



RPCL

ರಾಯಚೂರು ವಿದ್ಯುತ್ ನಿಗಮ ನಿಯಮಿತ

Raichur Power Corporation Limited

(A joint Venture Company of KPCL, BHEL & IFCIL)

CIN No: U40101KA2009PLC049582, PAN No: AAECR3375C,

GST No: 29AAECR3375C1ZD

NOTIFICATION

Date: 31/01/19

No. A1 R5 A (Sec. Audit)

Raichur Power Corporation Limited invites Expression of Interest proposal comprising of the eligible firms including details of the firm name, partner details and general profile of the firm of qualified Practicing Company Secretaries to carry out the Secretarial Audit for the Financial years 2018-19 to 2020-21 pursuant to the section 204 of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Firms / Interested Practicing Company Secretaries based in Bangalore having fellowship of the ICSI and minimum 10 years experience with exposure to public sector companies and have conducted in-hand Secretarial Audit of at least one Company having Paid up Capital of Rs.100 (one hundred) crores or more in the financial year 2017-18 may submit their quotes in the tender documents format attached to the undersigned in the sealed cover on or before 18.02.2019 before 3.00 pm

Company Secretary

M. S. Anand
FCS-9774

M. S. ANAND

Company Secretary
Raichur Power Corporation Limited

Sub: Notice inviting bids from Practicing Company Secretary/ Firm of Company Secretaries for one year extendable by another one year for carrying out Secretarial Audit of Raichur Power Corporation Limited from Financial Year 2018-19 onwards.

Raichur Power Corporation Limited (RPCL) is a Company incorporated under the Companies Act, 1956 in the year 2009.

RPCL is a non-listed Company and is a Joint venture between the Karnataka Power Corporation Limited, BHEL and IFCI.

RPCL intends to invite quotations from reputed Practicing Company Secretary (PCS)/Firm of Company Secretaries (Firm) having 10 or more years experience as PCS initially for a period of one financial year extendable by another two years, one year at a time to conduct Secretarial Audit of the Company starting from Financial Year 2018-19 onwards, till 2020-21 with terms of appointment and remuneration remaining the same. Financial bids are invited from eligible PCS/Firm for conducting the Secretarial Audit for the financial year 2018-19.

1. SCOPE OF WORK

The illustrative (but not exhaustive) Scope of Work under Secretarial Audit by appointed PCS/Firm is given in **Annexure-I** for understanding and ready reference and any other scope as defined under the Companies Act Rules and Secretarial Standards.

2. ELIGIBILITY CRITERIA FOR SUBMISSION OF TECHNICAL BID

- The Lead Partner/Proprietor/Individual, under whose supervision the Secretarial Audit of RPCL will be carried out, should have minimum Post CS Qualification and Certificate of Practice and Experience of 10 years. The cut –off date for ascertaining experience will be 31.03.2018;
- The PCS/ Firm should have conducted or in-hand Secretarial Audit of at least one Company having Paid up Capital of Rs.100 crores or more in the financial year 2017-18;
- Should have Headquarters in Bengaluru.



3. TERMS AND CONDITIONS:

- (i) **Validity of Appointment:** The validity of appointment will initially be for a period of one financial year starting from 2018-19 for conducting Secretarial Audit. The Company at its sole discretion may extend the validity with the approval of Competent Authority of the Company, for another two years, one year at a time.
- (ii) **Financial Bids for conduct of Secretarial Audit:** Financial Bids are invited from eligible PCS/ Firm for conducting Secretarial Audit for the financial year 2018-19.
- (iii) **Completion of Audit:** The Secretarial Audit shall be completed within 45 days from the date of award of work / contract. It is also expected that the Secretarial Audit has to commence within 7 days from the award of the work/contract, time being the essence of the contract.
- (iv) **Place of Audit:** The audit work has to be conducted at the Corporate Office of the Company at 22/23 Sudarshan Complex, Sheshadri Road, Bengaluru 560009, or at any other place as may be decided by RPCL including site at Yermarus Thermal Power Station Raichur District.
- (v) **Payment Terms:** Payment will be released within one month from the date of submission of bill by the PCS/Firm after issuance of Secretarial Audit Report to the satisfaction of RPCL .**No advance payments shall be made for conduct of Secretarial Audit.**
- (vi) **Identification of Nodal Officer:**
The successful PCS/Firm shall Nominate a Nodal Officer, within 7 days from the award of the work / contract. Details of the Nodal Officer should be given to RPCL immediately after his/her nomination for timely and smooth interaction.
- (vii) **Dispute:** In case of any dispute arising during execution of contract, an amicable solution may be arrived at with discussion and reconciliation. However, in case of any dispute remaining unresolved, decision of MD, RPCL will be final and binding on both the parties to the Contract.
- (viii) The Company has uploaded this notification on the Website of the Bangalore Chapter of the Institute of Company Secretaries of India.
- (ix) **Last date for submission of Technical and Financial Bid:** Technical Bid and Financial Bid is to be signed by Authorised Signatory on each page of offer document, along with duly filled in format enclosed as **Annexure-IIA & IIB separately.** The Technical and Financial Bid should be



submitted in separate sealed envelopes and super-scribed as Technical/Financial Bid for 'Appointment of PCS/Firm for conduct of Secretarial Audit,' and shall reach RPCLs Corporate Office on or before 18.02.2019 latest by 3:00 PM at the following address:

Shri M.S.Anand,
Company Secretary & Deputy General
Manager (Finance), Raichur Power Corporation Limited,
22/23 Sudarshan Complex, Sheshadri Road,
Bengaluru-560009.

