

GUIDELINES FOR EMPANELMENT & ENGAGEMENT OF EXTERNAL CONSULTANTS FOR TEV STUDY

Sr. No	Parameters	Particulars
1.	Eligibility	<p>a. Individual / Proprietor / Corporate / Partnership Firm / LLP having proven track record of industrial consultancy, including conducting TEV studies for Banks/ FIs.</p> <p>b. The individual / proprietor / partner / Director should possess a specific professional qualification in the subject of his proposed area of specialisation / operation.</p> <p>c. The individual / proprietor / partnership firm / Company/ LLP should not be delisted / de-panelled by any other Bank / FI. The name of the individual / proprietor / partnership firm / Company/ LLP should not be blacklisted by IBA or any other agency (Self attested affidavit on stamp paper to be obtained in this regard).</p> <p>d. Technical consultants / Partnership Firms / Companies/ LLP against whom complaints have been registered with CBI, Serious Fraud Investigation Cell and are blacklisted by any banks / FIs will also not be eligible. (Self-attested affidavit on stamp paper to be obtained in this regard to be obtained)</p>
2	Experience	<p>The individual, proprietor, partnership firm / LLP / Company should have been empanelled as TEV consultant with other Banks / FIs for at least 3 years.</p> <p>The actual performance of at least 3 projects appraised by the company in past 3 years should be evaluated.</p> <p>The consultant should have:</p> <ul style="list-style-type: none"> <li>• Good Track record in providing TEV Consultancy</li> <li>• Fixed Office Premises with adequate Infrastructure</li> <li>• Sector Specialist Staff employed by the consultant should possess minimum 2 years' experience in that field.</li> <li>• Sufficient Manpower with adequate technical expertise and experience to carry out the work assigned as per the scope of work. Consultants will be required to submit documents related to their work experience as TEV Consultant.</li> </ul>
3	Qualification	<p>The team of empanelled consultant shall have core team of professionals as Cas / ICWA etc. (for financial analysis of project) and BE (Mechanical, Electrical, Civil, Electronic / Telecom, Textile, Chemical) / B. Tech / M. Tech etc. (for technical analysis of project) as partner / Director / employee (permanent).</p> <p><u>Qualification of the Directors / Promoters / Partners:</u></p>

		<p>In case of TEV consultants other than individuals, specialist staff (including senior engineer) with requisite qualification should be on the roles of the TEV consultant. The specialist staff should possess professional qualification in finance i.e., CA, CS, ICWA, MBA from a recognized university in India or equivalent degree from an International Institute of repute.</p> <p>In case the applicant being a Company, there should be minimum 3 Professional Directors with minimum 3 years of experience.</p>
4	Affiliation	<p>The TEV consultants (Proprietor / Partner / Director) should have secured registration / membership with the concerned department / professional body / agency.</p> <p>The consultant shall have affiliation with professional bodies like IEEE (Institute of Electrical and Electronics Engineer).</p> <p>The staff of TEV consultants should be members of Institutions of Valuers / Association of Engineers / Institute of Engineers / Registration under Companies (Registered valuers and valuation) Rules 2017 for which Insolvency and Bankruptcy Board in India (IBBI) is the competent authority.</p>
5	Empanelment / Validity	<p>The empanelment shall remain valid for 3 years i.e. from 01.06.2024 to 31.05.2027. <b>The present consultants who were appointed w.e.f. 01.06.2023 to 31.05.2026 need not apply.</b></p> <p>In respect of TEV consultant who has completed 3 years of empanelment and wish to continue, the entity should approach the bank at least 3 months before the expiry of the term of empanelment.</p> <p>For renewal of empanelment of the entity, Bank and the empanelled entity shall follow the same process as applicable to a fresh empanelment.</p>
6	Indicative Scope of Work	<p>Project appraisal, financial management, market study / research, management competence, viability study of sick units under rehabilitation. (the scope of work listed here is only indicative &amp; operating units to take project specific calls as per the requirement)</p> <p><u>Background of Promoters/ Project</u></p> <ul style="list-style-type: none"> <li>• Background of Promoters, their overall experience, details of their Group Companies and its past financials. Status of Group Company Loan Accounts i.e., whether Standard or NPA</li> <li>• Profile of the Sponsor &amp; concessionaire</li> <li>• Background of the Project and Project Specific experience of Promoters in executing similar projects</li> <li>• Purpose of TEV</li> </ul>

- Assessing the capacity of promoters to bring equity and ability to arrange funds for cost overrun should be made as a part of the TEV Report
- Site Visit Observations.

#### Technical Feasibility

- Assessment of the available land in use for the project
- Assessment of suitability and availability of infrastructure available for the activity of the company along with ESG Impact Study
- Availability of skilled manpower and Technology
- Assessment of existing capacity
- Assessment of Implementation Schedule
- Critical Success Factors
- Validation of Cost of Project
- Requirement of Applicable Statutory Approvals & its status as on the date of conducting of TEV study

#### Market Potential

- Present and future Macro-economic scenario both local and global aspects (Size, Trend, Regulations, Government Support and incentives etc.)
- Assessment of marketing infrastructure available
- Demand-Supply Analysis
- Competitive Analysis • Industry Scenario (Macro & Micro)

#### Financial Viability

- Assessment of future cash flows and profitability of the project
- Financial viability of the unit based on the financial projections, profitability (income and costs), cash flow, IRR, DSCR, DE, TOL/ATNW, MPBF etc.
- Conduct sensitivity analysis of the project
- Assessment of Cost of Project, Means of Finance and Source of Promoter's Contribution

#### Management Capabilities

- Assessment of management capabilities and Corporate Governance with covering following key areas:
  1. Acquisitions, Sale and Investments
    - Whether company is sticking to their core competencies
    - Diversification steps
    - Shareholders wealth protection
  2. Compensation
    - Whether Management is paying exorbitant amounts to Managers?

