

**West Bengal Tea Development  
Corporation Ltd.**

**Responses to Pre-Bid Queries**

**in respect of**

**REQUEST FOR PROPOSAL**

**for**

**Transfer of Tea Gardens under West Bengal  
Tea Development Corporation Limited**

**3<sup>rd</sup> December 2014**

<b>Sl. No.</b>	<b>Query</b>	<b>Response</b>
1	Request for extension of bidding process by two weeks	Please refer to Corrigendum No. 1 dated 28 <sup>th</sup> November, 2014 containing revised bidding schedule.
2	Request for increase in number of representatives allowed for site visit	The number of bidder representatives for site visit has been increased up to a maximum of 5 representatives for each bidder. Please refer to Corrigendum No. 1 dated 28 <sup>th</sup> November, 2014.
3	Request for extension in the site visit window – at least 3 days for Rungmook/Cedars, 1 day each for all the other tea gardens	The site visit schedule has been notified through Addendum Notice 2 of Request for Proposal for Transfer of Tea Gardens under West Bengal Tea Development Corporation Limited (WBTDCCL).
4	Request for flexibility in site visit to the gardens	The site visit schedule has been notified through Addendum Notice 2 of Request for Proposal (RfP) for Transfer of Tea Gardens under West Bengal Tea Development Corporation Limited (WBTDCCL).
5	Service Record of Workers as on 31.10.2014 including PF no., Date of appointment, Date of birth, date of Retirement and Present Salary/ Wages of all the gardens.	Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
6	Machinery list of factory of Rungmook/ Cedars, Rangaroon and Pandam Tea Estate, which will include Make, date of purchase etc.	Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.  The same may also be ascertained by the bidders during the garden visit.
7	A complete list of Current Assets such as stores items available at all the three gardens.	Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.  The same may also be ascertained by the bidders during the garden visit.
8	Prevailing Dastors in all the Garden	This may be ascertained by the bidders during the garden visit.  If bidders continue to have any query in respect of this then the same may be raised post garden visits. WBTDCCL will clarify the same in the pre-bid meeting to be held post garden visit and any additional data that the bidders may require will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014

Sl. No.	Query	Response
		and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
9	Whether Badli System is present in the gardens.	Yes, in all gardens except Rungmook/ Cedars, subject to Serial No. 10 below.
10	In reference to the Badli system, request is to not to give any Badli or fresh appointment to 356 workers in the Rungmook Tea garden & maintain status quo in the matter.	Because of high labour to land ratio in Rungmook/Cedars Tea Estate, WBTDCL has not considered Badli system for the last three years.
11	Tasks of different works of individual gardens.	<p>This may be ascertained by the bidders during the garden visit.</p> <p>If bidders continue to have any query in respect of this then the same may be raised post garden visits. WBTDCL will clarify the same in the pre-bid meeting to be held post garden visit and any additional data that the bidders may require will be disclosed in a Data Room on 11<sup>th</sup> December, 2014 and 12<sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.</p>
12	Whether the Bidder has the option to take or not to take the executive managerial personnel in the Estates. If yes, please provide all the service terms and conditions.	<p>Please refer to clause 1.2. xiv of the main RfP.</p> <p>Copies of document (s) related to service terms and conditions, as available with WBTDCL will be disclosed in a Data Room within 11<sup>th</sup> December, 2014 to 12<sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.</p>
13	Since it is a Liability free transfer by WBTDCL, Past gratuity i.e. till handover is not done is to be borne by WBTDCL and we should be responsible only for the Gratuity from the date of takeover of the Garden. The Employee will be granted employment by the Bidder as fresh recruitment.	<p>The provision for the outstanding gratuity of existing employees as on 31<sup>st</sup> March, 2014 has been made. WBTDCL's liability on account of gratuity payment would be limited to this amount and no other amount.</p> <p>However, after the transfer of Tea Gardens, the employees would be deemed to have been in continuous service and not treated as fresh recruitment.</p>
14	Garden working time – Summer, Winter (In Hours)	<p>This may be ascertained by the bidders during the garden visit.</p> <p>If bidders continue to have any query in respect of this then the same may be raised post garden visits. WBTDCL will clarify the same in the pre-bid</p>

