

রেজিস্টার্ড নং ডি এ-১

“জাতির পিতা বঙ্গবন্ধু শেখ মুজিবুর রহমানের
জন্মশতবার্ষিকী উদ্‌যাপন সফল হোক”

বাংলাদেশ



গেজেট



অতিরিক্ত সংখ্যা

কর্তৃপক্ষ কর্তৃক প্রকাশিত

রবিবার, জুলাই ৫, ২০২০

**Government of the People's Republic of Bangladesh
Prime Minister's Office
Bangladesh Economic Zones Authority**

NOTIFICATION

Dated : 15 Ashar, 1427/29 June, 2020

S.R.O. No. 174-Law/2020.—In exercise of the powers conferred by section 38 of the Bangladesh Economic Zones Act, 2010 (Act No. 42 of 2010), the Government makes the following rules, namely :—

1. Short title, Commencement and Application.—(1) These rules may be called the Bangladesh Economic Zones (Appointment of Developer) Rules, 2020.

(2) It shall come into force at once.

(3) It shall be applicable to the Economic Zones established under clause (e) of section 4 of the Act.

2. Definitions.—In these rules, unless there is anything repugnant in the subject or context,—

(i) “Act” means Bangladesh Economic Zones Act, 2010 (Act No. 42 of 2010);

(৬৭৫৩)

মূল্য : টাকা ১২.০০

-
- (ii) **“Applicable laws”** means Laws, Rules, Regulations, Orders, Procedure, Policy, Guidelines, resolution and Notification of GoB and any other legal instrument having the force and effect of law in Bangladesh;
- (iii) **“Authority”** or **“BEZA”** means Bangladesh Economic Zones Authority established under section 17 of the Act;
- (iv) **“Developer”** means the Developer selected under these Rules and one of the Parties of a Development Agreement as SPC;
- (v) **“Development Agreement”** means the agreement signed between BEZA and the Special Purpose Company (SPC) under rule 19 for designing, building, financing, operation, maintenance and promotion of G2G EZ;
- (vi) **“Foreign Entity”** means any Enterprise, Company, Consortium, Joint Venture Company or Group of Companies or Industries nominated, recommended or selected through any due process by the Other Government or BEZA;
- (vii) **“G2G Economic Zone”** or **“G2G EZ”** means the Economic Zone established under clause (e) of section 4 of the Act on mutual cooperation and/or partnership basis between BEZA and any foreign Entity;
- (viii) **“GoB”** means Government of the People’s Republic of Bangladesh;
- (ix) **“G2G”** means Government to Government;
- (x) **“Other Government”** means any government other than GoB;
- (xi) **“Processing Committee”** means the Processing Committee formed by the government under sub-section (1) of section 7B of the Act;
- (xii) **“Proposal”** means any Proposal or initiative by the Foreign Entity to BEZA for establishing G2G Economic Zone on the basis of mutual cooperation and/or partnership with BEZA;
- (xiii) **“Special Purpose Company”** or **“SPC”** means the Special Purpose Company duly incorporated under the laws of Bangladesh for the purpose of designing, building, financing, establishing, operation, maintenance and promotion of G2G EZ; and

- (xiv) “**Technical Committee**” means the Technical Committee formed under rule 11 for the purpose of assisting the Processing Committee for evaluation of the Proposal.

3. Eligibility, qualification, etc. for initiating Proposal.—(1) Any eligible Foreign Entity may submit Proposal to BEZA for establishing G2G Economic Zone in Bangladesh.

(2) The Foreign Entity shall submit the Proposal with Authorization of the Other Government and supporting documents showing its competency of designing, building, financing, operation, maintenance and promotion of G2G EZ.

(3) The Foreign Entity must have—

- (a) experience in establishing Economic Zone, Special Economic Zone, Industrial Park or Free Port or operation thereof or experience in development, construction of infrastructure, management and operation of any Large Project;
- (b) the amount of gross revenue of US Dollar 10 (ten) million per year within last 3 (three) years for operation of Economic Zone, Special Economic Zone, Industrial Park or Free Port or any Large Project; and
- (c) net worth of at least USD 25 (twenty five) million.

