



**CORRIGENDUM NO. 2
RESPONSE TO BIDDERS' QUERIES ON
REQUEST FOR PROPOSAL
FOR
PROVISION OF GROUND HANDLING SERVICES AT
MANGALURU INTERNATIONAL AIRPORT, MANGALURU**

**Corrigendum Issued By:
Adani Mangaluru International Airport Limited (AMIAL)
Date of Issue of Corrigendum: 12th January, 2021**

S.No	Page No.	Clause	Clarification / Information Sought	AMIAL Response
1.	7 & 8	Definition of Gross Revenue & Regulated Revenue	As it relates to the rates of AERA, which are always the highest rates and our rates are always much lower and varies as per airline agreements. We can calculate the Gross Turnover as per this clause. What documents Airport Operator require to consider from the bidder in support?	Approved tariff from AERA to be submitted for this purpose.
2.	13	5.2.1 (a) (iii)	Please clarify if experience and financial criteria of only lead member will be considered or aggregate of all consortium members will be taken into account?	Only the experience and financial criteria of Lead Member will be considered. However Lead member can also use experience of its affiliates as per Clause 5.4.
3.	14	5.2.1 (c)	Can a single bidder (Not the consortium) dilute its equity upto 49% (retaining minimum 51% as required) :	If required, these may be discussed with the qualified bidders at the discretion of Airport Operator.
			(i) after submission of bid and before award of the LOI	
			(ii) after award of LOI and before signing of Licence Agreement	
			(iii) after signing of Licence Agreement	
			With prior approval of the Airport operator	
4.	15	5.2.1 (d) (v)	Q. 1: Where two companies have a joint venture and have substantial shareholding, and are:	Not allowed.
			(i) engaged in same line of business, or	
			(ii) engaged in different line of business (not related to Aviation)	
			are they allowed to bid separately?	
			Q. 2 If two bidders are bidding in consortium in One Adani Airport, are the allowed to bid separately on other two airports?	Yes.
5.	15	5.3 (a) (i)	we understand:	Fresh certificates are preferred, however in case of difficulties in getting the same due to Covid, recent certificates can be submitted.
			(i) experience of 5 years of ground handling (both passenger and ramp)	
			(ii) experience of both narrow body and wide body	
			We have already obtained certificate for recent AAI Tenders. Will the copy of the same be sufficient or we are required to get a fresh certificate? If fresh certificate is required, please provide us the format.	
6.	15	5.3 (a) (ii)	No time frame is prescribed. Please specify within what period these signed SGHA will be considered?	Latest SGHAs to be submitted.
7.	15	5.3 (a) (iii)	What documentary proof is required?	Concession Agreement Copies / Experience letter from Airport Operators.

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8.	16	5.3 (b) (i)	The term "Ground Handling Business" may suitably be defined.	Ground handling business means the services as specified in Annexure B of the RFP.
9.	19	8.1.2	Can the bidder submit the financial bid personally?	No hand delivery accepted.
10.	25	9.12.4 (Para 3)	Getting clearance from BCAS within 90 days is very difficult and is not within the control of the bidder.	Best efforts must be made to obtain the clearance within the timeline, if it is delayed due to reasons beyond the control of successful bidder, the Airport Operator will decide further course of action.
11.		No reference	May we know the tenure of the contract/licence at this stage?	The tenure of contract will be shared with qualified bidders as a part of Financial Bid format.
12.		No Reference	Will the AIASL keep enjoying the immunity or it shall be subject to same terms and conditions as the selected bidder?	This shall be governed by applicable Regulations.
13.	N/A	N/A	Although the passenger volume is less than 10 MPPA at IXE airport, we would request you to kindly confirm the number of Ground Handlers that will be selected for IXE airport, considering that minimum of 2 GHA's is required to be appointed as per the current Ground Handling regulations.	This will be in accordance with the applicable Regulations.
14.	13 / 16	5.2.1(a)(iii)/ 5.4	The two clauses mentioned in the adjacent para are giving different understanding about the basic eligibility criteria. But considering the fact that most of the RFPs floated in India for awarding Ground Handling Concessions (like the present one floated for IXE) requires the bidder to form a new SPC/SPV, the qualifying criteria lies with multiple entity. We believe that this RFP also understands the same and as a result, to meet three airport criteria, three consortium partners are allowed. Therefore, we understand that combined credentials of three can be used to fulfil Technical and Financial Criteria's and one of them can be the lead member. We seek your confirmation on the above understanding.	Clause 5.2.1(a) (iii) specifies the nature of 'Consortium', whereas Clause 5.4 specifies that the credentials of Affiliates can be used for meeting eligibility criteria. Further it is clarified that the Lead Member can use the credentials of its affiliates for meeting eligibility criteria.
15.	13	5.2.1	Generally, Ground Handling RFQs and RFPs disqualifies entities which have direct or indirect relationship of any kind with airline(s). However, this RFP doesn't disqualifies such entities. Please intimate if this is correct so that we can assess the possibilities of competition.	No such disqualification criteria.
16.	N/A	N/A	Are the rentals and cost of other facilities will continue on the existing pattern or are these expected /planned to be changed during the course of the Concession.	This will be decided by AMIAL management and informed from time to time.

