

Process Letter Queries & Clarifications

Query: Can Net worth statement given as on first quarter ending June 2013 or second quarter ending September 2013?

Response: The audited financial statement for financial year not ending before December 31st, 2012 is required to be submitted.

Query: Can Share application money pending allotment be considered for the computation of Net worth ? Can the Parent company's net worth be used to compensate for the deficit, if any.

Response: No, share application money pending allotment cannot be considered for computation of Net Worth. However, if the shares have been allotted (prior to the Due Date for submission of the EOI) against the share application money shown in the annual audited financial statement submitted for the purposes of pre-qualification, then such allotted share capital shall be considered for the computation of Net Worth. Sufficient evidence of such allotment should be submitted along with EOI (such as board/shareholders resolution for allotment of shares and Form 2 or equivalent form for other jurisdiction filed with ROC/relevant authority).

Yes, Parent company's net worth can be used to compensate for the deficit. However, while including Parent Company's net worth, investment of the Parent Company in its subsidiary which is bidding should be excluded (Double Counting should be avoided).

Query: Is Power of attorney (Exhibit 4 A) and Letter of Acceptance applicable in case of a Single bidder (Exhibit 2).

Response: While Exhibit 2 is applicable in case of consortium, Exhibit 4A applies to Single Bidder also

Query: What is the value of Stamp paper for the purpose of Confidentiality agreement (Exhibit 5) and Power of attorney (Exhibit 4 A) if applicable.

Response: For value of Stamp Paper, kindly be guided by your legal department for the same.

S. No.	Document	Reference Clause	Clarification Sought
1.	Process Letter	Definition of "Undertaking"	As per Explanation 1 to S.2(19AA) of the Income Tax Act, 1961, 'undertaking' shall include any part of an undertaking or a unit or division of an undertaking or a business activity taken as a whole, but does not include individual assets or

S. No.	Document	Reference Clause	Clarification Sought
			<p>liabilities or any combination thereof not constituting a business activity. Kindly confirm that the Wind Mill Undertakings as defined do not include individual assets or liabilities or any combination thereof not constituting a business activity</p> <p>Response: This clarification will be provided as a part of the Final Selection Notice/second stage issued for second stage bidding.</p>
		Definition of "Wind Mill Undertaking"	<p>1. We presume that all the wind mills in each State collectively constitute a Wind Mill Undertaking as defined. We also presume that the Bidder can quote for any one or more of these undertakings or all the three undertakings. Kindly confirm.</p> <p>Response: Yes, the bidder can submit EOI for any one or more or all three undertaking. However, individual EOI is required to be given for each undertaking of interest.</p>
		2.1.2	<p>i) Kindly confirm the present status of approval of the Shareholders of the Company to the sale of Business/Wind Mill Undertakings.</p> <p>Response: The resolution seeking approval of the shareholders for the sale of the Wind Mill Undertakings has been passed.</p> <p>ii) Word "Business" used in (1) above is defined to mean the wind energy business of the Company carried out through the Wind Mill Undertakings. Word Wind Mill Undertaking has also been defined separately as already stated. Kindly clarify the difference between the two in the context of the approval of Shareholders to the sale stated in the clause.</p> <p>Response: Business has been defined as the wind energy business of the Company carried out through the Wind Mill Undertakings.</p> <p>Wind Mill Undertaking has been defined as any of the 3 wind energy generation Undertakings i.e. Madhya Pradesh, Rajasthan and Gujarat.</p>
		2.1.4 and	Kindly clarify the form in which the indicative

