

Request for Proposal (RFP)

for

**Selection of Legal/Tax Partner/s for
Embassy of India, Berlin's
“Make In India Mittelstand! (MIIM)”**

**- A Market Entry Support Programme to
Facilitate Investments by German
Mittelstand Companies in India**

**Date: 14th August 2015
Embassy of India, Berlin**

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Abbreviations used in the RFP

KP : Knowledge Partner (which means a reputed Consultant Company/ Firm
having the requisite experience for this project).

L/T P : Legal/Tax Partner

MIIM : Make In India Mittelstand! Programme

EOI Berlin : Embassy of India, Berlin.

GOI : Government of India

“Company” means companies selected under the MIIM Programme

“MIIM Programme Partner” means agencies selected by EOI Berlin to support the programme

Section 1: Letter of Invitation

Berlin, August 14, 2015

Dear Mr/Ms

Name of the Legal/Tax Firm:

Address:

1.1 Background

“Make in India” is a major new national programme of the Government of India designed to facilitate investment, foster innovation, enhance skill development, protect intellectual property and build best-in-class manufacturing infrastructure.

India's successful participation as the Partner Country in Hannover Messe 2015 has generated significant interest among German and Global business community towards India. German investors have responded positively to the “Make in India” initiative which will help in building encourage greater synergies with Germany's robust engineering and manufacturing industry, experience in sustainable development, innovation and skills, and the new opportunities available in India.

Mittelstand (SME) companies are the backbone of German industry and its economy. Most of them are family owned and are 'small', yet they are world leaders in their domain and possess cutting-edge technologies. There is a good potential for mobilizing their entry into the Indian market as their exposure to India remains limited. The renewed interest in India on part of the German business community post-Hannover Messe 2015 could be converted into actual investments by facilitating entry of these companies into the Indian market.

By nature, Mittelstand companies are highly risk averse and therefore reluctant to enter into 'challenging' markets such as India. Though they possess high-end technology, they are not big investors. These companies not only require the necessary market information, but also information on the business process involved in market entry into India. An intensive and sustained effort to engage them, going beyond publicity & information campaigns can significantly help in mobilizing these SME's to invest in India. EOI Berlin intends to implement a unique dedicated and strategic programme i.e., “Make In India Mittelstand! - A Market Entry Support Programme for Facilitating Investments by German Mittelstand and Family

Owned Companies in India” to provide them with the necessary market entry support including investor facilitation and hand-holding services, which are critical for market entry decisions and a successful entry to the Indian market. The programme will be implemented with the support of not only the concerned Central and State Government Ministries in India but also by engaging key industry partners who can support the companies in various aspects of market entry into India.

The MIIM Programme will be executed by a Knowledge Partner which will coordinate and monitor the programme with other programme partners (such as GOI Investor facilitation agency, State level investor facilitation agencies, law/tax firms, Chambers, banks and other solution providers). The role of each of the Partner Agencies under the MIIM shall be defined by EOI Berlin. The MIIM programme will run initially for a period of one year from its launch, which can be thereafter renewed after review.

1.2 Objective of the RFP

The objective of this RFP is to engage an Indian Legal/Tax Partner headquartered in India (as one of the MIIM Programme Partners) **on a non-commercial engagement basis with the Embassy to:**

- Provide legal/tax related services to German companies (participating in the MIIM programme) on a commercial basis which are requesting for such services in connection with their proposed business/investments in India.

1.3 Selection Criteria for the Knowledge Partner

Selection of the Legal / Tax Partner shall be based on the evaluation as per Para 4.5.2 below.