Explanation.—For the purpose of this sub-rule “**Large Project**” means a Project, which, has a total investment of above 30 (thirty) million US Dollar excluding ongoing capital for expansion.

4. Process of selection and appointment of Developer.—(1) Without limiting the generality of these Rules, the following may be the process to be followed in selection and appointment of Developer for G2G EZ :

- (i) Nomination, selection or recommendation of the Foreign Entity by the Other Government in response to any invitation of Proposal by BEZA or on own initiative of the Other Government;
- (ii) Submission of Proposal;
- (iii) Evaluation of Proposal;
- (iv) Negotiation;

- (v) Preparation and finalization of draft Development Agreement;
- (vi) Vetting of Draft Development Agreement by Legislative and Parliamentary Affairs Division, Ministry of Law, Justice and Parliamentary Affairs;
- (vii) Approval of Cabinet Committee on Economic Affairs;
- (viii) Issuance of Letter of Award (LoA);
- (ix) Formation of SPC; and
- (x) Signing of Developer Agreement.

(2) Notwithstanding anything contained in sub-rule (1), the authority and the Processing Committee, as the case may be, may, where necessary,—

- (a) follow any other process in addition to the processes under sub-rule (1); or
- (b) follow any of the aforesaid processes without maintaining the sequential order.

5. Pre-Proposal Meeting.—(1) The Authority may, on its own initiative or at the request of any foreign Entity, arrange for Pre-proposal meeting with the foreign Entity on such date and at such place and time as may be convenient for the foreign Entity and BEZA.

(2) The purpose of Pre-Proposal Meeting is to clarify issues and response to queries relevant to a particular Proposal including preliminary selection of site of G2G Economic Zone.

(3) BEZA will prepare and preserve the minutes of the Pre-Proposal Meeting and forward a copy thereof to the Foreign Entity participating in the Pre-Proposal meeting.

6. Requirments for Proposal.—(1) Each Proposal shall contain, among others, the information in respect of—

- (i) Legal status of the Foreign Entity;
- (ii) Company background;
- (iii) Project description including project components;
- (iv) Technical and Financial Proposal;

- (v) Business plan;
- (vi) Market demand and marketing plan;
- (vii) Site planning;
- (viii) Financial performance;
- (ix) Implementation plan;
- (x) Economic benefits of Bangladesh and the country of the Foreign Entity;
- (xi) Prospect of employment including for female workers;
- (xii) Social risk mitigation plan;
- (xiii) Plan for environmental protection including plans for environmental risk mitigation, rain water harvest management of water area, plantation and management of waste and effluent;
- (xiv) Estimated time schedule for development of economic zone; and
- (xv) Any other information as may be required for any particular EZ and/or by the Authority.

(2) In addition to the information under sub-rule (1), the Foreign Entity shall, while preparing any Proposal, keep in view and furnish the information in light of the criteria set forth under sub-rule (3) of rule 3 and clauses (a) and (b) of sub-rule (1) of rule 12.

(3) The Authority may, upon request of the Foreign Entity, provide all relevant information available with it and make necessary arrangements for site visit, if required, for facilitating the Foreign Entity to prepare and submit the Proposal.

7. Submission of Proposal.—Any Proposal by the Foreign Entity shall be submitted to the Authority with intimation to the concerned Embassy or, as the case be, High Commission of the Other Government.

8. Preliminary examination of Proposal.—The Authority shall Preliminarily examine the Proposal and, if upon such Preliminary examination the Proposal is found to have merit for consideration, send the Proposal to the Processing Committee.

9. Signing of Memorandum of Understanding, etc.—(1) After Preliminary examination of any Proposal, the Authority may, if required, sign non-binding Memorandum of Understanding with the Foreign Entity for a specified period on such terms and conditions as may be agreed by the Authority and the Foreign Entity.

(2) The Authority may, if required, sign Share-holding Agreement or Joint Venture Agreement before finalization of Development Agreement.

