

Request For Proposal (RFP) for Selection of a Transaction Advisor For Propounding a Revival Scheme for New Central Jute Mill (a company in Liquidation) and Selection of Operator for Implementing the Revival Scheme

Request for proposal (RFP) is invited by the Public Enterprises & Industrial Reconstruction (PE&IR) Department, Government of West Bengal for selection of a Transaction Advisor (TA) to assist the department for propounding a revival scheme and selection of an operator to implement propounded revival scheme for NCJM in liquidation, **in compliance of Hon'ble High Court order dated 12.03.2024 in CA 7 of 2019.**

REQUEST FOR PROPOSAL (RFP)		
SL.No.	Items	Description
1.	Name of the Inviting Entity	Public Enterprises & Industrial Reconstruction (PE&IR) Department, Government of West Bengal
2.	Release of RFP	e-mailed on 07/05/2025
3.	Pre-bid meeting	15/05/2025 at 12 Noon
4.	Last date of submission of RFP response	28/05/2025, 2 PM
5.	Mode of Submission	By e-mail to peir15112019@gmail.com or by hand
6.	Opening of documents on familiarity with assignment	28/05/2025, 3 PM
7.	Opening of Financial Bid	29/05/2025, 12 Noon
8.	Declaration of short-listed firms	To be informed later
9.	EMD Details	NIL
10.	Name, Address and E-mail to be used for correspondence	Shri Kallol Panigrahi, Joint Secretary, PE&IR Department, Shilpa Sadan, 4, Abanindranath Tagore Sarani, 2 nd Floor, Kolkata – 700 016
11.	Point of Contact, in case of any query / clarifications required	Phone: 9874415011 E-mail ID :peir15112019@gmail.com

Note:

- Above mentioned dates are tentative.
- Public Enterprises & Industrial Reconstruction (PE&IR) Department reserves the right to change dates without assigning any reasons there of.
- If a holiday is declared on the dates mentioned above, the proposals shall be received / opened on the next working day at the same time specified above and at the same venue unless communicated otherwise.

Limited Request for Proposal for Transaction Advisor i.r.o NCJM.

Background

i) New Central Jute Mills Company Limited (NCJM), [CIN a company duly incorporated under the provisions of the Companies Act, 1956 having its registered office at C 3/6, Gillander House, 8, Netaji Subhas Road, Kolkata-700001 and having two jute mills (namely Albion & Lothian) located in the same premises at Budge Budge, S-24 Parganas, became sick and the case for revival of the company was sent to the BIFR in 1987.

ii) In 1989, BIFR ordered the closure of the Company for want of any revival proposal from its erstwhile management. Then the Government of West Bengal intervened and has invested around Rs. 89 crore (approx.) (as per last audited balance sheet 2012-13). in various from through WBIDC and WBIDFC to keep it operational.

iii) As per last audited (balance sheet 2012-13), the shareholding of the Company is as follows:

1. NCJM Workers' Cooperative Society (formed in 1990) : 52.52%
2. Government of West Bengal: 41.17%
3. Financial Institutions: IBBI- 4.73%, LIC- 0.03% &. Other Banks- 0.04% and Others: 1.51%

iv) After several hearing the Hon'ble High Court disposed of CA 7 of 2019 (erstwhile CA 97 of 2019) on 12.03.2024 granting liberty to the State to take necessary steps in terms of the paragraph – 14 of the Affidavit dated 22.11.2023 The operative part of Hon'ble High Court dated 12.03.2024 reads ***“In such circumstances, CA/7/2019 is disposed of by granting liberty to the State to take necessary steps in terms of paragraph 14 of the said affidavit. In case any scheme is propounded by the State of West Bengal the same would require to be sanctioned in accordance with law”*** Para-14 of the affidavit sworn by the state, states “Government of West Bengal strongly believes that any intending Financier / Operator interested in revival of New Central Jute Mill (NCJM) should be selected through a fair and transparent process as would be directed by the Hon'ble High Court”.

v) For complying the Order of Hon'ble High Court, the Government seeks to propound a revival scheme for NCJM in liquidation and select an operator for implementation of the revival scheme. The department proposes to appoint a Transaction Advisor (TA) in this regard, who can propound a revival scheme for NCJM in liquidation and there after assist in selection of operator / financier for implementing the revival scheme propounded.

Broad Scope of Service of Transaction Advisor (TA)

- i) Compiling information of the Company, journey over the years, perusing affidavits submitted by the Government before Hon'ble High Court, Study of the Industry of the jute and allied sector, analyze the Market Dynamics, unique advantages / SWOT, Development of a revival scheme and Information Memorandum from the analysis, upon discussion with creditors, stakeholders etc.
- ii) Hold consultations with the stake holders on the revival scheme propounded for safeguarding the interests of the stakeholders and also ensure that the revival scheme is sanctioned as per law.
- iii) Presentation for approval of Information Memorandum and propounded scheme before the Committee of Secretaries and Group of Ministers.
- (iv) Work in conjunction with the stakeholder Departments and propound a transparent mechanism (selection criteria) for selection of the Financier/operator satisfying statutes, regulation, guidelines etc.
- v) Discuss and propose the names of potential Financier/ Operator, identified through the above mechanism & with the guidance of GoM & CoS, following applicable provisions of Statutes on completion of the transparent selection process.
- vi) Transaction Advisor (TA) to approach on a "no-name" basis the potential operators identified to establish a degree of interest from such parties. If the potential operators are interested, then a Non-Disclosure Agreement to be obtained from them.
- vii) Share the propounded scheme / Information Memorandum and timetable of events with identified shortlisted parties. Co-ordinate and provide clarifications for expedited evaluation of assets and liabilities by the potential Financier / operators.
- viii) Act as front-end agent for due-diligence, legal requirements etc including audit/certification of process flow. All the activities to be proceeded within a time bound manner.
- ix) To receive all offers together with terms and conditions, report the details and give recommendation on the potential offers made by investors.
- x) To support in negotiating the fair price and best commercial terms and conditions with potential investors, subject to the overall guidance of the GoM including project management, the legal and any other relevant documentation.
- xi) Signing of the agreement with the selected operator in a time bound manner, for the entire project duration or till the hand over of project, after gestation period, for implementation of the propounded scheme.

Selection criteria :

Selection criteria for TA would comprise of familiarity with the sector, similar revival assignments carried out, both number and value (hereinafter referred as familiarity with the assignment) and financial offer. If TAs intends to associate themselves with external consultant(s) for this assignment, the details of such consultant should form part of the proposal.

1. The Selection will be done as follows :

Bidder will be short listed based on experience, team strength and credentials of doing similar works and then a Financial bid of such short listed T.A's will be evaluated on L1 quote.

2. The following minimum documents should form part of the proposal to be submitted:

- i) General profile of the firm
- ii) Technical capabilities covering transactions handled in the jute & allied sector in the last 10 years with the following minimum details
 - a) Name of Client
 - b) Sector
 - c) Brief description of transaction
 - d) Value of transaction dealt with (INR Crore)
 - e) Month / Year (MM/YYYY) of closure of the transaction
 - f) Joint / Sole advisor (in case of joint, furnish name of other advisors)
- iii) Brief profile of the team proposed with relevant experience, to be engaged
- iv) financial offer

Fee Structure:

A fixed fee for every stage of the process and the cumulative total.

Time Frame:

Entire proposal with detailed credential along with financial offer in a separate envelop to be submitted to the Public Enterprises & Industrial Reconstruction Department as listed in Table at Page-1.

The sealed offer may be sent to the following address

The Secretary, Public Enterprises & Industrial Reconstruction Department, 4, Abanindranath Tagore Sarani, 2nd Floor, Kolkata-700016.

Alternatively, the offer may be sent through electronics mail with password protected to the following mail Ids: peir15112019@gmail.com

Clarifications:

Clarification, if any, required on the above RFP, may be sent to mail to:
peir15112019@gmail.com

**Request For Proposal (RFP) for Selection Transaction Advisor To Finalise A
Operator/Financier For New Central Jute Mill (a company in Liquidation)**

Timeline of Activities

SL. No.	Deliverables	Milestones Target Date D – Date of Issue of LOA to selected consultant	Payment terms (in % of total payment
1.	Presentation & approval of Information Memorandum and propounded scheme duly sanctioned by Law on completion of 1, 2 & 3 of basic Scope of Services (RFP)	D + 1 month	10%
2.	List of potential investor as agreed upon on discussion with the Department on completion of activity 4, 5 & 6 in Broad Scope of Services (RFP)	D + 1.5 months	15%
3.	Through due –diligence, legal analysis, audit and certification of process flow carried out for each of the shortlisted operators/financiers. Sl Nos. 6, 7 & 8 in Broad Scope of Services (RFP)	D + 2.0 months	15%
4.	Provide a recommendation report on the strength and weakness of the short listed operator/ financier after receiving all offers together with terms and conditions, Sl. No. 9 in Broad scope of Services (RFP)	D + 2.5 months	15%
5.	Support in negotiating the fair price and best commercial terms and conditions for the stakeholders, with potential operators/financiers subject to the Department's overall control.	D + 3 months	25%
6.	Signing of the agreement with operator/financier and monitoring implementation during gestation period.	D + 3.5 months	20%

It may be clearly noted that payment will be released with milestones achieved in implementation of work and not merely preparation & submission of documents at different stage.

Detailed Selection Criteria:

Selection process is based on bid for combined familiarity with the assignment Cost-Based Selection.

The marks scored by the short-listed bidders will be given a weightage of 60 based on experiences of similar works etc. while the financial bids will be given a weightage of 40.

a). Familiarity with the assignment evaluation criteria

The proposal of those bidders who fulfill the minimum eligibility criteria shall be further evaluated based on the following scoring criteria for familiarity with the assignment.

Sl. No.	Criteria	Sub Criteria	Total Mark
1.	Reputed Transaction Advisory Firm- Propounding schemes for liquidated companies and selecting operator for implementing the schemes. 10 marks for each successfully completed revival projects in last 10 years. Large PSU company revival will be preferred. Please mention name of the client, sector, Brief description of transaction, Value of transaction dealt with (INR, Crore), Month / Year for close of transaction, joint / Sole Advisor.		50
2.	Approach & Methodology		35
A	Understanding of Objectives	10	
B	Approach & Methodology (inc Presentation)	15	
C	Work Plan	10	
3.	Brief profile of the team to be engaged		15

b) For Financial Evaluation

The total cost indicated in the Financial Bids will be considered. The lowest financial Bid (FM) will be given financial scores (SF) of 100 points. The financial scores of other Bids will be computed as follows:-

$$SF = 100 \times FM / F$$

(F=amount of Financial Proposal)

The proposal will finally be ranked according to their combined Familiarity with assignment (FA) and financial (SF) scores as follows:-

$$S = SFA * FAw + SF * Fw$$

Where, FAw and Fw are weights assigned to familiarity with assignment and financial proposals that shall be 60 and 40 respectively.

The qualified bidder who secures highest combined score would be declared as the successful bidder. If two or more bidders secure same combined score, the work will be awarded to the lowest price bidder.