

# ACCESS TO FINANCE RWANDA

Request for Proposals

For

Consultancy to Review and Develop Access to Finance Rwanda's Policies and Procedure Manual.

Subject of Procurement:	Procurement of Consultancy Firm to Review and Develop Access to Finance Rwanda's Policies and Procedure Manual.			
Procurement Reference Number:	AFR/RFP-PPM/MAR/2020			
Date of Issue:	30 <sup>th</sup> March 2020			



30<sup>th</sup> March 2020

# **REQUEST FOR PROPOSALS**

#### PROCUREMENT REFERENCE NUMBER: AFR/RFP-PPM/MAR/2020

#### **Dear Prospective bidder:**

Access to finance Rwanda (AFR) is a Rwandan not for Profit organization, established in March 2010 by the governments of the United Kingdom (UK) and Rwanda and with support from the UK Department for International Development (DFID), Existing funders of AFR include DFID, USAID, the MasterCard Foundation and Sweden.

AFR's strategic focus is stimulating financial sector development by partnering with financial institutions and other stakeholders to increase access to and use of financial services. We identify and address constraints that prevent the financial market from reaching Rwanda's low-income population, and promote innovations and learning that result in sustainable change in the financial sector. Improving access to financial services for the rural poor and women is a particular focus.

AFR is guided by the making Markets work for the Poor (M4P) approach recognising that efforts to increase financial inclusion have to be market led and profitable for sustainability. AFR supports the Government of Rwanda's development objectives by aligning all its interventions to the national policy frameworks including the Financial Sector Development Programme (FSDP) II, and the National Strategy for Transformation 2017-2024

Proposals should be directly responsive to all items, terms, conditions, specifications, and other documents referred to in this RFP.

- Requests for clarifications to the contract may submitted until *Friday* 10<sup>th</sup> *April* 2020.
- Interested parties should submit their proposals no later than *Friday* 24<sup>th</sup> *April* 2020

Responding bidders are advised that this solicitation does not in any way obligate AFR to make a contract award or compensate the responding firms for any costs associated with the preparation and submission of their proposals. Additionally, AFR may award a contract without conducting negotiations; all proposals should be submitted initially using your most favourable terms. AFR reserves the right to award any resultant contract to other than the offeror submitting the lowest price proposal based on technical excellence, schedule superiority or client request. All communications regarding this RFP should be addressed via email:procurement@afr.rw



Below is the planned procurement schedule (subject to changes):

Activity	Date
a) Advert	Monday 30th March 2020
b) Request for clarifications	Friday 10 <sup>th</sup> April 2020
c) Proposal closing date	Friday 24 <sup>th</sup> April 2020
d) Evaluation process	Friday 1 <sup>st</sup> May 2020
e) Notification to bidders	Wednesday 6 <sup>th</sup> May 2020
f) Contract Signature	Friday 15 <sup>th</sup> May 2020

Cordially,

Waringa Kibe

# Country Director

Access to Finance Rwanda

# 1.1 SECTION 1: INSTRUCTIONS TO PROSPECTIVE BIDDERS

<u>Preparation of Proposals</u>: You are requested to submit separate technical and financial proposal, as detailed below. The standard forms in this Request for Proposal may be retyped for completion but the Consultant is responsible for their accurate reproduction.

You are advised to carefully read the complete Request for Proposals. An electronic copy of the Request for Proposals shall be considered as the original version.

<u>Technical Proposals</u>: Technical proposals should contain the following documents and information:

- 1. The Technical Proposal Submission Sheet in this Part;
- 2. An approach and methodology for performing the services;
- 3. A detailed work plan, showing the inputs of all key staff and achievement of deliverables;
- 4. Copies of previous contracts at least *3 f*or similar projects
- 5. CV's of key staff;
- 6. A summary of your experience in similar assignments;
- 7. The documents evidencing your eligibility, as listed below.
- 8. The consultant's comments or suggestions on the TORs and appreciation of the assignment the objectives, tasks and deliverables

<u>Financial Proposals</u>: Financial proposals should contain the following documents and information:

1. The Financial Proposal Submission Sheet in this Part;



2. A copy of the breakdown of Lump Sum Price form in this Part for each currency of your proposal, showing all costs for the assignment, broken down into professional fees, and reimbursable costs. The costs associated with the assignment shall be in US Dollars for foreign firms and Rwandan Francs for local firms.

