

KSEB

കേരളത്തിന്റെ ഊർജ്ജം

15 YEARS OF
CELEBRATING
THE MAHATMA

25th Anniversary

KERALA STATE ELECTRICITY BOARD LIMITED

Incorporated under the Companies Act, 1956

CIN : U40100KL2011SGC027424

Reg. Office : Vydyuthi Bhavanam, Pattom,
Thiruvananthapuram – 695004, Kerala.

Phone No. +91 471 2514491, 2514620. Fax: 0471 2554039

E-Mail: cs@kseb.in Website : www.kseb.in**ABSTRACT**

Kerala State Electricity Board Limited – Appointment of Secretarial Auditor for the Financial Year 2019-20 - Sanctioned – Orders issued.

CORPORATE OFFICE (ADMINISTRATION)

B.O.(DB) No.150/2021 (CS 24/KSEBL-Secretarial Audit) Thiruvananthapuram, Dated:19.02.2021

- Read: 1. Notice inviting Expression of Interest dated 21.12.2020 for Secretarial Auditor of KSEBL for the year 2019-2020.
2. Office Order No.66/2021 (CS 24/KSEBL-Secretarial Audit 2020-21) dated 13.01.2021.
3. Note No.CS 24/KSEBL-Secretarial Audit/2017-18 dated 06.02.2021 of the Chairman & Managing Director.
4. Proceedings of the 57th Meeting of the Board of Directors held on 15.02.2021 (Agenda Item No.05-02/2021).

ORDER

As per the provisions of Sec 204 of the Companies Act 2013 and Rule 9 of the (Appointment and Remuneration of Managerial Personnel) Rules 2014, Secretarial audit is required to be conducted by an independent practicing Company Secretary, if the company, is a listed Company or is a public company having paid up share capital of ₹50 crore or more or is a public Company having a turnover of ₹250 Crore or more during the financial year. As KSEBL satisfies two of the above conditions, Secretarial Audit has to be conducted by a Practicing Company Secretary or by a firm of Practicing Company Secretaries.

EOI for appointment of Secretarial Auditor for the year 2019-20 was invited since the then Secretarial Auditors for 2018-19 has done the audit consecutively for four years. Accordingly, notice read as 1st above inviting Expression of Interest was published in the official website of KSEBL on 21.12.2020. The notice was also send to the Chairman of the Thiruvananthapuram chapter of the Institute of Company Secretaries of India with a request to display the same on the notice board of the Institute and to circulation among the practicing members. The last date for submission of tenders was 04.01.2021.

The tenders were opened on 05.01.2021 as per the EOI Notice. Only two applications were received. Out of them, only M/s PI & Associates was found qualified in the technical bid. As per the certificates produced by the applicant, M/s PI & Associates is a partnership firm constituted with effect from 14.07.2014 having address as "M/s PI & Associates, D-38, South Extension Part-1, New Delhi-110049" and Dr. Baiju Ramachandran practicing in Thiruvananthapuram is one of the partners.

Only the financial bid offered by M/s PI & Associates, who has qualified in the technical bid, was opened on the due date namely, 06.01.2021. The amount quoted by the firm is ₹49,560/- (Rupees Forty Nine Thousand Five Hundred and Sixty only) inclusive of all taxes, charges and all out of pocket expenses. The rates offered by the firm are lesser than previous year rates. As such the Director (Finance) accorded sanction to engage M/s I & Associated Practicing Company Secretary as Secretarial Auditors for 2019-20 at their quoted fee of ₹49560/-. The Office Order read as 2nd above was also issued.

As per Rule 8 of the Companies (Meeting of the Board and Its Powers) Rules, 2014, the power to appoint Secretarial Auditor has to be exercised by the Board of Directors by means of a resolution passed at a meeting of the Board. Hence the matter was placed before the 57th meeting of the Board of Directors held on 15.02.2021 as per Note read 3rd above. The Board considered the matter in detail and passed the following resolutions:

"RESOLVED THAT pursuant to the provisions of Section 204(1) of the Companies Act, 2013, Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions of the Companies Act, 2013, consent of the Board be and is hereby given for appointment of **M/s PI & Associates**, D-38, South Extension Part-1, New Delhi-110049 represented by Dr. Baiju Ramachandran FCS, A-80, Deepam, Deshabhimani Road, Thampanoor, Thiruvananthapuram- 695 001, a firm of Practicing Company Secretaries as Secretarial Auditor of the Company for the Financial Year 2019-20 **at their quoted fee of ₹49560/-**(Rupees Forty Nine Thousand Five Hundred and Sixty only) **inclusive of all taxes, charges and all out of pocket expenses.**

ALSO RESOLVED TO authorize the Company Secretary to issue the work order accordingly to **M/s PI & Associates**, D-38, South Extension Part-1, New Delhi-110049 represented by Dr. Baiju Ramachandran FCS, A-80, Deepam, Deshabhimani Road, Thampanoor, Thiruvananthapuram-695 001 as Secretarial Auditor of the Company for the Financial Year 2019-20.

RESOLVED FURTHER THAT Chairman and Managing Director/Director (Finance) of the Company be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such act, deeds and things as may be considered necessary to give effect to the resolution.”

Orders are issued accordingly.

By Order of the Director Board
Sd/
LEKHA.G
COMPANY SECRETARY (I/c)

To

1. The Company Secretary (I/c), Vydyuthi Bhavanam, Pattom, Thiruvananthapuram.
2. M/s PI & ASSOCIATES, D-38, South Extension Part-1, New Delhi-110049.

Copy to:

The Financial Adviser/The Chief Internal Auditor
The Deputy Secretary (Administration)
The TA to [Chairman & Managing Director/Director (Distribution, IT & HRM)/
Director (Transmission & System Operation)/Director (Generation- Civil)/
Director (Generation-Electrical & SCM)/ Director (Planning, Safety & REES)]
The PA to Director (Finance)
The Senior CA to [Chief Vigilance Officer/Legal Adviser & Disciplinary Enquiry Officer/
Secretary (Administration)]
Library/Stock File.

Forwarded/By order



Senior Superintendent