- (x) **Opening of Technical bid:** Technical Bids will be opened on 19.02.2019 at 4.00 PM in the presence of applicants, who desires to be present there. The Technical Bids received after the specified date/time, incomplete /unsigned, in open envelope or by fax etc., will not be considered and will summarily be rejected.
- (xi) **Opening of Financial bid:** Financial Bids will be opened on 20.02.2019 at 4.00 PM in the presence of qualified eligible applicants, who desires to be present there.
- (xii) In case of any clarification required in this regard, the undersigned could be contacted at phone no. 080-22342795/9880298286/9611242892. RPCL reserves the right to cancel/ restrict/ enlarge/ modify/ postpone and /or extend the date of receipt / opening of Bid or withdraw the Bid notice without assigning any reason(s) whatsoever. In such case the bidders shall not be entitled to any form of compensation from the Company.

**Yours faithfully
Company Secretary.**

M.S. Anand
FCS-9774

M. S. ANAND

Company Secretary
Raichur Power Corporation Limited



Annexure-I

SCOPE OF WORK – SECRETARIAL AUDIT

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

1. Compliance with the Companies Act, 2013 and rules and regulations made thereunder as the case may be;
2. Compliance with Other Corporate Economic Laws and other Statutes as applicable to RPCL.
3. The Memorandum of Association and Articles of Association of the Company;
4. Secretarial Audit Report as prescribed in MR-3.



Annexure-IIA

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

PROFORMA FOR TECHNICAL BID (For conducting Secretarial Audit of RPCL)

To
Shri M.S Anand,
Company Secretary & Deputy General Manager(Finance),
Raichur Power Corporation Limited,
22/23 Sudarshan Complex, Sheshadri Road Bengaluru-560009.

Sl. No.	Particulars	
1.	Name of the Practicing Company Secretary (PCS)/Firm of Company Secretaries (Firm): <ul style="list-style-type: none">• Whether Partnership/Proprietorship/Individual• Name of the Lead Partner /Proprietor /Individual /In- charge• Name(s) of the Contact person (s) and the Contact details	
2.	I. Year of Commencement of Practice PCS/Firm II. Certificate of Practice Number/Registration Number. Attach Documentary evidence: <ul style="list-style-type: none">• Copy of Certificate of Practice of Certificate from ICSI regarding date of Commencement of Practice as CS; and /or• Copy of approval letter from ICSI in respect of Firm's Name.	
3.	Details of Headquarter /Branch Office(s) Address Telephone Nos. Fax No. Email Website	



4.	Post Qualification Experience of Lead Partner/ Proprietor / Individual in Practice Under whose supervision the Secretaries Audit of will be conducted. -Total Post Qualification Experience (min. 10 years)		
5.	PAN No. GST Regn. No. (attach Documentary evidence)		
6. a) b)	Number of Secretaries Audits conducted Companies having Paid up Capital of Rs. 100 crores or more. PSU.	Name of the company	Financial Year for which Secretarial Audit conducted
7.	Number of active Partners in/with the Firm having experience of more than 10 years on 31.03.2018. Number of active Partners in/with the Firm having experience of less than 10 years on 31.03.2018. Number of Qualified /Semi-Qualified CS working in/with the PCS /Firm. Number of CS Final /Intermediate passed CS Trainees in/with the PCS /Firm.		
8.	Any other relevant information.		

Declaration

1. All the information provided by me/us here above is correct to the best of my /our knowledge & belief.
2. I/We have no objection if enquiries are made about the work listed by me/us in the accompanying sheets/annexure.
3. I/We have read all the terms & conditions of bid and the instructions and these are acceptable to me/us.

**Name & Designation of the Authorized Signatory
Stamp of the PCS/Firm:**

Date:
Place:



Annexure-IIB

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

To
Shri M.S Anand,
Company Secretary & Deputy General Manager(Finance),
(Finance), Raichur Power Corporation Limited,
22/23 Sudarshan Complex, Sheshadri Road Bengaluru-560009

Sl.No.	Particulars	
	Fees for Secretarial Audit Out of Pocket Expenses GST as applicable	
	Grand Total	

Signature:-----

Name & Designation of the Authorized Signatory:-----

Stamp of the PCS/Firm:-----

Date:

Place:

