



*Empowered lives.  
Resilient nations.*

## REQUEST FOR PROPOSAL (RFP)

NAME & ADDRESS OF FIRM	Date: July 30, 2021
	REFERENCE: RFP/016/21 - Development of legal and regulatory environment for Sukuk in Uzbekistan (for international companies)

Dear Sir / Madam:

We kindly request you to submit your Proposal for Development of Legal and Regulatory Environment for Sukuk in Uzbekistan.

The scope of work covers

a) review of the Country context and providing inputs to the Concept note of the legal act on Plain Vanilla and Green Sukuks in Uzbekistan and

b) developing relevant legal, regulatory, supervisory and tax regulations for Sukuk issuance and circulation in Uzbekistan.

Please be guided by the form attached hereto as Annex 1, in preparing your Proposal.

Proposals may be submitted on or before August 13, 2021, 18:00 (GTM +5) Tashkent time via email, courier mail or fax to the address below:

**United Nations Development Programme  
4 Taras Shevchenko street, Tashkent 100029 Uzbekistan  
UNDP Procurement Unit  
Tel.: + 998 78 120-34-50, 120-61-67; Fax: + 998 78 120-3485;  
E-mail: [bids.uz@undp.org](mailto:bids.uz@undp.org)<sup>1</sup>**

Your Proposal must be expressed in English, and valid for a minimum period of 120 days from the date of opening of offers.

The Proposal submitted by e-mail must be no more than 10 MB, must not contain viruses and be no more than 3 e-mail messages. Proposals sent by files containing viruses and damage will be rejected. The proposal submitted by e-mail to [bids.uz@undp.org](mailto:bids.uz@undp.org) must have the following heading (in the absence of a heading or an incorrect heading, the proposal will not be considered!):

**Subject: "RFP/016/21 – Development of Legal and Regulatory Environment for Sukuk in Uzbekistan (for international companies)"<sup>2</sup>**

In the course of preparing your Proposal, it shall remain your responsibility to ensure that it reaches the address above on or before the deadline. Proposals that are received by UNDP after the deadline indicated above, for whatever reason, shall not be considered for evaluation. If you are submitting your Proposal by email, kindly ensure that they are signed and in the .pdf format, and free from any virus or corrupted files. Proposals not signed or stamped may be rejected by UNDP. Proposals in sealed envelopes without proper marking (see above) may be lost and may not reach the addressee.

<sup>1</sup> Proposals received at other email addresses will not be accepted and will be rejected.

<sup>2</sup> Proposals, the title of which will not contain this subject or a link to the tender number in an electronic message, will not be opened and may be rejected.

If you send your proposal by mail, your proposal must be in a sealed envelope with the following marking:

To: UNDP Uzbekistan  
C/o: Procurement Unit  
Reference: RFP/016/21 – Development of Legal and Regulatory Environment for Sukuk in Uzbekistan  
(for international companies)  
Tender participant: [Name and address of your organization]  
Deadline for proposals: 18:00 (GMT +5), August 13, 2021  
“Do not open”

Services proposed shall be reviewed and evaluated based on completeness and compliance of the Proposal and responsiveness with the requirements of the RFP and all other annexes providing details of UNDP requirements.

The Proposal that complies with all of the requirements, meets all the evaluation criteria and offers the best value for money shall be selected and awarded the contract. Any offer that does not meet the requirements shall be rejected.

Any discrepancy between the unit price and the total price shall be re-computed by UNDP, and the unit price shall prevail, and the total price shall be corrected. If the Service Provider does not accept the final price based on UNDP's re-computation and correction of errors, its Proposal will be rejected.

No price variation due to escalation, inflation, fluctuation in exchange rates, or any other market factors shall be accepted by UNDP after it has received the Proposal. At the time of Award of Contract or Purchase Order, UNDP reserves the right to vary (increase or decrease) the quantity of services and/or goods, by up to a maximum twenty-five per cent (25%) of the total offer, without any change in the unit price or other terms and conditions.

Any Contract or Purchase Order that will be issued as a result of this RFP shall be subject to the General Terms and Conditions attached hereto. The mere act of submission of a Proposal implies that the Service Provider accepts without question the General Terms and Conditions of UNDP, herein attached as Annex 3.

Please be advised that UNDP is not bound to accept any Proposal, nor award a contract or Purchase Order, nor be responsible for any costs associated with a Service Providers preparation and submission of a Proposal, regardless of the outcome or the manner of conducting the selection process.

UNDP's vendor protest procedure is intended to afford an opportunity to appeal for persons or firms not awarded a Purchase Order or Contract in a competitive procurement process. **In the event that** you believe you have not been fairly treated, you can find detailed information about vendor protest procedures in the following link:

<http://www.undp.org/content/undp/en/home/operations/procurement/business/protest-and-sanctions.html>

**UNDP encourages every prospective Service Provider** to prevent and avoid conflicts of interest, by disclosing to UNDP if you, or any of your affiliates or personnel, were involved in the preparation of the requirements, design, cost estimates, and other information used in this RFP.

UNDP implements a zero tolerance on fraud and other proscribed practices, and is committed to preventing, identifying and addressing all such acts and practices against UNDP, as well as third parties involved in UNDP activities. UNDP expects its Service Providers to adhere to the UN Supplier Code of Conduct found in this link:

[https://www.un.org/Depts/ptd/sites/www.un.org.Depts.ptd/files/files/attachment/page/pdf/unscc/conduct\\_english.pdf](https://www.un.org/Depts/ptd/sites/www.un.org.Depts.ptd/files/files/attachment/page/pdf/unscc/conduct_english.pdf)