S. No.	Document	Reference Clause	Clarification Sought
		3.2.1(e)	<p>business value for the Wind Mill Undertaking(s) of interest is to be submitted in the EOI which shall not form part of the Eligibility. It is also stated in clause 3.2.1 (e) that EOIs which do not contain the indicative business value of the Wind Mill Undertaking(s) of interest shall be deemed to be non-responsive.</p> <p>Response: Indicative business value may be provided on Company's Letter head. Please refer to the revised Process Letter for the format in which the indicative business value is required to be submitted.</p> <p>It is submitted in this regard that it would not be appropriate to expect the Bidder to submit any such value with EOI as the process of EOI is intended only for Pre-qualifying a Bidder and, if insisted, is likely to act prejudicial to the Bid Price to be submitted by the Pre-qualified Bidder as part of the Final Proposal. Moreover, a Bidder would arrive at an interested business value only after a due diligence. This aspect may kindly be considered and clarified.</p> <p>Response: The indicative business value submitted in the pre-qualification stage is non-binding and will not prejudice binding proposal in the second stage. The bidder need not refer to the indicative value while submitting final bid at the Second stage of bidding.</p>
		3.3.1	<p>Company X (being an Indian Company) is the Bidding Company and is a wholly owned subsidiary of the parent company Y (being a company incorporated outside India). Company X has the 100% technical and financial support of its parent company (Company Y). Company X on their own do not meet the qualifying criteria laid down in Clause 3.3.1 as regards the minimum net worth and minimum assets. Company X would meet the qualifying criteria including for the net worth & assets of its parent company Company Y(a letter of consent to do so would also be obtained from the parent company as per Exhibit 6: Format of Letter of Commitment). Under the circumstances we presume that Company X would qualify as the bidding company. Kindly</p>

S. No.	Document	Reference Clause	Clarification Sought
			confirm. Response: Yes, provided Company X complies with the terms of the Process Letter. Provided further, no double counting of net worth shall be allowed.
		4.5.2	Sections shown therein do not include Exhibit 6 – Letter of Commitment. Kindly indicate in which Section the Letter of Commitment is to be included. Response: Please refer to revised Process Letter (Section 3.3.1)
2.		Exhibit 5 – Format of Confidentiality Agreement	<p>i) The Process Letter does not state regarding making availability of the relevant records, documents, information, data, financial statements etc. with respect to the Company/Promoters/Wind Mill Undertaking(s)/Business offered for sale nor there is any mention of the Data Room therein and its accessibility to the Pre-qualified Bidders for due diligence before submission of the Second Stage Proposal (Final Proposal). This may kindly be clarified.</p> <p>Response: Information for further due-diligence would be provided in the second stage</p> <p>ii) SBI Cap may also kindly consider to provide to the Pre-qualified Bidders a list of documents, records, information, data, financial statements which can be available to the Pre-qualified Bidders for due diligence .</p> <p>Response: After pre-qualification, pre-qualified bidders will be provided access to a data room which will host the necessary information for due-diligence.</p> <p>iii) Also kindly clarify whether the Pre-qualified Bidder, is entitled to request SBI Cap to seek for additional documents, information, records etc. which he considers necessary as part of the due diligence, for submission of the Second Stage Proposal (Final Proposal) over and above the documents, records, information as may be provided by the SBI Cap.</p> <p>Response: SBICAP would provide response</p>

S. No.	Document	Reference Clause	Clarification Sought
			to queries during the due-diligence process. The methodology for the same shall be made known in Final Selection Notice/second stage.

Query: Eligibility Criteria (clause 3.3.1, Page 20) under Pre-qualification Process: The 'Minimum Total Net worth Criteria' covers net worth of the Bidding Company "and its Affiliates". However, the other 'Minimum Asset' under management criteria, does not provide for the words "and its Affiliates", and we request inclusion of the same. This will ensure that bidder seeking pre-qualification whether be it on net worth or on asset under management, are able to club Affiliates for qualifying, and hence providing the same level playing field for both, which currently is not the case.

Response: Bidding Company or Bidding Consortium, as the case may be (being the investment companies/financial asset management companies), submitting their EOI on the basis of "total asset under management" criteria can use the "total asset under management" of their Affiliates (being the investment companies/financial asset management companies), subject to complying with all the terms and conditions of EOI. Process letter has been amended accordingly to reflect the same. Please refer to the revised process letter. Double counting (at the level of either the Bidder or the Affiliate) is to be avoided and shall not be taken for consideration.

Query: Exhibit 4 - Power of Attorney: Under the Process Letter, a POA is required to be given to an Indian national who is employed with the Bidding Company. The Bidder Company, "Company X", a Mauritius based LLC, is a foreign domiciled and registered company, and none of its directors or employees are an Indian national. Further, to give a POA to Indian national would on certain decisions would bring certain tax related issues. Company X can authorize one of the Director of Company X, the Bidding Company (Mauritian citizens) and an Indian National, (Director of Affiliate of Company X) to between them do all acts similar to that required from a POA. You are requested to kindly note that this Board Resolution whilst will be signed will not be stamped as the same is not required. Kindly let us know if the same is acceptable.