1.4 Documents Included in the RFP

The RFP includes the following documents

Section 1	Letter of Invitation
Section 2	MIIM Programme
Section 3	Scope of Work and Qualification Criteria
Section 4	Instructions to Legal/Tax Partner

1.5 Schedule for Submission of the RFP

Despatch of RFP Document / Availability on website of EOI Berlin	August 14, 2015
Proposal Submission Date	August 26, 2015 (1700 hrs)
Decision on Selection of the L/T P	August 28 2015
Negotiations with the selected L/T P & Signing of the Non-Commercial Contract	August 31, 2015

1.6 Address for communication

All communications related to this RFP including the submission of the Proposal shall be addressed to:

Mr. P.S. Gangadhar
First Secretary (Economic & Commercial)
Embassy of India
Tiergartenstrasse 17
10785 Berlin
Tel: 030 – 25759668
Fax: 030 – 25795520
E-mail: counsellor.commerce@indianembassy.de

Section 2: Make in India Mittelstand! Programme (MIIM)

2.1 Scope of MIIM:

The objective of MIIM is to identify a select number of potential German SME's for providing them with business facilitation and hand-holding services with the support of a 'Knowledge Partner' in Germany, Invest India in India and other MIIM Programme Partners. The primary focus of the MIIM programme will be on companies interested in investing in India i.e., those intending to set up manufacturing facilities as part of the 'Make in India' initiative. This would be the Tier I Group of companies whose numbers will be limited to a maximum of 30. However, even those companies currently engaged in trading (export-import) shall also be considered under the programme as a Tier II Group of Companies, if the long term plans of the company is towards direct market presence, localization and manufacturing in India. MIIM will service both the categories of companies. While Tier I companies will receive full programme support, the support to the Tier II companies will be limited in scope, as decided by the EOI Berlin on a case by case basis.

2.2 Eoi Berlin: Will be the owner of MIIM programme and shall implement the same with the support of a Knowledge Partner selected for the purpose. While EOI Berlin would be the main overarching and supervising body for the project, the Knowledge Partner will plan, execute and manage the programme including coordinating the programme with other programme partners like India's Invest, India's Central and State Governments, tax/legal partners, Chambers, financial institutions in facilitating the market entry of the selected Mittelstand companies in India. EOI Berlin is the sole authority in identifying the MIIM Programme Partners and shall also assign the role to be performed by each of the MIIM Partners including that of the MIIM Knowledge Partner. All important steps the Knowledge Partner takes to implement, coordinate, monitor and review the MIIM programme would be done in consultation with and express approval of Eoi Berlin.

2.3 Knowledge Partner: The KP will plan, implement and manage the MIIM project for EOI Berlin. It shall be the lead Partner under MIIM for EOI Berlin and thereby work closely with all other MIIM programme partners in ensuring timely delivery of services for the participating MIIM companies.

2.4 Other MIIM Programme Partners:

The tentative list of MIIM Programme Partners is given below:

MIIM Facilitation Partner: Invest India

MIIM Partner States: 6-8 State Governments of India

MIIM Tax & Legal Partner in India: (to be determined)

MIIM Partner Bank (India): State Bank of India, SBI

MIIM Partner Bank (Germany): Landesbank Baden-Württemberg (LBBW)

MIIM Partner Chamber: Indo-German Chamber of Commerce (IGCC)

Each of the above Partner Agencies of the MIIM will be assigned specific role by EOI Berlin in the context of supporting German companies with various services that they may require in the market entry process. EOI Berlin may add or remove any of the Partner Agencies during the course of the Programme under its sole discretion. Nothing shall prevent it from doing so, including any provision/s contained elsewhere in this RFP.

2.5 MIIM Programme Implementation & Monitoring:

EOI Berlin will set up a MIIM Project Team for implementation and regular monitoring of the MIIM Programme on a regular basis. An MIIM Steering Committee, comprising of relevant stakeholders shall be constituted for monitoring and review on a quarterly basis.

Section 3: Scope of Work & Qualifying Criteria for Legal/Tax Partner (L/T P)

3.1 Services to MIIM Participating Companies:

- The L/T P will offer to the companies selected under the MIIM Programme, legal / tax related services as and when they are sought by the companies.
- Participate, wherever necessary in the follow-up workshops, roundtables, exchange platforms for the selected companies, as defined by the EOI Berlin as well as in the meetings called by the EOI Berlin in connection with the implementation of the MIIM Programme.