**Thank you and we look forward to receiving your Proposal.**

**Sincerely yours,**  
*Procurement Unit*  
*UNDP Uzbekistan*  
*Date: 30.07.2021*

**Description of Requirements  
(Terms of References)**

Context of the Requirement	<p>In Uzbekistan the Government has identified several innovative financial instruments that can complement existing financing sources with green sukuk being one of them. In Uzbekistan, where more than 90 percent of population comprises Muslims, there is an immense potential for introducing Islamic financial instruments. Introduction of green Islamic Finance could play a crucial role in boosting green economy and ensure green recovery from the COVID-19 pandemic and its consequences. This will help address serious climate change and natural resources management concerns that Uzbekistan faces today with the estimated annual direct economic loss from natural disasters in Uzbekistan is around USD 200 million, which is 0.3% of GDP.</p> <p>However, the rising demand for Islamic finance is inconsistent with the existing legal and regulatory environment in Uzbekistan. Namely, the present legal and regulatory frameworks cannot accommodate the Sharia-compliant financial instruments and are hindering the expansion of Islamic finance in Uzbekistan. To enable the development of Green Sukuk in the country, it is important to formulate a sound legal and regulatory framework, as well as apply “green” qualification of investments and thereby attract environment-friendly local and international investors.</p> <p>In this context United Nations Development Program and the Islamic Development Bank has launched a Technical Assistance initiative aimed at assisting the Government of Uzbekistan (Ministry of Finance) in establishing a proper enabling environment in the country, which would foster implementation of green sukuk and develop the capital markets in Uzbekistan.</p> <p>The goal of the Technical Assistance initiative is to develop the National Green Sukuk Framework for Uzbekistan that will serve as a guidance document for future issuances, both in local and international markets in foreign and local currencies and based on international best practices. The National Green Sukuk Framework, among other things, must include related policies and standards which reflect mechanisms for Sharia and Green certification by nationally and internationally accepted authoritative institutions.</p> <p>In this regard, the following set of major activities will be implemented under given TA initiative:</p> <ol style="list-style-type: none"> <li>1. Comprehensive assessment of existing laws and regulations.</li> <li>2. Development of relevant legal, regulatory, supervisory and tax regulations for Sukuk, Sharia governance framework, and Green principles.</li> <li>3. Development and operationalization of the National Green Sukuk Framework including the guidelines on management, monitoring and reporting of the use of proceeds, Standard Operational Procedures for project selection, data collection processes, impact measurement approaches and report writing.</li> <li>4. Conducting awareness raising and capacity building activities.</li> </ol>
Implementing Partner of UNDP	Ministry of Finance of the Republic of Uzbekistan

<p>Brief Description of the Required Services<sup>3</sup></p>	<p>The international consulting company/vendor will accomplish the assignment in two stages. The international consulting company/vendor will lead and coordinate the work with the local consulting company and ensure the qualitative and timely implementation of the joint outputs/deliverables. Detailed specifications of the assignment include the following:</p> <p><b>Stage I. Review of the Country context and providing inputs to the Concept note of the legal act on Plain Vanilla and Green Sukuk in Uzbekistan</b></p> <ul style="list-style-type: none"> <li>- Work closely with the local consulting company/vendor and analyze existing national legislation and institutional framework for establishment and functioning of various sovereign and corporate financial instruments, public debt management, establishment and management of SPVs, management of assets, taxation policies, etc.</li> <li>- Work closely and consult regularly with key national partners including the Ministry of Finance, the Central Bank, the Ministry of Justice, the Muslim Board, and others involved in the development of enabling environment for Sukuk and Green Bonds in Uzbekistan;</li> <li>- Review the “Pre-Feasibility Study of Green Sukuk Issuance in Uzbekistan developed by UNDP;</li> <li>- Develop jointly with the local consulting company/vendor and contribute to the Concept note of the legal act on introduction of Plain Vanilla and Green Sukuk in Uzbekistan. The Concept Note of the legal act will need to be approved by the Ministry of Finance and will serve as a baseline for drafting a full package of documents for creating the enabling environment for Sukuk in Uzbekistan. Concept Note of the legal act must aim at ensuring that legislation and taxation in Uzbekistan provide equal treatment of Sukuk with conventional bonds from issuer and investor perspectives;</li> </ul> <p><b>Stage II. Development of Legal and Regulatory Framework for Sukuk in Uzbekistan</b></p> <ul style="list-style-type: none"> <li>- Assess and review international best practices, including the country experience in creating the enabling environment for issuance and circulation of sukuk in Malaysia, Turkey, Gulf countries, United Kingdom, and others whose economic model is comparable to Uzbekistan;</li> <li>- Based on the Concept Note of the legal act on introduction of Plain Vanilla and Green Sukuk in Uzbekistan, develop a full package of documents of laws, rules, regulations, and guidelines which will be required to be introduced and/or amended to operationalize Plain Vanilla and Green Sukuk in Uzbekistan. This includes addressing policy and tax barriers, and putting in place the required changes to capital market regulations;</li> <li>- Together with national partners, define Sharia certification process for issuing Fatwas on Sukuk to be issued in Uzbekistan and determine eligible local and/or international certifying institutions;</li> <li>- Develop Policy recommendations and guiding instructions on Sharia certification process;</li> <li>- Develop recommendations and guidelines on the scope of eligible and nationally approved sukuk structures and their characteristics based on internationally accepted Sharia compliant common sukuk structures;</li> <li>- Develop sukuk Implementation roadmap for regulatory and supervisory authorities of Uzbekistan (including Ministry of Finance, Central Bank, Ministry of Justice, and Board of Muslims) comprising of detailed action plan on tasks, milestones and necessary changes which each regulatory and supervisory authorities need to implement before launching Sukuk;</li> </ul>
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<sup>3</sup> A detailed TOR may be attached if the information listed in this Annex is not sufficient to fully describe the nature of the work and other details of the requirements.