Response: Board Resolution in favour of an Indian National (whether sole authority or jointly with Director of the bidder) is also acceptable. The draft of the board resolution is provided in the revised process letter. Please refer to the revised process letter. The authorization granted to the relevant person in the board resolution should not be conditional and the person should not be required to refer to Board for further authorization / approval from the for any action required to be taken in relation to the EOI and/or second stage bidding.

Query: Exhibit 5 – Format of Confidentiality Agreement: Changes suggested in the Confidentiality Agreement.

Response: Suggested changes are not acceptable. However, please refer to the Process Letter for other changes introduced in the draft of the Confidentiality Agreement.

Query: Exhibit 6 – Format of Letter of Commitment from Affiliate: Changes are suggested in the draft.

Response: No changes in the prescribed format is acceptable

Query: For the documents for which a format is not provided (eg. Section 2a, 4a, 4c, 5a, 5c referred on Page 20), we have included the same in the covering letter. Please see attached. Kindly let us know whether this is acceptable.

Response: documents/information for which no format is prescribed can be submitted in any appropriate format on the letter head of the relevant bidder/entity.

Query: Section 3a (Page 20) - Refers to Consideration for Pre-qualification. Kindly clarify what information is expected to be mentioned by the Bidding company in this section.

Response: Please refer to the revised Section 3a

Query: Can a Holding Company (Private Limited Co), Say **X**, having more than Rs600 cr networth and more than Rs 600 cr net assets quote in its name and down sell the allotment of the bid to one or more SPVs (Subsidiary Pvt Ltd Companies of **X**).The SPVs (subsidiary Private Limited Companies of **X**) are new companies which do not meet individually the net worth or asset criteria. The SPVs are floated for the purpose of undertaking similar business as that of **X**.

Response: The possibility of the introducing special purpose vehicle shall be made known in the Final Selection Notice/second stage. However, please note that allotment cannot be traded/sold.

Query: Can two or more SPVs (i.e fellow subsidiary companies of the same Holding company **X**) bid as a Consortium taking **X** as an Affiliate of the Consortium for net worth calculation? The SPVs (i.e subsidiary companies of **X**) are new companies floated by **X** and do not individually meet the criteria of either net worth or net assets. The SPVs are floated for the purpose of undertaking similar business as that of company **X**.

Response: Yes (without double counting of networth by SPVs)

Query: Is the support of the **Affiliate** available for computing asset criterion of Rs.500 cr and if available for a bidding company, will it be available to a bidding **Consortium** as well?

Response: Yes.

Query: If bidding done by a **Consortium**, Does each Bidding Company need to mention its proposed share in the bidding of windmill undertakings explicitly?

Response: It is not mandatory to mention the proposed share. However, the role of the member companies can vary from providing guarantees, safeguards etc. for the Transaction, control covenants including joint and several liability.

Query: We understand that a bidding company can submit only one bid. Can two or more bidding companies (subsidiaries of **X**) belonging to the same group bid separately for different Windmill Undertakings by taking their same holding company (**X**) as affiliate for computing net worth. The holding company has more than Rs 600 cr net-worth. The bidding companies (subsidiaries of **X**) individually do not meet either the net worth criterion or the net asset criterion.

Response: Yes (without double counting of networth by SPVs)

Query: Whether the quote (indicative Business Value) will be on the basic price of the WTGs (including land value wherever applicable) or the quote (indicative Business Value) will be including the levies (like sales tax , etc ,wherever it is applicable)

Response: The quote will not include levies.

Query: Since there is no specific place to mention the Indicative Business value, can we mention it in a Covering letter on our letter head?

Response: Yes, Indicative Business Value can be provided on a Covering letter. Please refer to the revised Process Letter for the format for submitting the Indicative Business Value.

Query: Which Documents are required to be stamped in Tamil Nadu (since we are based from Coimabtoore, Tamil Nadu) and what is the cost of stamp paper? We presume stamp paper to be bought only in Tamil Nadu and not in Delhi.

Response: Confidentiality Agreement and the Power of Attorney. For value of Stamp Paper, kindly be guided by your legal department for the same.

Query: What is an EOI consist of? Does it consist "all Exhibits together" as one EOI or Only "Exhibit - 1 (Format of Covering Letter)" be treated as EOI?

Response: Please refer to the definition of EOI read with Section 4.5 of the Process Letter.