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17.	17	6.2	The Bidder shall issue an irrevocable undertaking certifying that the said entity is subject to judicial process and that it does not possess any special privilege or immunity. Kindly provide the format of the undertaking or can it be drafted by the bidder.	It can be drafted by the bidders.
18.	17	6.4	The rights granted pursuant to the License Agreement, by the Airport Operator are valid only in combination with the relevant licenses and approvals of or from the government authorities required pursuant to applicable laws in relation to the Ground Handling Services. If possible, it is request to share the draft License Agreement for reviewing and understanding the complete scope of services and other associated costs/modalities involved.	License Agreement will be shared with the Qualified Bidders as per the terms of RFP.
19.	18	7.2	Please advise details of allocation of space incase of 1 or 2 selected bidders. Also we would request for details of all the charges including space rentals, electricity, water and other charges that the selected bidder would be required to undertake during the concession period.	These details will be shared with the Qualified Bidders as per the terms of RFP/License Agreement.
20.	20	8.3	The Financial Proposal to be submitted by the Qualified Bidders in the format shared with them shall include the following which shall be collectively referred to as ("Financial Proposal"). We would request if the financial bidding parameters are shared and also the tenure of the contract so that business planning could be done.	It will be shared with the Qualified Bidders as per the terms of RFP.
21.	3	1.1	Please clarify the term of the License/Concession to be awarded for the provision of the Ground Handling Services. Considering the impact of Covid-19 on Indian aviation landscape, a term of 15 years will ensure a sustainable cooperation among service provider, users and airport operator.	The term of License will be shared with qualified bidders as a part of Financial Bid format.
22.	23	9.11.3	Considering the timeline between announcement of Qualified Bidder and submission of Financial Proposal, kindly request disclosure of referred parameters of the Financial Proposal.	Financial Parameters will be disclosed to the Qualified Bidders as per the terms of RFP
23.	13	5.2	Please confirm that any Bidder which is an airline or, directly and indirectly, Affiliate of an airline shall not be eligible for the Bid Process. We propose following :- "No Applicant or Consortium member shall be an Indian air carrier or any entity in which an Indian air carrier or its promoter(s) directly or indirectly holds any interest, or is otherwise an Affiliate of an Indian air carrier."	No Changes.
24.	6	2.1	We propose that definition of "Affiliate" & "Control should be amended for further clarity as below: "Affiliate" means, with respect to any person or entity, any other person or entity, that Controls, is Controlled by or under common Control with the first mentioned person or entity. "Control" means the ability to control the management and policies of a person or entity, whether through direct or indirect ownership of minimum 51% (fifty one percent) of voting securities, the power to appoint a majority	No Changes. If any change decided by AMIAL will be published via corrigendum.

