



REC Limited
(Formerly Rural Electrification Corporation Limited)
(A Government of India Enterprise)
Regd Office: Core-4, SCOPE Complex, 7, Lodhi Road, New Delhi - 110003
Corp Office: Plot No. I-4, Sector 29, Gurugram, Haryana 122001
CIN: L40101DL1969GOI005095
www.recindia.com

LIMITED E-TENDER NO: REC/LAW/LDD/ ASERJTPL-150MW/2024-25/12

(ONLY THROUGH E-TENDERING MODE)

Invitation for Bid

For

ENGAGEMENT OF LENDER'S LEGAL COUNSEL

Date of Release of Tender	31 July, 2024
Last Date for Submission of Bid	07 August 2024 up to 14:00 Hours (IST)
Date & Time of Opening of Bid	07 August 2024; 14:30 Hours (IST)

Note: This bid document is issued on 'limited tender' basis and is publicized on the website for compliance purposes. Only those firms / agencies who are invited by REC are allowed to participate in the bid. REC shall not entertain any bids received from such firms / agencies who have not been invited by REC.



IMPORTANT NOTICE TO BIDDER

1. An incomplete and/or ambiguous and/or conditional and/or late response is liable to be ignored/ summarily rejected.
2. The bidder must attest the original tender document with authorized signature and stamp as an acceptance of the TENDER terms and conditions and submit the same along with the tender response. The price should not be quoted in the same. In case of non-compliance the response is liable to be ignored/ summarily rejected.
3. **The submission and opening of bids will be through e-tendering process. Financial bid has to be submitted on-line only (no hard copy). Tender document can be downloaded from the website <https://rec.ewizard.in> or from e-tender link given in REC Website, viz, <http://www.recindia.gov.in> or From Govt. e-procurement portal (CPP) viz, www.eprocure.gov.in.**

Note:

- a) To participate in the E-Bid submission, it is mandatory for the bidders to have user ID & password. For this purpose, the bidder has to register itself with REC through e-Procurement website given above. Please also note that the bidder has to obtain digital signature token for applying in the tender. In this connection, vendor may also obtain the same from Tender wizard. The steps to be followed for the registration process are given below:

- 1) Go to website <https://rec.ewizard.in>
- 2) Click the link ' Register Me'
- 3) Enter the detail about the bidder as per format.
- 4) Click 'Create Profile'
- 5) Bidder will get confirmation with Login-id and Password

For details please refer "Bidder Help Manual for E-Bidding" attached at Annexure -D

- b) **Steps for application for Digital Signature from E-Wizard are given below:**

- 1) Download the Application Form from the website <https://rec.ewizard.in>. Follow the instructions as provided.
- 2) In case of assistance please contact the person under 'contact us'.

- c) **To aid bidders the detailed bidder manual on submission of E-Bid is annexed to this tender document**

NOTE: The Bidders are advised to obtain digital signature (Level 3) and register themselves at <https://rec.ewizard.in> well in advance. Please note that REC does not own any responsibility in case any bidder(s) fail(s) to apply due to non-possession/ non-registration/ compatibility issue of Digital Signature with the application.



TENDER INFORMATION

Tender Reference No.	REC/LAW/LDD/ ASERJTPL-150MW/2024-25/12
Work Item Title/ Description	Engagement of Lenders Legal Counsel (LLC) for carrying out the Land Due Diligence ('LDD') of Land offered as security for financing of Project as detailed in Annexure - B
Mode of Tendering	Limited e-Tendering to the selected parties
Tender Release Date	31 July 2024
Last Bid Submission date	07 August 2024 up to 14:00 Hours (IST)
Date & Time of Price bid opening	07 August 2024; 14:30 Hours (IST) Price bid shall be submitted ONLINE only.
Location of Bid submission/ Opening	REC Limited, Plot no. I-4, Near IFFCO Chowk Metro Station, Gurugram, Haryana 122001
Tender Category	Services
EMD Fee	NIL
EMD Exemption Allowed	N/A
Bid Validity days	90 days from Bid Opening Date
Duration of Assignment	For two months from date of award or extended period at the sole discretion of REC.
Address of Correspondence/ for Bid Submission:	Ms. Meghadarshini Maruthi Sooranagi, Officer (Law) REC Limited, Plot no. I-4, Near IFFCO Chowk Metro Station, Gurugram, Haryana 122001, Mob. +91-9953686297 e-mail: meghadarshini@recindia.com
Support Team Contact Details:	E – Wizard: Help desk No - 011-49606060, eprochelpdesk.101@gmail.com Sh. Amrendra - 8448288980, eprochelpdesk.18@gmail.com

