



EXPRESSION OF INTEREST (EOI)  
FOR ACQUIRING EQUITY IN LNG LIQUEFACTION PLANT / PROJECT IN USA  
EOI DOCUMENT NO. GAIL/ND/BD/LNG Project/USA/EOI/2023

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# **GAIL (INDIA) LIMITED**

**EXPRESSION OF INTEREST (EOI)  
FOR ACQUIRING EQUITY IN LNG  
LIQUEFACTION PLANT / PROJECT IN USA**

**EOI DOCUMENT NO.: GAIL/ND/BD/LNG Project/USA/EOI/2023  
EOI ISSUANCE DATE: 16.02.2023**

**LAST DATE FOR SUBMISSION OF EOI: 10.03.2023**



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**DISCLAIMER**

1. This Expression of Interest (EOI) document is not an agreement or offer by the issuer to the prospective Bidders or any other party. The purpose of this EOI is to provide interested parties with information to assist them in submission of their EOI for providing equity to GAIL or its affiliate in their LNG Liquefaction Plant / Project in USA along with long term supply of 1 MTPA LNG on FOB basis. This EOI is based on material and information available in public domain.
2. While this EOI document has been prepared in good faith, neither the issuer, its affiliates, its employees nor advisors / consultants make any representation or warranty, express or implied as to the accuracy, reliability or completeness of the information contained in this EOI document.
3. Neither GAIL, its affiliates, its employees nor its advisors / consultants will have any liability to any Bidder or any other person under the law of contract, tort, the principles of restitution or unjust enrichment or otherwise for any loss, expense or damage which may arise from or be incurred or suffered in connection with anything contained in this EOI document, any matter deemed to form part of this EOI document, the process, the information supplied by or on behalf of GAIL / its affiliates or its employees, any advisors / consultants or otherwise arising in any way from the selection process.



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**SECTION – 1**

**INVITATION FOR  
EXPRESSION OF INTEREST**



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**INVITATION FOR EXPRESSION OF INTEREST (EOI) FOR  
ACQUIRING EQUITY IN LNG LIQUEFACTION PLANT / PROJECT IN  
USA**

1.0 **INTRODUCTION**

GAIL (India) Limited (“GAIL”) is India’s leading Natural Gas Company with the presence along entire natural gas value chain comprising of Exploration & Production, LNG imports, Gas Transmission & Marketing, Gas Processing, Petrochemicals, LPG transmission and City Gas Distribution. GAIL is listed on the National Stock Exchange of India, the Bombay Stock Exchange and the London Stock Exchange (in the form of GDRs) with the market capitalization of around US\$ 7.7 billion.

For additional information on GAIL, please visit <http://www.gailonline.com>

2.0 **BRIEF SCOPE OF WORK**

2.1 GAIL, directly or through any of its affiliates, is exploring the opportunity to acquire upto 26% equity at par from:

(a) Existing LNG Liquefaction Plant / Project in USA

(OR)

(b) Post commissioning of proposed LNG Liquefaction Plant / Project in USA which is scheduled for commissioning latest by CY 2026/27

2.2 In addition, GAIL, directly or through any of its affiliates, is interested to source 1 MTPA LNG from the LNG Liquefaction Plant / Project on FOB basis for a period of 15 years on mutually acceptable terms & conditions. The contract period for LNG supply may be extended further by 5 / 10 years on mutual basis. The LNG supply is to commence tentatively from last quarter of CY 2026.

2.3 In this backdrop, GAIL invites Expression of Interest (EOI) from the interested parties who wishes to provide upto 26% equity to GAIL / its affiliate at par along with supply of 1 MTPA LNG on long term basis.



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**2.4 BIDDING ENTITY**

The Bidder should be a Registered Company / Limited Partnership (LP) firm / Limited Liability Partnership (LLP) firm / Limited Liability Company (LLC) / Incorporation (Inc.) who own and operate LNG Liquefaction Plant / Project in USA or who are setting up LNG Liquefaction Plant / Project in USA which is scheduled for commissioning latest by CY 2026/27.

In case the LNG Liquefaction plant / project (which is scheduled for commissioning latest by CY 2026/27) is not incorporated as a Registered Company / LP firm / LLP firm / LLC / Inc., then partner(s) / promoter(s) of the proposed LNG Liquefaction plant / project can participate in this EOI as bidder on standalone basis or in consortium, as the case may be. For Consortium EOIs, one of the Consortium members should be identified as Consortium Leader and the same has to be mentioned in the EOI (Form II). In such case, partner / promoter / consortium leader shall be considered as Bidder for the purpose of this EOI.

The roles and responsibilities of Consortium Leader and members shall be discussed / detailed in the next stage.

