

**EXPRESSION OF INTEREST FOR APPOINTMENT OF
SECRETARIAL AUDITOR**

EXPRESSION OF INTEREST NO :

DATE :

(1) Name of the Firm:-

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(2) Corresponding Address with Contact Telephone No.

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**North Eastern Electricity Supply Company of Odisha Limited (NESCO)
Western Electricity Supply Company of Odisha Limited (WESCO)
Southern Electricity Supply Company of Odisha Limited (SOUTHCO)**

REGISTERED OFFICE: N1/22, IRC Village Nayapalli, Bhubaneswar, Odisha -751015 : Phone: 0674-2558737, Fax-0674-2558343 : NESCO CIN: U40109OR1997PLC005106, WESCO CIN: U40109OR1997PLC005104, SOUTHCO CIN: 40109OR1997PLC005107.

Letter No.....

Date : 14.02.2015

**INVITATION OF BID FOR EXPRESSION OF INTEREST FOR CONDUCTING
SECRETARIAL AUDIT**

North Eastern Electricity Supply Company of Odisha Limited (NESCO), Western Electricity Supply Company of Odisha Limited (WESCO), & Southern Electricity Supply Company of Odisha Limited (SOUTHCO), Public Limited Companies engaged in the Distribution of Electricity in Odisha, invite Expression of Interest (EOI) from interested Practicing Company Secretary or Firm of Company Secretaries (Partnership/ Limited Liability Partnership) for engagement as Secretarial Auditor of each of the three Companies for conducting Secretarial Audit for the Financial Year 2014-15. The EOI documents embodying details related to eligibility criteria, scope of the work and other instructions provided here-under can be downloaded from this website.

The last date of submission of the EOI document shall be 27th February'2015 up to 11.00A.M.

General Manager (MA & RA)
Registered Office :
NESCO, WESCO & SOUTHCO

(Contd.....)

IMPORTANT DATA / INFORMATION IN RESPECT OF EOI FOR SECRETARIAL AUDIT

(Details related to the eligibility criteria, scope of the work and bidding procedure)

1. Schedule

Sr. No.	Particulars	Date/Time
1	Date of publication	15 th February, 2015
2	Last date of submission of EOI in physical form	27 th February, 2015 by 11.00 AM
3	Date of opening of Technical Bid	27 th February, 2015 at 12.30 PM

- 1.1 The EOI documents received from all participants shall be opened in the office of the undersigned as per schedule given above in the presence of the representatives of the prospective bidders, who may wish to witness the bid opening. The undersigned reserves the right to accept or reject any or all EOIs in part or whole without assigning any reason, whatsoever.
- 1.2 Before the last date for the receipt of EOI, the undersigned may amend any of the EOI conditions as may be desired if such an amendment is necessary and the same shall be up-loaded as a corrigendum and will be made available only on the website www.odishadiscoms.com. Hence, the prospective bidders are advised to keep visiting the above website for any updates in this regard.
- 1.3 For three companies, i.e, North Eastern Electricity Supply Company of Odisha Limited (NESCO), Western Electricity Supply Company of Odisha Limited (WESCO) & Southern Electricity Supply Company of Odisha Limited (SOUTHCO), the intending Bidders may submit separate Bid Documents for each of the Company. However, the Bidder is free to quote for any one or more Companies. The undersigned reserves the right to award the assignment for one or more Companies which shall be final and binding on all participants.
- 1.4 The sealed proposal containing Expression of Interest (EOI) should be submitted **in two parts i.e-** Technical Bid (Annexure-I) and Financial Bid (Annexure-II). The Technical bid envelope must be sealed and superscribed with “Name of the DISCOM - Offer for Short listing /Appointment of Secretarial Auditor- Technical Bid” and the financial bid envelope must be sealed and super scribed with “Name of the DISCOM - Offer for Short Listing / Appointment of Secretarial Auditor-Financial Bid”. The Name & Address of the Applicant Firm must also be mentioned on the body of both envelopes. Both these envelopes may be put in a separate cover after affixing proper seal and should be superscribed as “**Name of the DISCOM - EOI for Secretarial Audit for FY 2014-15**” and should reach the undersigned at the following address, on or before the due date and time as mentioned above.

