Date: 01.09.2026

Response to pre Bid Queries : RFP for Engagement of Agency for Design and Implementation of Total Rewards Framework and Long-term Incentive Plan

Sr. No.	Reference to RFP Document	Query	Remarks
1	Section 3 – Scope of Work (Page 16)	Kindly confirm the total employee headcount covered under the engagement, including breakdown by permanent, contractual, and leadership employees.	Headcount on the rolls of the company as on 31st August 2026 is 327
2	Section 3 – Scope of Work (Page 16)	Please confirm the number of business units, functions, locations, and legal entities (NHIIMPL + SPVs) that fall within the scope of this assignment.	- Total of 4 legal entities which comprise of IM and 3 SPVs. - There are total of 28 projects and 46 Toll plazas across 12 States in India.
3	Section 3 – Scope of Work (Page 16)	Will the selected consultant be required to undertake a job evaluation/job grading exercise, or does the organization already have an established grading framework?	While the grading and designation matrix is in place, it is expected from the bidder to review the existing desgination matrix and grading matrix and advise if any changes are required to be made.
4	Section 3 – Scope of Work (Page 16)	Kindly clarify whether compensation benchmarking is expected at the function level (e.g., Finance, HR, IT) or at the sub-function level (e.g., Talent Acquisition, FP&A, Treasury, etc.).	The compensation benchmarking is required to be done for all roles/positions across all functions in the organization.
5	Section 3 – Scope of Work (Page 16)	For senior leadership roles and Key Managerial Personnel (KMPs), does the Client require position-based benchmarking against comparable positions within peer organizations?	Yes
6	Section 3 – Scope of Work (Page 16)	If position-based benchmarking is required for leadership/KMP roles, kindly indicate the approximate number of such roles and whether a peer group has already been identified.	The compensation benchmarking is required to be done not only for senior leadership and KMPs but also other roles/positions across all functions in the organization. There are total of 45 roles/positions are in the organization.
7	Section 3 – Scope of Work (Page 16) – Mentions "Road InvITs and comparable industries"	Does the Client have a predefined list of peer/comparator organizations, or is identification of the comparator group expected from the consultant?	The major InvITs, Road companies and large infrastructure companies should be included in the comparator group.
8	Section 3 – Scope of Work (Page 16)	Are employee focus groups, management interviews, workshops, and stakeholder consultations expected as part of the assignment?	Yes, if bidder wish to interact with them for better understanding.
9	Section 3 – Scope of Work (Page 16)	Will the Client provide historical compensation, benefits, attrition, organization structure, and workforce data in a standardized format?	Yes, the same can be shared with the empanelled bidder during the course of assignment.
10	Section 3 – Scope of Work (Page 16) – Mentions "Regulatory and tax considerations"	While the RFP mentions "Regulatory and tax considerations" for the Employee Unit Options Scheme, kindly confirm if the scope includes external legal/tax opinions, regulatory filings, or advisory only.	The bidder shall be responsible for end-to-end scope of work. It is up to the bidder to either use external resource or their in-house team for such requirements.
11	Section 3 – Scope of Work (Page 16) – States "Design and implement"	The RFP states "Design and implement" for LTIP Framework. Kindly clarify the extent of implementation support expected (e.g., valuation support, regulatory compliance, stakeholder approvals, or framework documentation only).	Please refer to the final deliverables in the table under Scope of Work (Page 16)
12	Section 3 – Scope of Work (Page 16) – Mentions "Communication and implementation guidelines"	The RFP mentions "Communication and implementation guidelines." Kindly confirm if active change management support (workshops, town halls, communication rollout) is to be included oris the requirement for documentation only.	It will be documentation only.
13	Section 3 – Scope of Work (Page 16) –	In the current state assessment of compensation and benefits part of the scope, please confirm if employer withholding tax and wage defination assessment will be part of the scope?	No. However, the recommendation for proposed compensation and benefits framework should be in line with the New Labour Codes.
14	Section 3 – Scope of Work (Page 16) –	For the proposed LTIP structure, including any equity or stock-based plans, will any participating beneficiaries be resident or located outside India?	No.

