

**World Bank financed**  
**Assam Agribusiness & Rural Transformation Project (APART)**  
**Assam Rural Infrastructure and Agricultural Services (ARIAS) Society**  
(An Autonomous Body of the Government of Assam)

**REQUEST FOR EXPRESSIONS OF INTEREST (REOI)**

For hiring the Consultancy Services of a Corporate Law Firm as Legal Counsel for  
**An Agribusiness Investment Fund under the World Bank financed Assam Agribusiness and Rural Transformation Project (APART)**

REOI No. ARIAS/APART/539/2018/38

Dated Guwahati the 6<sup>th</sup> March, 2019

1. The Government of Assam (GoA) through the Government of India has received a loan of US\$ 200 million from the World Bank (WB) for implementation of the Assam Agribusiness and Rural Transformation Project (APART). The development objective of APART is “to add value and improve resilience of selected agriculture value chains, focusing on smallholder farmers and agro-entrepreneurs in targeted districts of Assam”.
2. APART activities are grouped into four major components: (i) Component A: Enabling Agri Enterprise Development with sub components being (a) Enhancing state capacity to attract private investments, (b) Setting up an Agribusiness Enterprise Development and Promotion Facility (EDPF) (c) Agribusiness Investment Fund (AIF or the “Fund”) support (d) Establishing sector stewardship councils.; (ii) Component B: Facilitating Agro Cluster Development; (iii) Component C: Fostering Market-led Production and Resilience Enhancement, (iv) Component D: Project Management, Monitoring and Learning. More details about the project may be seen at the following url- <http://www.arias.in/apart.php>.
3. The Agribusiness Investment Fund aims to provide risk capital and technical assistance to Agribusiness SMEs with scalable business models in Assam. The fund will provide risk capital to 10 to 15 agribusiness SMEs with high growth potential. The key features of the Fund are envisaged to be : i) Managed by an experienced private Fund Manager; (ii) Co-investment by other investors including private investors; (iii) Independent Investment Committee or Board of Directors of Fund Managers facilitated by the Government; (iv) Fund life of 10 years extendable to 12 or 15 years; (v) Allow for a broad definition of agribusiness, including sub sectors like Agri warehousing/logistics etc.; and (vi) provide technical assistance to SMEs to relieve capacity constraints.
4. The main objective of the assignment is to engage a Legal Counsel (LC) which shall advise the GoA on the terms of setting up the Agribusiness Investment Fund, competitively procuring an experienced fund manager and on its participation as an anchor investor in the Fund.
5. The State Project Director (SPD), ARIAS Society now invites eligible Law Firms having in-depth knowledge of Corporate Law, Banking Law, Investment Banking, Development Economics, Management etc. (“Consultants”) to indicate their expression of interest (EoI) in providing the Service. Interested Law Firms should provide information demonstrating that they have the required qualifications and relevant experience to perform the Services as indicated in the Draft Terms of Reference (TOR) for the assignment, which may be seen at the website of ARIAS Society viz. (<http://www.arias.in/procurements.html>).
6. **The shortlisting criteria are:** The Law firm should-
  - a) have been in Legal Services atleast for last five (5) years (i.e. 2017-18, 2016-17, 2015-16, 2014-15 & 2013-14) and the CEO/Director/Partner/Proprietor of the firm should have a valid enrolment certificate from the Bar Council of any State under the union of India.
  - b) have Company registration under Companies Act, 1956 or a partnership firm registration under LLP Act, 2008;
  - c) have proven experience of fund formation or related private equity/venture capital funds experience in private practice (or related legal experience), preferably within india , with a focus on Agribusiness Funds, Impact Funds etc. in the last five (5) years (i.e. 2017-18, 2016-17, 2015-16, 2014-15 and 2013-14);
  - d) have an average annual turnover of **Rs. 75.00 Lakh** from legal services in the last three (3) financial years (i.e. 2017-18, 2016-17 and 2015-16);
  - e) not have been blacklisted/debarred by any institution of the Central or State Government or any Bar Council of any State in the last 3 years. (i.e. 2017-18, 2016-17 & 2015-16);
  - f) have adequate technical and managerial capability of the firm (**key personnel would not be evaluated at this stage and hence CVs shall not be submitted now, but only at RFP stage**).
7. **The lists of documents to be submitted along with EOI are (EOI shall not be more than total 60 pages):**
  - a) Name, address, e-mail, telephone, ownership and organizational structure of the Law Firm along with documents to demonstrate that the organization is in the business atleast for the last 05 years; (i.e. 2017-18, 2016-17, 2015-16, 2014-15 and 2013-14)

- b) Details of Similar Services provided in the last 05 years (as defined above) accompanied by documents to demonstrate that the Law Firm indeed has successfully completed the services;
  - c) Certificate from the statutory auditors/Chartered Accountant stating the year wise annual turnover during each of the last three **(3)** financial years (i.e. 2017-18, 2016-17 and 2015-16);
  - d) A short write-up on technical and managerial capability of the firm. ***(Key personnel would not be evaluated at this stage and hence CVs shall not be submitted now, but only at RFP stage).***
8. The Consultant would be selected in accordance with the 'Consultant's Qualifications Based Selection (CQS)' method stipulated in the World Bank's Procurement Regulations for IPF Borrowers: Procurement in Investment Project Financing: Procurement of Goods, Works, Non-Consulting and Consulting Services, July 2016 (as updated)', available at [www.worldbank.org](http://www.worldbank.org). Attention of the interested Consultants is drawn to paragraph 3.14-3.17 of the said regulations relating to Conflict of Interest.
9. Law Firms may associate with other organization in the form of a Joint Venture (JV) or a Sub-Consultancy (with joint or several liabilities) to enhance their technical qualifications. However, nature of association i.e. whether JV or Sub-Consultant, must be clearly mentioned in the Expression of Interest.
10. Interested Law Firms must deliver their EOIs in **English** language to the address given below on or before **4:00 pm of 30<sup>th</sup> March, 2019** in **hard copy as well as a soft copy**. Further information can be obtained at the address given below from 11.00 am to 04.00 pm (IST) on all working days.

**The State Project Director, ARIAS Society, Agriculture Complex, Khanapara, G.S. Road, Guwahati-781022 (Assam) Tel: 0361-2332125; website: [www.arias.in](http://www.arias.in); email: [spd@arias.in](mailto:spd@arias.in)**

**State Project Director,  
ARIAS Society**