

NEPAL ELECTRICITY AUTHORITY
(An Undertaking of Government of Nepal)
TRANSMISSION DIRECTORATE

EOI for Selection of Bidder as Transmission Service Provider (TSP) Under TBCB Framework (EOI No.: 082/83/NEA/TBCB-01)

Amendment No. 1

Issued on: 2026 April 10

In accordance with the **Clause 10.1** of the EOI Document for the " Selection of Bidder as Transmission Service Provider (TSP) Under TBCB Framework (**EOI No.: 082/83/NEA/TBCB-01**) ", following amendments have been made in the EOI Document.

S.N.	Clause	Clause/Chapter as Existing	Clause/Chapter as Amended
1	3.1	Bidding Entities: Bidders may apply as a single Bidding Company or a Bidding Consortium. A consortium shall consist of not more than three (3) members including the Lead Member. Bidder including a members of consortium must be a legally incorporated entity, not be insolvent, bankrupt, or under liquidation process, not be blacklisted by Government of Nepal. Bidder shall submit declarations regarding absence of conflict of interest.	Bidding Entities: Bidders may participate either as a single Bidding Company or a Bidding Consortium. A Consortium shall consist of not more than four (4) members including the Lead Member. Each Bidder, including all members of a Consortium, shall be a legally incorporated entity, not be insolvent, bankrupt or under liquidation, and shall not be blacklisted by the Government of Nepal. The Bidder shall submit a declaration confirming absence of conflict of interest in accordance with this EOI.
2	3.2	Lead Member: A consortium must designate a Lead Member who commits to at least a 26% equity stake and acts as the primary point of contact.	Lead Member: A Consortium shall designate one Member as the Lead Member, who shall commit to hold not less than twenty-six percent (26%) equity in the SPV and act as the primary point of contact for the Consortium.
3	3.4	Equity Lock-in: In case of the Single Bidding Company, the shareholders of the Bidder as on the EOI Due Date (the original promoters) shall collectively hold at least 51% of	Equity Lock-in: In case of a Single Bidding Company, the shareholders of the Bidder as on the EOI Due Date ("Original Promoters") shall collectively hold not less than fifty-one

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		<p>paid-up equity shares in the SPV until one year after the Project COD. There shall be no change in the control of bidder from the bid due date until execution of TSA without prior written approval of BA. No dilution of the Original Promoters' shareholding in the SPV below the prescribed fifty-one percent (51%) shall be permitted during the lock-in period without prior written approval of the Bidding Agency. In case of a Bidding Consortium, the Lead Member must hold at least 26% of paid-up equity shares in the SPV to be incorporated prior to execution of the Project and should continue to hold 26% until one year after the Project COD.</p>	<p>percent (51%) of the paid-up equity share capital of the SPV until one (1) year after COD.</p> <p>There shall be no Change in Control of the Bidder from the EOI Due Date until execution of the TSA without prior written approval of the Bidding Agency.</p> <p>Notwithstanding the above, the Bidder may, prior to submission of the RFP Bid, introduce new shareholders or modify its shareholding structure, subject to the following conditions:</p> <p>a) The Original Promoters shall continue to retain control of the Bidder and shall not collectively hold less than fifty-one percent (51%) of the equity in the SPV;</p> <p>b) The revised shareholding structure shall not result in dilution of the technical or financial capability of the Bidder;</p> <p>c) Any new shareholder proposed to be inducted shall meet the eligibility requirements specified in the EOI; and</p> <p>d) Prior written approval of the Bidding Agency shall be obtained for any such change.</p> <p>e) No change in shareholding or control shall be permitted after submission of the RFP Bid.</p> <p>In case of a Bidding Consortium, the Lead Member shall hold not less than twenty-six percent (26%) of the paid-up equity share capital in the SPV from the date of incorporation until one (1) year after COD.</p>