Query: Please refer point **3 and 4 of Exhibit 3** (principles of MOU between members of Consortium)- What does the “Role of member Company” mean here? Do we have to mention explicitly the share of business to be acquired in the proposed bid by each member of the consortium?

Response: Refers to the role expected from the member company with respect to the transaction. This will, however, not affect the joint and several responsibility / obligation / liability of the consortium members.

Query: Can we get a format of **Exhibit 3** (principles of MOU between members of Consortium)

Response: No Specific format is available for Exhibit 3. However, MOU to be prepared basis the principles set forth in Exhibit 3.

Query: Please refer **Exhibit 6** - (Format of Letter of Commitment)- **point no 4**- What to mention as the role of the Member Company?

Response: The role can, inter-alia, include financing / inter-se arrangement of the members for arrangement of funds etc.

Query: **Confirmation for eligibility criteria: Company A's** networth as on Oct 2013 is approx 86 crs. The shareholding of Company A is as below:

Shareholding as on date	% Holding
Company B	99.98%
Promoter A (individual)	0.01%
Promoter B (individual)	0.01%
Total	100.00%

Promoter A and Promoter B's networth as on Mar 2013 is as below:

Promoter A: Rs 405.85 crs

Promoter B: Rs 221.81 crs

Company A (bidder) is contemplating following 2 options to participate in the pre-qualification :

- 1) Company A (NW 86 Crs) + Promoters (A : Rs 405.85 crs & B: Rs 221.81 crs)
- 2) Company A (NW 86 Crs)+Company C (NW 561 Crs);

Company A and Company C are affiliate companies and just have common promoters.

Response: Option 2: If Company A and Company C satisfy the criteria set out in the Process Letter for an Affiliate, then Company C's net worth (without double counting) can be used by Company A.

Option 1: Company A cannot qualify on the basis of option 1 unless Company A can show control (as per the definition given in the process letter) of Promoter A and B over Company A.

Query: Also we have doubts as to what to fill in the blank places in the various Exhibits (mentioned in **RED**). Pl clarify.

Response: Please refer to the revised Process Letter

Exhibit 2: Format of Letter of Acceptance

(The Letters of Acceptance are to be submitted by each of the Member Companies / Member Persons of the Bidding Consortium)

Sub: Sale of the Wind Mill Undertaking(s) of K.S. Oils

This has reference to the *Expression of Interest* being submitted by _____ (*name of the Leader in case of a Bidding Consortium*), in respect of the sale of the Wind Mill Undertaking(s) of K.S. Oils ("**Transaction**"), in response to the *Process Letter* issued by **_(It is SBI Caps or KS Oils ?) [SBICAPS]** on, 2013 ("**Process Letter**").

We hereby confirm the following:

1. We _____ (*name of the Member Company / Member Person furnishing the Letter of Acceptance*), have examined in detail and have understood and satisfied ourselves regarding

the contents mainly in respect of the following:

- The Process Letter;
- All subsequent communications between **_(It is SBI Caps or KS Oils ?) (SBICAPS)**--- and the Bidder, represented by

_____ (*name of the Bidding Company or the Bidding Person or the Leader in case of a Bidding Consortium*);

- The MoU signed between / among _____ (*names of the Member Companies / Member Persons*), as members of the Bidding Consortium; and
- The *Expression of Interest* being submitted by _____ (*name of the Leader*).

2. We have satisfied ourselves regarding our role as **(*What is to be given as role . Is it just " member of the consortium"*)** **_[Role as a member]** (*here give a brief description of the role*) in the Transaction as specified in the *Expression of Interest*. If the _____ (*name of the Bidding Consortium*) is awarded the Transaction we shall perform our role as outlined in the *Expression of Interest* to the best of our abilities. We have examined the *Expression of Interest* in detail, and shall abide by the commitments made in the same.

3. We authorise _____ (*name of the Leader*), as the Leader and authorise the same to perform all tasks including, but not limited to providing information, responding to

enquiries, entering into contractual commitments on behalf of the consortium, etc., in respect of the Transaction .

4. We therefore request (SBI caps or KS Oils ?) (SBICAPS) to consider our (what is to be mentioned here) [Net Worth] as specified in the *Expression of Interest* pursuant to the conditions specified in the Process Letter, for the purposes of evaluation of the *Expression of Interest*.