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			of the members of the board of directors or equivalent governing body of such entity, by contract or otherwise.	
25.	14	5.2.1 (d) (i)	<p>Kindly revise the disqualification threshold to 26% from 5%. Accordingly, for the purpose of Clause 5.2.1 (d) disqualification shall not apply in cases where the direct or indirect shareholding of a Bidder or its Affiliate in the other Bidder or their Affiliate is less than 26% of the subscribed and paid up equity share capital. Further for computing indirect shareholding, no such shareholding shall be reckoned under this sub-clause if the shareholding of such person in the intermediary is less than 26 % of the subscribed and paid up equity shareholding of such intermediary.</p> <p>Amended Clause 5.2.1 (d) (i) :</p> <p>(d) a Bidder shall not have a conflict of interest (the "Conflict of Interest") that affects the Bid Process. Any Bidder found to have a Conflict of Interest shall be disqualified. A Bidder shall be deemed to have a Conflict of Interest affecting the Bid Process, if:</p> <p>(i) the Bidder, or its Affiliate (or any constituent thereof) and any other Bidder or any Affiliate thereof (or any constituent thereof) have common controlling shareholders or other ownership interest;</p> <p>Provided that this disqualification shall not apply in cases where the direct or indirect shareholding of a Bidder or its Affiliate (or any shareholder thereof having a shareholding of more than 26% (Twenty Six percent) of the paid up and subscribed share capital of such Bidder or its Affiliate), in the other Bidder or their Affiliate is less than 26% (Twenty Six percent) of the subscribed and paid up equity share capital thereof; provided further that this disqualification shall not apply to any ownership by a bank, insurance company, pension fund or a public financial institution referred to in Section 2(72) of Companies Act, 2013</p> <p>For the purposes of this Clause 5.2.1 (d), indirect shareholding held through 1 (one) or more intermediate persons shall be computed as follows: (a) where any intermediary is controlled by a person through management control or otherwise, the entire shareholding held by such controlled intermediary in any other person (the "Subject Person") shall be taken into account for computing the shareholding of such controlling person in the Subject Person; and (b) subject always to sub- clause (a) above, where a person does not exercise control over an intermediary, which has shareholding in the Subject Person, the computation of indirect shareholding of such person in the Subject Person shall be undertaken on a proportionate basis; Further for computing indirect shareholding, no such</p>	<p>No Changes. Any changes to the clause if decided by AMIAL will be published via corrigendum.</p>

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			<p>shareholding shall be reckoned under this sub-clause if the shareholding of such person in the intermediary is less than 26 % of the subscribed and paid up equity shareholding of such intermediary. Or</p> <p>(ii) a constituent of such Bidder is also a constituent of another Bidder; or</p> <p>(iii) such Bidder or any Affiliate thereof receives, has received, or has entered into an agreement to receive, any direct or indirect subsidy, grant, concessional loan, or subordinated debt to or from any other Bidder, or any Affiliate thereof or has provided or has entered into an agreement to provide any such subsidy, grant, concessional loan or subordinated debt to any other Bidder or any Affiliate thereof; or</p> <p>(iv) such Bidder has the same legal representative for purposes of a Bid as any other Bidder; or</p> <p>(v) such Bidder or any Affiliate thereof, has a relationship with another Bidder or any Affiliate thereof, directly or indirectly or through a common third party/parties, that puts either or both of them in a position to have access to each other's information, or to influence the Bid of either or each other.</p>	
26.	22	9.9	Condition of change of shareholding should be limited to "Direct". We propose to delete word "Indirect".	No Change.
27.	15	5.3 (a)(i)	The confirming document should be a concession agreement executed between Bidder (or Lead Member) and relevant airport authority covering 5 years' experience period	Proof for handling can be in the form of experience certificate from airlines or airport operators
28.	13	5.2.2 (v)	"Prior security clearance" may be an issue within the timelines prescribed. Can this be made "applied for"	For the purpose of signing the License Agreement, Security Clearance is required.
29.	15	5.2.1 (d) (v)	The wording is very generic and broad. Kindly request you to delete the referred clause.	No Change.
30.		5.2.1.(a).(viii)	In case the Consortium becomes Selected Bidder for more than one airport, same special purpose company can be utilized for the execution of License Agreement	Yes.
31.	32	Annexure C A(ii) C	Do we need to provide details of all Affiliates even if we are not relying on for its eligibility?	Yes.
32.			As per attached screenshot, there is column of PQ Approval Status which is being shown as "Rejected". Could you please explain this rejection status as PQ Document Upload Status and Tender Document Upload Status are showing Pending	This was a system error and is resolved. Approval/ Rejection status will be updated post evaluation of Technical Proposal.

