



## **Bhubaneswar-Puri Transport Services Limited**

BMC Campus, Vivekananda Marg, Bhubaneswar-751014, Odisha, India

Email: [bptslbbsr@gmail.com](mailto:bptslbbsr@gmail.com); Phone No.: 0674-2436655

CIN No: - U60210OR2010PLC011624

Notice No. - 87/BPTSL

Date: 03.03.2017

### **Request for Proposal For Selection of Company Secretary (CS) Firm for BPTSL**

Bhubaneswar-Puri Transport Services Limited invites Proposal from eligible Applicants to be appointed as the Secretarial Consultant of the Company on retainership basis for compliance of various provisions of the Companies Act. Please refer the RFP document for details. The RFP document can be downloaded from: [www.bptsl.in](http://www.bptsl.in), [www.bmc.gov.in](http://www.bmc.gov.in) and [www.urbanodisha.gov.in](http://www.urbanodisha.gov.in). Applicants are required to submit duly filled Proposal as per the prescribed formats on or before 07/04/2017 by 3:00 PM.

BPTSL reserves the right to accept or reject bid process without assigning any reasons thereof.

**Sd/-**

**Managing Director**

Bhubaneswar-Puri Transport Services Limited



# REQUEST FOR PROPOSAL (RFP) FOR

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Selection of Company Secretary Firm  
for BPTSL

**March 2017**

**Bhubaneswar-Puri Transport Services Limited (BPTSL)**  
Bhubaneswar Municipal Corporation Campus, Vivekananda Marg,  
Kalpana Square, Bhubaneswar - 751014  
Ph: 0674 - 2435655/ 2436655 , Fax: 0674- 2436655,  
Housing and Urban Development Department, Govt. of Odisha  
Email: [bptslbbsr@gmail.com](mailto:bptslbbsr@gmail.com)  
Website: - [www.bptsl.in](http://www.bptsl.in) , [www.urbanodisha.gov.in](http://www.urbanodisha.gov.in) , [www.bmc.gov.in](http://www.bmc.gov.in)

**Schedule**

|                                         |                                                                                                                                                                                                                         |
|-----------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Issue of Advertisement and RFP:         | 03.03.2017<br>(Downloadable from websites: <a href="http://www.bptsl.in">www.bptsl.in</a><br><a href="http://www.urbanodisha.gov.in">/www.urbanodisha.gov.in</a> / <a href="http://www.bmc.gov.in">www.bmc.gov.in</a> ) |
| Date, Time & Place of Pre- bid Meeting: | 16.03.2017 at 03:30 P.M.<br>Conference Hall,<br>Bhubaneswar Development Authority<br>Akash Shova Building,<br>Sachivalaya Marg, Bhubaneswar-751001 (Odisha)                                                             |
| Last date for receipt of Proposal:      | <b>07.04.2017 by 3 P.M.</b><br><b>(Through Speed/Registered post or Courier only. <u>No drop box facility</u> available)</b>                                                                                            |
| Address for submission of Proposal:     | <b>Managing Director,<br/>Bhubaneswar-Puri Transport Services Limited,<br/>Bhubaneswar Municipal Corporation Campus,<br/>Vivekananda Marg,<br/>Kalpana Square, Bhubaneswar – 751014</b>                                 |
| Date and Time of opening of Proposal:   | <b>07.04.2017 at 4:30 P.M.</b>                                                                                                                                                                                          |
| For further information:                | <b>Managing Director,<br/>Bhubaneswar-Puri Transport Services Limited<br/>Bhubaneswar Municipal Corporation Campus,<br/>Vivekananda Marg,<br/>Kalpana Square, Bhubaneswar – 751014</b>                                  |

**1. Bhubaneswar-Puri Transport Services Limited – an introduction**

The Bhubaneswar-Puri Transport Services Limited (BPTSL) is the sole public bus transport provider for Bhubaneswar and Puri City. Currently, the company has paid-up share capital of Rs. 1.0 Crore. BPTSL has been operating buses from 10th Oct, 2010. It currently operates 165 buses in 18 routes and plans to add more numbers of buses in the coming years. It has achieved rapid success by covering 73% area of Bhubaneswar city and connecting Bhubaneswar with its surrounding cities like Cuttack, Puri and Khurda within its short period of services. Currently, the operation of all buses is being undertaken through Public Private Partnership (PPP) mode with the private partner named Dream Team Shahara (DTS).