Sl. No.	Query	Response
		meeting to be held post garden visit and any additional data that the bidders may require will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
15	What is Lease Rent and what will be the total amount to be paid on this account. Is it an annual payment or to be paid once in life time.	WBTDCL does not seek any annual rent payment apart from the upfront payment of financial bid. Annual rent payment for the leased land comprising the tea garden, to the Government of West Bengal as per the prevailing statutory rates.
16	Original Bid Document or the Photocopy of the Bid Documents to be submitted along with the Bid.	Please refer to Appendix XIII: Qualification Bid Checklist; Serial No. 13. <i>“Photocopy of RfP document initialed along with rubber stamp/ seal as a token of acceptance”</i>
17	Sectional details (Garden wise), Year of Planting, Spacing & 5 Years prune cycle.	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.  The same may also be ascertained by the bidders during the garden visit.
18	Litigation status of all the garden and who will bear the cost, if the litigation belongs to prior take over period.	Please refer to Clause 7.1.of the Business Transfer Agreement (BTA) referred to in Appendix XV of the RfP.  Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
19	Survey map of current year garden wise by the Tea Board approved surveyor, depicting current status of all lands, tea sections and other lands.	Please refer to Appendix II: Preliminary Information Memorandum for land schedule. No fresh survey can be undertaken at this stage by WBTDCL.  Copies of earlier surveys/ land schedule as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
20	Cardamom plantation details. Rungmook & Cedars – 46.5 hectares belongs to us or occupied by workers/ non – workers.	WBTDCL is not earning any revenue from the Cardamom plantations.

<b>Sl. No.</b>	<b>Query</b>	<b>Response</b>
21	<p>Last three years Garden wise the following:</p> <ul style="list-style-type: none"> <li>– Per Hectare garden cost on Salary/Wages, Stores etc.</li> <li>– Per Hectare garden cost on Head office Expenses</li> <li>– Last three years grade percentage with quantity and grade wise price average.</li> </ul>	<p>Copies of document (s) as available with WBTDCL will be disclosed in a Data Room within 11<sup>th</sup> December, 2014 to 12<sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.</p>
22	<p>Details of Encroachment, if any, garden wise and whether it is possible to get back the land.</p>	<p>Please refer to Appendix II: Preliminary Information Memorandum for land schedule.</p> <p>Beyond this, bidders should independently verify the same during the site visit.</p>
23	<p>Status of Various Licences such as Factory License, Pollution Control Board clearance and other Licences.</p>	<p>Appropriate Licences are available with WBTDCL. The same can be inspected during the garden visit.</p> <p>Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11<sup>th</sup> December, 2014 and 12<sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.</p>
24	<p>Clarification on whether Central PSU would qualify to bid</p>	<p>Please refer to clause 1.4.2. of the Qualification Bid of the main RfP. Only Government of West Bengal Undertakings/ Enterprises/ PSU's/ autonomous bodies are not eligible to participate in the bid. Central PSUs are eligible to participate in the bid process.</p>
25	<p>In reference to clause 7.3 of the Business Transfer Agreement, clarification on whether litigations prior to the transfer date would be an obligation of the successful bidder</p>	<p>No. Please refer to clause 7.1 of the Business Transfer Agreement (BTA) referred to in Appendix XV of the RfP.</p>
26	<p>Clarification on whether individual companies under same group company can participate in the bid process</p>	<p>No. Please refer to clause 7.8 of the main RfP on "Conflict of Interest".</p>
27	<p>Clarification on whether at the time of hand over, gardens can be segregated and individual gardens be handed over to each member of the consortium</p>	<p>Please refer to clause 1.2 of the main RfP. As defined, in case of consortium, the SPV incorporated by the consortium members, will be granted lease and BTA will be executed in favour of such SPV. Hence, at the time of hand over, gardens cannot be segregated and handed over to each member of the consortium separately</p>
28	<p>Request for relaxation in technical criteria – instead of Lead Member, any other member of the Consortium having experience of possessing and/or</p>	<p>Please refer to Corrigendum No. 1 dated 28<sup>th</sup> November, 2014.</p>