15	Section 3 – Scope of Work (Page 17)	Cost Benefit Analysis - Accounting implications **<u>1. Scope of Accounting Assessment</u>** Please clarify whether the accounting implications assessment is required only for the Long-Term Incentive Plans (Non-Equity) or whether it is also expected to cover the Employee Unit Options Scheme. **<u>2. Extent of Accounting Impact Analysis</u>** Please clarify whether the scope requires an assessment of the accounting implications on a principal / conceptual basis for the various scenarios, or whether it also includes quantification of the financial impact on the books of accounts under each scenario. **<u>3. Accounting Disclosures</u>** Please confirm whether the scope includes providing advice on and drafting / reviewing the relevant financial statement disclosures required under the applicable accounting standards.	1. The accounting assessment is required for both Non-equity Long-term Incentive Plans and Employee Unit Options Scheme. 2. No. It will be done internally. 3. The scope doesn't include the accounting disclosures.
16	Section 14 – Technical Evaluation Criteria (Page 11) – Mentions "Experience in completing similar Services"	Kindly clarify the definition of "similar consultancy assignments" for the purpose of eligibility and evaluation. What specific services/engagements qualify as "similar"?	Herein the "similar consultancy assignments"refer to Compensation & Benchmarking and/or Long-term Incentive Plan including Employee Unit Options Schemes.
17	Section 14 – Technical Evaluation Criteria (Page 11)	Can assignments executed for private sector companies, listed entities, public sector organizations, startups, or multinational companies all be considered as similar assignments, or are there restrictions on client types?	Bidders who have experience in InvITs and/or listed entities, Private Equity Firms and Sovereign Funds will be considered.
18	Section 14 – Technical Evaluation Criteria (Page 11) – States "completing similar Services"	Will ongoing assignments be considered for eligibility purposes, or will only completed assignments be accepted?	Only the executed assignments will be considered for eligiblity purposes.
19	Section 16 – Procedure for Selection (Page 12)	In case of a tie in technical scores or overall ranking, what tie-breaking methodology will be adopted?	In such a case, the management decision will be final and binding.
20	Section 18 – Documents to be Submitted (Page 12) – Para 18.4	What specific documentary evidence will be acceptable to demonstrate experience in LTIP/ESOP/Employee Unit Option Scheme design assignments? (e.g., completion certificates, client letters, contracts, engagement letters)	Copies of the Work Orders/Engagement Letters or the completion ceritificates issued by the Clients
21	Section 14 – Technical Evaluation (Page 11) & Section 18.3 – Bidder Profile (Page 12)	Will CVs of all proposed team members be evaluated, or only key personnel? Is a team summary sufficient, or are individual CVs required for all MBA/PGDM (HR) qualified team members being claimed for scoring?	While the summary of the team members will suffice the requirements, the detailed CV of the Project Manager for this assignment is required to be submitted.
22	Section 14.5 – Presentation Evaluation (Page 11) – Parameters listed but detailed rubric not specified	While Section 14 provides the Technical Evaluation criteria, will the detailed scoring rubric for Presentation (25 marks) be shared with bidders? What specific parameters will be used to evaluate the presentation?	The scoring will be published on company's website post-completion of each activity.
23	Section 20.6 – Indemnification (Page 13)	We propose that the indemnity clause be mutually agreed at the time of contracting, consistent with Deloitte's standard engagement letter terms and firm policy. We request your approval/ confirmation to proceed with the above approach.	Please refer to the indemnification clause under Point No. 25 on Page No. 15. The indemnification clause on the same lines can form part of Deloitte's Engagement Letter or the same can be discussed and finalised in consultation with the legal functions of both the parties at the time of engagement.