Exhibit 3: Principles of MOU to be executed between the Member Companies / Member Persons of a Bidding Consortium

The principles based on which the Memorandum of Understanding (MoU) shall be executed between / among the Member Companies and / or Member Persons of a Bidding Consortium, are stated below:

1. The MoU should clearly specify the Leader.
2. The Leader shall be responsible for the execution and consummation of the Transaction for and on behalf of the Bidding Consortium.
3. The MoU should clearly specify the roles and responsibilities of each of the Member Companies / Member Persons.
4. The MoU shall also specify the joint and several responsibility / obligation / liability of each Member Company and / or Member Person.
5. The MoU should be duly signed by each of the Member Companies / Member Persons.
6. The MoU should be executed on an appropriate stamp paper.
7. The MoU should be specific to the Transaction.
8. The MoU should be valid for a minimum of [12] months from the scheduled last date for submission of the *Expression of Interest* and shall stand extended without any further act or deed (i) (in case of pre-qualified bidders submitting final proposal) until the selection of Selected Bidder; and (ii) (in case of Selected Bidder) until the execution of definitive agreements.. The validity period should be further extendible on the original terms, if requested by (SBI Caps or KS Oil ?) [SBICAPS]
9. MoU should allow Leader to interact with (SBI Caps or KS Oil ?) (SBICAPS / Company / Lenders) and allow him to take all the necessary decisions required and bind each of the Member Companies and / or Member Persons to the decision of the Leader.

Exhibit 4: Format of Power of Attorney(s)

(A) POWER OF ATTORNEY FOR SIGNING OF APPLICATION FOR QUALIFICATION
(To be executed on Stamp paper of appropriate value)

Know all men by these presents, we..... (name of the company and address of the registered office) do hereby irrevocably constitute, nominate, appoint and authorise Mr. / Ms. an Indian national, aged years, son/ daughter/ wife of, holding Permanent Account Number (PAN) and presently residing at who is presently employed with us (in case of consortium, the Leader of our Consortium) and holding

the position of , as our true and lawful attorney (hereinafter referred to as the "Attorney") to do in our name and on our behalf, all such acts, deeds matters and things as are necessary or required in connection with or incidental to submission of our Expression of Interest in respect of the sale of the Wind Mill Undertaking(s) of K.S. Oils ("Transaction"), in response to the Process Letter issued by ____ **(SBI Caps or KS Oil ?)** [SBICAPS] on _____, 2013 ("Process Letter"), including but not limited to signing and submission of Expression of Interest, bids, proposals and other documents and writings, participate in meetings and other conferences and providing information/ responses to ____ **(SBI Caps or KS Oil ?)** (SBICAPS / K.S. Oils Limited / Lenders (as defined in the Process Letter)) , representing us in all matters before **(SBI Caps or KS Oil ?)** (SBICAPS/ K.S. Oils Limited / Lenders (as defined in the Process Letter)) , signing and execution of all contracts including the Transaction Documents (as defined in the Process Letter) and undertakings consequent to acceptance of our Expression of Interest and bid / Final Proposal (as defined in the Process Letter), and generally dealing with **(SBI Caps or KS Oil ?)** (SBICAPS/ K.S. Oils Limited / Lenders (as defined in the Process Letter)) in all matters in connection with or relating to or arising out of our bid for the said Transaction and/ or upon award thereof to us and/ or till entering into the Transaction Documents with **(SBI Caps or KS Oil ?)** (K.S. Oils Limited and / or Lenders (as defined in the Process Letter))

AND We hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things lawfully done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Attorney in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us.

(B) POWER OF ATTORNEY FOR LEADER OF BIDDING CONSORTIUM

(C) *(To be executed on Stamp paper of appropriate value)*

KNOW ALL MEN BY THESE PRESENTS, We, having our registered office at

....., M/s. having our registered office at

and having our registered office at, (hereinafter collectively referred to as the "Principals") do hereby irrevocably designate, nominate, constitute,

appoint and authorise M/s having its registered office at or

Mr. / Ms. an Indian national, aged years, son/ daughter/ wife of , holding Permanent Account Number (PAN) and presently residing at

