

KERALA COFFEE LIMITED

(A Government of Kerala Undertaking)

Office of the Special Officer, Park Centre,

Kinfra Apparel Park, Menamkulam, Kazhakkootam,

Thiruvananthapuram, Kerala. Pin: 695586, Phone: 0471-2706005

Email: keralacoffeelimited@gmail.com

CIN: U10792KL2024SGC085539

KCL/EOI/01/24-25

05/04/2024

ENGAGEMENT OF COMPANY SECRETARY(IES) IN PRACTICE ON RETAINERSHIP BASIS - EXPRESSION OF INTEREST (EOI)

1. The Kerala Coffee Limited (KCL) hereinafter referred to as the 'Company' was incorporated in the year 2023-24 with the aim of to establish, set up, develop, promote, manage and run Carbon Neutral Coffee Parks of international standards, for aggregation of the coffee produced in the State of Kerala and centralized processing to produce cleaned and roasted coffee of standard quality. With this aggregation and standardized processing, the Coffee thus produced to be branded as Malabar Kaapi and marketed domestically as well as abroad. The KCL intends to function as an incubation centre of startups, agricultural groups and to provide various services and facilities like branding, governance, research and development, knowledge dissemination, human resources, management, visibility, go downs, marketing, set up and commissioning of agricultural projects, adoption, development and application of technology and other management services.
2. The Company intends to engage the services of a Company Secretary in Practice on retainer basis for handling routine secretarial compliance of the Company under the Companies Act 2013, Rules thereto and Secretarial Standards.
3. The applicant may either be an Individual Practitioner or Partnership Firm of Company Secretaries or an LLP of Company Secretaries in Practice who shall satisfy the eligibility criteria mentioned elsewhere in this EOI.

4. Terms of Reference/Scope of Work:

The following is the scope of work intended under this EOI:

- Advice, support and assistance on all routine secretarial matters under the Companies Act, 2013, Rules thereunder and Secretarial Standards (Act) to ensure that the Company remains compliant in this respect at all times.
- Prepare and file all necessary forms / returns with the Ministry of Corporate Affairs/Registrar of Companies and other authorities under the Act within the statutory time period as prescribed.
- Update and maintain all statutory registers as required under the Act.
- Assist in the conduct of Board, Committee and General meetings including preparation of Notice, Agenda, Attendance Registers and minutes.
- Apart from routine compliance, assistance and advice on any other specific assignments/requirements as and when the need may arise from time to time.

5. Reporting Requirements:

The Company Secretary shall report to designated official(s) nominated by the Company for day-to-day interaction. The designated officer(s) so nominated will also act as the counterpart to provide the necessary support to Company Secretary in the performance of the work above.

Regd. Office: TC 31/2312, Kinfra House, Sasthamangalam, Thiruvananthapuram, Kerala. Pin: 695010

Phone: 0471 2726585 | Fax: 0471-2724773 | Email: mail@kinfra.org

6. Eligibility:

The bids will be screened on the basis of the following essential eligibility criteria: -

- The applicant shall either be an Individual Practitioner or Partnership Firm of Company Secretaries or LLP of Company Secretaries.
- The applicant should have been registered with the Institute of Company Secretaries of India (self-attested copy the registration certificate to be enclosed).
- To be an eligible applicant, the Individual Practitioner should have completed his continuous professional practice of 12 years and should not be a Partner to any other Firm or LLP of Company Secretaries.
- To be an eligible applicant, the Firm / LLP should have completed 5 continuous years of practice.

7. Critical Information

Last date & time for receipt of Expression of Interest (EOI) Bid 12.04.2024 by 1400 Hours to the Office of the Chief Executive Officer, Kinfra Industrial Park, Menamkulam, Kazhakkootam, Thiruvananthapuram Pin: 695586. Phone: 0471 2706005.

Opening of the bids will be on 12.04.2024 at 1600 Hours at the Office of the Chief Executive Officer, Kinfra Industrial Park, Menamkulam, Kazhakkootam, Thiruvananthapuram Pin: 695586. Phone: 0471 2706005.