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4	3.5	A Bidder shall not participate both individually and as a member of any consortium for the same project. A Bidder shall not be a member of more than one consortium for the same project.	A Bidder shall be considered to have a conflict of interest if it or any of its Affiliates participates in more than one bid for the same Project, or has a relationship that influence another bid.
5	3.6	All consortium members shall be jointly and severally liable at EOI and RFP stages. No change in consortium composition shall be permitted after shortlisting without prior written approval of the BA	<p>All consortium members shall be jointly and severally liable at EOI and RFP stages.</p> <p>Notwithstanding the above, a shortlisted Bidder may modify the composition of its Consortium at the RFP stage, subject to the following conditions:</p> <p>a) The Lead Member shall remain unchanged and shall continue to hold not less than twenty-six percent (26%) of the equity share capital in the SPV;</p> <p>b) The revised Consortium shall continue to meet or exceed the qualification requirements specified at the EOI stage.</p> <p>c) Any new Member proposed to be inducted shall meet the eligibility criteria applicable to Consortium Members.</p> <p>d) The change shall not result in dilution of technical capability or financial strength of the Bidder.</p> <p>e) Prior written approval of the Bidding Agency shall be obtained for any such change; and</p> <p>f) No change in consortium composition shall be permitted after submission of the RFP Bid.</p>

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6	3.7	Add	<p>Add an additional clause.</p> <p>The Bidder may rely on the technical and/or financial capability of its Parent Company or Affiliate, provided that such entity holds not less than twenty-six percent (26%) equity in the Bidder or vice versa and provides a legally binding undertaking to support the Bidder for execution of the Project.</p>																																																								
7	4.2	<p>To qualify for the RFP stage, the Bidder must satisfy following technical qualifications</p> <table border="1"> <thead> <tr> <th rowspan="2">SN</th> <th rowspan="2">Qualification Required</th> <th colspan="4">Transmission Line Projects</th> </tr> <tr> <th>TL-01</th> <th>TL-02</th> <th>TL-03</th> <th>TL-04</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Bidding Company or in the case of a Consortium the Lead Member shall have the experience in development of projects in the Infrastructure Sector within the last ten (10) years with aggregate capital expenditure in Million NRs of not less than</td> <td>5,164</td> <td>7,101</td> <td>526</td> <td>459</td> </tr> <tr> <td colspan="6" style="text-align: center;">OR</td> </tr> <tr> <td></td> <td>Bidding Company or in the case of a Consortium the Lead member shall have the experience in construction of projects in the Infrastructure Sector within the last ten (10) years and should have received aggregate payments from its client(s) for</td> <td>5,164</td> <td>7,101</td> <td>526</td> <td>459</td> </tr> </tbody> </table>	SN	Qualification Required	Transmission Line Projects				TL-01	TL-02	TL-03	TL-04	1	Bidding Company or in the case of a Consortium the Lead Member shall have the experience in development of projects in the Infrastructure Sector within the last ten (10) years with aggregate capital expenditure in Million NRs of not less than	5,164	7,101	526	459	OR							Bidding Company or in the case of a Consortium the Lead member shall have the experience in construction of projects in the Infrastructure Sector within the last ten (10) years and should have received aggregate payments from its client(s) for	5,164	7,101	526	459	<p>To qualify for the RFP stage, the Bidder must satisfy following technical qualifications</p> <table border="1"> <thead> <tr> <th rowspan="2">SN</th> <th rowspan="2">Qualification Required</th> <th colspan="4">Transmission Line Projects</th> </tr> <tr> <th>TL-01</th> <th>TL-02</th> <th>TL-03</th> <th>TL-04</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Bidding Company or in the case of a Consortium the Lead Member shall have the experience in development of projects in the Infrastructure Sector within the last fifteen (15) years with aggregate capital expenditure in Million NRs of not less than</td> <td>5,164</td> <td>7,101</td> <td>526</td> <td>459</td> </tr> <tr> <td colspan="6" style="text-align: center;">OR</td> </tr> <tr> <td></td> <td>Bidding Company or in the case of a Consortium the Lead member shall have the experience in construction of projects in the Infrastructure Sector within the last fifteen (15) years and should have received aggregate payments from its client(s) for</td> <td>5,164</td> <td>7,101</td> <td>526</td> <td>459</td> </tr> </tbody> </table>	SN	Qualification Required	Transmission Line Projects				TL-01	TL-02	TL-03	TL-04	1	Bidding Company or in the case of a Consortium the Lead Member shall have the experience in development of projects in the Infrastructure Sector within the last fifteen (15) years with aggregate capital expenditure in Million NRs of not less than	5,164	7,101	526	459	OR							Bidding Company or in the case of a Consortium the Lead member shall have the experience in construction of projects in the Infrastructure Sector within the last fifteen (15) years and should have received aggregate payments from its client(s) for	5,164	7,101	526	459