being one of the Members of the Bidding Consortium (as defined in the Process Letter), as the Leader (as defined in the Process Letter) and true and lawful attorney of the Bidding Consortium (hereinafter referred to as the "Attorney") in respect of the sale of the Wind Mill Undertaking(s) of K.S. Oils ("Transaction"), and further to the Process Letter issued by ____ **(SBI Caps or KS Oil ?)** (SBI)[**SBICAPS**] on _____, 2013 ("Process Letter"). We hereby irrevocably authorise the Attorney (with power to sub-delegate) to conduct all business for and on behalf of the Bidding Consortium and any one of us during the Bidding Process and, in the event the Bidding Consortium is awarded the Transaction, during the consummation of the Transaction and in this regard, to do on our behalf and on behalf of the Bidding Consortium, all or any of such acts, deeds or things as are necessary or required or incidental to the qualification of the Bidding Consortium and submission of its Expression of Interest (as defined in the Process Letter) and subsequent Final Proposal (as defined in the Process Letter) for the Transaction, including but not limited to signing and submission of all Expression of Interest, Final Proposal, bids and other documents and writings, participate in bidders and other conferences, respond to queries, submit information/ documents, sign and execute contracts and undertakings consequent to acceptance of Expression of Interest / Final Proposal or the bid of the Bidding Consortium and generally to represent the Bidding Consortium in all its dealings with ____ **(SBI Caps or KS Oil ?)** **(SBICAPS/ K.S. Oils Limited / Lenders (as defined in the Process Letter))** or any person, in all matters in connection with or relating to or arising out of the Bidding Consortium's Expression of Interest and/ or upon award thereof till the Transaction Documents are entered into with ____ **(SBI Caps or KS Oil ?)** **(K.S. Oils Limited and / or the Lenders (as defined in the Process Letter))**_. AND hereby agree to ratify and confirm and do hereby ratify and confirm all acts, deeds and things lawfully done or caused to be done by our said Attorney pursuant to and in exercise of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Attorney in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us/ Bidding Consortium.

Exhibit 6: Format of Letter of Commitment

(The Letter of Commitment, to be submitted along with the Expression of Interest, shall be from the

Promoter(s) and/or Affiliate(s), if any, the net worth of which are desired to be considered for the purpose of evaluation of the Expression of Interest.)

Sub: Sale of the Wind Mill Undertaking(s) of K.S. Oils

This has reference to the Expression of Interest being submitted by _____(name of the Bidding Company / Bidding Person / Leader in case of a Bidding Consortium), in respect of the sale of the Wind Mill Undertaking(s) of K.S. Oils ("**Transaction**"), in response to the Process Letter issued by SBI Caps _____ on , 2013 ("**Process Letter**").

We hereby confirm the following:

1. We _____(name of consortium members), have examined in detail and have understood and satisfied ourselves regarding the contents mainly in respect of the following:

- The Process Letter;
- All subsequent communications between ____ **(SBI Caps or KS Oil ?)**[SBICAPS / K.S. Oils Limited / Lenders (as defined in the Process Letter)] and the Bidder, represented by _____(name of the Bidding Company or the Bidding Person or the Leader in case of a Bidding Consortium);
- (applicable only for a Bidding Consortium) The MoU signed between / among _____(name(s) of Member Companies and / or the Member Persons); and
- The Expression of Interest being submitted by _____(name of the Bidding Company or the Bidding Person or of the Leader in case of a Bidding Consortium).

2. We have satisfied ourselves regarding our role as **__(Is it enough to mention " Affiliate" here)__**[**Yes**].(here give a brief description of the role) in the Transaction as specified in the Expression of Interest. If

_____ (name of the Bidding Company / Bidding Person / Bidding Consortium) is awarded the Transaction we shall perform our role as outlined in the Expression of Interest to the best of our abilities.

3. The nature of our legal relationship with the Bidding Company / Bidding Person / Member

Companies or Member Persons of the Bidding Consortium, is specified in the Expression of Interest, as per the requirements stated in the Process Letter.

4. We undertake to support _____ (name of the Bidding Company / Bidding Person / Member Company, for which the Letter of Commitment is being furnished) in respect of the roles _____ (briefly define the roles of the Bidding Company / Bidding Person / respective Member Companies / Persons) as detailed in the Expression of Interest being submitted by _____ (name of the Bidding company or the Bidding Person or the Leader in case of a Bidding Consortium).

5. We therefore request _____ **(SBI Caps or KS Oil ?)** (SBICAPS) to consider our strengths, our experience, and our track record as specified in the Expression of Interest pursuant to the conditions specified in the Process Letter, for the purposes of evaluation of the Expression of Interest.

For and on behalf of :