**2. Project Objective**

In order to enhance the operational efficiency and assisting BPTSL, it intends to select a Company Secretary Firm (CS Firm) for a period of 1(one) year for its secretarial and Company Law Compliance related work. The selected Company Secretary Firm (CS Firm) will be appointed initially for 1 year and may be renewed based on performance and mutually agreed terms and conditions.

**3. Scope of Services**

An indicative list of services which would be expected to be offered by the selected CS Firm are as follows:

- i. To ensure compliance of the provisions of Companies Law and rules made there-under and other statutes and bye-laws of the company.
- ii. To prepare the agenda in consultation with the BPTSL and the other documents, compliances for all the meetings and general meetings.
- iii. To attend review meetings of BPTSL and all Board/ Committee/ general meetings as well.
- iv. To file various documents/returns as required under the provisions of the Companies Law.
- v. To maintain proper books and registers of the company as required under the provisions of the Companies Law.
- vi. To convene/arrange the meetings of directors/ shareholders, on their advice.
- vii. To issues notice and agenda of the meetings/ general meetings to the concerned/ shareholders.
- viii. To be responsible for all legal matters concerning the Company.
- ix. To provide necessary support service to statutory auditors, government auditors including CAG auditors and investigator, as appointed by any government authority.

#### 4. Eligibility Criteria

Company Secretary Firms (CS Firms) fulfilling the following eligibility criteria as listed below should apply. Any form of Joint Venture/ Consortium of Firms will not be allowed for participation in the selection process. The eligibility criteria are as follows:

- The CS (Company secretary) Firm should be a Practicing Firm.
- The firm may be proprietorship firm or partnership firm. (Copy of registration certificate of ICSI to be provided)
- The CS Firm should be in Practice for a period of 10 Years or more.
- The Firm should have experience of providing similar services to at least 3 (two) Govt. authority/Govt. body/Central PSU/State PSU/Govt. institution in last 5 years. (Work order or completion certificate to be provided)
- Have average professional receipts of Rs. 10.00 (Ten) Lakhs or above in the last 3 financial years 2013-2014, 2014-2015, 2015-2016 (financial statements signed by the Chartered Accountant and ITRs to be submitted).
- Have Head/Branch Office at Bhubaneswar City. (Proof of Branches as approved by the ICSI must be produced.)
- Have a valid Service Tax Registration
- Should have never been issued notice for failure to submit deliverables and cancellation of work order/ forfeiture of EMD etc by any Government/ semi Government/Autonomous entities. (A self-declaration to be submitted on the letter head of the firm)
- Should not have been barred from appointment by any government and/or semi government entities. (A self-declaration to be submitted on the letter head of the firm)

#### 5. Pre- Bid Meeting

Applicants requiring any clarification with regard to the RFP may send their queries to BPTSL in writing before 1 days prior to pre-bid meeting through mail.

A pre-bid meeting shall be held on 16.03.2017 at 03:30 PM to clarify the queries that the applicants may have. The venue of pre-bid meeting will be:

**Conference Hall,  
Bhubaneswar Development Authority,  
Akash Shova Building,  
Sachivalaya Marg, Bhubaneswar -751001 (Odisha)**

The minutes of pre-bid meeting incorporating the clarifications will be uploaded on BPTSL website and shall form part of RFP.

**6. Bid Security**

- a. Each proposal shall be accompanied by a Bid Security of Rs. 1,00,000/- (Rupees One Lakh Only), in the form of a Bank Guarantee in favor of “Managing Director, Bhubaneswar-Puri Transport Services Limited” payable at Bhubaneswar. BPTSL shall reject Bids that are not accompanied by the Bid Security.
- b. The Bid Security amount shall be valid for a period of 180 days from the Proposal Due Date and extendable beyond this period. Further extension in the validity of the Bid Security, if required by BPTSL, may be done if it is agreed by Applicants. The extension of the validity of the Bid Security shall be provided prior to the expiry of the validity of the Bid Security. When an extension of the Bid Validity Period is requested, Applicants shall not be permitted to change the terms and conditions of their Bids. BPTSL reserves the right to reject the Proposal submitted by any Applicant who fails to extend the validity of the Bid Security in line with the provisions of this clause.
- c. The Bid Security of every unsuccessful Applicant would be returned within a period of 30 days from the date of signing of Agreement between BPTSL and the successful Applicant.
- d. The Bid Security submitted by the Selected Applicant would be released upon furnishing of the Performance Security by the Selected Applicant.
- e. The entire Bid Security shall be forfeited in the following cases:
  - i. If the Applicant withdraws its Proposal during the course of the bid process after the Proposal Due Date.
  - ii. If the Selected Applicant fails to submit the Performance Guarantee in favour of BPTSL and sign the Agreement within stipulated time.