The L/T P will be notified by the KP of a particular company's requirement for legal/tax services. Through the KP, the legal/tax firm would regularly report to EOI Berlin regarding the services that have been offered to the German companies.

3.2 Period of Engagement:

From the date of signing of the non-commercial engagement contract between EOI Berlin and the L/T P for a period of one year. There is a possibility for renewal beyond that period after review.

3.3 Cost for the Services:

The L/T P will provide specialised legal / tax related services to the participating companies, on its commercial terms, as agreed upon in advance with EOI Berlin. Minor enquiries would be responded free of charge to the companies.

EOI Berlin desires and expects that the services offered by the L/T P is affordable to the MIIM participating companies. For this purpose, the L/T P is expected to offer services at a discounted rate for the selected companies. During the selection process, the L/T P shall submit to the EOI Berlin, its detailed service portfolio and its broad fee structure which will be assessed while selecting the L/T P. If EOI is not satisfied with the fee structure for the services being offered by the L/T P, it shall consider negotiation of the same only after which the L/T P shall be selected.

The legal/ tax firm shall not levy any charges to EOI Berlin nor the KP / other programme partners under the programme. It would exclusively and directly charge the

participating companies for the specialized tax/legal services, as sought by them, under commercial terms, as agreed upon with EOI Berlin.

3.4 Selection of the L/T P would be on the following criteria

- Focus of the L/T P on services to German Mittelstand
- Number of years of experience in the field.
- Prior References of providing legal / tax related services to German SME investments in India.
- Range of Service portfolio
- Size of the organisation in India including number of employees, number of branches and established networks in India and in Germany (preferably with its own offices).
- Presence in other countries
- Seniority/experience of the team members in the L/T P who would be designated to provide services to the MIIM participating companies
- Affordability of L/T P's fee structure for its services to the participating companies including the percentage of discount in fee or free package of services offered to MIIM companies. [EOI expects that the companies submitting the proposals shall provide detailed fee structure for various services that will help the EOI in evaluating the proposals and to ensure that there is high degree of transparency in the fee charged for the MIIM companies. Proposals not containing adequate information in this regard shall not be considered]

Section 4: Instructions to Legal / Tax Firms

4.1 Proposal submission Process

4.1.1 General Terms of Proposal Submission

The L/T P should bear all the costs associated with the preparation and submission of his/her proposal and EOI Berlin will in no case be responsible or liable for these costs, regardless of the conduct or outcome of the selection process.

The proposal is to be submitted in English language, one in original duly and the other a copy thereof. The L/T P is also required to submit a soft copy of the proposal documents.

The proposal in English language should be signed by an authorised person of the company of the L/T P. The signatory should give a declaration and through authenticated documentary evidence establish that the person is empowered to sign the proposal documents and bind the company. All pages of the proposal documents except printed brochures, if any, are to be signed by the authorized signatory.

The proposals submitted should preferably not bear any corrections, alterations, over writings and additions. In such cases, the person/s signing the proposal should authenticate such corrections.

Failure to furnish information required by the RFP or submission of a proposal not substantially responsive to the RFP in every respect will be at the L/T P's risk and may result in rejection of the proposal.

Any or all the proposals may be accepted or rejected, in full or in part, without assigning any reason whatsoever.

EOI Berlin may, at its discretion, abandon the process of the selection associated with this Request for Proposal (RFP) anytime before notification of award.

The proposals will be evaluated by an Evaluation Committee set up by EOI and the decision of the Committee shall be final. The EOI may decide to engage one or more Legal Tax Partner/s for the MIIM Programme under its own description.

The proposal including all responses would be deemed to be irrevocable offers from the L/T P and may, if accepted by EOI Berlin, form the basis for the Engagement Agreement between EOI Berlin and LT/ P.

The proposals cannot be modified after the closing date. However, the L/T P may modify or withdraw its proposal after submission but prior to the closing date and time.

EOI Berlin reserves the right to accept or reject any and all proposals, to revise the RFP, to request one or more re-submissions or clarifications from one or more L/T Ps, or to cancel the process in part or whole. Each party shall be entirely responsible for its own costs and expenses that are incurred while participating in the RFP and subsequent presentations and Engagement Agreement negotiation processes.