INTRODUCTION

ABOUT REC

REC Limited (Formerly Rural Electrification Corporation Limited) (“REC”) was incorporated on July 25, 1969 under the Companies Act 1956. RECL is a Maharatna Company under Ministry of Power, Government of India and is a Public Sector Enterprise with ‘AAA’ rating. RECL has its Registered Office at Core-4, SCOPE Complex, 7 Lodi Road, New Delhi - 110003, and Corporate Office at Plot No. I-4, Near IFFCO Chowk Metro Station, Gurugram, Haryana - 122001. RECL has also more than 20 Zonal / Project Offices/ Sub-Offices and presence through-out India and one Training institute viz, RECIPMT at Hyderabad.

PROJECT INFORMATION & TENDER TERMS

REC has sanctioned a financial assistance of Rs. 680.78 Crore to M/s Adani Solar Energy RJ Two Private Limited (“Borrower”) for setting up of 150 MW/ 213 MWp Solar Power Plant at Jodhpur, Rajasthan (“Project”). To secure the said term loan assistance, the Borrower is required to create mortgage over the project lands. The details of the Project and Project Lands are mentioned in Annexure - B (Project Land).

REC invites ‘e-Bids’ from empaneled Law Firms for carrying out Land Due Diligence, furnishing Title Search Report (“TSR”) and thereafter drafting of mortgage documents etc. in respect of Project Lands offered as security by the Borrower as detailed in Annexure B, for financial assistance of Rs. 680.78 Crore provided by REC.

TENDER TERMS

1. Terms of Reference and Scope of Work:

The detailed Terms of Reference and Scope of work for the engagement of Lender's Legal Counsel is enclosed as **Annexure - A** for your reference. The scope of work is only indicative and not comprehensive. The entire work shall be completed within **(2) two months** from the date of letter of award. The period may be extended at the discretion of REC. However no additional fee shall be paid for the same.

2. Professional Fee & Expenses:

You are requested to submit your quotation on lump sum basis for your professional fees, charges & expenses etc. excluding GST for the above assignment. The lump sum fees & charges to complete assignment mentioned above should be comprehensive and inclusive of professional fees and all other incidental expenses/out of pocket expenses for visit at land sites, Sub-Registrar Office, independent verification of permissions/approvals, obtaining certified copies etc. The professional fees for carrying out the assignment as per defined scope of work for Project Land shall be mentioned in the Price/ Financial Bid Format as indicated in the **Annexure - C**.

The Price/ Financial Bid has to be submitted online only through REC e-procurement portal at <https://rec.ewizard.in>. For evaluation purpose, the **total bid price excluding GST** will be considered.

3. Team Members:

The names and professional profiles of the team members to be involved in the proposed assignment should also be furnished. The team members to be involved in the present assignment shall have experience in carrying Land Due Diligence. REC has the right to suggest alternative member, if required.

Title Search Report shall be conducted and completed by Successful LI Bidder itself or with assistance of its local counsel duly engaged by L1 Bidder.

4. No conflict of interest:

The bidder has to submit signed certificate regarding no conflict of interest in taking up the assignment.

5. Payment of Professional Fee& Expenses:

It may kindly be noted that no advance will be paid for the assignment and no other fees/charges shall be payable/admissible except the lump sum fee quoted. The professional fees shall be released as under: -

Sl. No.	Instalments	Stages of Instalments	Percentage (%) of the Fees & Charges to be Paid *
1.	1 st Instalment	1 st Stage:- After submission of the final draft of the Title Search Report in respect of each Project, to the satisfaction of REC.	40%
2.	2 nd Instalment	2 nd and Final Stage:- After Submission of the signed Title Search Report, execution of the mortgage documents towards creation of the security on the land, and submission of the enforceability opinion of the charge created to the satisfaction of REC	60%

* Please note that for any reason, if documentation in respect of the project is withdrawn or not undertaken, the professional fee will be paid in proportionate manner only for the work done.

6. The bidder shall bear all costs associated with the preparation and submission of its bid, and RECL will in no case be responsible or liable for these costs, regardless of the conduct or the outcome of the bidding process.

7. RECL may at its sole discretion amend the Bidding Documents at any time prior to the deadline for submission of bids.

8. Any bid received by RECL after the deadline for submission of bids prescribed by the RECL will be rejected and/or may be returned unopened to the bidder.