	<ul style="list-style-type: none"> <li>- To finalize the draft documents elaborated within the scope of the assignment based on the feedback and comments received from UNDP, the Ministry of Finance, and stakeholders/partners;</li> <li>- To perform other tasks within the scope of Development of Legal and Regulatory framework for Sukuk requested by the UNDP Inclusive Growth Cluster leader, Project Manager, and the Ministry of Finance.</li> </ul>	
List and Description of Expected Outputs to be Delivered	<b>Deliverables/Outputs</b>	<b>Deadline</b>
	<b>Stage I</b> <ul style="list-style-type: none"> <li>i. Inputs to the Concept note of the legal act on introduction of Plain Vanilla and Green Sukuk in Uzbekistan jointly developed with the local consulting company/vendor provided and submitted;</li> <li>ii. Policy recommendations and guiding instructions on Sharia certification process developed and submitted;</li> <li>iii. Guidelines on the scope of eligible sukuk structures developed and submitted;</li> </ul>	30 October 2021
	<b>Stage II</b> <ul style="list-style-type: none"> <li>i. Full package of documents for the operationalization of Sukuk and addressing legal and tax barriers for the issuance and circulation including the following documents finalized; <ul style="list-style-type: none"> <li>- Relevant draft Legal, Regulatory, Supervisory and Tax regulations for Sukuk and "Green" bonds, Sharia Governance Framework and green principles developed and submitted.</li> <li>- Draft legislative and regulatory documents presented and discussed with the stakeholders, as well as revised and finalized based on feedback received from UNDP and partners/stakeholders.</li> </ul> </li> <li>ii. Sukuk Implementation roadmap for regulatory and supervisory authorities prepared.</li> </ul>	31 January 2022
Person to Supervise the Work / Performance of the Service Provider	The international consulting company/vendor will work under the general guidance of the Inclusive Growth Cluster Leader and under direct supervision of the Project Manager and the Ministry of Finance.	
Frequency of Reporting	Report on the completion of each deliverable	
Progress Reporting Requirements	Update on the milestones and detailed plans for the upcoming	
Location of work	<input type="checkbox"/> Exact address/es <i>[pls. specify]</i> <input checked="" type="checkbox"/> At Contractor's Location	
Expected duration of work	The entire project needs to be completed within the stipulated time period for the two stages mentioned in section "Expected Outputs and Timeline". The entire work has to be completed within a maximum of eight months from the time of signing the contract.	
Target start date	15 August 2021	
Latest completion date	31 January 2022	
Travels Expected	Not applicable	

Special Security Requirements	Not applicable											
Facilities to be Provided by UNDP (i.e., must be excluded from Price Proposal)	Not applicable											
Implementation Schedule indicating breakdown and timing of activities/sub-activities	<input checked="" type="checkbox"/> Not Required											
Names and curriculum vitae of individuals who will be involved in completing the services	<input checked="" type="checkbox"/> Required  The contractor should provide CVs of the proposed key specialists. CVs must be signed by respective specialists.											
Currency of Proposal	<input checked="" type="checkbox"/> United States Dollars (applicable only for bidders located outside Uzbekistan)											
Value Added Tax on Price Proposal <sup>4</sup>	<input checked="" type="checkbox"/> Must not include VAT and other applicable indirect taxes											
Validity Period of Proposals ( <i>Counting for the last day of submission of quotes</i> )	<input checked="" type="checkbox"/> 120 days  In exceptional circumstances, UNDP may request the Proposer to extend the validity of the Proposal beyond what has been initially indicated in this RFP. The Proposal shall then confirm the extension in writing, without any modification whatsoever on the Proposal.											
Partial Quotes	<input checked="" type="checkbox"/> Not permitted											
Payment Terms	<p>Payment to Contractor for the provision of deliverables outlined in section “List and Description of Expected Outputs” shall be according to the following schedule:</p> <table><tr><th>Condition for Payment Release</th><th>Percentage of contract value</th><th>Deadline</th></tr><tr><td>Stage 1 completed</td><td>50%</td><td>Within 30 calendar days from the moment of completion</td></tr><tr><td>Stage 2 completed</td><td>50%</td><td>Within 30 calendar days from the moment of completion</td></tr></table> <p>Payment will be made in stages by transfer to the settlement account of the Contractor by Stages, after the completion of the work and the fulfilment of the following conditions:</p> <p>a) Written acceptance by UNDP of Stages 1 and 2;</p> <p>b) Receipt of an invoice from the Service Provider.</p> <p>c) Signing by the parties of documents confirming the completion of contractual obligations and acceptance by UNDP.</p>			Condition for Payment Release	Percentage of contract value	Deadline	Stage 1 completed	50%	Within 30 calendar days from the moment of completion	Stage 2 completed	50%	Within 30 calendar days from the moment of completion
Condition for Payment Release	Percentage of contract value	Deadline										
Stage 1 completed	50%	Within 30 calendar days from the moment of completion										
Stage 2 completed	50%	Within 30 calendar days from the moment of completion										
Person(s) to review/inspect/ approve outputs/ completed services	Inclusive Growth Cluster Leader, Project Manager, UNDP Uzbekistan											

<sup>4</sup> VAT exemption status varies from one country to another. Pls. check whatever is applicable to the UNDP CO/BU requiring the service.

and authorize the disbursement of payment	
Type of Contract to be Signed	<input type="checkbox"/> Purchase Order  <input checked="" type="checkbox"/> Contract for Professional Services
Criteria for Contract Award	<input checked="" type="checkbox"/> Highest Combined Score (based on the 70% technical offer and 30% price weight distribution)  <input checked="" type="checkbox"/> Full acceptance of the UNDP Contract General Terms and Conditions (GTC). This is a mandatory criterion and cannot be deleted regardless of the nature of services required. Non-acceptance of the GTC may be grounds for the rejection of the Proposal.
Criteria for the Assessment of Proposal	<p><b><u>Technical Proposal (70%)</u></b></p> <p><input checked="" type="checkbox"/> Expertise of the Firm in conducting policy advice and policy recommendations on themed bonds issuance (e.g. SDG Bonds Green Bonds, Sukuk/Green Sukuk, etc.) (40 points)</p> <p><input checked="" type="checkbox"/> Proposed methodology, approach and implementation plan (20 points)</p> <p><input checked="" type="checkbox"/> Management Structure and Qualification of Key Personnel (40 points)</p> <p>At least 70 scores (out 100 scores) shall be obtained to qualify technically</p> <p><b><u>Financial Proposal (30%)</u></b></p> <p>To be computed as a ratio of the Proposal's offer to the lowest price among the proposals received by UNDP.</p>
UNDP will award the contract to:	<input checked="" type="checkbox"/> One and only one Service Provider
Contract General Terms and Conditions <sup>5</sup>	<p><input checked="" type="checkbox"/> General Terms and Conditions for de minimis contracts (services only, less than \$150,000)</p> <p>Applicable Terms and Conditions are available at:  <a href="http://www.undp.org/content/undp/en/home/procurement/business/how-we-buy.html">http://www.undp.org/content/undp/en/home/procurement/business/how-we-buy.html</a> </p>
Hard copy submission (manual submission)	<p>Submission of document in hard copy (manual submission) by courier or in person, allowed or specified in the TENDER DOCUMENTATION, is regulated as follows:</p> <ul style="list-style-type: none"> <li>- The signed Proposal shall be marked "Original", whereas its copies, accordingly, marked "Copy". The number of copies is indicated in the TENDER DOCUMENTATION. All copies must be made exclusively from the signed original. If there is any discrepancy between the copies and the original, the original shall prevail.</li> <li>- <b>The envelopes containing the Technical Proposal and the Financial Proposal MUST BE ABSOLUTELY SEPARATE</b>, each of them must be individually sealed and clearly marked on the back "TECHNICAL PROPOSAL" or "FINANCIAL PROPOSAL", respectively. Each envelope MUST clearly show the name of the Offeror. On the outer envelope the following must be stated :             <ol style="list-style-type: none"> <li>I. Name and address of the Offeror;</li> <li>II. UNDP address indicated in the TENDER DOCUMENTATION</li> </ol> </li> </ul>

<sup>5</sup> Service Providers are alerted that non-acceptance of the terms of the General Terms and Conditions (GTC) may be grounds for disqualification from this procurement process.

