

GAIL (INDIA) LIMITED



EXPRESSION OF INTEREST (EOI) FOR PARTNER SELECTION IN ELECTROLYSER MANUFACTURING FOR PRODUCTION OF GREEN HYDROGEN

EOI DOCUMENT NO.: GAIL/ND/BD/HYDROGEN/EOI/2021

DATE : 26th November 2021



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1. INTRODUCTION

GAIL (India) Limited (“GAIL”) is India’s leading Natural Gas Company with presence along entire natural gas value chain comprising of Exploration & Production, LNG imports, Gas Transmission & Marketing, Gas Processing, Petrochemicals, LPG Transmission and City Gas Distribution. GAIL is listed on the National Stock Exchange of India, the Bombay Stock Exchange and the London Stock Exchange (in the form of GDRs) with the market capitalization of more than Rs. 50,000 crores.

For additional information on GAIL, please visit <http://www.gailonline.com>

2. BRIEF ABOUT EOI

- 2.1. Government of India has launched National Hydrogen Mission which aims to make India a hub for the production and export of Green Hydrogen. The usage of hydrogen will not only help India in achieving its emission goals under the Paris Agreement, but will also reduce import dependency on fossil fuels.
- 2.2. In line with its mission of providing clean energy & beyond and considering transformations taking place in the energy sector, GAIL is exploring opportunities in the renewable energy sector including Green Hydrogen. GAIL is also building India's largest Green Hydrogen production plant as it supplements GAIL’s natural gas business with carbon-free fuel.
- 2.3. GAIL plans to set up electrolyser manufacturing plant of suitable capacity for production of Green Hydrogen at suitable location in India by incorporating a Special Purpose Vehicle (SPV). Further, GAIL is open for acquiring equity in an existing company which is in currently under operation / construction stage for manufacturing of electrolysers (herein after called “**Project**”).
- 2.4. In this regard, GAIL is exploring the possibility of associating with an Equity Partner to implement and operate the said manufacturing Project through the SPV or existing company. GAIL shall hold an equity of minimum 26% in the SPV / existing company.
- 2.5. In this backdrop, GAIL invites Expression of Interest (EOI) from an Indian / Global Company / Affiliates / Consortium (herein after called **Applicant**) for setting up of Project at one or more locations in India.

The Applicant can participate in the EOI by forming a consortium. In case of consortium, the lead partner should participate in this EOI.

- 2.6. Basic details of this EOI are:



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EOI download	EOI may be downloaded from any of the Websites as below: (i) www.gailonline.com (ii) GAIL's Tender Website – www.gailtenders.in (iii) Govt. CPP Portal - https://eprocure.gov.in
Pre-EOI meeting Date & time	03.12.2021, 3 PM
Pre-EOI meeting link	MS Teams Link: Click here to join the meeting
EOI submission mode	Through E-mail: eoi_hydrogen@gail.co.in
Due date & time for submission of EOI	17.12.2021, 17:00 Hrs
EOI Validity	6 months from the due date for submission of EOI

3. PROPOSED ROLES

3.1. The broad roles of the proposed SPV / existing company and its Equity Partners, as the case may be, shall include, but not limited to the following –

- (i) equity investment in the proposed electrolyser manufacturing Project
- (ii) securing project financing
- (iii) selection of technology partner(s) or licensor(s) / engineering consultant(s) / environmental consultant(s) / EPC contractor(s) etc., as applicable
- (iv) monitoring and reviewing the project development activities and ensuring project execution as per timelines
- (v) management of plant O&M
- (vi) statutory approvals / clearances for the Project along with arrangement of land
- (vii) liaison with the central / state governments in obtaining incentives, policy advocacy and
- (viii) Marketing of the product(s) with an option for captive use at suitable price for utilization by the parties (i.e. Equity Partner and GAIL) or their affiliates, as the case may be.

3.2. It may be noted that above list of proposed roles is non-exhaustive and shall be mutually agreed upon in consultation with Equity Partner at a later stage.

4. SUBMISSION OF DOCUMENTS AND EVALUATION

a. Applicant should submit the following document(s) in support of their response to this EOI:

1. Covering Letter as per Form- I
2. Applicant's Information & Technical Data as per Form- II
3. Certificate of Incorporation of Applicant



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- b. Applicant should meet the provisions under Order (Public Procurement No. 1) dated 23.07.2020, Order (Public Procurement No. 2) dated 23.07.2020 and Order (Public Procurement No. 3) dated 24.07.2020 of Department of Expenditure, Ministry of Finance, Govt. of India relating to procurement from a bidder which shares a land border with India. An undertaking regarding this is to be provided as per Form- III of this document.
- c. EOIs submitted by the Applicant will be evaluated broadly based on information shared along with EOI with respect to technology, capital and operating cost, timelines, area footprint, scalability and reliability.