The L/T Ps submitting the responses should note that they should abide (in true intent and spirit) by all the terms and conditions contained in the RFP. If the responses contain any extraneous conditions put in by the L/T Ps, such proposals may be disqualified and may not be considered for the selection process.

The RFP and all supporting documentation/templates are the sole property of EOI Berlin.

By submitting a signed proposal, the L/T P certifies that:

- The L/T P has arrived at the prices in its proposals without agreement with any other L/T Ps of this RFP for the purpose of restricting competition.
- The prices in the proposals have not been disclosed and shall not be disclosed to any other L/T P of this RFP.
- No attempt by the L/T P to induce any other L/T P to submit or not to submit a proposal for restricting competition has occurred.

EOI Berlin is not responsible for any assumptions or judgments made by the L/T Ps for arriving at any type of sizing, service fee structure, etc.

The L/T P represents and acknowledges to EOI Berlin that it possesses necessary experience, expertise and ability to undertake and fulfil its obligations, under all phases involved in the performance of the provisions of this RFP.

EOI Berlin reserves the right to make any changes in the terms and conditions of this RFP. EOI Berlin will not be obliged to meet and have discussions with any L/T P, and / or to listen to any representations.

The L/T P is responsible for managing the activities of its personnel and will be accountable for both its own activities and those of its personnel.

4.1.2. Single Stage selection process

For the purpose of selection of the successful L/T P, a single stage selection process will be followed.

The proposal enclosing documents of proof wherever necessary and any other collateral the L/T P would want to submit to EOI Berlin, is to be submitted in a single part in a sealed cover.

4.1.3 Right to accept / reject any applications

EOI Berlin reserves the right to accept or reject any or all applications and to annul the qualification process at any time without any liability or any obligation for such acceptance, rejection or annulment, without assigning any reasons.

4.1.4 Amendment of RFP document

- At any time, prior to the deadline for submission of Applications, EOI Berlin either on its own or on request of the L/T P may amend the RFP documents by issuing addendum or addenda. These addenda shall be posted at the website of EOI Berlin and shall be treated as a part of the RFP Documents.
- EOI Berlin may, at its discretion, extend the deadline for the submission of applications.

4.2 Conflict of Interest

The L/T P shall not receive any remuneration in connection with the assignment from any party except from the participating company to which it renders its legal/ tax services. The L/T P and its affiliates shall not engage in consulting activities that conflict with the interest of EOI Berlin.

4.3 Preparation of the Proposal

4.3.1 Instructions related to the Proposal

The Proposal should furnish the following information, as per para 3.7 of Section 3.

- Brief profile of the legal/ tax organization/firm.
 - Relevant experience of providing effective and efficient legal/ tax related services to German Mittelstand companies in India. Summary of case examples to be furnished.

- Documents supporting the size of the company, presence in India and in Germany and other countries; service portfolio, fee structure, discounted fee structures or free service package. List of Reference companies should be included with the Proposal.

- Brief CVs of the Key Personnel who will be responsible for the services provided to the companies.

The suitability of the L/T P for undertaking the job will be decided on the basis of overall capacity of the organization and relevant experience in similar field and capabilities and experience of professionals selected for taking up the task.

Failure to comply with the prescribed requirements for evaluation of the proposals shall make the proposal liable to be rejected.

If EOI Berlin wishes to extend the validity period of the proposal, it may ask the L/T P to extend the validity of their proposal for a stated period. L/T P, who do not agree, have the right not to extend the validity of their proposals.

4.4.1 Submission, Receipt and Opening of Proposals

The Proposal shall be prepared in indelible ink. It shall contain no inter-lineation or overwriting, except as necessary to correct errors made by the firm itself. Any such corrections must be initialled by the person or persons who sign(s) the Proposal.

The Proposal shall be placed in a sealed envelope clearly marked "Proposal – Make In India Mittelstand!: Market Entry Support for German Mittelstand Companies " and marked "Do not open except in presence of the Evaluation Committee."