General Manager (MA & RA)
Registered Office : WESCO, NESCO & SOUTHCO,
N1/22, IRC Village, Nayapalli, Bhubaneswar-751015

- 1.5 If the date mentioned above for opening of EOI is declared as a Government holiday, the EOI will be opened on the next working day at the same time as mentioned in the schedule.
- 1.6 The Companies reserves the right to request additional submissions or clarification from one or more applicant (s) at any stage or to cancel the process entirely at its sole discretion without assigning any reason whatsoever.

2. Scope of Secretarial Audit.

The broad scope of Secretarial Audit includes verification of the compliances under the following enactments, rules, regulations and guidelines:-

- (i) The Companies Act, 2013 and the rules made there under;
- (ii) Secretarial Standards issued by “The Institute of Company Secretaries of India” and
- (iii) Any other Act/Laws/Regulations as may be applicable.

3. Eligibility Criteria for submission of Technical Bid.

- 3.1 The Practicing Company Secretary (PCS)/ Firm of Company Secretaries (Proprietorship /Partnership/Limited Liability Partnership) should have minimum Ten years of continuous practicing experience (without any break) as Practicing Company Secretary. The PCS/Firm must provide documentary proof in support of practicing certificate issued in it’s favour by the Institute of Company Secretaries of India. The cut-off date for ascertaining experience will be 31st January, 2015.
- 3.2 The Head Office / Branch Office of the Practicing Company Secretary (PCS) / Firm of Company Secretaries must be located in **Odisha**. The PCS/Firm must provide documentary proof in support of the same by downloading the proof from the Official website of the Institute of Company Secretaries of India.
- 3.3 The Practicing Company Secretary (PCS) / Firm of Company Secretaries must have previous experience in dealing with Company Secretarial work including MCA filing works of any Public Limited Company for last 2 (two) years (FY 2012-13 & FY 2013-14). In support of the experience, the PCS/Firm must provide the list of Public limited Company(s) along with copies of the letter of engagement issued and duly countersigned by the Proprietor/Partner.

4. Terms & Conditions.

- 4.1 The Financial Bid of only those Firms who qualify in the Technical Bid, shall be opened. The Secretarial Audit fee for the year 2014-15 may be quoted by eligible PCS/firm and the work shall be awarded to the firm who has quoted the lowest fee. Fee Quote should be in separate sealed envelope and super-scribed with “Name of DISCOM- Offer for Short Listing /Appointment of Secretarial Auditor-**Financial Bid**”.

- 4.2 The Secretarial Audit will be conducted for the Financial Year 2014-15 at the Registered Office of the Companies.
- 4.3 The tenure of appointment shall be at the sole discretion of the company. The tenure may be renewed every year up to a maximum of 3 (three) years at the sole discretion of the Company. However, it is expressly stated here that the said tenure is not to be construed as assured and the Company reserves the right not to reappoint at its sole discretion without assigning any reason thereof.
- 4.4 Overwriting / corrections / erase and / or use of white ink should be avoided in the proposal. However, if any overwriting /correction/erase is inevitable, the same should be authenticated with the signature & seal of authorized person of applicant firm.
- 4.5 All the Bidders shall also attach documents pertaining to Income Tax **PAN No.**, Service Tax No with complete address of the firm and telephone /fax number along with the Technical Bid. The Bidder shall furnish a declaration in the Technical Bid as per the followings:-

DECLARATION/ ACCEPTANCE

I _____ S/o Sh. _____ working as _____ in (name of the PCS / firm / firm address in full be mentioned), hereby solemnly affirm and declare that I have been authorized by the firm to sign the EOI proposal. I hereby declare and certify through the firm that I have accepted all the terms & conditions mentioned in this EOI and I shall abide by all the terms & conditions of EOI / work award letter in the event of acceptance of my/our EOI.