<b>Sl. No.</b>	<b>Query</b>	<b>Response</b>
	managing tea gardens in India or abroad in the last 5 years should be considered	
29	Request that the last date for purchasing the bid documents to be at least one day prior to the next pre bid meeting.	No change in the RfP.
30	For Rungmook, the area under Tea is 414.38 hectares as per the records of the DM's office whereas as per the garden records, it is 461.34 hectares.  Please provide confirmation about the actual area under tea for Rungmook garden.	Please refer to Appendix II: Preliminary Information Memorandum for land schedule.  Area under tea should be considered as per the records of the office of District Magistrate, Darjeeling, to be 414.38 hectares.
31	What is the total investment made for replanting, infilling in each garden in the last 5 years?	Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
32	What is the reason for the yield being lower when compared to the industry average of 25%?	Information not available with WBTDCCL.  Bidders should independently ascertain the same during the site visit.
33	What is the reason of production falling over the years?	Information not available with WBTDCCL.  Bidders should independently ascertain the same during the site visit.
34	What has been the maximum production achieved and in which year when compared to the factory capacity of 2,00,000 Kg at Rungmook?	Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
35	What is the yield and production of Cardamom during the last 5 years?	Information not available with WBTDCCL. Please refer to response under Serial No. 20.
36	What is the end use of Cardamom being produced in the gardens?	Information not available with WBTDCCL. Please refer to response under Serial No. 20.
37	Details of Dangri Manipuri tea grown in the gardens	Bidders should independently ascertain the same during the site visit.
38	Please share the details of irrigation sets and is there any scope of installing new sets?	Bidders should independently ascertain the same during the site visit.  Copies of document (s) as available with WBTDCCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of

Sl. No.	Query	Response
		respective packets) against production of Letter of Authority to attend such Data Room.
39	Please share the grade wise distribution of staff and sub staff.	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
40	Please share the details of fixed mandays with nature of work done.	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
41	How many people are deployed for cardamom production?	Information not available with WBTDCL. Please refer to response under Serial No. 20.
42	When anyone retires or dies, then is there any requirement of appointing a member of the family?  How many relatives have to be appointed in each garden?	Bidders should ascertain the same from the document (s) as available with WBTDCL to be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
43	What is number of pending appointments?	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
44	Please provide details of the last wage agreement? Please share a copy of it. What are the various benefits workers are entitled to?	Wages are as per existing industry standards.  Copies of wage agreement as available with WBTDCL will be disclosed in a Data Room within 11 <sup>th</sup> December, 2014 to 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
45	Which are the unions that are involved in the gardens?	List of registered unions would be made available during the site visit.
46	Provide details of all retirement benefits given to workers	All workers, eligible for gratuity, are provided with gratuity at the time of retirement.  In addition to gratuity, managerial staff is also eligible for leave encashment.
47	What will happen if there is encroachment between the date of bid submission and physical handover of the gardens?	WBTDCL takes no responsibility for encroachment (if any). WBTDCL's obligations regarding possession as contained in RfP document.

<b>Sl. No.</b>	<b>Query</b>	<b>Response</b>
48	Whether appointment of independent observers or surveyors to confirm the area of land which is transferred to the successful bidder is proposed to be done by the Government to protect the interests of the bidders	No.
49	Please share the data of production and sales of Tea, garden wise, for the last 10 years.	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
50	What is the average sales realization of the crop (grade wise & for each garden) for the last 5 years?	Copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
51	What is the source of electricity in each garden?	Bidders should ascertain the same during the site visit and through copies of document (s) as available with WBTDCL will be disclosed in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.
52	Is there any dispute with the previous owner about the ownership of the garden and can they acquire the gardens through legal process?	Litigation files would be made available for inspection in a Data Room on 11 <sup>th</sup> December, 2014 and 12 <sup>th</sup> December, 2014 from 11 am to 4 pm to representatives of bidders (of respective packets) against production of Letter of Authority to attend such Data Room.  Bidders are required to independently ascertain the legal implications of the ongoing litigations.
53	Is there any technical certification like ISO, HACCP, etc as well as any ETP, Rainforest alliance, UTZ etc in the garden?	No
54	Confirmation on whether share premium would be included in Net Worth Calculation	Please refer to clause 1.4.4.1.a. of the main RfP. Net worth shall mean the sum of subscribed and paid up equity and reserves from which shall be deducted the sum of revaluation reserves, miscellaneous expenditure not written off, reserves not available for distribution to equity shareholders and any redeemable or convertible preference shares. For this purpose, share premium would be included as a part of the reserve.



<b>Sl. No.</b>	<b>Query</b>	<b>Response</b>
55	Whether any approved VRS SCHEME is in force?	There is no such approved VRS scheme in force.
56	What is the retirement age of workers and staff?	The retirement of workers and staff is 58 years.
57	Whether the transfer of ownership shall attract Selami and if yes then who would bear the Selami cost?	Please refer to Clause 1.2.x. of the main RfP.
58	Whether the gardens are free from all encumbrances	Bidders should independently ascertain the same. Lease is being granted on "as is where is" basis.