<u>Validity of Proposals</u>: Proposals must remain valid for 90 calender days.

<u>Submission of Proposals</u>: The technical and financial proposals should be submitted seperately, both clearly marked with the Procurement Reference Number above, the Consultant's name, AFR and either "Technical Proposal" or "Financial Proposal" as appropriate.

Proposals (both technical and financial) must be submitted electronically to: <u>procurement@afr.rw</u> with clear subject line: "Consultancy to Review and Develop Access to Finance Rwanda's Policies and Procedure Manual" and submitted by 24<sup>th</sup> April 2020.

#### Language of the tender and mode of communication

The medium of communication shall be in writing. The bid, as well as all correspondence and documents relating to the bid exchanged by the Bidder and AFR, shall be written in English.

#### Amendment to the tender document

At any time prior to the deadline for submission of bids, AFR may amend the tender document by issuing an addendum. Any addendum issued shall be part of the tender document and shall be communicated in writing via the AFR website.

To give prospective Bidders reasonable time in which to take an addendum into account in preparing their bids, AFR may, at its discretion, extend the deadline for the submission of bids; in which case all rights and obligations of AFR and Bidders previously subject to the deadline shall thereafter be subject to the deadline as extended.

#### Late bids

AFR shall not consider any bid that arrives after the deadline for submission of bids. Any bid received by AFR after the deadline for submission of bids shall be declared late, rejected, and returned unopened to the Bidder.

# **1.2 SECTION 2: ELIGIBILITY CRITERIA**



<u>Eligibility Criteria</u>: You are required to meet the following criteria to be eligible to participate in the procurement exercise:

- 1. have the legal capacity to enter into a contract;
- 2. not be insolvent, in receivership, bankrupt or being wound up or subject to legal proceedings for any of these circumstances;
- 3. not have had your business activities suspended;
- 4. have fulfilled your obligations to pay taxes and social security contributions;
- 5. have the nationality of an eligible(defined in the proceeding section) country;
- 6. not to have a conflict of interest in relation to this procurement requirement; and

<u>Documents Evidencing Eligibility</u>: Consultants are requested to submit copies of the following documents as evidence of your eligibility and sign the declaration in the Technical Proposal Submission Sheet:

- 1. Certificate of Incorporation
- 2. A copy of the valid Bidder's Trading licence or equivalent and a copy of the Bidder's Certificate of Registration;
- 3. Evidence of statutory compliance such as a valid tax clearance certificate (RRA Certificate)
- 4. Original or a certified copy of RSSB Certificate
- 5. Power of attorney with a specimen signature of authorised representative
- 6. Any other relevant documentation.

**NOTE:** Failure to submit the above required documents will lead to disqualification from Technical and Financial evaluation

<u>Nationality of Personnel</u>: All personnel employed under any resulting contract shall have the nationality of an eligible country to conduct business in Rwanda.

All countries are eligible, unless as a matter of law or official regulation, the Government of Rwanda prohibits commercial relations with that country or by an act of compliance with a decision of the United Nations Security Council taken under Chapter VII of the Charter of the United Nations, the Government of Rwanda prohibits any import of Supplies from that country or any payments to persons or entities in that country.

# **1.3 SECTION 3: EVALUATION OF PROPOSALS**

<u>Evaluation of Proposals</u>: The evaluation of Proposals will use the **Quality Cost Based** methodology as detailed below:

- 1. Preliminary examination to determine eligibility (as defined below) and administrative compliance to this Request for Proposals on a pass/fail basis;
- 2. Detailed Technical evaluation will contribute 80%;



3. Financial scores will allocated 20% to determine the best evaluated bid.

Proposals failing any stage will be eliminated and not considered in subsequent stages.

<u>Technical Criteria</u>: Proposals shall be awarded scores out of the maximum number of points as indicated below.