	<p>III. Warning with the inscription "Do not open until the time and date of opening of Bids", as indicated in the TENDER DOCUMENTATION.</p> <ul style="list-style-type: none"> <li>- If the envelopes and packaging with the Proposal are not sealed and signed in accordance with the requirements, UNDP shall not be liable for the temporary loss, loss or premature opening of the Proposal.</li> </ul>
Submission by e- mail	<p>E-mail submission of documents allowed or specified in the TENDER DOCUMENTATION is regulated as follows:</p> <ul style="list-style-type: none"> <li>- Electronic files that are part of the Bid must comply with the format and requirements specified in the TENDER DOCUMENTATION;</li> <li>- Files with Technical Proposal and Financial Proposal MUST BE ABSOLUTELY SEPARATE. The financial proposal must be protected by various passwords and clearly marked. These files must be sent to a special email address specified in the TENDER DOCUMENTATION.</li> </ul> <p>The password to open the Financial Proposal should only be provided upon request by UNDP. UNDP will only request a password from those Offerors whose Technical Proposals have been found to meet the technical requirements. Failure to provide the correct password may result in the rejection of the Offer.</p>
Annexes to this RFP	<p><input checked="" type="checkbox"/> Form for Submission of Proposal (Annex 1)</p> <p><input checked="" type="checkbox"/> Letter of Interest (Annex 2)</p> <p>Applicable Terms and Conditions are available at:</p> <p><a href="http://www.undp.org/content/undp/en/home/procurement/business/how-we-buy.html">http://www.undp.org/content/undp/en/home/procurement/business/how-we-buy.html</a></p>
<p>Contact Person for Inquiries</p> <p>(Written inquiries only)<sup>6</sup></p>	<p>Procurement Unit UNDP</p> <p>E-mail: <a href="mailto:pu.uz@undp.org">pu.uz@undp.org</a></p> <p>Any delay in UNDP's response shall be not used as a reason for extending the deadline for submission, unless UNDP determines that such an extension is necessary and communicates a new deadline to the Proposers.</p>
Documents to be submitted	<p><input checked="" type="checkbox"/> Duly filled in Form as provided in Annex 1, and in accordance with the list of requirements in Annex 1;</p> <p><input checked="" type="checkbox"/> Company's profile with detailed information (name of the company, address, contact details etc.) using form provided in Table 1 of Annex 2</p> <p><input checked="" type="checkbox"/> Declaration of owners' interest in other companies issued on company's letterhead duly signed and stamped (Part 1, Annex2);</p> <p><input checked="" type="checkbox"/> At least 2 successfully completed contracts signed between the Applicant and its clients, under which the Applicant has provided services for the preparation of similar works over the past 5 (five) years using the form given in Table 2, Appendix 1;</p> <p><input checked="" type="checkbox"/> Verified copy of Latest Business Registration Certificate and License;</p> <p><input checked="" type="checkbox"/> Verified copy of the page from company's Charter where the information on company founders is provided;</p>

<sup>6</sup> This contact person and address is officially designated by UNDP. If inquiries are sent to other person/s or address/es, even if they are UNDP staff, UNDP shall have no obligation to respond nor can UNDP confirm that the query was received.

	<p><input checked="" type="checkbox"/> Financial statements for the last 2 years verified by independent third party such as auditors or similar as may be applicable;</p> <p><input checked="" type="checkbox"/> Self-declaration confirming that the Company is not in the UN sanctions list 1267/1989 list, UN Procurement Division List or other UN Ineligibility List;</p> <p><input checked="" type="checkbox"/> Any information regarding any past and current litigation during the last five (5) years;</p> <p><input checked="" type="checkbox"/> CVs/Resumes of all specialists to be involved in the project. Each CV/Resume (education, qualifications and experience) must be signed by respective specialist proposed for the team (in case of attracted consultants, their copies of contract modality with duration of engagement needs to be attached and mentioned clearly in their CVs)</p>
Other Information [p/s. specify]	<p>Organizations wishing to submit their proposal need to provide:</p> <p>1) Background information on the technical capacity and experience of the organization in conducting similar consulting or advisory services (stating the technical knowledge and expertise of the previous work);</p> <p>2) Detailed work plan with timeframe for completion of the tasks as outlined in section "Expected Outputs and Timeline".</p> <p>The organizations are also required to use the provided budget template document to provide the cost estimates for organizing and conducting the entire work including per unit costs of the different components and the total costs under the different headings. The overhead cost of management/supervision by the organization needs to be proportionate to the overall cost of the proposal;</p>
Eligibility Criteria	<p><input checked="" type="checkbox"/> Duly registered legal entity which is authorized to perform the services as stipulated in the present assignment;</p> <p><input checked="" type="checkbox"/> At least 5 years of demonstrated experience in providing legal, tax, and public finance consulting or advisory services to the governments or international organizations;</p> <p><input checked="" type="checkbox"/> At least 5 years of demonstrated experience in drafting legal documents on Islamic Finance instruments.</p> <p><input checked="" type="checkbox"/> At least 5 years of demonstrated experience in conducting policy advice and policy recommendations on themed bonds issuance (e.g. SDG Bonds Green Bonds, Sukuk/Green Sukuk, etc.)</p> <p><input checked="" type="checkbox"/> Minimum of 3 key dedicated company experts involved in current assignment all having relevant experience and educational background;</p> <p><input checked="" type="checkbox"/> Permanent office and presence of permanent staff consisting of at least 3 persons;</p>
Other Information (other requirements)	<p>Offers submitted by two (2) or more Offerors shall all be rejected if they are found to have any of the following:</p> <p>a) they have at least one controlling partner, director or shareholder in common; or</p> <p>b) any one of them receive or have received any direct or indirect subsidy from the other/s; or</p> <p>c) they have the same legal representative for purposes of this RFP;</p>