9. RECL reserves the right to annul the bidding process at any time prior to award of Contract including rejection of any or all bids after the same have been received, without assigning any reason and without thereby incurring any liability to the affected bidder or bidders or any obligation to inform the affected bidder or bidders on the ground of RECL's action.

10. REC will award the Contract to the successful Bidder, whose bid has been determined as the lowest evaluated bid excluding GST, provided further that the Bidder is determined to be qualified to perform the Contract satisfactorily. REC shall be the sole judge in this regard. Letter of award shall be issued to selected bidder by Email.

11. The selected bidder shall not, without REC's prior written consent, disclose the Contract, or any provision thereof or the document furnished by REC/ Borrower to the 3rd party during the performance of the contract.
12. REC reserves its right to cancel/reject the offer without assigning any reason thereof.
13. The conditional bid offered by the bidder is liable to be rejected.

Encls: As above.

Annexure-A

DETAIL TERMS OF REFERENCE AND SCOPE OF WORK

The broad scope of work of successful bidder will be for providing primarily following activities to be undertaken:

1. To participate in meetings/conferences with REC and/or with Borrower and render legal advice/opinion(s) on all issues referred to by REC in connection with the Land Due Diligence and furnishing of Title Search Report as to clear and marketable title to create valid and enforceable mortgage in respect of Project Land as detailed in Annexure - B.
2. To draft and amend (as required) all security/mortgage documents for creation of security over the Project Land offered as security in the Project to secure the interest of REC.
3. To participate in finalization & execution of security documents for creation of security over the Project Land offered as security by the Borrower including overseeing valid creation of security by way of mortgage.
4. To review/examine/conduct due diligence of Land offered as security in the Project, including examination of title deeds/property documents, revenue records and search in offices of various Revenue Authorities, Sub-Registrar of Assurances, Registrar of Companies, etc., to certify valid, absolute and marketable title and to ensure that the property (ies) is/are free from all encumbrances and submission of report in this regard.
5. To advise the Lender(s) on creation/extension of Security for the Project and documents required to be submitted by Borrower for creation of valid and legally enforceable mortgage over Project Land.
6. To visit the site, if required, in connection with the assignment.
7. To furnish final opinion on the validity & enforceability of the documents, creation and perfection of security/charge etc.
8. Any other advice as may be required in terms of the sanction letter of REC to complete the mortgage documentation as and when required by the Lender.
9. To oversee and supervise timely registration of charges/documents with the RoC, Registrar of Assurances, CERSAI Registration as may be applicable.
10. Any other advice as may be required in terms of the sanction letter to complete the assignment.

Annexure-B

PROJECT LAND DETAILS

Project Name	Project Land	Khasra No.	Nature of Land
M/s Adani Solar Energy RJ Two Private Limited - 150 MW/ 213 MWp Solar Power Plant at Jodhpur, Rajasthan	603 Acres in Phalodi District	441/2, 458/455, 461/455, 462/457, 465/457	Sub -Leasehold

Annexure-C

Price/ Financial Bid Format

(ONLY ONLINE)

Sl. No.	Description	Basis of Charge	Rate Quote (excluding GST) (Rs)	GST Rates (in %)
	Fee for carrying out the Land Due Diligence of Project Land offered as security - Furnishing of Title Search Report (TSR), drafting of security documents and furnishing of the enforceability opinion etc. as per scope of work and tender terms for :	(A)	(B)	(C)
1	Adani Solar Energy RJ Two Private Limited - 150 MW/ 213 MWp Solar Power Plant at Jodhpur, Rajasthan	Lump Sum		
	Grand Total (in Rs.)			
	Grand Total (in words)			

Note:

- Prices quoted are lump sum for entire scope of work and in Indian Rupees only. The pricing should be as per the REC requirement inclusive of all envisaged costs and charges (except GST). GST shall be exclusive of the above cost and must be quoted separately.
- The above quoted rates are valid for a period of 90 days from the last date of bid submission.
- The bid should not be a conditional bid.
- Under no circumstances any extra cost/expense and additional taxes, duties, levies etc. shall be payable to the bidder by REC unless such a tax, duty or levy has been newly introduced and notified by the Govt. post Bid submission date.

