and last three years turnover in the format placed at **Annexure-4 certified by a** Practicing Chartered Accountant.

6. Evaluation Methodology

6.1 If the Party meets above Qualification Criteria, the EOI shall be further evaluated based on the following methodology:

The data center must be operational as on EOI submission date for qualifying under the below evaluation criteria.

Sl. No.	Criteria	Max Marks	Document required
(i)	**Number of data centers (Installed Capacity of at least 1 MW) Owned by Party**	**15**	Party to submit relevant details at **Annexure-5.**
a)	More than 6	15	
b)	5-6	10	
c)	3-4	8	
d)	1-2	5	
(ii)	**Number of Data centers (Installed Capacity of at least 1 MW) Operated by Party or its Affiliates**	**15**	Party to submit relevant details at **Annexure-6.**
a)	More than 6	15	
b)	5-6	10	
c)	3-4	8	
d)	1-2	5	
(iii)	**Largest Data center owned by Party**	**15**	Party to submit relevant details at **Annexure-7**.
a)	More than or equal to 25 MW	15	
b)	More than or equal to 12.5 MW but less than 25 MW	10	
c)	More than or equal to 5 MW but less than 12.5 MW	5	
f)	Less than 5 MW	0	

(iv)	**Commitment by Party to book capacity (as an offtaker) for Data center at GAIL Chhainsa Location (% of Installed Capacity) Capacity (Mega Watt) of the largest owned and operating Datacenters of party**	**30**	Party to submit Offtake Commitment Undertaking as per Annexure-**8**.
a)	More than or equal to 80%	30	
b)	More than or equal to 60% but less than 80%	20	
c)	More than or equal to 40% but less than 20%	15	
e)	More than or equal to 10% but less than 20%	5	
f)	Less than 10%	0	
(v)	**Average Annual Turnover of Party for latest 3 Financial years. In case the audited financial statements of FY 2025-26 is not available till the date of submission of EOI, the same of preceding three years would be used.**	**25**	As per **Annexure-4**
a)	More than or equal to INR 100 Crore	25	
b)	More than or equal to INR 80 Crore but less than 100 Crore	20	
c)	More than or equal to INR 60 Crore but less than 80 Crore	15	
d)	More than or equal to INR 40 Crore but less than 60 Crore	10	
e)	More than or equal to INR 20 Crore but less than 40 Crore	5	
f)	Less than INR 20 Crore	0	

- For the purpose of clarity, "Affiliate" shall mean with respect to any Party, any Person that, alone or together with any other Person, who is commonly managed with such Party and/ or is a "holding company" or "subsidiary" of such Party, or any Person which, directly or indirectly, owns or Controls, or is owned or Controlled by, or is under common ownership or Control with the Party or Person specified, or is a subsidiary of the same Person of which the Party is a subsidiary; and in relation to a natural Person, a relative of such Person - Controlled by such "relative". For the purposes of this definition, the terms "holding company", "subsidiary" and "relative" shall have the meanings ascribed to them under the Company Act 2013.
- The above evaluation may be carried out by GAIL on its own or through a third party / consultant. Decision of GAIL in this regard shall be final and binding on the EOI applicants.

- In case same marks are scored by more than one Party, then Party having higher Net worth shall be selected.
- Further, GAIL reserves the right to call the Party for making Presentation(s) before GAIL team / management and seek additional information (if required).

7. Other information

7.1 This EOI is issued with the intent of selecting suitable JVC Party, GAIL reserves the right to reject any EOI or terminate the EOI process at any point of time without assigning any reason.

7.2 EOI Validity: The EOI must be valid for a period of 12 months from the due date of EOI submission.

7.3 Submission of EOI: The Party shall submit the EOI along with all relevant documents sought in the EOI including but not limited to following:

a) Cover Letter for submission of the EOI – **Annexure-1**.
b) Authorization letter in name of the Authorized Signatory issued by the Board of Directors / Managing Director / Chief Executive Officer / Partner of the party (in case of Partnership Firm) – **Annexure-2**.
c) Details of Registration of Party – certificate of incorporation.
d) Documents as per Technical Criteria (Clause 5.1) of the EOI – **Annexure-3.**
e) Documents as per Financial Criteria (Clause 5.2) of the EOI. Details of financial capability for Party along with Audited Financial Statements shall be submitted as per format provided at **Annexure-4**.
f) Documents sought under Evaluation Methodology - Clause 6.1 (i, ii and iii) of the EOI document- **Annexure 5, 6 and 7.**
g) Offtake Commitment Undertaking sought under Evaluation Methodology - Clause 6 (iv) of the EOI document (applicable if Party is seeking marks under this clause) - **Annexure 8.**
h) Undertaking by the Party – **Annexure-9**.
i) All pages of the EOI and the enclosures must be certified / attested by the Authorized Signatory.

SECTION-II

ANNEXURES TO BE ENCLOSED ALONG WITH EOI

ANNEXURE-1
FORMAT FOR SUBMISSION OF EOI

(to be printed on the official stationery / letterhead of the Party)

To
GAIL (India) Limited
GAIL Jubilee Tower,
B-35 & 36, Sector-1
Noida, Gautam Budh Nagar (U.P.)
PIN: 201301

Dear Sir,

Subject: Submission of Expression of Interest for "Selection of strategic partner for Datacenter business".

With reference to EOI Ref. No: GAIL/NOIDA/DATACENTER/2026/01 dated xx.xx.2026 and after examining selection criteria and other information provided in the EOI Document, _____ (name of the Party) hereby submit its Expression of Interest for partnership with GAIL to set up Datacenter(s) along with all requisite information / documents.