	<p>d) they have a relationship with each other, directly or through common third parties, that puts them in a position to have access to information about, or influence on the Offer of, another Offeror regarding this RFP process;</p> <p>e) they are subcontractors to each other's Offer, or a subcontractor to one Offer also submits another Proposal under its name as lead Offeror; or an expert proposed to be in the team of one Offeror participates in more than one Offer received for this RFP process. This condition does not apply to subcontractors being included in more than one Offer.</p>
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## Evaluation of proposals

UNDP shall examine the Proposal to confirm that all terms and conditions under the UNDP General Terms and Conditions and Special Conditions have been accepted by the Proposer without any deviation or reservation.

The evaluation team shall review and evaluate the Technical Proposals on the basis of their responsiveness to the Terms of Reference and other documentation provided, applying the evaluation criteria, sub-criteria, and point system specified in the RFP. Each responsive Proposal will be given a technical score. A proposal shall be rendered non-responsive at this if it does not substantially respond to the RFP particularly the demands of the Terms of Reference, which also means that it fails to achieve the minimum technical score indicated in the RFP. Absolutely no changes may be made by UNDP in the criteria; sub-criteria and point system indicated in the RFP after all Proposals have been received.

Evaluation forms for technical proposal are given below:

Form 1: Expertise of the Company

Form 2: Methodology-Proposed Work Plan and Approach

Form 3: Management Structure and Key Personnel

Technical Proposal Evaluation Form 1		Points obtainable	Company / Other entity				
			A	B	C	D	E
Expertise of the Company							
1.1	<b>Reputation of Organisation and Staff (Competence/Reliability):</b>	<b>30</b>					
	<ul style="list-style-type: none"><li>Experience in providing the required services for more than 5 years gives 8 points, each consecutive 5 years give additional 1 point, but not more than 10 points</li></ul>	10					
	<ul style="list-style-type: none"><li>At least 3 recommendation and the list of corporate customers / clients who have been provided similar services / work gives 8 points, each subsequent recommendation gives additional 1 point, but not more than 10 points</li></ul>	10					
	<ul style="list-style-type: none"><li>At least 3 successfully completed work to perform a similar service over the past 10 years is 8 points, each subsequent one is 1 point, but no more than 8 points</li></ul>	10					
1.2	<b>Technical capacity that may affect delivery:</b>	<b>10</b>					
	<ul style="list-style-type: none"><li>At least 5 qualified employees available to perform the works</li></ul>	5					
	<ul style="list-style-type: none"><li>Good financial stability, liquidity ratio not lower 1</li></ul>	5					
<b>Total Part 1</b>		<b>40</b>					

Technical Proposal Evaluation Form 2		Points obtainable	Company / Other entity				
			A	B	C	D	E
Proposed Work Plan and Approach							
2.1	Is the scope of work plan well defined and does it correspond to the TOR?	4					
2.2	To what degree does the Proposer understand the task and effective method of its provision?	4					
2.3	Is the presentation clear and is the sequence of activities and the planning logical, realistic and promise efficient implementation to the project?	4					
2.4	Have the important aspects of the task been addressed in sufficient detail?	4					

2.5	Does the timing of the planned work correspond to the TOR	4					
<b>Total Part 2</b>		<b>20</b>					

Technical Proposal Evaluation Form 3		Points obtainable	Company / Other entity				
			A	B	C	D	E
Management Structure and Key Personnel							
3.1	At least three among Partners/Lawyers/Advisors/Consultants of the Contractor holding a bachelor degree in law, taxation, economics or finance	10					
3.2	At least two among Partners/Lawyers/Advisors/Consultants of the Contractor having over 5 years of experience in drafting legal documents on Islamic Finance.	10					
3.3	At least two Partners/Lawyers/Advisors/Consultants of the Contractor having proven experience in advising government or international institutions	10					
3.4	At least two Partners/Lawyers/Advisors/Consultants having over five years of professional experience in capital markets	10					
Total Part 3		40					
Total Parts 1.2. And 3		100					

The overall evaluation score will be based on a combination of the technical score and the lower price quote. The evaluation method that applies for this RFP shall be indicated in the RFP.

At the second stage, for further evaluation, only the financial proposals of those Applicants who received a minimum technical rating (minimum 49 points from the available maximum technical rating of 70) will be taken into account.

The overall assessment will be a combination of a technical assessment and the lowest bid price (the valuation method is indicated in this RFP (Highest Combined Score (based on the 70% technical offer and 30% price weight distribution).

**FORM FOR SUBMITTING SERVICE PROVIDER'S PROPOSAL<sup>7</sup>*****(This Form must be submitted only using the Service Provider's Official Letterhead/Stationery<sup>8</sup>)***

[insert: Location].

[insert: Date]

Reference: RFP/016/21

To: Procurement unit

We, the undersigned, hereby offer UNDP the following services in accordance with the requirements specified in RFP/003/20 and all its annexes, as well as the General Terms and Provisions of UNDP contracts. We confirm that we have read, understood and accept the requirements and terms of the terms of reference describing our duties and responsibilities under this RFP, as well as the general UNDP terms and conditions under the contract.

We agree to abide by the terms of this commercial offer within **120 calendar** days from the deadline specified in the request for the submission of the offer; it remains binding and can be accepted at any time before the expiration of this period. We hereby declare that:

(a) All information and statements presented in this tender offer are true, and we agree that any incorrect information contained in it may lead to our disqualification;

(b) At present, we are not included in the UN register which includes companies that are not entitled to supply, and other similar lists of other UN agencies, and we are in no way connected with any companies or persons included in the UN Security Council Committee Consolidated List 1267/1989.

(c) We are not at the stage of unfinished bankruptcy and we have no lawsuits or claims that could adversely affect our work as an operating enterprise;

(d) We do not employ people who work or have recently worked for the UN or UNDP, and we do not plan to hire such persons.