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24	Section 20.6 – Limitation of Liability (Page 13)	We propose the following revision to the clause and request your approval/confirmation to proceed with the proposed approach: *"Subject to the carve-outs below, the Agency/Firm's aggregate liability under this Agreement, whether in contract, tort (including negligence), misrepresentation, restitution, or otherwise, shall not exceed the aggregate fees received by the Agency/Firm from NHIIMPL in the twelve (12) months preceding the date the relevant claim first arose (the "Liability Cap"). The Liability Cap shall not apply to the Agency/Firm 's liability arising from fraud."*	The same can be discussed and finalised in consultation with the legal functions of both the parties at the time of engagement.
25	Eligibility Criteria - 12.3 - The Bidder should have successfully completed at least three (03) consultancy assignments during the last five years relating to Compensation & Benefits Review, Total Rewards Framework, Job Evaluation, Pay Benchmarking, Long-Term Incentive Plan (LTIP), Employee Stock/Unit Option Scheme, Executive Compensation, or similar HR consulting assignments.	Please confirm if similar HR consulting assignments can include HR transformation, HR Policy review, manpower planning, performance management system, leadership development, assessment & development centers etc.	The scope of work includes specific assignments and not the general HR consulting works. Therefore, please refer to the Form of Technical Proposal on Page No. 18 for the eligibility criteria.
26	Detailed profile of the Bidder certified by Authorized Signatory of the Bidder	Which documents will satisfy this criteria? Or please let us know what key elements should be there in the bidder profile.	The self-certified Bidder's Profile.
27	Section 5. Form of Financial Proposal	Request you to clarify whether the "Base Fee" represents the total consolidated fee for the complete scope of work. If so, should the total fee be entered only against the first row, and are bidders required to provide separate fees for the Total Rewards/Compensation Policy Framework and LTIP Framework as well?	Yes, the base fee represents the total consolidated fee for the complete scope of works. For the purposes of understanding and capturing the cost of both the assignments separately, the two rows below the base fee row have been created.
28	Clause 20.4 - The Engaged Agency/Firm shall keep confidential all information, documents, data and other materials disclosed by NHIT entities in connection with the Engagement or any assignment ("Confidential Information") and shall not, without prior written consent, disclose or use such Confidential Information except for the purposes of performing the services under the engagement.	We propose inclusion of the following: - "Notwithstanding anything to the contrary, we shall be allowed to retain sufficient documentation as part of our professional records to support and evidence the work performed by us. Such retention shall be subject to obligations of confidentiality mentioned herein"	The same can be discussed and finalised in consultation with the legal functions of both the parties at the time of engagement.
29	Section 3: Scope of work	Please clarify whether LTIP already exists	No
30	Section 3: Scope of work	Please confirm whether NHIT has an existing role architecture and role library in place. If yes, kindly specify the number of roles that are expected to be covered under the compensation benchmarking exercise	Yes, the role library is in place. There are total of 45 roles in the organization. The compensation benchmarking is required to be done for all roles/positions across all functions in the organization.
31	Section 3: Scope of work	Please clarify whether the scope of work includes support in the preparation/review of legal and governance documentation related to the LTIP/EUOS, such as shareholder resolutions, scheme documentation, trust deeds, plan rules, employee agreements, and other regulatory filings.	Please refer to the final deliverables in the table under Scope of Work (Page 16)

32	Section 3: Scope of work	Please clarify whether NHIT has already identified the preferred LTIP/EUOS instrument to be implemented (e.g., ESOPs, RSUs, SARs, phantom stock, or any other structure), or whether the selected consultant is expected to evaluate and recommend the most appropriate LTIP instrument as part of the engagement.	Please refer to the final deliverables in the table under Scope of Work (Page 16)
33	Section 3: Scope of work	As part of the cost-benefit analysis and benefits benchmarking exercise, please clarify whether the scope includes both monetary benefits (e.g., insurance, retirement benefits, allowances, etc.) and non-monetary benefits (e.g., wellness programs, learning and development, recognition programs, flexible work arrangements, etc.). If yes, are non-monetary benefits expected to be evaluated and benchmarked in monetary-equivalent terms as part of the analysis?	The benchmarking exercise should include only monetary benefits.
34	Section 3: Scope of work	Please clarify whether the development of recommended fitment norms (salary and designation) is expected to be based on an existing job evaluation and grade architecture framework available at NHIT. If not, is the selected consultant expected to conduct job evaluation and establish the necessary role/grade architecture as part of the engagement?	The fitment norms are required to be finalised based on the existing job evaluation and grade architechture.
35	Scope of Work, Section - 3 Current State Assessment	Given that the scope includes pay benchmarking, internal parity assessment, formulation of fitment norms, and coverage across multiple NHIT entities, we request clarification on the total number of NHIT entities within scope, workforce strength across these entities, inclusion (if any) of outsourced/contractual personnel, and the employee levels/functions proposed to be considered for benchmarking, parity assessment, and fitment analysis.	- Total of 4 legal entities which comprise of IM and 3 SPVs. - There are total of 28 projects and 46 Toll plazas across 12 States in India. - Headcount on the rolls of the company as on 31st August 2026 is 327
36	Scope of Work, Section - 3 Current State Assessment	To facilitate a comprehensive current-state assessment, we request NHIT to kindly provide an overview of the Total Rewards elements currently in place across the NHIT entities, including compensation structures, benefits, incentives, executive perquisites, and recognition programmes, along with any gaps, challenges, retention concerns, or improvement areas identified in the existing framework.	The same shall be provided to the selected bidder at the time of engagement.
37	Scope of Work, Section - 3 Current State Assessment	To facilitate an effective current-state assessment, kindly confirm when the last compensation benchmarking and/or Total Rewards framework review was undertaken across NHIT entities. Further, we request an overview of the incentive and variable pay programmes currently in operation, including employee coverage, broad design features, and eligibility criteria.	The compensation benchmarking was done in the year 2024.
38	Scope of Work, Section - 3 Statutory and Labour-Code Alignment Market Benchmarking (Conduct a Comprehensive market benchmarking study covering Road InvITs and comparable industries)	Kindly clarify whether the scope also includes a review of the existing salary and compensation structure from a statutory compliance perspective, including recommendations for alignment with the new labour codes and the associated wage-definition requirements, wherever applicable.	Yes. The proposed total rewards framework should be in line with the New Labour Codes.