**3.0 UNDERTAKING FROM THE PROMOTER**

3.1 If the LNG Liquefaction plant / project is incorporated as Registered Company / LP firm / LLP firm / LLC / Inc., then the Bidder needs to submit an undertaking, as per Form-IV provided under Section - 2 of this document, from the promoter(s) of the bidder w.r.t. their acceptance to :

(a) Provide upto 26% equity at par to GAIL or its affiliate in their proposed LNG Liquefaction plant / project, post commissioning or in their exiting LNG Liquefaction plant / project

(OR)

(b) Issuance of upto 26% new equity shares at par to GAIL or its affiliate in their proposed LNG Liquefaction plant / project, post commissioning or in their exiting LNG Liquefaction plant / project



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3.2 Form IV is not applicable in case the LNG Liquefaction plant / project is not incorporated as Registered Company / LP firm / LLP firm / LLC / Inc.

**4.0 LNG Liquefaction Plant / Project Details**

4.1 Interested bidders are requested to submit following information / details regarding the existing / proposed LNG Liquefaction Plant / Project in USA:

- a) Capacity
- b) Location
- c) Year of Commissioning
- d) Details of Promoters of Bidder / members of Consortium
- e) Details of existing LNG off-takers / LNG Offtake Term Sheet or Agreement signed with
- f) Source of feed natural gas along with details of transportation till the LNG Liquefaction Plant / Project
- g) Project cost
- h) Detailed status of the LNG Liquefaction Plant / Project (under construction / operating / pre-FID, etc.)
- i) Status of the approvals for the LNG Liquefaction Plant / Project
- j) Shareholding structure
- k) Financials of the Bidder / members of Consortium & its/their promoters for last 3 years covering networth, turnover, profit, etc.
- l) Credit rating of the Bidders / members of Consortium & its/their promoters
- m) Any other information

Non-Disclosure Agreement / Confidentiality Agreement may be signed with GAIL for sharing of confidential information.

**5.0 SUBMISSION OF DOCUMENTS**

5.1 Information required from the Bidders :

- EOI Letter as per Form-I
- Information about the Bidder as per Form-II
- Information about the LNG Liquefaction Plant / Project as per Form-III
- Undertaking from the promoter of bidder w.r.t. their acceptance for providing their equity as per Form-IV



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**6.0 PREPARATION / SUBMISSION OF EXPRESSION OF INTEREST**

- 6.1 Language of EOI: EOI and all correspondence related to EOI shall be in English language. Any printed literature and document submitted in any other language should be accompanied by authenticated English translation, in which case, for purpose of interpretation of EOI, English translation shall govern. Responsibility for correctness in translation shall lie with the Bidder.
- 6.2 Cost of bidding: The Bidder shall bear all costs associated with the preparation or delivery of its EOI, participating in discussions etc. including costs and expenses related with visits to GAIL's office and the site(s). GAIL will in no case be responsible or liable for those costs and expenses regardless of the outcome of the bidding process.
- 6.3 Documents comprising EOI: EOI must be complete in all respect leaving no scope for ambiguity. It is in the interest of Bidder to submit complete and comprehensive proposal leaving no scope for GAIL to raise any further questionnaires. GAIL may evaluate the Bidder on the basis of document(s) submitted.
- 6.4 The Bidder shall ensure submission of complete information / documentation in the first instance itself.
- 6.5 To assist in the examination of Offers, GAIL may seek clarifications regarding the documents / information submitted by the Bidder as part of its Offer.

**7.0 GENERAL INSTRUCTIONS ON SUBMISSION OF EOI**

- 7.1 EOI is to be submitted through e-mail with covering letter addressed to the following. Email address for EOI submission is as follows :

mkbiswas@gail.co.in

**Mr. M K Biswas**

Chief General Manager

Business Development

GAIL (India) Limited

16, Bhikaji Cama Place, R. K. Puram

New Delhi – 110066

India





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- 7.2 Interested Bidders must respond to this notification on or before 10.03.2023.
- 7.3 Clarification, if any, can be obtained from: Mr. A. Sivabharati, General Manager (BD) through Telephone: 91-11-26182955-2702# and E-mail: [asiva@gail.co.in](mailto:asiva@gail.co.in)
- 7.4 EOI is an intent to provide equity in LNG Liquefaction Plant / Project in USA and its provisions are non-binding in nature. GAIL reserves the right to terminate EOI process at any point of time without assigning reason.
- 7.5 Based on the outcome of EOI process, GAIL may decide the next course of action as deemed fit in the interest of the Company.
- 7.6 The EOI is non-binding and the inputs/data provided by prospective bidders will be kept confidential. However, in case the bidder recognises that the data provided by them is confidential and commercially sensitive, the same may be indicated against the relevant queries.
- 7.7 If the information submitted in the requisite format is found to be incorrect at a later stage; GAIL shall have the right to reject / terminate the offer / contract.
- 7.8 Further, GAIL also reserve the right to reject any or all EOI received without assigning any reason.
- 8.0 **CONTACTING GAIL**
- 8.1 No Bidder shall contact GAIL on any matter relating to its EOI after last date of submission of EOI unless requested so in writing. Any effort by a Bidder to influence GAIL in the decision making in respect of EOI will result in the rejection of that Bidder.