We are aware that your organization reserves the right to accept or reject any of the proposals received, is not responsible for such actions and does not undertake to inform the supplier of their reasons without a request from us:

**A. Qualifications of the Service Provider**

*The Service Provider must describe and explain how and why they are the best entity that can deliver the requirements of UNDP by indicating the following:*

*a) Profile – describing the nature of business, information about the company (10 pages max.) confirming the field of expertise, practical experience of the Offeror in the required area as well as the presence of at least 3 specialists with basic higher education in the required field with practical experience of at least 5 years.*

*b) The company's charter should include the right and other permits to provide the service, Registration Papers, Tax Payment Certification, etc.*

*c) Track Record – list of clients for similar services as those required by UNDP, indicating description of contract scope, contract duration, contract value, contact references;*

*d) A copy of Latest Business Registration Certificate and License verified by signature of authorized person and stamp (if it is required by local legislation)*

*e) Latest Audited Financial Statement – income statement and balance sheet to indicate its financial stability, liquidity, credit standing, and market reputation, etc. ;*

*f) Certificates and Accreditation – including Quality Certificates, Patent Registrations, Environmental Sustainability Certificates, etc.*

**B. Proposed Methodology for the Completion of Services**

*The service provider should provide a step-by-step concept and implementation scheme for the tasks/methodology with a work schedule, describe how it will meet the RFP requirements with a detailed description of the main performance characteristics of the work, reporting mechanisms and quality assurance, and rationale for the proposed methods in the context of local conditions and the type of work.*

<sup>7</sup> This serves as a guide to the Service Provider in preparing the Proposal.

<sup>8</sup> Official Letterhead/Stationery must indicate contact details – addresses, email, phone and fax numbers – for verification purposes

### C. Qualifications of Key Personnel

*If required by the RFP, the Service Provider must provide:*

- Names and qualifications of the key personnel that will perform the services indicating who is Team Leader, who are supporting, etc.;*
- CVs demonstrating qualifications and signed by the CV owner must be submitted*
- Written confirmation from each personnel that they are available for the entire duration of the contract.*
- Copy of diplomas, certificates, as required by UNDP.*

### D. Cost Breakdown per Deliverable\*

Outputs	Activity/Output	Cost structure	Price ____ (indicate currency)
1	Concept Note of the legal act with policy recommendations on enhancing the enabling environment and legislative framework for introduction of Plain Vanilla and Green Sukuk in Uzbekistan developed and submitted.		
2	Policy recommendations and guiding instructions on Sharia certification process developed and submitted		
3	Guidelines on the scope of eligible sukuk structures developed and submitted		
4	Full package of documents for the operationalization of Sukuk and addressing legal and tax barriers for the issuance and circulation including the following documents finalized		
5	Sukuk Implementation roadmap for regulatory and supervisory authorities prepared.		
	<b>Total amount</b>	<b>100%</b>	

*\*This shall be the basis of the payment tranches, whether there are discrepancies between the total amount specified in tables D and E, in that case the price rate indicated in table (D) will be prevalent. In the case of submitting bids for several lots, table E (breakdown of expenses) should be provided for each lot separately.*

### E. Cost Breakdown by Cost Component:

Description of Activity	Remuneration per unit of time	Total Period of engagement	No. of personnel	Total Rate
<b>I. Personnel Services (please include all team members that will be engaged in the implementation of the project)</b>				
a. Team leader				
b. Specialist 1				
c. Specialist 2				
d. Specialist 3				
<b>II. Travel expenses</b>				
a. Travel Costs (tickets)				
b. Daily Allowance including accommodation				
<b>III. Other Direct Related Costs (translation, printing and other)</b>				
<b>IV. Overhead expenses (no more 3,5%)</b>				

*Name and signature of authorized person]*

*[Position]*

*[Date]*

*[Stamp of the company]*

**Table 1: COMPANY PROFILE**

1. Offeror's Legal Name [insert Offeror's legal name]		
2. In case of Joint Venture (JV), legal name of each party: [insert legal name of each party in JV]		
3. Actual or intended Country/ies of Registration/Operation: [insert actual or intended Country of Registration]		
4. Year of Registration in its Location: [insert Offeror's year of registration]		
5. Countries of Operation	6. No. of permanent staff in each Country	7. Years of Operation in each Country
8. Legal Address/es in Country/ies of Registration/Operation: [insert Offeror's legal address in country of registration]		
9. Value and Description of Top three (3) Biggest Contracts for the past five (5) years		
10. Latest Credit Rating (Score and Source, if any)		
11. Brief description of litigation history (disputes, arbitration, claims, etc.), indicating current status and outcomes, if already resolved.		
12. Offeror's Authorized Representative Information Name: [insert Authorized Representative's name] Address: [insert Authorized Representative's Address] Telephone/Fax numbers: [insert Authorized Representative's telephone/fax numbers] Email Address: [insert Authorized Representative's email address]		
13. Are you in the UNPD List 1267.1989 or UN Ineligibility List? <input type="checkbox"/> YES or <input type="checkbox"/> NO		

*[Name and signature of authorized person]*  
*[Position]*  
*[Date]*

**Table 2- PERFORMANCE OF SIMILAR CONTRACTS**

Name of delivered goods or services	Terms of the contract (year, month)	Cost of work	Customer (Company name, full name of the contact person, telephone)

*Name and signature of authorized person]*

*[Position]*

*[Date]*

**Part 2: DECLARATION OF INTEREST**

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Dear Sir/Madam,

We/I, \_\_\_\_\_ (Name and Title), as Director/Founder of \_\_\_\_\_ Company, declare that:

(a) Have no financial and other interests in, association or relationship with, are not employed and do not have relatives (i.e. spouse, parents, children or siblings) employed by the United Nations Development Programme (UNDP) or the Government of Uzbekistan that announced the tender; and do not have access to information about, or influence on the selection process for this tender;

(b) Have no common controlling partner, director, shareholder, legal representative for the purposes of this tender with any other entity submitting its Quotation under this tender; are not subcontracting or are subcontractors to other entities for the purposes of this tender; and that the experts proposed in the team do not participate in more than one Quotation for this tender;

(c) Are not involved in activities that could have an impact on the objectivity and independence of the Contractor's team in carrying out its duties under the contract or can affect the image of the United Nations and the Government of Uzbekistan.