**7. Submission Requirement**

To be eligible for Selection, the applicants fulfilling the above eligibility criteria shall provide satisfactory evidence to BPTSL of their eligibility. In addition, all applications submitted along with cover letter (Format given at ANNEXURE-I) shall include the following information:

**A. Technical Proposal (Envelop- A)**

- DD of Rs. 2, 500/- (two thousands five hundred only) as mentioned in clause 8.
- Bid Security as mentioned in clause 6 of RFP.
- Covering Letter as per Annexure-I
- Details of the firm (supported by Firm Registration Certificate issued by Institute of Company Secretaries of India and other incorporation document) as per Annexure II.

- Average Annual Turnover of the Firm for last 3 financial years 2013-2014, 2014-2015, 2015-2016 (supported by financial statements and ITRs) as per Annexure-III
- Work Experience as per eligibility criteria as per Annexure- IV
- Self-Declaration declaring that their firm has not been barred from appointment by any government and/or semi government entities.
- Self-Declaration declaring that their firm has never been issued notice for failure to submit deliverables and cancellation of work order/ forfeiture of EMD etc by any Government/ semi Government/Autonomous entities.
- Copy of Service Tax Registration Certificate.

**B. Financial Proposal (Envelop - B)**

- Financial Proposal as per Annexure-V format in a separate sealed envelope.

**8. RFP Cost**

Non-refundable RFP Document (downloaded from [www.bptsl.in](http://www.bptsl.in), [www.bmc.gov.in](http://www.bmc.gov.in)/[www.urbanodisha.gov.in](http://www.urbanodisha.gov.in)) cost of Rs. 2,500/- (Rupees two thousands five hundred only) in form of Demand Draft from any scheduled commercial bank in favour of "Managing Director, Bhubaneswar-Puri Transport Services Ltd.", payable at Bhubaneswar has to be furnished by the applicants along with the proposal. Any proposal without the requisite RFP Document cost shall be treated as non-responsive and rejected.

**9. Language of Application**

The language of the Application as well as the supporting documents shall be in English.

**10. Submission of Proposal - Packing, Sealing and Marking**

- I. An applicant is required to submit only one Proposal. All documents should be self-signed by any partner of applicant firm. -
- II. **Envelope A** shall contain the "**Technical Proposal**" with the name of the bid super-scribing clearly on the sealed envelope:  
**"TECHNICAL PROPOSAL FOR SELECTION OF COMPANY SECRETARY (CS) FIRM FOR BPTSL".**
- III. The financial proposal must be inserted in sealed envelopes, along with applicant's name

and address in the left hand corner of the envelop. The format of the financial proposal attached herewith in Annexure-4.

- IV. **Envelope B** shall contain the “Financial Proposal” with the name of the bid super-scribing clearly on the sealed envelope “”

**“FINANCIAL PROPOSAL FOR SELECTION OF COMPANY SECRETARY (CS) FIRM FOR BPTSL”.**

- V. Both the envelopes shall then be placed in a single outer sealed envelope clearly marked as,

**“PROPOSAL FOR SELECTION OF COMPANY SECRETARY (CS) FIRM FOR BPTSL”.**

- VI. The Applicant’s name & address shall be mentioned in the left hand corner of the outer Envelope. The inner& outer envelope shall be addressed to BPTSL, Bhubaneswar at the following address:

**Managing Director  
Bhubaneswar Puri Transport Services Ltd.  
BMC Campus, Vivekananda Marg, Gautam Nagar.  
Bhubaneswar - 751014**

*If the envelope is not sealed and marked as mentioned above, then BPTSL will assume no responsibility for the misplacement or premature opening. Telex, cable or facsimile Proposal will be rejected.*

**11. Proposal Submission Date**

Proposal completed in all respect must reach BPTSL at the specified address on or before 07.04.2017 by 3 P.M. through Speed/ Regd. Post or Courier only. If the specified date for the submission of Proposal is declared as a holiday for BPTSL, Bhubaneswar, the Proposal will be received up to the appointed time on the next working day Hand delivery of proposal is not allowed.