No	Evaluation criteria	Maximum
		score
А	Main criteria:	30
	Specific experience in providing similar services	
A A1	Sub-criteria	
A1	Experience in providing advisory services across a range of	10
	services in the area of financial management, grants management,	
	human resource, risk management, procurement and Information	
	Systems, designing, development and implementation of systems	
	and manuals.	00
A2	Experience in the field of design and development of Financial	20
	Policies and Accounting Procedures Manual, Grants	
	management/investment manual, procurement manual, human resource policies and procedures manual, travel allowances policy,	
	whistleblowing manual, fraud and anti-corruption policy, conflict of	
	interest guidelines and information security manual for at least three	
	donor funded organisation.	
В	Main criteria:	40
-	Adequacy of the proposed work plan and methodology proposed.	10
В	Sub criteria	
B1	Technical Approach and Methodology	30
B2	Work Plan	10
С	Main criteria: Qualifications and experience of the key personnel.	30
	Sub-criteria	
C1	Team Leader with at least a Masters' Degree in Business	10
	Administration Finance, or Accounting or Strategic Management, a	
	member of recognized Professional	
	Accountancy/procurement/human resource management body with	
	experience of over 10 years in financial management, procurement	
	management, human resource management and Information	
	Systems and at least four (04) assignments of a similar nature.	
C2	Complete profile of Directors/Partners, and qualifications of the	20
	Individual relevant Professionals to be engaged on this assignment	
	and they should have five (05) years' experience in similar	
	assignments	400
	Total	100

<u>Minimum technical score</u>: The mark required to pass the technical evaluation is 56 out of 80 which is 70% of the Technical Score

# Financial Criteria:

Pricing information should not appear in any other section of the proposal other than the financial proposal.



Financial scores shall be determined by awarding a maximum of 20 points to the lowest priced proposal that has passed the minimal technical score and giving all other proposals a score which is proportionate to this.

<u>Total scores</u>: Total scores shall be determined using a weighting of 80% for technical proposals and a weighting of 20% for financial proposals.

<u>Currency</u>: Proposals should be priced in **US Dollars for foreign firms and Rwandan Francs for local firms.** 

<u>Best Evaluated Bid</u>: The best evaluated bid shall be the firm with the highest combined score and shall be recommended for award of contract.

<u>Right to Reject</u>: AFR reserves the right to accept or reject any proposal or to cancel the procurement process and reject all proposals at any time prior to contract signature and issue by AFR, without incurring any liability to Consultants.

AFR reserves the right, at its sole discretion, to reject all proposals received and seek fresh proposals, to negotiate further with one or more of the bidders, to defer the award of a contract or to cancel the competition and make no contract award, if appropriate.

# 1.4 SECTION 4: TECHNICAL PROPOSAL SUBMISSION SHEET

[Complete this form with all the requested details and submit it as the first page of your technical proposal, with the documents requested above attached. Ensure that your technical proposal is authorised in the signature block below. A signature and authorisation on this form will confirm that the terms and conditions of this RFP prevail over any attachments. If your proposal is not authorised, it may be rejected.]

Proposal Addressed to:	Access to Finance Rwanda
Date of Technical Proposal:	
Procurement Reference Number:	
Subject of Procurement:	

We offer to provide the services described in the Statement of Requirements, in accordance with the terms and conditions stated in your Request for Proposals referenced above.

We confirm that we are eligible to participate in public procurement and meet the eligibility criteria specified in Part 1: Proposal Procedures of your Request for Proposals.



We have signed and undertake to abide by the Code of Ethical Conduct for Bidders and Providers attached during the procurement process and the execution of any resulting contract;

Our proposal shall be valid until \_\_\_\_\_\_ [insert date, month and year] and it shall remain binding upon us and may be accepted at any time before or on that date;

I/We enclose a separately sealed financial proposal.

# **Technical Proposal Authorised By:**

Signature:	Name:	
Position:	Date:	(DD/MM/YY)
Authorised for and on behalf of:		
Company:		
Address:		

# CODE OF ETHICAL CONDUCT IN BUSINESS FOR BIDDERS AND PROVIDERS

# 1. Ethical Principles

Bidders and providers shall at all times-

- (a) maintain integrity and independence in their professional judgement and conduct;
- (b) comply with both the letter and the spirit of-



- i. the laws of Rwanda; and
- ii. any contract awarded.
- (c) avoid associations with businesses and organisations which are in conflict with this code.