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			construction works fully completed in Million NRs of not less than						construction works fully completed in Million NRs of not less than					
		2	Bidding Company or Any Member of Bidding Consortium shall have successfully developed/constructed and commissioned, within the last ten (10) years at least one 132 kV or above voltage transmission line.	Must meet the requirements	Must meet the requirements	Must meet the requirements	Must meet the requirements	2	In the event that the Bidder does not possess direct experience in the development/construction of 132 kV or above voltage transmission line, the Bidder shall, at the EOI stage, submit a declaration confirming its intention to enter into an arrangement such as enrollment, technical collaboration, or an equivalent agreement with an experienced developer or contractor. Such binding arrangement shall be formalized and submitted prior to the signing of TSA with the successful bidder.					
8	5.1 Note (B)	Where a Bidder applies for more than one project, Net Worth & Annual Turnover requirement shall be cumulative of the projects applied for						In case a Bidder applies for multiple Projects, the financial qualification requirements shall be assessed on a cumulative basis corresponding to the number of Projects applied for. If the Bidder does not meet the cumulative requirement for all such Projects, it shall be assessed progressively for a lower number of Projects. The Bidder shall be considered eligible for the maximum number of Projects for which it meets the cumulative financial qualification requirements. Further, the Bidder may also be evaluated and shortlisted for individual Project(s) for which it meets the standalone financial qualification requirements.						
9	7.3	Tariff Structure: Under the subsequent RFP, each Qualified Bidder shall be required to quote a single Annual Transmission Service Charge (TSC) in Nepalese Rupees for providing the transmission services for the Project. The detailed methodology, format and procedures for quoting the tariff shall be specified in the RFP document.						Tariff Structure: Under the subsequent RFP, The tariff each qualified bidder shall be required to quote a tariff in the form and manner specified in the RFP, which may include a single Annual Transmission Service Charge (TSC) or such other structure as may be prescribed. The Transmission Service Charge shall be payable on a monthly basis in accordance with the provisions of the TSA.. The monthly TSC payable shall be the annual TSC multiplied by the number of						

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			days in that month divided by the total number days in the year. The detailed methodology, format and procedures for quoting the tariff shall be specified in the RFP document.
10	7.9	Add	<p>Add an additional clause.</p> <p>Bidders are hereby informed that Nepal Electricity Authority in coordination with the Asian Development Bank (ADB), is exploring potential support mechanisms to enhance the bankability and financial viability of the Tingla Hub – New Khimti – Sunkoshi – Dhalkebar 400 kV Transmission Line Project. Such support may include, but is not limited to, viability gap funding (VGF) or other financial or credit enhancement instruments.</p> <p>Any such support shall be subject to the approval of the Government of Nepal and the completion of ADB's internal due diligence and approval processes.</p> <p>This information is provided for indicative purposes only. Bidders are advised that the discussions are at a preliminary stage and no assurance can be given regarding the availability, extent, or terms of such support. Detailed provisions, if applicable, shall be specified in the Request for Proposal (RFP).</p> <p>It is further clarified that the above provision is applicable only to the Tingla Hub – New Khimti – Sunkoshi – Dhalkebar 400 kV Transmission Line Project and shall not apply to other Projects under this EOI.</p>

All other terms and conditions of the EOI shall remain unchanged