



नॉर्थ ईस्टर्न इलेक्ट्रिक पावर कॉर्पोरेशन लिमिटेड  
NORTH EASTERN ELECTRIC POWER CORPORATION LTD.  
पंजीकृत कार्यालय: ब्रुकलैंड कम्पाउंड, लोअर न्यू कॉलोनी, शिलांग-793003  
Registered Office: Brookland Compound, Lower New Colony, Shillong - 793 003  
कंपनी सचिवालय COMPANY SECRETARIAT



No.CS/ 113/ NIB/ 01/ 2023/ 344

Dated 18-12-2023

**Sub: Notice inviting bids for Empanelment of Practicing Company Secretary / Firm of Practicing Company Secretaries for three years for carrying out Secretarial Audit of NEEPCO from Financial Year 2023-24 onwards.**

North Eastern Electric Power Corporation Limited (NEEPCO) is a Central Public Sector Enterprise which was incorporated in the year 1976. With the sale of 100% stake in NEEPCO by the Government of India to NTPC Limited vide Share Purchase Agreement dated 25-03-2020, NEEPCO is now a wholly owned subsidiary of NTPC Limited. The main objective of the Company is to plan, promote, and organise an integrated and efficient development of electric power through conventional and non-conventional sources, generation of electric power etc. The Government of India has conferred NEEPCO the status of a Miniratna Schedule "A" Company based on its consistent performance and profitability.

NTPC Limited is holding 100% of the issued and paid up share capital of the Company. The PSU Bonds (NCDs) of NEEPCO are listed in BSE.

NEEPCO has an installed capacity of 2057 MW. NEEPCO's authorised share capital is Rs.5000 Crores. The headquarter & registered office of NEEPCO is situated in Shillong, the capital of Meghalaya. NEEPCO is a power sector enterprise with projects located in the various states of the North Eastern Region. To know more about the Company, please visit [www.neepco.co.in](http://www.neepco.co.in)

**NEEPCO intends to empanel reputed Practicing Company Secretary (PCS) / Firm of Practicing Company Secretaries (Firm) for a period of 3 (three) financial years, to conduct Secretarial Audit of the Company starting from the Financial Year 2023-24 onwards, on year to year basis. After completion of the process of empanelment, financial bids and updated technical data, if any, will be invited from empanelled PCS/ Firm for each financial year for conducting the Secretarial Audit for the subsequent Financial year.**

**First such Audit is proposed to be conducted for the financial year 2023-24, for which Financial bids are invited along with the Technical Bid.**

**1. SCOPE OF WORK**

The illustrative (but not exhaustive) Scope of Work under Secretarial Audit by the appointed PCS/ Firm is given in **Annexure – A** for understanding and ready reference.

**2. ELIGIBILITY CRITERIA FOR SUBMISSION OF TECHNICAL BID (proof to be submitted)**

- (i) The Lead Partner / Proprietor / individual, under whose supervision the Secretarial Audit of NEEPCO will be carried out, should have minimum Post CS Qualification Experience of 10 years, out of which minimum 5 years should be in full time practice. The PCS/Firm must have experience in carrying out Secretarial Audit. The cut-off date for ascertaining experience will be 01.12.2023.
- (ii) The PCS/ Firm should have an Average Annual Turnover of Rs.5 lakh or more from practice, in the last 3 Financial years.
- (iii) The PCS/ Firm should have its Headquarter / Branch Office in the North Eastern Region.

Telephone No.0364-2228652, ई-मेल/email – [company-secy@neepco.co.in](mailto:company-secy@neepco.co.in)

वेबसाइट/website - [www.neepco.co.in](http://www.neepco.co.in)

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### 3. TERMS AND CONDITIONS :

(i) **Validity of Empanelment**

The validity of empanelment will initially be for a period of 3 financial years starting from 2023-24 for conducting Secretarial Audit. The Company at its sole discretion may extend the validity of panel with the approval of the Competent Authority of the Company, for another 1 year.

(ii) **Financial Bids for conduct of Secretarial Audit**

Financial bids will be invited from empanelled PCS / Firm during the financial year of each Financial year, for conducting Secretarial Audit for that particular Financial year.

(iii) **Evaluation of Bids**

The evaluation of the bids will be done as per the evaluation criteria at **Annexure – D** giving weight age to technical and financial bids. The firm / PCS securing the highest mark on evaluation shall be selected. If on evaluation, it is found that more than one firm gets the highest marks, then, the selection shall be at the sole discretion of the Company.

The NEEPCO (Corporation) reserves the right to modify the evaluation criteria from time to time. The empanelled firms will however be informed of the changes in evaluation criteria if any while inviting the financial bid as per clause 3 (ii).

(iv) **Completion of Audit**

The Secretarial Audit shall be completed within 45 days from the end of the Financial Year.

(v) **Place of Audit**

The Audit work has to be conducted at the Registered Office of the Company at Brookland Compound, Lower New Colony, Shillong – 793 003, Meghalaya or at any other place, as may be decided by NEEPCO.

(vi) **Payment Terms**

Payment will be released within 45 (forty-five) days from the date of Board Meeting wherein Secretarial Audit Report is placed or upon submission of bill by the PCS/ Firm after issuance of Secretarial Audit Report to the satisfaction of NEEPCO, whichever is later. **No advance payment shall be provided.**

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- (vii) The management of NEEPCO reserves the right to reject all or any bid(s) without assigning any reason(s), whatsoever. Assignment of work in subsequent years may be made subject to satisfactory performance. If progress/ performance of the audit team is not found satisfactory, NEEPCO's management reserve the right to terminate the appointment, without assigning any reason whatsoever.

**(viii) Identification of Nodal Officer**

The successful PCS / Firm shall nominate a Nodal Officer, within 10 days from the award of the work / contract. Details of the Nodal Officer should be given to NEEPCO immediately after his / her nomination for timely and smooth interaction.

**(ix) 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, the decision of the Chairman & Managing Director, NEEPCO will be final and binding on both the parties. Any dispute arising out of or in respect of the contract will be subject to the jurisdiction of Meghalaya High court only.

**(x) Corporation's Right to accept any Bid and to reject any or all Bids**

The Corporation reserves the right to accept or reject any or all the Bids, and to cancel the empanelment process at any time before or after finalisation of empanelment, for any justified and genuine grounds.

The Corporation requires the Bidders to observe the highest standard of Ethics before and after finalisation of empanelment process and while providing the services after empanelment.

Accordingly, the Corporation:

- Will reject the bid if it determines that the Bidder recommended for empanelment has engaged in corrupt or fraudulent practices in competing for the empanelment, in question.
- Will declare a Bidder ineligible, either indefinitely or for a stated period of time, to be awarded a Contract if it, at any time, determines that the Bidder has engaged in corrupt practice/ fraudulent practice / collusive practice / coercive practice / undesirable practice / restrictive practice in competing for, or in executing, the Service under this contract.

Accordingly, the Corporation defines, for the purpose of these provisions, the terms set forth below as follows:

- "Corrupt practice" means the offering, giving, receiving or soliciting of anything of Value to influence the action of a public official in the procurement process or in contract execution; and
- "Fraudulent practice" means a misrepresentation of facts in order to influence the process or the execution of a Contract to be detriment of NEEPCO, and includes collusive practice among Bidders (prior to or after Bid submission) designed to

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establish Bid prices at artificial non-competitive levels and to deprive NEEPCO of the benefits of free and open competition.

- e) "Collusive practice" means a scheme or arrangement between two or more bidders, with or without the knowledge of the Corporation, designed to establish bid price at artificial, non-competitive levels.
- f) "Coercive practice" means harming or threatening to harm, directly or indirectly, person or their property to influence their participation in the tendering process or affect the execution of a contract.
- g) "Undesirable practice" means establishing contract with any person connected with or employed by the Authority with the objective of canvassing, lobbying or in any manner influencing or attempting to influence the Bidding process; and
- h) "Restrictive practice" means forming a cartel or arriving at any understanding or arrangement among Bidders with the objective of restricting or manipulating a full and fair competition in the empanelment process.

The documents / information submitted by bidder may be verified by the officials of the Corporation for its authenticity at any time and then bidder shall provide all facilities /co-operation in this regard. If it is found that any of the documents/ information submitted by the bidder is not genuine, the Corporation shall have full rights to cancel the Bid, and terminate the services, if awarded.

- (xi) The PCS / Firm satisfying / fulfilling the above minimum criteria may download the bid Document from [www.neepco.co.in](http://www.neepco.co.in) or collect the same from NEEPCO's Corporate Office at Brookland Compound, Lower New Colony, Shillong – 793 003, Meghalaya on any working day (Monday to Friday) between 11:00 AM and 4:00 PM.

(xii) **Last date for submission of Bids**

The Technical Bid (along with all other supporting documents) are to be signed by the Authorised Signatory on each and every page of bid document, along with duly filled in format enclosed as **Annexure-B**.

The Financial Bid for the year **2023-24** with duly filled in format enclosed as **Annexure-C** shall be signed by the Authorised Signatory.

**The formats prescribed for both Technical & Financial Bid are to be strictly followed.**

The Technical Bid and the Financial Bid should be submitted in **separate** envelopes sealed and super-scribed as Technical Bid / Financial Bid for 'Empanelment of PCS / Firm for conduct of Secretarial Audit', and shall reach NEEPCO's Corporate Office on or before **15<sup>th</sup> January, 2024 latest by 3:00 PM** at the following address:

To,  
The Company Secretary  
North Eastern Electric Power Corporation Ltd. (NEEPCO)  
Brookland Compound,  
Lower New Colony  
Shillong – 793 003  
Meghalaya

Telephone No.0364-2228652, ई-मेल/email – [company-secy@neepco.co.in](mailto:company-secy@neepco.co.in)

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(xiii) **Opening of Technical Bid**

Technical Bids will be opened on **16<sup>th</sup> January, 2024 at 3:00 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 will not be considered and therefore will be rejected.

(xiv) **Opening of Financial Bid**

The date for opening of the Financial Bids shall be intimated separately to the Techno Commercially qualified bidders. The Financial Bids will be opened in the presence of applicants, who desires to be present there. The Financial Bids received after the specified date / time, incomplete / unsigned, in open envelope or by fax will not be considered and therefore will be rejected.

In case of any clarification required in this regard, the undersigned could be contacted at phone no.0364-2228652. NEEPCO 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

(Abinoam Panu Rong)  
Company Secretary

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**Annexure – A**

**SCOPE OF WORK**

**A) SECRETARIAL AUDIT**

The broad scope of Secretarial Audit comprises verification of the compliances as required in terms of section 204 of the Companies Act, 2013 read with the Rules framed thereunder and also the compliances required under the following enactments, rules, regulations and guidelines in the prescribed format i.e. Form MR-3:

- (i) Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 issued by DPE and as may be modified / replaced from time to time.
- (ii) The Memorandum of Association and the Articles of Association of the Company.
- (iii) SEBI Regulations
- (iv) Other Corporate Laws as may be applicable to NEEPCO.

A handwritten signature in black ink, appearing to be 'D. Singh', is written over a horizontal line.

**Annexure – B**

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

**PROFORMA FOR TECHNICAL BID  
(For conducting Secretarial Audit of NEEPCO)**

To  
The Company Secretary  
North Eastern Electric Power Corp. Ltd. (NEEPCO)  
Brookland Compound,  
Lower New Colony  
Shillong – 793 003  
Meghalaya

Sl. No.	Particulars	Reply
1	Name of the Practicing Company Secretary (PCS) Firm of Company Secretaries (Firm)	
	Whether Partnership / Proprietorship / Individual	
	Name of the Lead Partner / Proprietor / Individual / In-charge	
	Name(s) of Contact person(s) and the Contact details	
2	Year of Commencement of Practice as PCS / Firm	
	Certificate of Practice No.(CP No.) / Registration No.	
	Attach Documentary evidence: 1. Copy of Certificate of Practice or Certificate from ICSI regarding date of Commencement of Practice as CS and / or 2. Copy of approval letter from ICSI in respect of Firm's name.	
3	Details of Headquarter & Branch Office(s)	
	Address	
	Telephone Nos.	
	Fax No.	
	E-mail Id	
	Website	
4	Post CS Qualification Experience of Lead Partner / Proprietor / Individual including Service / Practice under whose supervision the Secretarial Audit of NEEPCO will be conducted - Total Post Qualification Experience (minimum 10 years) - Experience in Practice (minimum 5 years)	
5	PAN (attach documentary evidence)	
	GST Tax Registration No. (attach documentary evidence)	
6	Total no. of Secretarial Audits conducted	

	Experience of Secretarial Audits conducted (attach Documentary evidence)	Name of the Company	Financial Year for which Secretarial Audit conducted
	i) Experience in CPSEs		
	ii) Experience in equity listed / debt listed companies		
	iii) Experience in Companies having Paid-up Capital of Rs.100 crores or more or Net Worth of Rs.300 crores or more other than (i) & (ii) above.		
	iv) Other companies apart from (i), (ii) or (iii) above		
7	No. of years of experience of the Lead Partner / Proprietor as a Practicing Company Secretary		
8	No. of active Partners in the Firms		
9	Average Annual Turnover of the PCS / Firm in the last 3 financial years based on ITR / Balance Sheet (attach Documentary evidence)		
10	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 the bid and the instructions and these are acceptable to me / us.

Signature  
Name & Designation of the Authorised Signatory  
Stamp of the PCS / Firm

**Note :** Signature with stamp of the Practicing Company Secretary/ Firm of Company Secretaries is required in each and every page.



**Annexure – C**

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

**PROFORMA FOR FINANCIAL BID  
(For conducting Secretarial Audit of NEEPCO)**

To  
The Company Secretary  
North Eastern Electric Power Corp. Ltd. (NEEPCO)  
Brookland Compound,  
Lower New Colony  
Shillong – 793 003  
Meghalaya

Name of the Practicing Company Secretary (PCS) / Firm of Company Secretaries (Firm)			
Sl. No.	Particulars	Amount (in Rs.) IN FIGURES	Amount (in Rs.) IN WORDS
A	Financial Bid Value for conducting Secretarial Audit for one year (Exclusive of Tax)		

**NOTE:** The Bid quoted above shall be inclusive of all out of pocket expenditures, conveyance etc.  
Tax shall be calculated as per the applicable rate during submission of bill.

**Declaration:**

I / we have read all the terms & conditions of the notice inviting bids / financial bids including all the instructions and these are acceptable to me / us.

Signature  
Name & Designation of the Authorised Signatory  
Stamp of the PCS / CS Firm



**Annexure – D**

**EVALUATION CRITERIA – TOTAL 100 MARKS**

**PART I: TECHNICAL BIDS – 100 MARKS (MINIMUM QUALIFYING MARKS – 60)**

**a) Experience of the Lead Partner / Proprietor as PCS – Total 50 Marks**

Criteria	No. of years	Marks allocated
No. of years of experience of the Lead Partner / Proprietor as a Practicing Company Secretary	≥ 15 years	50
	≥ 10 years but < 15 years	40
	≥ 5 years but < 10 years	30

**b) Experience of Secretarial Audits conducted – Total 50 Marks \***

Criteria	Marks Allocated
i) Experience in CPSEs	50
ii) Experience in equity listed / debt listed companies	40
iii) Experience in Companies having Paid-up Capital of Rs.100 crores or more or Net Worth of Rs.300 crores or more other than (i) & (ii) above.	30
iv) Other companies apart from (i), (ii) or (iii) above	20

\*For marks allocation, experience of secretarial audit conducted in only one category shall be considered.

**PART II: FINANCIAL BIDS**

PCS/ Firm qualifying as per the Technical criteria shall be empanelled for a period of 3 (three) years.

Financial Bids shall be invited and opened and final evaluation shall be made as under:

- (i) Weightage for **Part I** i.e. Technical Bids shall be 70% (Seventy percent).  
Final score of a Technical qualified bidder for this part shall be  $(70/100) \times A$ ,  
where A = score of the Technically qualified bidder under Part I.
- (ii) Weightage for **Part II** i.e. Financial Bids shall be 30% (Thirty percent) -  
i.e. final scoring for the Price Bids shall be as follows:

Lowest Bidder shall be entitled to secure 30 (Thirty) marks.

Each of the other Technical qualified bidder shall score  $(X/Y) \times 30$ ,  
Where X = Evaluated lowest bid value  
and Y = Evaluated bid value of the other Technical qualified bidder.

**Final score shall be = [(i) + (ii)]**

**The bid with the highest total final score shall be the best received and eligible bid for consideration for award of the work.**