# 2. Standards

Bidders and providers shall-

- (a) strive to provide works, services and supplies of high quality and accept full responsibility for all works, services or supplies provided;
- (b) comply with the professional standards of their industry or of any professional body of which they are members.

# 3. Conflict of Interest

Bidders and providers shall not accept contracts which would constitute a conflict of interest with, any prior or current contract with AFR. Bidders and providers shall disclose to all concerned parties those conflicts of interest that cannot reasonably be avoided or escaped.

# 4. Confidentiality and Accuracy of Information

- (1) Information given by bidders and providers in the course of procurement processes or the performance of contracts shall be true, fair and not designed to mislead.
- (2) Providers shall respect the confidentiality of information received in the course of performance of a contract and shall not use such information for personal gain.

# 5. Gifts and Hospitality

Bidders and providers shall not offer gifts or hospitality directly or indirectly, to staff of AFR that might be viewed by others as having an influence on a government procurement decision.

#### 6. Inducements

- (1) Bidders and providers shall not offer or give anything of value to influence the action of a public official in the procurement process or in contract execution.
- (2) Bidders and providers shall not ask a public official to do anything which is inconsistent with the Act, Regulations, Guidelines or the Code of Ethical Conduct in Business.

#### 7. Fraudulent Practices

Bidders and providers shall not-

- (a) collude with other businesses and organisations with the intention of depriving AFR of the benefits of free and open competition;
- (b) enter into business arrangements that might prevent the effective operation of fair competition;
- (c) engage in deceptive financial practices, such as bribery, double billing or other improper financial practices;
- (d) misrepresent facts in order to influence a procurement process or the execution of a contract to the detriment of AFR; or utter false documents;



- (e) unlawfully obtain information relating to a procurement process in order to influence the process or execution of a contract to the detriment of the AFR;
- (f) withholding information from the Procuring Disposing Entity during contract execution to the detriment of the AFR.

I ..... agree to comply with the above code of ethical conduct in business.

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\_\_\_\_\_

\_\_\_\_\_

AUTHORISED SIGNATORY

NAME OF CONSULTANT



# 1.5 SECTION 5: FINANCIAL PROPOSAL SUBMISSION SHEET

[Complete this form with all the requested details and submit it as the first page of your financial proposal, with the documents requested above attached. Ensure that your proposal is authorised in the signature block below. A signature and authorisation on this form will confirm that the terms and conditions of this RFP prevail over any attachments. If your proposal is not authorised, it may be rejected. The total price of the proposal should be expressed in the currency or currencies permitted in the instructions above.]

Proposal Addressed :	AFR
Date of Financial Proposal:	

Procurement Reference Number: Subject of Procurement:

The total price of our proposal is: \_\_\_\_\_\_.

We confirm that the rates quoted in our Financial Proposal are fixed and firm for the duration of the validity period and will not be subject to revision or variation.

# **Financial Proposal Authorised By:**

Signature:		Name:	
Position:		Date:	
Authorised for	or and on behalf of:		(DD/MM/YY)
Company:			
Address:			

**Breakdown of Prices** 



[Complete this form with details of all your costs and submit it as part of your financial proposal. Where your costs are in more than one currency, submit a separate form for each currency. Authorise the rates quoted in the signature block below.]

Procurement Reference Number: \_\_\_\_\_

CURRENCY OF COSTS: \_\_\_\_\_

PROFESSIONAL FEES					
Name and Position of Personnel	Input Quantity	Unit of Input	Rate	Total Price	Total Price (inclusive taxes)
TOTAL:					

REIMBURSABLE EXPENSES							
Description of CostQuantityUnit of MeasureUnit PriceTotal Price							
TOTAL:							

	LUMPSUM EXPENSES					
Descrip	ption of Cost	Quantity	Unit of Measure	Unit Price	Total Price	Total Price (Inclusive taxes)
Perdiem to co (communicati laundry and an incidentals)	on, local transport,		Days			
T	OTAL:					

# TOTAL COST PRICE IN CURRENCY:

Breakdown of total price Authorised By:		
Signature	Name:	
Position:	Date:	
Authorized for and on behalf of		(DD/MM/YY)

Authorised for and on behalf of:

Compay:



#### 2.0 TERMS OF REFERENCE

#### TERMS OF REFERENCES TO REVIEW, UPDATE AND DEVELOP ACCESS TO FINANCE RWANDA..'s POLICIES AND PROCEDURES' MANUALS

#### 1. Background

Access to Finance Rwanda (AFR) is a Rwandan not for profit company established in 2010 by the UK's Department for International Development (DFID) and the World Bank in partnership with the Government of Rwanda.