10. Processing Committee and its function.—(1) The Government shall form a Processing Committee consisting of the following members, namely :—

- (a) Executive Member, BEZA who shall be the Convener of the Processing Committee;
- (b) Director General or Director, Prime Minister's Office;
- (c) Representative of Ministry of Foreign Affairs;
- (d) Representative of Legislative and Parliamentary Affairs Division;
- (e) Representative of Economic Relation Division;
- (f) Representative of Implementation Monitoring and Evaluation Division;
- (g) Representative of Bangladesh Investment Development Authority;
- (h) Representative of Public Private Partnership Authority.

(2) The Processing Committee may—

- (a) conduct evaluation of the Proposal in the light of the criteria set forth under rule 12, qualification criteria under sub-rule (3) of rule 3 and the information furnished under rule 6;
- (b) obtain specialist's opinion, whenever necessary;
- (c) take into consideration any change or modification in the Proposal as may be requested by the Authority, or may suggest, the Authority to bring any change or modification in the Proposal upon discussion with the Foreign Entity;
- (d) consider and take decision on request of the Foreign Entity for withdrawal of Proposal;
- (e) ask for clarification on any issue of the Proposal from the Foreign Entity and/or BEZA;

- (f) call for negotiation meeting and negotiate with the Foreign Entity on any issue in respect of the Proposal;
- (g) require to form Technical Committee for assisting the Processing Committee in the evaluation; and
- (h) perform such other function as may be necessary for its decision and recommendation.

(3) The Processing Committee shall prepare a Proposal with recommendation for selection of the Developer, or may take decision otherwise, on the basis of evaluation upon consideration of all relevant information, papers and documents.

(4) The Processing Committee may, where necessary, recommend for obtaining approval from any other Ministry and/or Authority of the Government before obtaining approval from the Cabinet Committee on Economic Affairs (CCEA).

(5) After performing functions under sub-rule (2) and (3) and, where necessary, under sub-rule (4), the Processing Committee shall send the entire record with all relevant papers and documents and its Proposal and recommendations to the Authority.

11. Formation and function of Technical Committee.—(1) Upon requirement of the Processing Committee, the Authority shall form a Technical Committee comprising of members having experience and knowledge in technical, financial and other relevant aspects of the Proposal under evaluation.

(2) Technical Committee as the case may be, shall perform its function according to the requirement of the Processing Committee and shall submit its report to the Processing Committee within such time as may be prescribed by the Processing committee.

12. Evaluation Criteria.—(1) The evaluation of any Proposal shall be made on the information under rule 6, criteria set forth under Sub-rule (3) of rule 3 and also on the following criteria:

(a) Technical Criteria:

- (i) Design Philosophy, Drawings and Project Concepts;
- (ii) Marketing Concept;

- (iii) Implementation Plan;
- (iv) Environmental Impact and Social Development;
- (v) Operation and Maintenance;
- (vi) Key Staff, Organization, Administration Plan;
- (vii) Contribution in economic growth by industrialization, job creation and export; and
- (viii) Such other considerations as may relevant for any particular Proposal.

(b) Financial Criteria:

- (i) Projected capital investment, operational cost and revenue;
- (ii) Projected source of financing; and
- (iii) Payments and Returns to the Authority.

(2) The criteria set forth under sub-rule (1) shall not restrict the discretion of the Processing Committee to evaluate the Proposal on such other criteria as may be considered necessary.

13. Changes and modification in the Proposal.—At any time, prior to final decision taken by the Processing Committee, the Authority, may, on its own accord with notice to the Foreign Entity, or in response to any request of any Foreign Entity, request the Processing Committee to take into consideration any change or modification in the Proposal.

14. Withdrawal of Proposal.—At any stage before preparing Proposal with recommendation by the Processing Committee, the Foreign Entity, which has submitted Proposal, may request BEZA for withdrawal of its Proposal. BEZA shall dispose such withdrawal request with intimation to Processing Committee.