5. GENERAL INSTRUCTIONS ON SUBMISSION OF EOI

- a. Each organization can submit only one bid – either as a Party (in case of a single organization) or as a lead member of the consortium (in case of the Party being a consortium of two or three members). In case any organisation submits more than one bid, all of its bids shall be rejected.
- b. The Authorised Person signing EOI document should be a Director on the Board / C&MD / Chairman / MD / CEO / CFO / CS or any person authorized by the Board of Applicant. Responses not signed by authorized signatory and / or stamped in the manner indicated in this EOI may lead to its rejection.
- c. To assist in the examination and evaluation of responses, GAIL may seek clarifications regarding any document / information submitted by the Applicant as part of its response to EOI.
- d. Clarification, if any, can be obtained from: General Manager (BD) through Telephone: 011-26182955-2733 and E-mail: asiva@gail.co.in
- e. Intent of the EOI is to seek interest from the prospective applicants for collaborating with GAIL for its proposed electrolyser manufacturing Project. GAIL reserves the right to implement the Project through Request for Proposal (RfP) process amongst the applicants shortlisted through this EOI Process or through a separate tender. GAIL also reserves the right to terminate EOI process at any point of time without assigning reason.
- f. If the information submitted in the requisite format is found to be incomplete / incorrect / materially inconsistent / conditional, GAIL shall have the right to reject the EOI. Further, GAIL also reserves the right to reject any or all EOI received without assigning any reason.



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FORM-I

FORMAT FOR THE COVERING LETTER

(To be submitted by the Applicant on its letterhead)

GAIL (India) Limited
GAIL Bhawan
16, Bhikaiji Cama Place
R. K. Puram
New Delhi-110066
India

Subject: Expression of Interest for EOI DOCUMENT NO.:
GAIL/ND/BD/HYDROGEN/EOI/2021 dated _____

Dear Sir,

We, _____ (Name of the Applicant), having read, examined and understood in detail the Subject EOI, confirm that neither we nor any of our Parent Company/ Affiliate/ Ultimate Parent Company has submitted response other than this response directly or indirectly in response to the aforesaid EOI.

1. We give our unconditional acceptance to the EOI, issued by GAIL, including its amendments and/or clarification, if any, the receipt of which is hereby acknowledged. In token of our acceptance to the EOI, the same have been signed & stamped by us and enclosed to the response. We hereby confirm that the provisions of the EOI shall be binding on us.
2. We have submitted our response strictly as per provisions and formats of the EOI, without any deviations, conditions and without mentioning any assumptions or notes.
3. 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. We hereby expressly waive any and all claims in respect of EOI process. We confirm that there are no litigations or disputes against us, which materially affect our ability to participate or function under the obligations with regard to EOI.
4. The information submitted in our response is complete, strictly as per the requirements stipulated in the EOI and is correct to the best of our knowledge and understanding. We would be solely responsible for any errors or omissions in our response.



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5. We confirm that all the terms and conditions of our response are valid for acceptance for a period of six (06) months from the response Deadline.

(SIGNATURE)

(NAME AND DESIGNATION OF AUTHORISED PERSON)

Date :

Place :

(Seal of Company)



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FORM-II

INFORMATION TO BE SUBMITTED BY APPLICANT ON ITS LETTERHEAD

1. Name of the Company / Lead Partner of Consortium / Affiliates / Representatives (strike off whichever is not applicable):
2. Legal status of the Company / Consortium / Affiliates / Representatives:
3. Brief description of the Company/Consortium/Affiliates/Representatives including details of its business groups/subsidiaries:
4. Date of Incorporation:
5. Details of the contact person of applicant are furnished as below:
 - (i) Name:
 - (ii) Designation:
 - (iii) Mailing Address:
 - (iv) Contact number:
 - (v) Email id:
6. Desired Equity % to be acquired by Applicant in the SPV / offered by Applicant in its existing company, as applicable (strike off whichever is not applicable):
7. Documents to be enclosed:

Technical – Relevant documentary evidence in support of Applicant’s credentials in electrolyser manufacturing such as experience / Reference List, Copies of Customer Certificates, collaborations / tie-ups with technology partner (if applicable), engineering & execution capabilities, quality accreditations, etc.

Financial – Copies of Audited Financial statements (Annual Reports) for last 3 years, Credit Rating, Market share (Domestic/International), etc.
8. Suggested electrolyser technology along with timeline for implementing the Project
9. Estimated capital investment and operating cost for the annual electrolyser manufacturing capacity of (i) 200 MW (ii) 500 MW (iii) 1000 MW and (iv) 2000 MW along with cost breakup of all major components
10. Any other documents relevant to the EOI.