4.4.2 Submission Address:

Mr. P.S. Gangadhar
First Secretary (Economic & Commercial)
Embassy of India
Tiergartenstrasse 17
10785 Berlin, Germany
Tel: 030 – 25759668
Fax: 030 – 25795520
E-mail: counsellor.commerce@indianembassy.de

The completed Proposal must be delivered at the submission address on or before the proposal Submission Date of 26th August 2015 before 5:00 PM. Any Proposal received after the closing time for submission of proposals shall be returned unopened.

After the deadline for submission of proposals the Proposal shall be opened by the Evaluation Committee set up by EOI Berlin to carry out the evaluation.

4.4.3 Withdrawal of Proposals: No modification or substitution of the submitted Proposal shall be allowed after the due date for submission of proposals. A L/T P may withdraw its Proposal after submission, provided that the written notice of the withdrawal is received by EOI Berlin before the due date of submission of Proposals. In case a L/T P wants to re-submit their Proposal, the L/T P shall submit a fresh Proposal, following all the applicable terms and conditions prescribed in this RFP.

4.5 Evaluation of Proposal

4.5.1 General

The proposal shall be first evaluated on the basis of its response to the information documents sought in the RFP document. In case of any material deficiencies in providing the information/ documents in the proposal and in case any assumption or condition is indicated in the proposal, it shall be considered non- responsive and liable to be rejected.

After the submission of proposal till the selection of L/TP, if any company/firm wishes to contact the EOI Berlin on any matter related to its proposal, it should do so in writing at the proposal submission address mentioned above. Any effort by the firm to influence the EOI Berlin during the proposal evaluation, proposal comparison or contract award decisions may result in the rejection of the Knowledge Partner's proposal.

4.5.2 Evaluation of Proposals

The Evaluation Committee appointed by EOI Berlin will carry out the evaluation of proposals on the basis of their responsiveness to the RFP, applying the following evaluation criteria and point system. Each responsive proposal will be given a score. Proposals will be evaluated first in terms of responsiveness to the RFP and it will be based on the following criteria:

S. No.	Heading	Description	Points Allotted
1	Firm size and experience	Proven and demonstrable experience as on legal/ tax matters required for the Programme including references	30
2	Key Personnel responding on legal / tax queries	Experience of Experts	20
3	Affordability of L/T Ps specialised services to Mittelstand	The attractiveness of L/T P's services to the companies shall be assessed on the cost of service and quantum of discount in service fees or the free service package being offered to the MIIM companies.	50
		Grand Total	100

A proposal will be considered unresponsive and shall be rejected at this stage if it does not contain the details as required in this RFP document.

4.6 Negotiations

Negotiations will be held with the selected L/T P. The aim is to reach agreement on all points of the draft Engagement Agreement with the L/T P. If negotiations fail, the EOI Berlin will invite the firm that received the second highest score for negotiations.

4.7 Award of the Engagement Agreement

The Engagement Agreement will be awarded to the selected L/T P/s following negotiations. After negotiations are complete, the EOI Berlin will promptly notify other L/T P/s on the shortlist that they were unsuccessful.

4.8 Corrupt or Fraudulent Practices

EOI Berlin requires that L/T Ps under this Engagement Agreement observe the highest standard of ethics.

EOI Berlin will reject a the proposals for award of consultancy work, if it has determined that the L/T P recommended for award has engaged in corrupt or fraudulent practices in competing for the Engagement Agreement in question.

4.9 Confidentiality

The selected L/T P for the consultancy services may have access to some confidential information for the purpose of the project implementation. The L/T P shall take all precautions necessary to keep the information totally confidential and under no circumstances it will be disclosed to any third party or competitors, which shall otherwise render himself liable for disqualification/premature termination of the Engagement Agreement apart from other legal action as may be warranted for any laxity on his part. EOI Berlin is entitled to be indemnified by the selected L/T P for any loss/damage to reputation and / or for any breach of confidentiality.
