



INDIAN OVERSEAS BANK

Investor Relations Cell, Accounts Department
Central Office, 763, Anna Salai
Chennai-600 002
Phone No: 044-28415702, 28889392

Tender Notice

Sealed tenders are invited up to 05.00 p.m. on or before 01.10.2012 (Monday) from Indian companies fulfilling the criteria given below for undertaking Registrar and Share Transfer Agent (RTA) work of the Indian Overseas Bank (Bank) for a period of **three** years. The company should satisfy the following criteria:

- a) The company should have category 1 Registration certificate from SEBI.
- b) The company should have necessary infrastructure like adequate office space, equipment, server, manpower and latest versions of data processing hardware and software.
- c) The company should have on line connectivity with NSDL & CDSL.
- d) The company should have a minimum of **ten years** experience in handling the activities as Registrar and Share Transfer Agent (RTA).
- e) The company should have a minimum clientele of twenty companies of which at least one company or Bank should have more than two lakh shareholders at present.
- f) The clientele profile should have minimum of one Public Sector Bank.
- g) The company should have past experience of handling allotment of shares under Initial/Follow on public offer through book-building process and fixed price issue.
- h) No disciplinary action should have been initiated /contemplated/pending for suspension of business against the company by SEBI in the last five years.
- i) There should not be any appeal/unresolved dispute/suit/case pending at any court in India regarding the existence of the business/their right to handle RTA services.



- j) RTA shall bear all expenses in connection with the visit of their officials to Bank's Central Office for submission of share transfer memorandum and other records to share transfer committee meetings and other meetings like AGM, EGM and meeting of Bank officials at Bank's Central Office at Chennai. All expenses incurred by the officials of the Bank on account of their visits to the headquarters of RTA in connection with matters relating to share transfer, compliance or any other matter in connection with redressal of investors' complaints etc. will also have to be borne by RTA only.

OTHER CONDITIONS:

The Management or the Bank has a right to add/change all or any of the aforesaid conditions while entering into final agreement with the Registrar.

2. The Bank reserves the right to accept or reject any bid and to annul the bidding process and reject all the bids at any time prior to contract award, without thereby incurring any liability to the affected Bidder or Bidders or any obligation to inform the affected Bidder or Bidders of the grounds for the Bank's action.
3. The successful bidder has to enter into an agreement/MOU with the Bank.
4. The appointment shall initially be for a period of Three years and may be renewed thereafter subject to satisfactory performance and solely at the discretion of the Bank.
5. Bank and RTA can terminate the contract by serving two months notice to other party.
6. The Bank will evaluate the proposal on the basis of not only the criteria given above but also the following for appointment of R& T agent:
 - (i) The financial position of the company for last three years.
 - (ii) The place and the nature of processing (hardware and software) carried out by RTA.

The sealed tenders containing technical and financial bids in **separate envelopes should be submitted simultaneously** to the following address:



The Asst. General Manager (CNR)
INDIAN OVERSEAS BANK
Investor Relations Cell,
Balance Sheet Management Department
Central Office, 763, Anna Salai, CHENNAI – 600 002

The tender should contain the company and clients profile along with duly completed proposal form and undertaking. The Part A along with a copy of SEBI License and other necessary proof of documents and requisite undertaking as prescribed by SEBI and Part B of the proposal form have to be submitted in separate envelopes, duly superscribed "Technical bid – Part A" and "Financial bid – Part B". The technical bid will be opened at 3.00 p.m. on 03.10.2012 in the chamber of Asst. General Manager, Investor Relations Cell, Accounts Department (Fifth Floor, Annexe Building), Indian Overseas Bank, Central Office, 763, Anna Salai, in the presence of available bidders. The financial bids will be opened later.

PROPOSAL FORM-PART-A.

Description	Remarks
Name of the Company	
Registered Office & Corporate Office address	
Status of the Company, i.e. Pvt. Ltd./Public Ltd.	
Name of the Director/Managing Director with the following details: a. e-mail address b. Telephone Number. c. Fax Number d. Office Address	
Year of incorporation	
Net worth of the company as per last Audited Accounts	
Turnover and Net Profits of the Organisation in the past three financial years	
SEBI Registration Number and category. Please furnish details.	
ISO certification, If any	
Number of Folios being served by the company presently	
Total installed capacity	
Whether RTA Activities are based at the Registered Office? If no, address of the premises of RTA Activities	
Approximate Area in sqft of the premises	
Whether Access through Web is provided to clients?	



Whether web services are being provided at present to clients? If yes, please give details.	
Name of the Bank where similar services are being offered for shares	
Name of twenty clients including one company/Bank who has at present more than two lakh share holders	
Does the company have direct connectivity with NSDL/CDSL at Chennai?	
The details of Infrastructure facilities available with the company, viz., a) Hardware b) Software c) Software Development d) Storage capacity e) Safe Deposit vaults f) Security g) Manpower h) Insurance cover	
Details of qualified personnel to handle legal work	
Methodology adopted for maintaining backup of Database? Whether the company has a) Disaster recovery Plan (DRP) in place, if yes, details thereof (b) Power backup facility & details thereof	
Details of facilities for bulk dispatch by Ordinary/Registered Post/Courier etc	
Communication facilities available for contacting in the shortest possible time.	
Organisation Chart	
Whether any disciplinary action had been initiated/contemplated/pending for suspension of business against the company by SEBI during last five years. If so, details thereof	
Whether any appeal or unresolved disputes/suits/cases are pending at any Court in India regarding the existence of the business/their right to handle RTA services. If so, details thereof	



PROPOSAL FORM-PART -B

Sl.No.	Particulars	Rate /Amount (In Rs Ps)
1	Transfer charges, transmission, split, issuance of duplicate/replacement of mutilated certificate, etc., - Per certificate	
2	Maintenance of Register of Members, change of address, bank mandate etc., (Per month) For Physical folio For Electronic folio	
3	Processing and Printing of Names & Addresses in the Dividend warrants (per Warrant)	
4	Dividend Warrant Reconciliation (Per Warrant)	
5	Printing of address label for despatch of Annual Report/any other communication (per folio)	
6	To maintain the Electronic connectivity with NSDL/CDSL Per month/ per depository	
7	Generation of related reports through NSDL/CDSL connectivity on fortnightly basis and submission to the Bank	
8	Charges for mailing Annual Report, DWs, etc (per folio)	
9	Charges for despatch of communication to Shareholders through E-mail (processing and uploading communication)	
10	Demat Charges (per certificate)	
11	Remat Charges (per certificate)	
12	Web based services (per month), if provided	
13	Charges for keeping old records of IPO,FPO, paid Dividends for the years 2000 - 2001 to 2005 to 2006 contained in about 800 cartons occupying approximately 800 sft. of space (per month/per Annum)	
14	Charges for rendering assistance for conduct of AGMs / EGMs	
15	Details of other charges, if any, not specifically mentioned above	



Undertaking

1. There has not been any disciplinary action initiated or contemplated/suspension of business against the entity by SEBI during the last five years.
2. None of the directors or principal officers has been convicted of any offence involving moral turpitude or has been found guilty of any economic offence.
3. The company shall identify and designate an official of senior rank who shall be responsible for the compliance of acts, rules and regulations, notifications, guidelines, instructions etc., issued by SEBI, Central Government and redressal of investor's grievances.
4. The company would maintain and preserve the records as per SEBI regulation/Operational Guidelines/applicable to Registrar and Share Transfer Agent.
5. The Company shall abide by mandatory obligations and other directions of SEBI applicable to Share Transfer Agents.

Place:
Date:

(DIRECTOR)