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**SECTION – 2  
FORMS TO BE ENCLOSED**



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**FORM : I**

**FORMAT FOR THE COVERING LETTER**  
*(The letter is to be submitted by the Bidder on its letter head)*

Ref. No.:

Date:

**GAIL (India) Limited**

GAIL Bhawan

16, Bhikaiji Cama Place

R. K. Puram

New Delhi-110 066

India

**Sub.: Expression of Interest (EOI) for providing equity in LNG Liquefaction Plant / Project in USA**

Dear Sir,

This has reference to your EOI document no. GAIL/ND/BD/LNG Project/USA/EOI/2023 dated 16.02.2023 on the subject.

\_\_\_\_\_ (Name of the Bidder), hereby submit its Expression of Interest (EOI) for providing \_\_\_\_\_ (percentage) equity at par in \_\_\_\_\_ (Name of LNG Liquefaction Plant / Project) in USA along with long term supply of 1 MTPA LNG on FOB basis in accordance with the conditions stipulated in the EOI document.

If GAIL decides to pursue with the Bidder, \_\_\_\_\_ (Name of the Bidder) undertakes to provide all requisite information to GAIL and its consultants for undertaking due diligence of the Bidder as well as the LNG Liquefaction Plant / Project for taking decision regarding equity investment in the Plant / Project.

**(SIGNATURE)**  
**(NAME AND DESIGNATION OF AUTHORISED PERSON OF THE BIDDER)**



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**FORM : II**

**INFORMATION ABOUT THE BIDDER**

(In case of Consortium, submit information for all the members in separate sheets)

1. Name and Address of Bidder / Member of Consortium
  
2. Name of Consortium leader  
(Applicable only in case of Consortium)
  
3. Date of Registration of Bidder / Member of Consortium  
(Please enclose certificate of incorporation / registration)
  
4. Brief description of Bidder's Business / Member of Consortium Business and their financial strength

5. Contact Person

Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
                  : \_\_\_\_\_  
                  : \_\_\_\_\_  
Contact No. : \_\_\_\_\_  
Email ID : \_\_\_\_\_

**(SIGNATURE)**  
**(NAME AND DESIGNATION OF AUTHORISED PERSON OF THE BIDDER)**



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**FORM : III**

**INFORMATION ABOUT THE LNG LIQUEFACTION PLANT /  
PROJECT**

1.	Name of LNG Liquefaction Plant / Project	
2.	Capacity	
3.	Location	
4.	Details of Promoters of Bidder / members of Consortium	
5.	Year of Commissioning	
6.	Details of existing LNG off-takers / LNG Offtake Term Sheet or Agreement signed with	
7.	Source of feed natural gas along with details of transportation till the LNG Liquefaction Plant / Project	
8.	Project cost	
9.	Detailed status of the LNG Liquefaction Plant / Project (under construction / operating / pre-FID, etc.)	
10.	Status of the approvals for the LNG Liquefaction Plant / Project	
11.	Shareholding structure	
12.	Financials of the Bidder / members of Consortium & its/their promoters for last 3 years covering networth, turnover, profit, etc.	
13.	Credit rating of the Bidders / members of Consortium & its/their promoters	
14.	Any other information	

Bidder may submit the above information through separate annexures.

**(SIGNATURE)**  
**(NAME AND DESIGNATION OF AUTHORISED PERSON OF THE BIDDER)**



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**FORM : IV**

**FORMAT FOR THE UNDERTAKING FROM THE PROMOTER(S) OF BIDDER**  
*(The letter is to be submitted separately by each of the Promoter of the Bidder on their letter head)*

Ref. No.:

Date:

**GAIL (India) Limited**  
GAIL Bhawan  
16, Bhikaiji Cama Place  
R. K. Puram  
New Delhi-110 066  
India

**Sub.: Undertaking by the Promoter**

Dear Sir,

This has reference to your EOI document no. GAIL/ND/BD/LNG Project/USA/EOI/2023 dated 16.02.2023 on the subject.

\_\_\_\_\_ (Promoter of the Bidder) hereby confirm our acceptance to:

(a) provide \_\_\_\_\_ (percentage) equity in their [proposed / existing] \_\_\_\_\_ (Name of LNG Liquefaction Plant / Project) to GAIL or GAIL's affiliate at par, [post commissioning of the proposed LNG Liquefaction plant / project] (in case of proposed LNG Liquefaction Plant / Project)

or

(b) Issuance of \_\_\_\_\_ (percentage) new equity shares in their [proposed / existing] \_\_\_\_\_ (LNG Liquefaction Plant / Project) to GAIL or GAIL's affiliate at par, [post commissioning of the proposed LNG Liquefaction plant / project] (in case of proposed LNG Liquefaction Plant / Project)

If GAIL decides to pursue with the Bidder, \_\_\_\_\_ (Promoter of the Bidder) undertakes to provide all requisite information to GAIL and



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its consultants for undertaking due diligence of the Bidder as well as the LNG Liquefaction Plant / Project for taking decision regarding equity investment in the LNG Liquefaction Plant / Project.

**(SIGNATURE)**

**(NAME AND DESIGNATION OF AUTHORISED PERSON OF THE PROMOTER)**

**(SIGNATURE)**

**(NAME AND DESIGNATION OF AUTHORISED PERSON OF THE BIDDER)**