We certify that the information stated is true, correct and complete to the best of our knowledge and belief. We are obliged to comply with all requests for additional information, documentation, clarification and/or verification concerning the Declaration of Interest statement.

All other information that we have not provided automatically implies our full compliance with the requirements, terms and conditions of the tender.

We declare that we are not in the UN Security Council 1267/1989 List, UN Procurement Division List or other UN Ineligibility List.

*Name and signature of authorized person]*

*[Position]*

*[Date]*

## Terms of Reference

### Development of Legal and Regulatory Framework for Sukuk in Uzbekistan (International consulting company)

I. Job Information	
Project Title/Department:	“Financing for Sustainable Development in Uzbekistan” Project, Inclusive Growth Cluster, UNDP Uzbekistan
Short title of Assignment:	International vendor – Development of Legal and Regulatory framework for Sukuk in Uzbekistan
Duty station:	home-based with missions to Tashkent, Uzbekistan
Duration of the service:	8 months (August 2021 – March 2022)
Reports to:	Inclusive Growth Cluster Leader, Project Manager

#### A. Background information

Uzbekistan has embarked on an ambitious reform agenda, with the considerable attention being paid to development of sustainable and inclusive society. Clearly, the ability to implement these reforms relies on, among other, identifying optimal approaches to development financing. Uzbekistan's spending needs are large and will require careful consideration of funding options. The IMF has conducted a needs assessment analysis for Uzbekistan in 2018 with the aim to estimate the additional spending needed to close the funding gap to achieve the sustainable development agenda by 2030. The study focuses on a selection of the SDGs, specifically the goals related to education, health (public and private) and infrastructure. According to this analysis annual additional spending on infrastructure and social sector needed to meet SDGs is estimated at 8.7 percent of GDP.

Clearly, development financing will need to be scaled up significantly, which would require thorough analysis of opportunities and constraints presented by various funding sources (state budget, foreign and domestic borrowing, ODA, alternative finance instruments, etc.). This is even more relevant in the backdrop of the COVID-19 crisis and its implications on the national economies, their ability to finance sustainable development in the light of considerable reduction of revenue stream to the state budgets, shrinking foreign and domestic investments, highly volatile ODA).

As the financing systems around the world are becoming more sophisticated and are discovering new operating models, sukuk has emerged as a new promising instrument to attract financing into sustainable development. Globally, sukuk issue totaled more than 979 billion US dollars. The annual market capitalization of stocks meeting the criteria for the Dow Jones Islamic Market Index in Islamic countries is estimated at more than \$ 12 trillion. Sukuk instruments are based on assets or business ownership and gaining recognition not only in the Muslim countries, but also worldwide. Sukuk has been issued over the past seventeen years as an alternative to conventional bonds and has been signed on by a wide base of investors.

The issuance of green bonds increased globally to an aggregate value of approximately USD 258 billion during 2019 with green sukuk accounting for USD 7.9 billion. The optimism surrounding green finance generally has extended to social financing which is likely to gain greater prominence as part of the COVID-19 recovery<sup>10</sup>.

In Uzbekistan too, the Government is exploring new opportunities presented by various financing solutions. It has identified several innovative financial instruments that can complement existing financing sources to close the gap to achieve the sustainable development agenda with green sukuk being one of them. In Uzbekistan, where more than 90 percent of population comprises Muslims, there is an immense potential for introducing Islamic financial instruments. Introduction of green Islamic Finance could play a crucial role in boosting green economy and ensure green recovery from the COVID-19 pandemic and its consequences. This will help address serious climate change and natural resources management concerns that Uzbekistan faces today with the estimated annual direct economic loss from natural disasters in Uzbekistan is around USD 200 mln., which is 0.3% of GDP<sup>11</sup>.

However, the rising demand for Islamic finance is inconsistent with the existing legal and regulatory environment in Uzbekistan. Namely, the present legal and regulatory frameworks cannot accommodate the Sharia-compliant financial instruments and are hindering the expansion of Islamic finance in Uzbekistan. To enable the development of Green Sukuk in the country, it is important to formulate a sound legal and regulatory framework, as well as apply “green” qualification of investments facilitates and thereby attract environment-friendly local and international investors.

In this context United Nations Development Program and the Islamic Development Bank has launched a Technical Assistance initiative aimed at assisting the Government of Uzbekistan (Ministry of Finance) in establishing a proper enabling environment in the country, which would foster implementation of green sukuk and develop the capital markets in Uzbekistan.

<sup>9</sup> <https://www.imf.org/~/media/Files/Publications/SDN/2019/SDN1903.ash>

<sup>10</sup> <https://www.williamfry.com/newsandinsights/news-article/2020/05/20/where-to-next-for-islamic-finance>

<sup>11</sup> Cost of climate hazards in Uzbekistan, UNDP, Sep 2020.

The goal of the Technical Assistance initiative is to develop the National Green Sukuk Framework for Uzbekistan that will serve as a guidance document for future issuances, both in local and international markets in foreign and local currencies and based on international best practices. The National Green Sukuk Framework, among other things, must include related policies and standards which reflect mechanisms for Sharia and Green certification by nationally and internationally accepted authoritative institutions.

In this regard, the following set of major activities will be implemented under given TA initiative:

1. Comprehensive assessment of existing laws and regulations.
2. Development of relevant legal, regulatory, supervisory and tax regulations for Sukuks, Sharia governance framework, and Green principles.
3. Development and operationalization of the National Green Sukuk Framework including the guidelines on management, monitoring and reporting of the use of proceeds, Standard Operational Procedures for project selection, data collection processes, impact measurement approaches and report writing.
4. Conducting awareness raising and capacity building activities.

## **B. Objective**

The objective of this assignment is to build on the research work carried out so far and 1) to conduct a comprehensive assessment of the existing legislation and 2) to develop relevant legal, regulatory, supervisory and tax regulations for Sukuks (corporate and sovereign), Sharia governance framework, and Green principles in Uzbekistan.

For this purpose, UNDP is planning to contract local and international consulting companies/vendors who will work closely towards the delivery of joint outputs.

The assignment will be closely coordinated with relevant national partners and Government institutions including the Ministry of Finance, Ministry of Investments and Foreign Trade, Central Bank, Republican Stock Exchange, State Tax Committee, Muslim Board, national think tanks etc.