We hereby declare that –

1. All terms and conditions mentioned in the EOI Document have been read and understood and are acceptable to us.

2. We are meeting the Qualification Criteria mentioned at Clause 5 of the EOI Document and necessary documentary evidence in this regard are enclosed.

We hereby unconditionally and irrevocably agree and accept that the decision made by GAIL in respect of any matter regarding or arising out of the EOI shall be binding on us.

Yours Sincerely,

(Signature & Stamp of Authorized Signatory)
Designation:
Date:
Place:

ANNEXURE-2

(Authorization Certificate on the Letter Head of Party)

ANNEXURE-3

(Experience proof towards meeting technical criteria (clause 5.1), to be submitted by the Party)

ANNEXURE-4

Format for certificate from Practicing Chartered Accountant for financial capability of the party

We have verified the Audited Financial Statements and other relevant records of M/s…… (Name of the Party) and certify the following:

A. AUDITED ANNUAL TURNOVER OF LAST 3 YEARS:

Financial Year	Amount in Crores (Indian Rupees)
FY 2024-23	
FY 2024-25	
FY 2025-26	

**In case the audited financial statements of FY 2025-26, is not available till the date of submission of EOI, the same of preceding three years would be used.*

B. NETWORTH AS PER LAST AUDITED FINANCIAL STATEMENT:

Description	Year
Net Work in Crores (Indian Rupees)	

Notes:

(i) It is further certified that the above-mentioned applicable figures are matching with the returns filed with Registrar of Companies (ROC)

(ii) We confirm that above figures are after referring instructions provided in the Format.

(iii) Practicing Chartered Accountants shall generate Unique Document Identification Number (UDIN) for all certificates issued by them.

Name of Audit Firm: Signature of Authorized Signatory

Chartered Accountant Name:

Date: Name:

Designation:

Seal:

Membership No.:

UDIN:

Instructions for filling the Format:

1) The financial year would be the same as one normally followed by the Party for its Annual Report.
2) The Party shall provide the audited annual financial statements along with the EOI. Failure to do so would result in the Proposal being considered as non- responsive.
3) For the purpose of this document:
    1) Annual Turnover shall be “Sale Value/ Operating Income” and

2) Net Worth shall be Paid up share capital plus Free Reserves & Surplus less accumulated losses, deferred expenditure and miscellaneous expenditure not written off, if any.

4) Above figures shall be calculated after considering the qualification, if any, made by the statutory auditor on the audited financial statements of the Party including quantified financial implication.

5) This certificate is to be submitted on the letter head of Practicing Chartered Accountant.

ANNEXURE-5

(Owned Data Centres of the Party)

Sl. No.	Datacenter Name	Location	Name plate capacity (MW)	Experience proof document attached

[Signature & Stamp of Authorized Signatory]

Date:
Place:

ANNEXURE-6

(Data centers Operated by Party and/or its Affialiates)

Sl. No.	Datacenter Name	Location	Name plate capacity (MW)	Experience proof document attached

[Signature & Stamp of Authorized Signatory]

Date:
Place:

ANNEXURE-7
(Largest Data centre owned by Party)

Sl. No.	Datacenter Name	Location	Name plate capacity (MW)	Experience proof document attached

[Signature & Stamp of Authorized Signatory]

Date:
Place:

ANNEXURE-8

UNDERTAKING FOR OFFTAKE COMMITMENT

We, _____ [Party Name], having our registered office at _____, hereby undertake and confirm that we will book ___% (___ percent) of the installed capacity from the proposed Data center at GAIL Chhainsa, as indicated in the submitted EOI.

We further confirm that, in the event we are selected by GAIL as a selected Party, we shall enter into the necessary commercial arrangements and definitive agreements for booking and utilization of the aforesaid capacity. We acknowledge our interest in securing the committed capacity and shall extend all reasonable cooperation required for the timely finalization and implementation of the project.

This undertaking is being provided as a booking commitment in the proposed Data center Project at GAIL Chhainsa.

[Signature & Stamp of Authorized Signatory]
Date:
Place:

ANNEXURE-9

Undertaking by the applicant company

(to be submitted on Company Letterhead)

With reference to EOI Document No. GAIL/NOIDA/DATACENTER/2026 dated …….2026, following is hereby certified:

1. The company has not been affected by any of the following events, conditions or circumstances in the 3 Financial Years immediately preceding the EOI Submission due date:
   (a) The company having been categorized as a wilful defaulter in accordance with Applicable Laws or laws of the country of its incorporation;
   (b) The company being subject to proceedings for declaration of or being declared bankrupt, being wound up, or having its affairs administered or conducted by any court, administrator, receiver; or
   (c) The company having been declared by a court or other competent authority as being unable to pay its debts or having made any composition or arrangements with creditors or having had the repayment of its debts suspended.
2. The company has not been convicted or otherwise being found responsible (or having any of its directors, partners, trustees, officers or managers convicted or being found responsible) by any court, tribunal, regulatory, public or other competent authority for a breach of any laws or regulations which:
   (a) related to any act of fraud or dishonesty for which a fine, penalty, damages, compensation or other payment was levied against the company or any of its directors, partners, trustees, officers or managers; or,
   (b) resulted in the permanent or temporary suspension of the rights of the company to provide any service or carry on any type of business or operations.
3. The company is not put on 'Holiday' by GAIL or Public Sector Project Management Consultant (like EIL/ Mecon only due to "poor performance" or "corrupt and fraudulent practices") or banned/ blacklisted by Government department / Public Sector on due date of submission of EOI. Further, neither company nor their allied agency/(ies) are on banning list of GAIL.

[Signature & Stamp of Authorized Signatory]
Date:
Place:
[Signature & Stamp of the statutory auditor/chartered accountant of the company]