Signature of Authorized Person of the firm/
Proprietor etc. with seal & Stamp.

Place:	Name: _____
Dated:	Designation: _____
	Membership No _____

- 4.6 The Bidder will not be allowed to withdraw his/ her offer once the EOI is submitted.
- 4.7 All the pages of the proposal document shall have to be signed by the applicant firm (s) with the firm's seal and documents submitted along-with the offer shall also have to be authenticated by the authorized signatory of the applicant firm(s) with the firm's seal.

4.8 The EOI Proposal should be submitted strictly as per the terms & conditions laid down in the document. Proposal should not contain any conditions other than the prescribed ones. The proposal, which deviates from these terms and conditions, shall be liable to be rejected.

The Offer in the prescribed Format at Annexure-I & Annexure-II must be submitted in physical form to the address mentioned above. Offers submitted in any other form shall not be considered.

4.9 The last date for receipt of the EOI proposal is up to 11.00 A.M by 27th February, 2015 at the Registered Office of the Companies at Bhubaneswar. Proposals received after this date shall not be considered.

4.10 The successful Bidder shall provide their consent for acceptance within 7 days of communication from the Companies.

4.11 In the event of failure by the successful bidder (L-1), the Companies are at liberty and also reserve the right to get the Secretarial Audit conducted from the next lowest bidder (L-2) to ensure uninterrupted conduct of Audit.

5. Address for Clarification / Correspondence

All correspondence regarding clarification of any of the conditions of this document may be made with the undersigned by post or by email to the following address / email id.

General Manager (MA & RA)
Registered Office : WESCO, NESCO & SOUTHCO,
N1/22, IRC Village, Nayapalli, Bhubaneswar-751015
susanta.sarangi@odishadiscoms.com

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Annexure-I

(On the letter head of Practicing Company Secretary/Firm of Company Secretaries)

PROFORMA FOR TECHNICAL BID

To,

General Manager (MA & RA)

Registered Office :

WESCO, NESCO & SOUTHCO,

N1/22, IRC Village, Nayapalli, BBSR.

Technical Details:

Sl. No	Particulars	Reply
1	Name of the Bidder	
2	Name of partners/Proprietors along with their Membership Number	
3	Address of the Bidder (copy of proof to be enclosed)	
4	Firm Registration No. (If any)	
5	Phone No./Fax/e-mail ID	
6	Whether Proprietary firm or partnership firm/ LLP or PCS	
7	Previous experience in conducting Secretarial work of State Govt. of Odisha PSU/Public Company (copy of proof to be enclosed)	
8	Income Tax PAN No. Service Tax No. (If any) (copy to be enclosed)	
9	Experience in Company Secretary practice (No. of years) (copy of proof to be enclosed)	
10	Signed declaration/acceptance of EOI terms & conditions in attached format.	
11	No of Secretarial Audit held as on date:	
12	Declaration from the Bidder that he is not disqualified under the Companies Act, 2013/ or any other act for doing the Secretarial Audit.	

Signature of Authorized Person of the firm/
Proprietor etc. with seal & Stamp.

Place:

Dated:

Name: _____

Designation: _____

Membership No _____

(On letter head of Practicing Company Secretary/Firm of Company Secretaries)

PROFORMA FOR FINANCIAL BID

To,
General Manager (MA & RA)
Registered Office :
WESCO, NESCO & SOUTHCO,
N1/22, IRC Village, Nayapalli, BBSR.

(Price Bid)

Description	Lump sum price (Rs.)
Fixed Amount (inclusive of all taxes including service tax, charges, out of pocket expenses etc.)	
Total Amount payable	
Amount in words	

Note:

1. The above quoted amount is inclusive of all taxes and duties and remains firm during the period of the contract.
2. In case of discrepancy between the prices quoted in words and figures, lowest of the two will be considered.

Signature of Authorized Person of the firm/
Proprietor etc. with seal & Stamp.

Place:
Dated:

Name: _____
Designation: _____
Membership No _____