**12. Late Submission:**

Proposal received after the deadline for submission prescribed by BPTSL will be rejected.

**13. Modifications and Withdrawal of Proposal**

No modifications to the Proposal shall be allowed once it is received by BPTSL, Bhubaneswar.

**14. Clarification**

Every applicant shall be responsible for providing all information as required in this RFP document. For evaluating the Proposal of the applicant BPTSL may ask any further information, clarification or document from the applicant. Details of clarifications, information or additional document, if any, required from applicant, shall be in written form and will be communicated



to applicant by BPTSL. The applicant will be responsible to submit the information, as requested, within a stipulated time mentioned in the clarification letter. In case of non-submission of such information/ clarification/ document, BPTSL will evaluate the Proposal based on the available records/ documents and as per the terms of this RFP document. BPTSL reserves the right to accept or reject any application and to annul whole process without assigning any reason whatsoever.

**15. Validity of Proposal**

The validity of Proposal shall be 180 days from the last date of submission of Proposal.

**16. Opening of Proposal**

- I. BPTSL will open Technical Proposals as per Date & Time mentioned in this RFP in the BDA Conference Hall, Bhubaneswar.
- II. Financial Proposals of only applicants, who will technically qualify, shall be opened. The date and time of opening of Financial Proposals will be communicated. One authorized representative, each from technically qualified Applicant, can attend the opening of Financial Proposals.
- III. The applicant's representative willing to attend the opening of the "Technical Proposal" and "Financial Proposal" shall bring authorization letter each time. The applicant's representative shall sign attendance register.

**17. Award of Work**

The lowest Financial Offer among the applied CS Firms' financial proposal would be normally selected for assigning the said services. The selected firm shall be issued a Letter of Award (LoA) specifying the date for signing of Agreement.

**18. Final decision making authority**

BPTSL reserves the right to accept or reject any application; and/or to annul the process and reject all applications; at any time without assigning any reason whatsoever and without there by incurring any liability to the affected applicant; and/or without informing the applicants of the grounds for the BPTSL's action.

**19. Period of Selection**

The Selection would be for a period of 1 (one) year and can be extended by BPTSL at its own discretion. Notwithstanding anything contained in this RFP document, BPTSL would have sole irrevocable right to terminate the selected CS firm and/or issue fresh notice of invitation for engagement without assigning any reason.

**20. Rate and Payment Term**

The payment structure is on Monthly basis & fees shall be paid upon the invoice raised by the selected firm. The CS Firms are required to quote the monthly fee for professional service. The rates quoted will be inclusive of travelling expenses, communication expenses and all other out

of pocket expenditure relating to the said assignments. However, the service tax shall be paid separately at the applicable rate.

**21. Deployment of Personnel**

The selected firm would be solely responsible for deploying sufficient personnel for smooth execution of the Assignment in time bound manner. The manpower deployment at the designated location of the BPTSL would be the sole responsibility of the selected firm.

The designated Company Secretary and Support Staff would require to station at office of the BPTSL, as and when required, for completion of the Assignment. However, the selected firm would be solely accountable for correctness of their deliverables and timely completion of the assignment.

**22. Performance Security**

The selected applicant shall be required to submit a performance security in the form of a bank guarantee in favor of “Managing Director, Bhubaneswar-Puri Transport Services Limited” payable at Bhubaneswar. The amount of performance security will be 10% of contract amount. The selected applicant shall be required to submit performance security on or before signing of the agreement. If the selected applicant fails to do so, their bid security shall be forfeited.

**23. Termination of Contract**

If in the view of BPTSL, the performance of a Firm is not satisfactory, or if in its view the Firm has failed to safeguard the interest of BPTSL, the Managing Director, BPTSL may at his sole discretion, terminate the engagement of the Firm with the BPTSL by giving one-month notice period. The MD, in doing so, shall intimate the Firm by written termination letter. The decision of BPTSL in this matter shall be final and binding.

**24. Jurisdiction**

All disputes arising out of this appointment shall be subject to the jurisdiction of the appropriate court at Bhubaneswar, Odisha and will be governed by the laws of Odisha and India, as the case may be.