Annexure-D

Bidder Help Manual for E-Bidding

HELP LINE TO VENDORS

CONTACT Persons:

E –Wizard:

1. Help desk No – 011-49606060, eprochelpdesk.101@gmail.com
2. Sh. Amrendra- 8448288980, eprochelpdesk.18@gmail.com

Step 1: Registration Process: Website address: <https://rec.ewizard.in>


Click on “**Live Tender**” to see (view and download) all the tender notifications and corrigendum’s. Click on “**Bidder Enrollment**” Hyperlink and get your User Id and Password.

(Certain special chars like ~ ` ‘ # \$ % & * ! () ; \ / ? “ : < > + - { } [] are not allowed in the companyid or any key attributes).

Once you fill all the details asked by “**Bidder Enrollment**” form and obtain your password, contact the Office of E-Wizard to enable your User ID. Mail Registration acknowledgement to helpdesk email eprochelpdesk.101@gmail.com, eprochelpdesk.100@gmail.com.

After this, vendor can key in their User Id and Password and get successful entry in to the application. It will take 24 working hours to activate the account.

STEP 2: Participation

Vendor should login with his USER ID and PASSWORD. After Successful entry into the application click on Tenders “**Published Tender**” to see the tender. By clicking on hyperlink “**Published Tender**” you can see the latest tenders which are floated and other details relevant to tender. On this screen (**Published Tender**) you will find various gif’s on the left hand side. Click on  “**View Tender Document**” and see all the documents attached. Please download these documents and go through them.

Once you have gone through the entire tender document and you wish to participate in the tender, click on “**Mark as Interested**” gif. And Then click on “OK”. Now once you have requested for tender documents click on “**Interested Tender**” stage. You can see the status as “**Form Received**”. Submit your bids.

Note: -

1. We will send you forms (Electronic Financial bid & Technical bid sheets). You will get excel file “**Price Schedule Sheet.xlsx**” along with other documents. Firstly, you need to download this document by clicking on hyperlink “ [Click here to Download Empty Document.](#)” Then Save the file with the same file name

2. You should not change the file name of any Excel file.
3. You should only key in the values in Yellow cells only.

STEP 3: Submission

Vendor should prepare the scanned copy of DD (EMD)

EMD Declaration Submission: Click on “[Click here to enter EMD Details and Attach Scanned Copy of EMD](#)”. Fill all the fields provided in that sheet and press on “Scan” button to attach the scanned copy of the EMD Declaration form. Vendor should fill values in blue cells only, provided in these sheets. These can be uploaded by clicking on “[Click here to Upload filled File](#)”.

Reminder:

Price Schedule Sheet should be uploaded by using “[Click here to Upload filled File](#) “. All other supporting documents could be uploaded using “[Click here to Other Documents](#)” link provided below. Please don’t change the name of the file as system will not accept any other file name.

Steps for uploading the additional documents (supporting documents) to your account.

1. In the left hand menu click on My Documents, general document page will appear
2. Click on upload new file Button for upload document, upload sheet will appear
3. Select the file to be uploaded, enter the description and attachment name.
4. Click on Sign & Upload
5. Repeat step 2 and 3 for uploading new files

To change the description and attachment name for the uploaded file use Update existing file button

Note: This is for altering the description and attachment name only

Section 1.03 Attachment of general document to a particular tender

Go to tender Documents screen of that particular tender

1. Go to [Click here to Other Documents](#) –Additional documents can be optionally uploaded → Other Document Summary sheet will appear.
2. In Other Document Summary screen select the file you want to attach and make necessary changes for Tender Stage and click Attach file button.
3. If you need to attach any new files for the tender follow Steps for uploading the Additional documents.

Other details could be scanned and uploaded but ensure that it is smaller in size (i.e. < 5 MB for Fast Uploading of Document). (only.doc, .jpg,.gif,.xls, .bmp, .pdf.)

The server time will be displayed at the right hand side of the page please follow this time, and all the actions i.e;(Submitting, Opening etc.,) takes place according to this time only.

Note: You will see all the red colored links changing to Green color, when you have uploaded.

A) Price Schedule Sheet or price bid

B) EMD details

- i) **Once you fill the above documents only then you will able to submit the tender by clicking on the “Submit t” button before the tender closing date and time.**

STEP 4: Acknowledgement

Once you submit the tender you will get the submitted token number, submitted date and submitted time. Take the print of that sheet then click on “OK”. Then the status will change to submitted.

STEP 5: OPENING

After the tender is opened at the stipulated date and time, the award details can be accessed in the OPENED/AWARDED stage.

To view the opened tenders click on the “Opened Tender” link then click on

 icon to vi