If the last date of receipt & opening thereof happens to be declared a holiday, the offer will be received and opened on the next working day at the same time.

The EOI be sent at the following address on or before 12.04 2024 up to 1400 Hrs: -

The Director

Kerala Coffee Limited
Office of the Chief Executive Officer,
Kinfra Industrial Park, Menamkulam,
Kazhakkootam, Thiruvananthapuram
Pin: 695586. Phone: 0471 2706005.

8. Submission of Bids

The Individual/Firm qualifying under the criteria mentioned in Para-6 of the EOI document shall submit the commercial bid in sealed envelope.

9. Documents to be submitted

- Expression of Interest in Form I
- Details of experience of working Company Secretary in similar companies. Form II
- If it is a Company, details of educational qualification and experience of empanelled experts in Form III

Every sheet and all forms complete in all respect shall be signed by the person/ persons duly authorized to sign on behalf of the applicants with affixing the applicants' rubber stamp. Any / all the section made in the offer shall be duly authenticated by the signature of the applicant/Authorized signatory. Any documents or clarifications or any such additional information furnished subsequently shall not be taken into account. However, Kerala Rice Ltd. reserves the right to call for such clarifications confined in scope of the tenders of the application and can call for documentary evidence of the information submitted, should it become necessary for proper judgment in evaluation.

10. The Financial Bid

The Financial Bid will contain price Schedule and all the Commercial details of the offer. A format for Commercial Bid is prescribed in Form-IV. The price bid in any other format is liable to be rejected.

11. Cost of EOI

The Company Secretary / Company Secretary Firm shall bear all costs associated with the preparation and submission of its EOI, including cost of presentation for the purposes of clarification of the bid, if so desired by the Purchaser. The company will in no case be responsible or liable for those costs, regardless of the conduct or outcome of the Tendering process of the EOI

12. Amendment of EOI

At any time prior to the last date for submission for EOI offers, The Company may, for any reason, whether at its own initiative or in response to a clarification requested by a prospective Company Secretary / Company Secretary Firm, modify the EOI document by an amendment. Also, in order to provide prospective Company Secretary / Company Secretary Firm reasonable time to take the amendment into account for preparing their bids, The Company may, at its discretion, extend the last date for the receipt of Bids, and/or make other changes in the requirements set out in the Invitation for EOI. Any amendment to the EOI document or in the last date of submission of the Bid will be duly notified on the website of the Kinfra International Apparel Parks @ <https://kinfraiii.org>. No individual information will be sent in the matter.

13. Disclaimer

13.1 The KCL shall not be responsible for any late receipt of Tender application for any reasons whatsoever. The applications received late will not be considered and returned unopened to the applicant.

13.2 The KCL reserves the right:

- i. To reject any / all application(s) without assigning any reasons thereof.
- ii. To relax or waive/amend any of the conditions stipulated in this document as deemed necessary in the best interest of the KCL without assigning any reasons thereof. Any waiver/relaxation/modification/amendment of any part/parts of the Eoi document/criteria set in the Eoi document will be duly notified on the website <https://kinfraiii.org>. It will be the responsibility of the bidders to check the website from time to time as no intimation will be sent individually nor will any prayer for extension of time or exemption of any Clause be entertained at the time of evaluation of Bids.
- iii. To include or exclude any other item in the Scope of work at any time before or after selection.

14. Rejection of EOI:

The application for Company Secretary / Company Secretary Firm is liable to be rejected if:

- a) The application is not covered in proper sealed cover with superscription as indicated above.
- b) Not in prescribed form and not containing all required details.
- c) Not properly signed.
- d) Received after the expiry of due date and time.
- e) Offer is received by fax, telegram or e-mail.

15. Confidentiality

The Company Secretary / Company Secretary Firm shall treat all the information provided by The Company as confidential and shall also ensure the security and confidentiality of information,

documents, records, Software, data, records, deliverables etc. handled during the entire Consultancy project and subsequently. The above information shall not be shared without written approval.