		<ul style="list-style-type: none"> <li>➤ What level of compensation would be too high or low, as per peer comparison/ industry average?</li> </ul> <ol style="list-style-type: none"> <li>3. Stock buyback and insider trading (applicable in case of listed companies) <ul style="list-style-type: none"> <li>➤ How long the management holds shares.</li> <li>➤ Buyback history and anecdotes</li> </ul> </li> <li>4. Debt Discipline <ul style="list-style-type: none"> <li>➤ Whether management is sincerely looking forward to deleverage or its mostly change of hands?</li> <li>➤ Or there is a trade-off in lowering firm's cost of capital.</li> </ul> </li> <li>5. Goals and Strategies <ul style="list-style-type: none"> <li>➤ Evaluating company's mission statement and strategy.</li> </ul> </li> <li>6. Length of Tenure <ul style="list-style-type: none"> <li>➤ The length of tenure, the CEO and the top management has been associated and serving the company-serves as an important indicator.</li> </ul> </li> <li>7. Investor Presentation <ul style="list-style-type: none"> <li>➤ Takeaways from company's latest investor presentation and the press release.</li> </ul> </li> <li>8. Market Intelligence <ul style="list-style-type: none"> <li>➤ How is the management's reputation in the market, industry and employees?</li> </ul> </li> <li>9. Environmental and Social concerns are also to be discussed in the report.</li> </ol> <p><u>SWOT Analysis</u></p> <ul style="list-style-type: none"> <li>• SWOT Analysis to be carried out to identify the key internal and external factors which are important for success of the project.</li> <li>• • Strength and weakness (internal to company) – Evaluating experience, team size and expertise, machinery level, patents and intellectual property and location.</li> <li>• Opportunities and threats (external) that are going on outside the company, in the larger market such that competitor's action and analysis, prices of raw materials, change in law, regulatory aspects and trends.</li> <li>• Risk &amp; Mitigation analysis.</li> </ul>
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7	Documents required to be submitted	<ul style="list-style-type: none"> <li>i. Application form duly filled (as applicable and mentioned at Annexure 4)</li> <li>ii. PAN Card / GST number as applicable.</li> <li>iii. Memorandum &amp; Articles of Association for company and registered partnership deed along with the Registrar of Firm certificate in case of partnership firms.</li> <li>iv. Audited Balance Sheets for the last three years.</li> <li>v. Other Documents supporting expertise.</li> <li>vi. Registrations certificates with professional bodies/ organizations</li> <li>vii. Letters of empanelment from other banks/ financial institution along with Assignment Letter for undertaking TEV study.</li> <li>viii. TEV Reports prepared in the past 3 years. (At least three TEV Reports)</li> <li>ix. CV of all key personnel, including that of technical/ financial experts.</li> <li>x. Letter of assignments from other clients.</li> </ul> <p>The aforesaid document list is illustrative and not exhaustive. The Bank may call for such other documents as may be considered necessary for verifying the eligibility or competence of the TEV consultant.</p>
8	Other Conditions	<ul style="list-style-type: none"> <li>a) Consultants already empanelled with other Banks / FIs shall be given a preference. The TEV consultant should be on the approved list of at least 2 banks. The condition may be waived by the empanelling authority, provided the firm has adequate expertise as a LIE.</li> <li>b) Feedback from the existing banks should be obtained about the satisfactory performance of the applicant and quality of reports submitted.</li> <li>c) In case any applicant (firm / company / individual / proprietor / partner / director) has been found guilty of misconduct in professional capacity in any Bank / Institution and his / her name has been circulated / reported by Indian Banks Association (IBA) / Reserve Bank of India (RBI) / Securities and Exchange Board of India (SEBI) / Governing Institutes viz IIEEE etc. / any Regulatory / Statutory Authority / any Govt. Agency or Body, his / her application shall not be considered for empanelment.</li> <li>d) The TEV consultant should not be an undischarged insolvent. An undertaking to this effect needs to be obtained.</li> <li>e) The Bank shall reserve the right to accept or reject any or all applications without assigning any reasons thereof. The bank shall also reserve the right to relax / modify the eligibility criteria and the banks decision in this matter shall be final and binding.</li> </ul>

		<p>f) In case of any wrongdoing / malpractice by the empanelled consultant/ partner/ director, the names of such consultants shall be reported to IBA or any other related agency for blacklisting.</p> <p>g) If Consultant/ Partner/ Director's name appearing in the following:</p> <ul style="list-style-type: none"><li>• Defaulter's List in CIBIL or</li><li>• Bank's Internal Negative List (INL),</li><li>• Blacklisted by RBI/ IBA/ any other Regulatory Authority in that case the company/ firm will be debarred.</li></ul> <p>h) Any of the provisions of I-Tax Act/ Company Act/ Regulatory non-compliance. A declaration should be obtained from the consultant regarding compliance of regulatory requirements.</p> <p>i) Financial Status/ Background: Cross checking of their conduct/ details through market reports may be done. The revenue from the activity for the last 3 years should be more than Rs. 100 lac per year on an average.</p> <p>j) Empanelment per agency will be for maximum three sectors depending upon the Bank's requirement after considering relevant experience of the agency in particular sector.</p> <p>k) Assignment of any work to TEV consultants (TEV) will be through bidding process to avoid any ambiguity and the consultant offering the most competitive quote will be assigned the work after taking necessary approval from competent authorities. However, track record and quality of report should be factored in while assigning any task to empanelled TEV consultant.</p> <p>l) Circles will be hosting the list of empanelled External TEV Consultants on their site.</p>
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