## **C. Scope of Work**

The international consulting company/vendor will work under the general guidance of the Inclusive Growth Cluster Leader and under direct supervision of the Project Manager and the Ministry of Finance, and will accomplish the assignment in two stages. The international consulting company/vendor will lead and coordinate the work with the local consulting company and ensure the qualitative and timely implementation of the joint outputs/deliverables. Detailed specifications of the assignment include the following:

### **Stage I. Review of the Country context and providing inputs to the Concept note of the legal act on Plain Vanilla and Green Sukuks in Uzbekistan**

- Work closely with the local consulting company/vendor and analyze existing national legislation and institutional framework for establishment and functioning of various sovereign and corporate financial instruments, public debt management, establishment and management of SPVs, management of assets, taxation policies, etc.
- Work closely and consult regularly with key national partners including the Ministry of Finance, the Central Bank, the Ministry of Justice, the Muslim Board, and others involved in the development of enabling environment for Sukuk and Green Bonds in Uzbekistan;
- Review the "Pre-Feasibility Study of Green Sukuk Issuance in Uzbekistan developed by UNDP;
- Develop jointly with the local consulting company/vendor and contribute to the Concept note of the legal act on introduction of Plain Vanilla and Green Sukuks in Uzbekistan. The Concept Note of the legal act will need to be approved by the Ministry of Finance and will serve as a baseline for drafting a full package of documents for creating the enabling environment for Sukuks in Uzbekistan. Concept Note of the legal act must aim at ensuring that legislation and taxation in Uzbekistan provide equal treatment of Sukuks with conventional bonds from issuer and investor perspectives;

### **Stage II. Development of Legal and Regulatory Framework for Sukuks in Uzbekistan**

- Assess and review international best practices, including the country experience in creating the enabling environment for issuance and circulation of sukuk in Malaysia, Turkey, Gulf countries, United Kingdom, and others whose economic model is comparable to Uzbekistan;
- Based on the Concept Note of the legal act on introduction of Plain Vanilla and Green Sukuk in Uzbekistan, develop a full package of documents of laws, rules, regulations, and guidelines which will be required to be introduced and/or amended to operationalize Plain Vanilla and Green Sukuk Sukuks in Uzbekistan. This includes addressing policy and tax barriers, and putting in place the required changes to capital market regulations;

- Together with national partners, define Sharia certification process for issuing Fatwas on Sukuks to be issued in Uzbekistan and determine eligible local and/or international certifying institutions;
- Develop Policy recommendations and guiding instructions on Sharia certification process;
- Develop recommendations and guidelines on the scope of eligible and nationally approved sukuk structures and their characteristics based on internationally accepted Sharia compliant common sukuk structures;
- Develop sukuk Implementation roadmap for regulatory and supervisory authorities of Uzbekistan (including Ministry of Finance, Central Bank, Ministry of Justice, and Board of Muslims) comprising of detailed action plan on tasks, milestones and necessary changes which each regulatory and supervisory authorities need to implement before launching Sukuk;
- To finalize the draft documents elaborated within the scope of the assignment based on the feedback and comments received from UNDP, the Ministry of Finance, and stakeholders/partners;
- To perform other tasks within the scope of Development of Legal and Regulatory framework for Sukuk requested by the UNDP Inclusive Growth Cluster leader, Project Manager, and the Ministry of Finance.

#### D. Reporting and Deliverables

Below are reporting arrangements and terms of the contract:

- The Certifying Officer of this assignment from UNDP is Project Manager of Financing for Sustainable Development project;
- All information and reports should be provided in electronic versions in English and Russian languages;
- The Contractor will be submitting the reports based on the results achieved to be approved by UNDP, which will serve as justification for payments.
- All materials produced by the Contractor are the property of UNDP and can be used only upon agreement.

A table 1 below details the indicative schedule of deliverables/reports:

Deliverables/Outputs	Deadline	Installments	(%)
<b>Output 1</b> <ul style="list-style-type: none"> <li>• Inputs to the Concept note of the legal act on introduction of Plain Vanilla and Green Sukuk in Uzbekistan jointly developed with the local consulting company/vendor provided and submitted;</li> <li>• Policy recommendations and guiding instructions on Sharia certification process developed and submitted;</li> <li>• Guidelines on the scope of eligible sukuk structures developed and submitted;</li> </ul>	30 October 2021	1 <sup>st</sup> installment	50%
<b>Output 2</b> <ul style="list-style-type: none"> <li>• Full package of documents for the operationalization of Sukuks and addressing legal and tax barriers for the issuance and circulation including the following documents finalized; <ul style="list-style-type: none"> <li>- Relevant draft Legal, Regulatory, Supervisory and Tax regulations for Sukuks and "Green" bonds, Sharia Governance Framework and green principles developed and submitted.</li> <li>- Draft legislative and regulatory documents presented and discussed with the stakeholders, as well as revised and finalized based on feedback received from UNDP and partners/stakeholders.</li> </ul> </li> <li>• Sukuk Implementation roadmap for regulatory and supervisory authorities prepared.</li> </ul>	31 March 2022	2 <sup>nd</sup> installment	50%

## **E. KEY EXPERTISE REQUIREMENTS**

All positions under the contract, key as much as non-key experts, must be included and budgeted in the financial proposal in accordance with the person-month allocation required for each as defined by the proposing organization. The curriculum vitae (CV) shall be submitted for each key and non-key expert and included in the proposal. The key experts' CVs will be scored in selecting the technical proposals.

The consulting firm is expected to have a solid experience in finance and in high-quality policy advisory roles, including in areas such as capital market, fiscal policy, themed bonds issuance, private and financial sector development, financial analysis and advisory roles, including on issues of political economy, human development;

The contractor is expected to meet the following core requirements:

- A. Duly registered legal entity which is authorized to perform the services as stipulated in the present assignment.
- B. At least 5 years of demonstrated experience in providing legal, tax, and public finance consulting or advisory services to the governments or international organizations.
- C. At least 5 years of demonstrated experience in drafting legal documents on Islamic Finance instruments.
- D. At least 5 years of demonstrated experience in conducting policy advice and policy recommendations on themed bonds issuance (e.g. SDG Bonds Green Bonds, Sukuk/Green Sukuk, etc.)
- E. Minimum of 3 key dedicated company experts involved in current assignment all having relevant experience and educational background.