16. Misrepresentation of facts

If at any stage of Tendering process or during the currency of the Contract, any suppression falsification of any information provided by the Company Secretary / Company Secretary Firm comes to the notice of the Company, the Company shall have the right to reject the proposal or terminate the contract, as the case may be, without any compensation to the bidder.

17. Authorized Signatory

The term “Company Secretary / Firm of Company Secretaries / LLP of Company Secretaries” as used in the EOI shall mean the one who has signed the EOI document forms. The Company Secretary / the person signing on behalf of Company Secretary Firm should be the duly Authorized Representative of the Company Secretary / Company Secretary Firm for which a certificate of authority will be submitted. All certificates and documents (including any clarifications sought and any subsequent correspondences) received hereby, shall, as far as possible, be furnished and signed by the Authorized Representative.

The power or authorization, or any other document consisting of adequate proof of the ability of the signatory to bind the Company Secretary / Company Secretary Firm shall be annexed to the bid.

The Company may reject outright any proposal not supported by adequate proof of the signatory’ authority. The Company Secretary / Company Secretary Firm should indicate their contact details in the offer.

17. Period of engagement

The term of engagement of the Company Secretary on retainer basis will initially be till 31st March 2025, which could be further extended by the Kerala Coffee Ltd on for a further period on mutually agreed terms and conditions.

Sd/-

**Director
Kerala Coffee Limited**

FORM – I

EOI Letter Proforma

(TO BE SUBMITTED IN YOUR LETTER HEAD)

Place:

Date:

To

The Director

Kerala Coffee Limited
 Office of the Chief Executive Officer,
 Kinfra Industrial Park, Menamkulam,
 Kazhakkootam, Thiruvananthapuram
 Pin: 695586. Phone: 0471 2706005.

Sir

Sub: Engagement of Company Secretary for Kerala Coffee Limited.

The undersigned having read and examined in detail all the EOI documents in respect of appointment of a Company Secretary in Kerala Coffee Limited on retainership basis to perform the duties and responsibilities of Company Secretary as defined in the Companies Act, 2013 as amended from time to time and to manage the Finances of the Corporation, do hereby express the interest to perform the duties and responsibilities as specified in the scope of work.

Details:

1. Name of the applicant	
2. Address	
3. Name, designation & address of the person to whom all references shall be made in case of applicant is a Firm / LLP	
4. Telephone (with STD code)	
5. Mobile No. of the contact person	
6. E-mail of the contact person	
7. Fax No. (with STD Code)	

The Following documents are enclosed forming part of EOI

- a. Statement of Applicant in Form –I
- b. Details of experience of Company Secretary in Form-II
- c. Details of educational qualification and experience in Form - III.
- d. Details of Commercial bid in Form-IV
- e. Other information sought in the scope of work.

I/ We hereby declare that my/ our EOI is made in good faith and the information contained is true and correct to the best of my/ our knowledge and belief.

Thank you.
Yours faithfully

Signature:

Name:

Designation:

FORM II
DETAILS OF EXPERIENCE

A. Details of major Companies in which the applicant Company Secretary is engaged in providing secretarial services in the year 2023-24:

Sl. No.	Name of the Company	Nature of assignments	Category of Company (Listed/ Public/PSU/ Private/Others)

Date:

Place:

(Signature of the Applicant)

FORM III
DETAILS OF EDUCATIONAL QUALIFICATION AND EXPERIENCE DETAILS OF
PROPRIETOR/PARTNERS

Sl. No.	Name	Membership Number and Certificate of Practice	Details of Qualifications	Years of Experience in Practice

Date:

Place:

(Signature of Applicant)

FORM IV

Financial Bid

Format for Quoting Rate against Category of Works.

Name of Activity	Rate on Monthly Basis
Company Related Secretarial Matters as envisaged in the EOI	

Note: Charges, if any, for filing Forms>Returns/Applications for Registration, or any other Statutory obligations / charges for representing the Company in any offices, will be charged on actual case to case basis based on discussion with the Management.

(Authorized Signatory)
(Name & Title of Signatory)
Name and Address of the Firm