Access to Finance Rwanda is part of the broader Financial Sector Deepening (FSD) Network of programs in Africa that seek to create a transformative impact on the reduction of poverty by supporting efforts to improve financial inclusion and by helping financial institutions and markets drive economic growth.

AFR's intention is to remove the systemic barriers that hinder access to financial services by putting the low income people particularly the rural poor and women at the centre of its interventions. AFR supports the development and provision of financial services including savings, credit, insurance, payments and remittances. AFR is currently funded by DFID, Sweden, USAID and the MasterCard Foundation.

AFR developed its policies and procedures manuals in 2011. Some of these policies and procedures manuals were updated in 2015. However several developments have happened over the years including on boarding more donors with varying reporting requirements and changes in the company's operating environment.

#### 2. Objective of the assignment

The objective of the assignment, therefore, is to provide AFR with revised and updated policies and procedures manuals which are consistent with the current operating environment, donor compliance/reporting requirements, pertinent existing laws and regulations of the Republic of Rwanda, and International Financial Reporting Standards.

AFR wishes therefore, to procure an experienced consultancy firm to review and update the company's policies and procedures' manuals including; Financial Policies and Accounting Procedures Manual, Grants management/investment policy and procedures manual, procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual.

The consultancy firm is also required to develop a risk management policy and procedures manual, risk management framework, safeguarding policy and procedures manual, communications policy and procedures manual, records retention and destruction policy and procedures manual, project management policy and procedures manual and a results measurement and learning policy and procedures manual for AFR



#### 3. Scope of assignment

AFR's expectation from the consultant for this assignment include the following;

- a) Conduct a preliminary assessment of the current setup and operations of AFR, and demonstrate understanding of the assignment in an inception report.
- b) Obtain a deeper understanding of AFR's operations.
- c) Review and update the Financial Policies and Accounting Procedures Manual, Grants management/investment policy and procedures manual, procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual including;
  - i. Review the existing Financial Policies and Accounting Procedures and grants management policy and procedures manual in terms of applicability, scope, relevance and adequacy to the company's strategy and donor reporting requirements to ensure that it is robust, up-to-date and captures best practice standards for a not for profit multi donor funded private limited company;
  - ii. Review the existing procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual in terms of applicability, scope, relevance and adequacy to the company's strategy and operations to ensure that they are robust, up-to-date and capture best practice standards for a not for profit donor funded private limited company;
  - iii. Review background documents and liaise with relevant AFR staff to ensure a participatory process in coming up with the revised policies and procedures manuals.
  - iv. Identify and examine gaps between the existing policies and procedures, best practice, current policies and procedures, donor compliance/reporting requirements, pertinent existing laws & regulations of the Republic of Rwanda and International Financial Reporting Standards, and the current operations and set up of AFR.
  - v. Advice on the Financial Policies and Accounting Procedures Manual, Grants management/investment policy and procedures manual, procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual in line with the AFR's existing structure and activities.
  - vi. Review the structure, layout and content of the AFR's current management accounts and benchmark to the comparable donor funded institutions.
  - vii. Propose amendments, updates and improvements and make appropriate recommendations following the above review and assessment.