**Annexure- I**

**Covering Letter**

(On the Letterhead of the applicant)

To

Date: \_\_\_\_\_

**The Managing Director  
Bhubaneswar-Puri Transport Services Limited (BPTSL)  
Bhubaneswar Municipal Corporation Campus, Vivekananda Marg,  
Kalpana Square, Bhubaneswar – 751014**

Dear Sir,

**Sub:** Submission of Proposal for “Selection of Company Secretary Firm for Bhubaneswar-Puri Transport Services Limited (BPTSL)”.

Having examined the advertisement and application form including guidelines for submission, scope of work etc., we hereby submit all the necessary information and relevant documents for our selection in the FOR “SELECTION OF COMPANY SECRETARY FIRM FOR BHUBANESWAR-PURI TRANSPORT SERVICES LIMITED (BPTSL)”.

Our Proposal is without any condition and shall be binding upon us up to expiration of the validity period of the Proposal, i.e. 180 calendar days from the last date of submission of this Proposal.

We understand that BPTSL is not bound to accept any Proposal received and reserves the right to reject any application without assigning any reason thereof.

**(Signature of Authorised Person with Seal)**

Date:

**Information of Applicants**

Name of the Firm (In full): .....

Firm Registration No.: .....

Address:.....

Telephone no:.....

E-mail address:.....

Year of establishment:.....

(Certificate of Registration/Incorporation under relevant Acts)

Contact Person:.....

Branch Address and Contact Details (if any)(of all Branches): .....

**Partners' Details (if any): (to be provided for each partner)**

Name of Partner: .....

Membership No. of Partner: .....

Address and Contact Details : .....

Educational Qualifications: .....

ICSI Membership No.: .....

(Enclosed copy of membership certificate and member status card)

**(Signature of Authorised Person with Seal)**

Date:

**Turnover**

Annual Turnover for the last three financial years 2013-14, 2014-15, 2015-16 along with balance sheet for last three years.

| <b><u>S.No</u></b>      | <b><u>Year</u></b> | <b><u>Turnover in INR Lakhs</u></b> |
|-------------------------|--------------------|-------------------------------------|
| <b>1</b>                | 2013-14            |                                     |
| <b>2</b>                | 2014-15            |                                     |
| <b>3</b>                | 2015-16            |                                     |
| <b>Average Turnover</b> |                    | INR _____ Lakhs                     |

**(Signature of Authorised Person with Seal)**

Date:

**Signature of Chartered Accountant (with  
Member ship No.)**

Date:

**Applicant's Experience of Relevant Projects**

|    |                                                       |  |
|----|-------------------------------------------------------|--|
| 1. | Projects Name                                         |  |
| 2. | Client Name and Address with Contact Details          |  |
| 3. | Location                                              |  |
| 4. | Start Date                                            |  |
| 5. | End Date                                              |  |
| 6. | Description of Actual Services Provided by your staff |  |
| 7. | Present Status of the Project                         |  |

**N.B:** Work order and/or approval copy/ completion certificate shall be attached.

**(Signature of Authorised Person with Seal)**

Date:

**Financial Proposal**

(On the Letter head of Applicant)

To:

[Location, Date]

**The Managing Director,  
Bhubaneswar-Puri Transport Services Ltd.,  
BMC Campus, Vivekananda Marg, Gautam Nagar  
Bhubaneswar- 751014**

Sir,

We, the undersigned, offer to provide the **services, as per Scope of work, to BPTSL** in accordance with your Request for Proposal for Selection of Company Secretary (CS) Firm for BPTSL dated \_\_\_\_\_. Our attached Financial Proposal is **Monthly Quotation Fee in Rs..... (In Words: Rupees .....)** inclusive of all taxes, duties, levies, service charges, Cess etc.other than Service tax at applicable rate.

Our Financial Proposal is without any condition and shall be binding upon us up to expiration of the validity period of the Proposal, i.e. 180 calendar days from the last date of submission of this Proposal.

We understand you are not bound to accept any Proposal you receive. We, further, acknowledge that the amount as quoted above in words shall be treated final in case of any discrepancy between the figure and words.

Thanking You.

**Yours Sincerely,**

**Duly signed by the Authorised Signatory of the Applicant  
(Name, Title and Address of the Authorised Signatory with seal)**