(SIGNATURE)

(NAME AND DESIGNATION OF AUTHORISED PERSON)

Date :

Place :

(Seal of Company)



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FORM-III

**PROCUREMENT FROM A BIDDER WHICH SHARES A LAND BORDER WITH
INDIA**

1. Order (Public Procurement No. 1) dated 23.07.2020, Order (Public Procurement No. 2) dated 23.07.2020 and Order (Public Procurement No. 3) dated 24.07.2020, Department of Expenditure, Ministry of Finance, Govt. of India refers. The same are available at website <https://doe.gov.in/procurement-policy-divisions>.

2. Any bidder from a country which shares a land border with India will be eligible to bid in this tender only if the bidder is registered with the Competent Authority. For details of competent authority refer to Annexure I of Order (Public Procurement No. 1) dated 23.07.2020.

Further the above will not apply to bidders from those countries (even if sharing a land border with India) to which the Government of India has extended lines of credit or in which the Government of India is engaged in development projects. Updated lists of countries to which lines of credit have been extended or in which development projects are undertaken are given in the website of the Ministry of External Affairs, Govt. of India

3. "**Bidder**" (including the term 'tenderer', 'consultant' 'vendor' or 'service provider' in certain contexts) **for purpose of this provision** means any person or firm or company, including any member of a consortium or joint venture (that is an association of several persons, or firms or companies), every artificial juridical person not falling in any of the descriptions of bidders stated hereinbefore, including any agency, branch or office controlled by such person, participating in a procurement process.

4. "**Bidder from a country which shares a land border with India**" for the purpose of this:

- a) An entity incorporated, established or registered in such a country; or
- b) A subsidiary of an entity incorporated, established or registered in such a country; or
- c) An entity substantially controlled through entities incorporated, established or registered in such a country; or
- d) An entity whose beneficial owner is situated in such a country; or
- e) An Indian (or other) agent of such an entity; or
- f) A natural person who is a citizen of such a country; or
- g) A consortium or joint venture where any member of the consortium or joint venture falls under any of the above

5. "**Beneficial owner**" for the purpose of above (4) will be as under:



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- i. In case of a company or Limited Liability Partnership, the beneficial owner is the natural person(s), who, whether acting alone or together, or through one or more juridical person(s), has a controlling ownership interest or who exercises control through other means.

Explanation—

- a) "Controlling ownership interest" means ownership of, or entitlement to, more than twenty-five per cent of shares or capital or profits of the company;
- b) "Control" shall include the right to appoint the majority of the directors or to control the management or policy decisions, including by virtue of their shareholding or management rights or shareholders agreements or voting agreements;
- ii) In case of a partnership firm, the beneficial owner is the natural person(s) who, whether acting alone or together, or through one or more juridical person, has ownership of entitlement to more than fifteen percent of capital or profits of the partnership;
- iii) In case of an unincorporated association or body of individuals, the beneficial owner is the natural person(s), who, whether acting alone or together, or through one or more juridical person, has ownership of or entitlement to more than fifteen percent of the property or capital or profits of such association or body of individuals;
- iv) Where no natural person is identified under (i) or (ii) or (iii) above, the beneficial owner is the relevant natural person who holds the position of senior managing official;
- v) In case of a trust, the identification of beneficial owner(s) shall include identification of the author of the trust, the trustee, the beneficiaries with fifteen percent or more interest in the trust and any other natural person exercising ultimate effective control over the trust through a chain of control or ownership.

6. **"Agent"** for the purpose of this Order is a person employed to do any act for another, or to represent another in dealings with third persons

7. **SUBMISSION OF CERTIFICATE IN BIDS:**

Bidder shall submit a certificate in this regard as Form-A.

If such certificate given by a bidder whose bid is accepted is found to be false, this would be a ground for immediate rejection of the bid/termination and further action as per "Procedure for Action in case of Corrupt/Fraudulent/ Collusive / Coercive Practices", available on website - www.gaintenders.in.



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8. The registration, wherever applicable, should be valid at the time of submission of bids and at the time of acceptance of bids. In respect of supply otherwise than by tender, registration should be valid at the time of placement of order. If the bidder was validly registered at the time of acceptance / placement of order, registration shall not be a relevant consideration during contract execution.

Form-A

UNDERTAKING ON LETTERHEAD

To,
M/s GAIL (INDIA) LIMITED

SUB:

EOI NO:

Dear Sir

We have read the clause regarding Provisions for Procurement from a Bidder which shares a land border with India, we certify that, bidder M/s _____ (**Name of Bidder**) is :

- (i) Not from such a country []
- (ii) If from such a country, has been registered []
with the Competent Authority.
(Evidence of valid registration by the
Competent Authority shall be attached)

(Bidder is to tick appropriate option (✓ or X) above).

We hereby certify that bidder M/s _____ (**Name of Bidder**) fulfills all requirements in this regard and is eligible to be considered against the EOI.

Place:
Date:

[Signature of Authorized Signatory of Bidder]
Name:
Designation:
Seal: