

Invitation Document for
Shortlisting / Appointment of Cost Auditor
For Financial Year 2017-18

Ratnagiri Gas & Power Private Limited
(Promoters: NTPC Ltd. & GAIL (India) Ltd.
GAIL Jubilee Tower,
5th Floor, B-35 & 36,
Sector-1 Noida-201301

1. Introduction:

Ratnagiri Gas & Power Private limited (“RGPPL”) was incorporated under the Companies Act, 1956 on 8th July 2005 and is promoted by NTPC and GAIL. The Company was set up to takeover and revive the assets of DPCL. RGPPL owns an integrated Power Generation and Regasification LNG facility.

Company	Ratnagiri Gas & Power Private limited
Promoters	NTPC Ltd. and GAIL India Ltd.
Date of Incorporation	8th July 2005
Registered Office	NTPC Bhawan, SCOPE Complex,7, Institutional Area Lodi Road, New Delhi-110003, India
Head Quarter	Jubilee Tower, GAIL, 5th Floor, B-35 &36 Sector-1 Noida-201301
Sector	Power Generation and Regasification of Liquefied Natural Gas
Existing Business	Power Block of 1967 MW Regasified- Liquefied Natural Gas Terminal of 5 MTPA
Location of the plant	Village- Anjanwel, District- Ratnagiri State : Maharashtra
Connectivity	Nearest Airport: Mumbai (330 Km) Nearest Railway Station: Chiplun (50 Km) Nearest Highway:Mumbai-Goa National Highway (NH-17) (45 Km)

Present capital structure of the Company is as follows:

Types of Shares	Amount (Rs. Crore)
Authorised Share Capital - 3,82,02,72,415 shares of Rs. 10 each	3,820.27
Issued, Subscribed and Paid-up Share Capital - 3,82,02,72,415 shares of Rs. 10 each	3,820.27

The shareholding pattern is as under:

Name of Shareholder	Amount (Rs. Crore)	Percentage (%)
NTPC	974.31	25.51%
GAIL	974.31	25.51%
MSEB	516.28	13.51%
IDBI Bank	481.68	12.61%
State Bank of India	383.36	10.03%
ICICI Bank	340.51	8.91%
Canara Bank	82.21	2.15%
IFCI	67.61	1.77%
Total Equity	3,820.27	100.00%

RGPPPL"s Balance Sheet (Audited)

(Rs. Crore)

FY ended on March 31,	2011	2012	2013	2014	2015	2016
Net Worth	2151.17	3265.17	3341.30	1903.27	874.90	252.30
- Share Capital	2297.00	2465.00	2916.46	2964.90	3370.02	3820.27
- Reserves & Surplus	(145.83)	800.17	424.84	(1061.63)	(2495.12)	(3567.97)
Share Application Money	-	118.36	-	-	-	-
Secured Loans	9265.65	8998.99	8582.90	8248.56	8019.11	7773.68
Unsecured Loans	6.12	23.92	24.94	25.68	25.66	26.89
Net Fixed Assets	7197.70	6746.82	6330.46	9007.91	8456.59	7889.45
CWIP	3268.82	3845.22	4234.81	1191.98	1174.73	1173.86
Other Long Term Advances	6.53	19.35	33.33	32.81	34.64	38.47
Current Assets	1243.75	2404.89	1576.44	841.87	580.26	898.24
Current Liabilities	293.86	609.84	225.90	897.06	1326.55	1947.19

2. Maintenance of Cost Records and Cost Audit:

Cost Records are being maintained by the Company as per the extant rules. The Company intends to shortlist / appoint a firm of Cost Accountants for conducting the Cost Audit for the Financial Year 2017-18 for its Power and LNG re-gasification units located at Village- Anjanwel, District- Ratnagiri in the State of Maharashtra.

3. Scope of Work:

The broad scope of work would be:

3.1 To conduct Cost audit of the Company in accordance with the provisions of the Companies (Cost Audit Report) Amendment Rules 2016. Cost audit shall be in adherence to the relevant orders/clarification issued by Cost Audit Branch, Ministry of Corporate Affairs, Govt. of India and the Cost Accounting Standards issued by the Institute of Cost Accountants of India, from time to time.

3.2 Cost audit team should consist of adequate number of qualified/semi-qualified assistants (Cost Accountants) led by a senior partner of the Firm so as to be commensurate with cost audit work requirements.

3.3 Verification and certification of cost proformas maintained by the Company as per Companies (Cost record & audit) Rules, 2014.

3.4 Verification and certification of annexures to the cost audit report.

3.5 Cost audit firm so appointed shall commence cost audit and submit necessary reports within 180 days from the close of the financial year along with reservation or qualification or observations or suggestion, if any in form CRA-3 and annexures as per notification or any other instructions issued by Central Government from time to time or any other section of the Companies Act 2013.

3.6 The cost audit firm shall ensure e-filing of cost audit report and annexures to the cost audit report to MCA, Gol, in XBRL form or in the manner prescribed by the Govt. from time to time, within the scheduled date prescribed by MCA - Gol for filing, after the Board of Directors of the Company approves the cost audit report.

4. Selection Criteria:

4.1 Firms of Practicing Cost Accountants registered with the Institute of Cost Accountants of India (ICAI) having its office(s) in national Capital Region (NCR) Delhi shall be considered for Shortlisting /Appointment as Cost Auditors for conducting Cost Audit of the Company.

4.2 The following will be the basis of Points for the selection and selection will be made on the basis of attainment of highest marks and agreeing to RGPP terms and conditions.

SL NO.	Selection Criteria	Basis for awarding of points	Maximum Point
01	Present/Past appointed as Cost Auditors M/s GAIL (India) Limited/Petronet LNG Limited.	Present/Past Cost Auditors of M/s GAIL (India) Limited	15
02	Present/Past appointed as Cost Auditors of M/s. NTPC Limited.	Present/Past Cost Auditors of M/s. NTPC Limited	15
03	Experience in practice (No: of years)	1 Point for every 1 years of Firm's Registration.	10
04	No. of Partners	2.5 Point for each Fellow Partner and 1 Pont for each Associate Partner	10
	Total points		50 (fifty)

Clear and complete details in separate sheets, for determination of Points in support of information against Item Sl. No. 1 to 4 above are to be furnished.

5. Pre-requisites for considering rankings:

5.1 Documentary evidence(s) in support of Criteria at (1) to (4) mentioned in table to para- 4.2 above is required to be submitted. Proposals without the required documentary evidence(s) shall be ignored for evaluation.

5.2 In case of a tie, the following sequence shall be adopted for selection:

- a. Firm with longer experience will be preferred based on the year of establishment.
- b. Firm with a higher number of Fellow and or Associate Members of the Institute of Cost Accountants as partners will be considered.

6. Terms and Conditions:

6.1 The tenure of appointment shall be at the sole discretion of the Company. The tenure may be renewed every year for a maximum of 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 reappointment at its sole discretion without assigning any reason therefor.

6.2 Firm(s) who have served in the capacity of Cost Auditor(s) of the Company in the past can apply only if 4 (Four) years have elapsed from the last year of assignment held in the Company.

6.3 The Company reserves the right to accept / reject any or all the offers without assigning any reason whatsoever therefor.

6.4 Overwriting/correction/erase and/or use of white ink should be avoided in the Offer. However, if any overwriting/correction/erase is inevitable, the same should be authenticated with the signature & seal of authorised person of applicant firm.

6.5 Documentary evidence(s) in respect of all the information above by the applicant firm(s) must be furnished along with the proposal.

6.6 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 authorised signatory of the applicant firm(s) with the firm's seal.

6.7 The proposal should be submitted strictly as per the terms & conditions laid down in the document.

The Offer in the Prescribed Format at Annexure – I, can be submitted in physical form to following address:

Dy. General Manager (Finance),
Ratnagiri Gas & Power Pvt. Ltd
Jubilee Tower, GAIL (India) Limited,
5th floor, B-35 & 36, Sector-1,
Noida-201301, Uttar Pradesh.
9818663764 (M)

The envelope must be sealed and super-scribed with "Offer for Shortlisting/ Appointment of Cost Auditor". The name and address of the applicant firm must also be mentioned on the body of the envelope.

Offers submitted in any other form shall not be considered.

6.8 The Company reserves the right to accept or reject any or all responses and 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.

6.9 The Firms are required to submit their Service Tax registration number in their offers.

6.10 The last date for receipt of the proposal is 5th July 2017 by 15.00 Hrs. at RGPPL, Noida. Proposals received after this date and time shall not be considered.

7. Cost Audit Fees:

Audit Fees shall be commensurate with the cost audit work and shall be decided by the Company from time to time. For FY 2016-17, fees was Rs 1, 51,250/=plus applicable service tax and actual out of pocket expenses.

8. Compliances / Declarations /Certificates by firm(s) on appointment:

The cost audit firm(s) shall have to comply with and furnish declarations and certificates as required under Statutory/Company rules, upon appointment as cost auditor(s), as under:

8.1 The Cost Audit Firm shall not sub-contract the cost audit work.

8.2 The cost audit team will work in strict confidence and will ensure that the cost data, cost statement and cost information and any other information in respect of the operation of the location / work centre /Company is dealt with in strict confidence and secrecy. A certificate towards maintaining confidentiality shall have to be provided by the Cost Auditor(s) on receipt of appointment letter from the Company or before commencement of cost audit.

8.3 No partner of the cost audit firm should be related to either Managing Director or any Whole Time Directors or Part Time Directors of the Company within the meaning of section 6 of the Companies Act, 1956.

8.4 Neither the cost audit firm nor its partner(s) or associates should have any interest in the business of the Company.

8.5 The cost auditor(s) will be required to issue & submit certificate of Independence and arm's length relationship.

8.6 Cost audit firm(s) shall have the prime responsibility to ensure that applicable provisions of Companies Act, 2013 are complied for cost audit.

8.7 The cost audit firm(s) shall be free from any disqualification in terms of Companies Act, 2013. In addition to this, the cost audit firm(s) must not be holding any assignment as Statutory Auditor(s) or Internal Auditor(s) of the Company.

9. Debarring Provisions:

The Audit Firm will be debarred from getting, in future, the Cost audit of RGPPL:

9.1 If the Firm obtains the appointment on the basis of false information / misstatement.

9.2 If the Firm does not take up audit in terms of appointment letter.

9.3 If the Firm fails to maintain/honour confidentiality and secrecy of the Company's cost data, cost statement and cost information.

9.4 If the Firm fails to comply with any of condition laid down in clause 8 above.

(To be given on the Audit Firm's Letter Head)

Format for submission of Offer

1. Name of the Cost Audit Firm:
2. Registration Number of the Cost Audit Firm with Institute of Cost Accountants of India:
3. Particulars of Cost Audit Firm:
 - i) (a) Year of establishment
 - (b) Address of the Firm as registered with ICAI:
 - (c) Address of the Firm at NCR Delhi:
(if different from 'b')
 - ii) (a) Telephone Number with STD Code:
(b) Mobile No. of the Senior Partner (for Contact Purpose)
 - iii) Fax Number with STD Code:
 - iv) Email address of the Firm:
 - v) Website of the Firm, if any:
 - vi) PAN No. of the Firm:
 - vii) Service Tax No of the Firm
4. Technical Details

1	Details of Present/Past Cost Audit work for M/s GAIL (India) Limited/Petronet LNG Limited.	
2	Details of Present/Past Cost Audit work for M/s. NTPC Limited.	
3	Experience in practice (No: of years)	
4	No. of Fellow/Associate Partners	

(Details including documentary evidence for 1-4 above to be submitted in Annexure)

5. We hereby confirm the acceptance of all provisions and the terms & conditions of the Invitation without any deviation.
6. We hereby confirm that we are eligible for appointment as Cost Auditor of M/s. RGPPL in terms of Companies Act 2013 and other relevant rules and procedures in this regard.

Place :

Authorized Signatory
With Official Stamp

Date