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33.			Is any Digital signature required while submitting the technical proposal at website. We have registered and created User Id and Password. Is this enough for online submission?	No digital signature required.
34.			Is there any RFP fees which needs to pay with submission of online Technical proposal?	No RFP fees payable at the time of submission of online Technical Proposal.
35.			Bid Security as mentioned in RFO needs to submit at the time of submission of offline Financial Proposal not at the time of submission of online Technical proposal. Please clarify	Bid Security need to be submitted by Qualified Bidders at the time of submission of offline Financial Proposal and proof of Bid Security payment to be uploaded online before the bid closing date.
36.			Is there any size limit while submitting the technical proposal at website.	Each file size limit is 10 MB and 5 files of 10 MB each can be uploaded under PQ Documents.
37.	11	4.3	Request to extend the last date of submission of technical proposal by minimum 1 months	The date has been extended till 18 th Jan 2021.
38.	15	5.3 (a) (i)	Please clarify why wide body aircraft is preferable, why not narrow body experience is sufficient. Request to please amend as narrow body or wide body experience certificate for ground handling is required (Passenger or ramp or cargo). MSMES Co. should get relaxation in this regards.	Wide body aircraft is preferable to cater to future requirements of IXE, however bidders can submit narrow body experience.
39.	15	5.3 (a) (ii)	Service Agreement / Ground Handling Agreement / Standard Ground Handling Agreement / IATA SGHA, any of this agreement should be accepted, and agreement with at least 2 or 3 Airlines should be accepted. International operation should not be compulsory. MSMES Co. should get relaxation in this regards.	No Change. Any changes, if decided by AMIAL will be published via corrigendum.
40.	15	5.3 (a) (iii)	Why in last 3 years in 2 international airports with 5 million annual passenger movement ground handling experience is required, where as in earlier point 5.3.a.i you have asked ground handling experience for 5 years. Hence it is requested to amend this point as "in last 5 years 1 international airport with 2 million passenger movement ground handling experience is required." MSMES Co. should get relaxation in this regards.	No Change. Any changes, if decided by AMIAL will be published via corrigendum.
41.	16	5.3 (b) (i)	Being a MSME Co. Avg annual turnover of Rs. 25 crores in last three financial years should be accepted.	No Change. Any changes, if decided by AMIAL will be published via corrigendum.
42.	16	5.3 (b) (ii)	Positive net worth as on March 31, 2019 should be accepted, as B/S for F.Y 19-20 audit due date is extended till 15/02/2021.	No Change. Any changes, if decided by AMIAL will be published via corrigendum.