15. Negotiation.—The Processing Committee may negotiate with the Foreign Entity on any specified issue(s) involved in the Proposal with notice to such Foreign Entity on the date and at the time and place fixed by the Processing Committee. The outcome of the negotiation shall be taken into account in order to preparing the Proposal and recommendation by the Processing Committee and in preparing draft Development Agreement.

16. Preparation and finalization of Draft Development Agreement.—

(1) The draft of the Development Agreement shall be prepared incorporating all the terms and conditions as may be agreed by the parties according to the requirements of a particular economic zone.

(2) The draft Development Agreement shall be initialed by the Authority and selected Foreign Entity as the "Agreed Draft Development Agreement".

(3) The Draft Development Agreement shall be finalized after—

- (i) obtaining approval from the relevant Ministry and/or Authority of the Government, if so recommended by the Processing Committee under sub-rule (4) of rule 10;
- (ii) vetting thereof from the Legislative and Parliamentary Affairs Division, Ministry of Law, Justice and Parliamentary Affairs;
- (iii) obtaining approval from the Cabinet Committee on Economic Affairs (CCEA); and
- (iv) modification or correction of the draft Development Agreement according to the opinion and/or suggestion, if any, during vetting and approval process under clauses (i), (ii) and (iii).

17. Issuance of Letter of Award.—(1) After finalization of Draft Development Agreement under sub-rule (3) of rule 16, the Authority may issue Letter of Award (LoA) to the selected Foreign Entity.

(2) In the LoA, the Authority may request the Selected Foreign Entity to comply with such other requirements as the Authority may deem necessary.

(3) The LoA alone, before signing the Development Agreement, shall not create any right of the selected Foreign Entity or any obligation on it except compliance of the requirement, if any, under sub-rule (2).

18. Formation of SPC.—The Foreign Entity and the Authority may, if required, form a Special Purpose Company (SPC) with shareholding and revenue or profit sharing arrangements and with such terms and conditions as to their rights and obligations as may be agreed upon by them.

19. Signing of Development Agreement.—(1) After compliance of the requirements under sub-rule (3) of rule 16, the person authorized by the Authority and the person authorized by the SPC shall sign and date the Development

Agreement and initial each page thereof on such date and at such time as may be conveniently agreed by the parties.

(2) After signing the Development Agreement, the SPC shall—

- (i) enjoy the status of the Developer and the rights, privileges and incentives as may be permissible under the Development Agreement and applicable laws; and
- (ii) perform its duties and obligations as may be specified in the Development Agreement and required under the applicable laws.

20. Effective Date and tenure of Development Agreement.—(1) The Development Agreement shall come into force and be effective from the date of its signing by the Parties or from any other date as may be agreed by the Parties.

(2) The Development Agreement shall , subject to proviso to this rule and early termination, if occurred, remain in force for a duration of 50 (fifty) years from its effective date:

Provided that the tenure of Development Agreement may, according to the procedure specified in the Development Agreement, be renewed or extended for such further period and upon such further terms and conditions as may be agreed by the Parties.

21. Miscellaneous.—(1) In case the provisions of these Rules do not cover any event that may arise in future relating to the economic zone activities including the activities of the Developer, its Sub-contractors, Economic Zone Enterprises and Economic Zone Users, such event shall be dealt with by mutual consultation between the Parties to the Development Agreement in accordance with the applicable laws.

(2) For facilitating the decision making process on any matter including examination and/or recommendations on any submissions, reports, design, standards of construction materials, equipment, infrastructure and design-build and operation services, the Authority may form such Committee(s) and Sub-committee(s) as and when may be required.

(3) If any difficulty arises in respect of designing, building, financing, operation, maintenance and promotion of G2G EZ under these Rules, the Authority, in consultation with the Foreign Entity and with the approval of the Government, may take necessary measures for removal of such difficulty.

(4) The provisions of these Rules shall not be interpreted to restrict the discretion of the Authority to take such measures and make such arrangements as may be required, for the interest of smooth and steady development, operation, maintenance and management of the G2G Economic Zones.

By order of the President

Md. Ziaul Hoque

Director.