- viii. Update the reviewed policies and procedures manuals in (i) and (ii) based on the gaps identified, proposals in (vii) above and discussions with AFR and align them with the best practices, donor compliance/reporting requirements, pertinent existing laws & regulations of the Republic of Rwanda and International Financial Reporting Standards.
- ix. Develop a risk management policy and procedures manual, risk management framework, safeguarding policy and procedures manual, communications policy and procedures manual, records retention and destruction policy and procedures manual, project management policy and procedures manual and a results measurement and learning policy and procedures manual for AFR.
- x. Field test the updated and newly developed policies and procedures manuals with the relevant staff of AFR.
- xi. Present the draft updated and newly developed policies and procedures manuals to both Management and the AFR Board of Directors.
- xii. Present the final policies and procedures manuals, having incorporated the feedback from (ix & x) above, to AFR.

#### 4. Expected deliverables

The expected deliverables of this assignment are as follows:

- a) An inception report demonstrating understanding of the assignment, the methods of execution and work plan to ensure deliverables outcome is in line with AFR's expectations within two weeks after signing the contract.
- b) Draft comprehensive Policies and Procedures Manual, field tested and aligned with donor compliance/reporting requirements, pertinent existing laws & regulations of the Republic of Rwanda and International Financial Reporting Standards, and the current operations and set up of AFR within twelve weeks after signing the contract.
- c) The draft policies and procedures manuals in (b) above should be presented to the Management and Board of AFR for comments, input and recommendation(s), if any.
- d) Final updated comprehensive Financial Policies and Accounting Procedures Manual, Grants management/investment policy and procedures manual, procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual and newly developed risk management policy and procedures manual, risk management framework, safeguarding policy and procedures manual, communications policy and procedures manual, records retention and destruction policy and procedures manual, project management policy and procedures manual with input from the presentations in (c) above. The updated and newly designed policies and procedures manuals should conform to the donor requirements and laws of the Republic of Rwanda.
- e) Training sessions of key users of the Financial and Accounting Regulations Manual, Procurement manual and human resource management manual.



#### 5. Time frame

The consultant is expected to finalise this assignment within four months from the date of signing the contract.

#### 6. Reporting and Language

The consultant will report to AFR Country Director. All reports/documents shall be presented in English.

#### 7. Terms of payment

SN	Description	Payment Amount
1	Upon delivery of an acceptable Inception Report.	20%
2	Upon presentation of draft revised manuals to AFR Management.	30%
2	Upon presentation of draft revised manuals to the AFR Board of Directors.	30%
4	Upon presentation and acceptance of final updated manuals, and training of key users.	20%
Total I	Disbursement	100%

#### 8. Expected competences and experience

The consultant should be an incorporated entity *I* professional firm. The Consultancy firm's profile should meet the following requirements:

- a) The consultancy firm should have experience in providing advisory services across a range of services in the area of financial management, grants management, human resource, risk management, project management, procurement and Information Systems including design, development and implementation of systems and policies and procedures manuals.
- b) The firm should have provided consulting services in the field of design and development of Financial Policies and Accounting Procedures Manual, Grants management/investment policy and procedures manual, procurement policy and procedures manual, human resource policies and procedures manual, travel and travel allowances policy, whistleblowing policy and procedures manual, fraud and anti-corruption policy, conflict of interest guidelines and information and communication technology policy and procedures manual, risk management policy and procedures manual, risk management framework, safeguarding policy and procedures manual, communications policy and procedures manual, records retention and destruction policy and procedures manual, project management policy and procedures manual for at least three donor funded Organisation. At least three (3) reference letters from the firm's clients where the firm has successfully designed/reviewed and updated policies and procedures should be included. Two of the clients should not for profit organisations. AFR will undertake due diligence on the referenced clients provided.
- c) The Firm should submit their complete profile of Directors/Partners, and qualifications of the relevant Professionals to be engaged on this assignment



with experience of over three (03) assignments of a similar nature and six (05) years in reviewing, updating and developing similar policies and procedures manuals.

d) The Team Leader should have at least Masters' Degree in Business Administration, Finance, or Accounting or Strategic Management, a member of a recognised Professional Accountancy/procurement/human resource management body with experience of over 10 years in financial management, procurement management, human resource management, risk management, project management and Information Systems and at least four (04) assignments of a similar nature.

#### Confidentiality

All deliberations relating to preparations of the Manual including all information collected during various meetings/documents, primary & secondary data etc. shall be kept confidential and shall not be divulged to any third party either verbally or in writing or in any other form.