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43.	20	9.1.1	Bid Security is too high amount (i.e. INR 500,000/-), Hence requested to please accept in BG form and as a MSME Co. relaxation in amount should be there.	No Change.
44.	25	9.12.3	Bid processing fees is Rs. 200,000/-, MSME Co. should get relaxation in this regards.	This is 'Award Fee' which is payable by the Selected Bidder and no changes to the same.
45.		Additional question	Please clarify period of award or tenure of award.	The tenure of award will be shared with qualified bidders as a part of Financial Bid format.
46.		Additional question	Please clarify the assurance of Business. As we all know that all the Domestic Airlines intending to operate self-handling and Indigo already in self handling, hence in this scenario please clarify the scope and volume of business.	Bidders to make own assessment of the business volume and the Airport Operator is not liable to make any assurance.
47.		Additional question	How many bidder you would award?	This will be decided in accordance with the applicable Regulations.
48.		Additional question	Is AIASL would be there?	This shall be governed by applicable Regulations.
49.		Additional question	Please also clarify format of finance.	This will be shared with qualified bidders.
50.	8	2.1	How many licenses are planned to be issued at each airport?	This will be in accordance with the applicable Regulations.
51.	11	4.3	The last date of submission of queries is 7-Jan-2021 The last date of submission of technical bid 12-Jan-2021 Assuming you would need time to respond to the queries and some on the queries having material impact on the commercials would need specific board/shareholder approvals which usually takes time.	Technical Proposal submission date has been extended till 18 th Jan 2021.
52.	14	5.2.1 b	An entity can take part in the Bid Process only once either as a single entity or as a Consortium. Does it imply an entity or consortium can only bid for either AMD or LKO or IXE and not all 3	The entity can bid for all 3 airports. This clause implies that that the entity can bid for the particular airport either as a single entity or as a Consortium. The entity cannot submit 2 bids, one individual bid and another bid in the form of Consortium.

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53.	6, 13, 14	2.1 / 5.2.1 d	<p>Definition of Affiliate. Technical qualification of Affiliate. Can we use technical qualification of the affiliate? For eg Company India using the technical qualification of Company Australia who are affiliates. A Bidder shall be deemed to have a Conflict of Interest affecting the Bid Process, if: its Affiliate), in the other Bidder or their Affiliate is less than 5%</p> <p>Moreover since a company may have a joint venture, say Company X with Company Z at CCU airport and assuming both companies bid for this tender which may have a conflict of interest since there is direct or indirect holding through the associate possibly above 5%. Hence the threshold of 5% must change to 20% or higher</p>	<p>The affiliate should be a private or a public limited company incorporated in India.</p> <p>No Changes. If any change decided by AMIAL will be published via corrigendum.</p>
54.	15	5.3 (a)(i)	<p>Experience certificate from airlines Is there any minimum number required?</p>	The consolidated certificates shall prove 5 years of handling.
55.	15	5.3(a)(ii)	At least 5 airlines - globally or at Indian market?	As the bidder has to be a private or a public limited company incorporated in India, it is implied that the agreements with 5 airlines is at Indian Airports.
56.	15	5.3 (a) (iii)	The Bidder should have carried out ground handling services in atleast 2 (two) international airports with 5 (five) million annual passenger movement in the last 3 (three) years preceding the submission	
			Ø Does it refer to any airports or airports within India?	Airports in India.
			Ø Each airport min 5mln or it it combined traffic volume for all 2 airports?	Two (2) airports each with 5 mln annual traffic (not combined)
			Ø In the last 3 years – does it mean each year, each airport min 1-mln passengers or each airport min 5mln passengers in 3-year period of time?	Each airport 5 mln passengers in 3-year period of time (not each year, each airport). Two (2) airports with 5 mln each can be in 3 different years preceding this RfP.
57.	16	5.3 (b) (i)	Average annual turnover of Rs. 50 Crores (Rupees Fifty Crores only) from ground handling business in the last 3 (three) financial years;	This is average annual turnover of last 3 years not cumulative of all 3 years and it is combined for all stations.
			<p>Would this turnover be a cumulative number of all the years or each single year; and whether it is for each station or a combined for all stations</p> <p>Does it refer to overall Bidder's turnover or turnover at Indian market only? More clarity required.</p>	Turnover in Indian market only

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58.		6. 5.3(b)(ii)	Positive net worth Does it refer to overall Bidder's net or positive net in India only?	As the bidder has to be a private or a public limited company incorporated in India, it is implied that positive net worth is for India.
59.	18	7.2.1	Licensed premises and space rental agreement: the Selected Bidder shall pay the Airport Operator, all fees and charges as specified in the space license agreement The element of common area maintenances and/or any other charges not mentioned to be limited to a percentage/value, since the commercials are all governed mainly on costs and would be difficult to estimate with open ended clauses like these.	These details will be shared with Qualified Bidders.