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39	Scope of Work, Section - 3	With respect to the Compensation and Benefits Strategy and Policy Framework, we request clarification on whether the engagement envisages (i) a review and refinement of the existing philosophy and framework, or (ii) a comprehensive market benchmarking exercise leading to the development of a revised Compensation and Benefits Strategy and Policy Framework. Further, to ensure a relevant and representative benchmarking outcome, kindly indicate whether the comparator group should primarily comprise Government Organizations, CPSEs/PSUs, and infrastructure sector entities, or whether comparable private sector organizations are also intended to be considered for select roles and talent segments.	The major InvITs, Road companies, large infrastructure companies, private equity firm and soverign funds should be included in the comparator group.
40	Employee Unit Options Scheme Framework Design (Develop a comprehensive Employee Unit Options Scheme framework, covering -) Communication and implementation guidelines	The scope includes communication and implementation guidelines as part of the proposed framework and implementation roadmap. Kindly clarify whether NHIT expects the engagement to include development of a structured employee communication and change management approach for rollout of the proposed Total Rewards and LTIP framework. If yes, are there any preferred communication channels, formats, or guiding principles that should be considered.	Please refer to the final deliverables in the table under Scope of Work (Page 16)
41	Technical Information, Section 4 (B) Team Strength	We understand that the evaluation criterion considers the overall team strength of the consultant based on the number of professionals available with the bidder and their education (MBA (HR)/PGDM (HR)). However, for successful execution of the assignment, it is also important to understand the expected project team size, key personnel requirements, and their relevant experience. We request the Authority to clarify the proposed project team composition and experience expectations for this assignment.	It is up to the Bidder to establish the project team and its size. However, the summary of the project team and the detailed CV of the Project Manager is required to be submitted to the management.
42	Deliverables Payment Milestones	The RFP outlines detailed workstreams and deliverables under the Total Rewards/Compensation Framework and LTIP Framework; however, the payment schedule and milestone-wise fee release mechanism have not been specified. To facilitate appropriate project planning and execution, we request NHIT to kindly confirm the proposed payment schedule and milestone-wise fee release mechanism. In case the same is yet to be finalized, NHIT may consider linking payments to the successful completion of key project milestones and deliverables, as detailed below: Milestone : Proposed Payments Current State Assessment : 10% Market Benchmarking Study : 15% Employee Unit Options Scheme Framework Design : 20% Long-term Retention Incentive Framework Design : 20% Cost-Benefit Analysis : 15% Submission and Acceptance of Final Deliverables, including Policy Documentation, Board/ Management Presentation and Implementation Roadmap : 20%	The payment schedule may be followed as below: 1. After the issuance of the Work Order - Advance payment of 25% of the total base fee 2. After submission of the final deliverables - 50 % of the total base fee 3. After completing the balance formalities including presentation to the NRC/Board - 25% of the total base fee

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43	Procedure for Selection of Engaged Agency/Firm s - Clause 16.1 Post qualification of the minimum eligibility criteria, the bidder(s) will be selected under Cost Based Selection ("CBS") method as described in this section and in accordance with the practices of NHIT.	Given that the assignment is consultancy-based and requires high quality, strategic deliverables that will directly support NHIT's organizational strategy, we request you to consider adopting the QCBS (Quality and Cost Based Selection) methodology instead of the current Cost Based Selection (L1) basis. If QCBS is considered, we kindly request you to share the detailed evaluation framework with weightages for technical and financial proposals to enable bidders to prepare a responsive proposal. Proposed Evaluation Method (for reference): Lowest financial bid gets 100 points (Sf). Others: Sf = 100 × (Fm / F) Fm = Lowest bid, F = Bid under review Weights: Technical (St) = 80% Financial (Sf) = 20% Final Score (S) = (St × 0.80) + (Sf × 0.20) Highest S ranks first. Minimum Technical Score Required = 75	A corrigendum has been published on company's website in this regard.

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