Annexure 1

इंडियन बैंक
Indian Bank

Investor Services Cell
Corporate Office : 254-260, Avvai Shanmugam Salai,
Royapettah, Chennai - 600 014
Phone : 044 - 28134076

OFFER FOR SERVICES AS SHARE TRANSFER AGENT

Indian Bank invites sealed tenders from reputed and experienced agencies / companies for undertaking Share Transfer Agency work of the Bank for a period of three years. Interested agencies / companies are requested to apply in the prescribed format enclosing a Demand Draft for ₹ 2000/- in favour of General Manager (IED), Indian Bank, payable at Chennai. The details of the services to be provided, eligibility criteria, prescribed format, etc., are available in the website of the Bank www.indianbank.in. Interested and eligible agencies / companies may apply in the prescribed format so as to reach us on or before 3.00 p.m. on February 06, 2012.

GENERAL MANAGER

INDIAN BANK
Investor Services Cell
Chennai - 14.
CORPORATE OFFICE

ANNEXURE 2

EXPRESSION OF INTEREST OF SHARE TRANSFER AGENTS

Indian Bank invites Expression of Interest (EOI) from reputed and experienced agencies / companies for their services to act as **Share Transfer Agent (STA)** of the Bank for a period of three years from the date of acceptance of the offer.

Criteria for Selection

- ✓ The Agency / Company shall be registered with SEBI as Category I Registrar and Share Transfer Agent and have Certificate of Registration granted by SEBI to perform the activities of Registrar and Share Transfer Agents. (If they have other better categorization which is desirable the same may be taken into account for selection process).
- ✓ The Agency / Company should have a toll free number operated round the clock, which enables the investor to submit their queries.
- ✓ The Agency / Company should have web based software which enables bank as well as investors to access information from wherever they want.
- ✓ The Agency / Company should have minimum of five years experience in handling activities of STA and should have experience in handling allotment of shares under initial / follow on public offer through book building process and fixed price issue.
- ✓ The Agency / Company should have necessary infrastructure like adequate office space, equipment, server, manpower, and latest version of data processing hardware and software.
- ✓ The Agency / Company should have online connectivity with NSDL & CDSL
- ✓ No disciplionary action should have been initiated / contemplated / pending for suspension of business against the Agency / Company by SEBI in the last five years.
- ✓ 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.
- ✓ The Agency / Company shall have a minimum of twenty companies including a minimum of two Public Sector Banks, of which atleast one bank shall have more than 2 lakhs shareholders at present.

Services to render

The complete details of services to be provided are as under:

1. Folio Management
2. Transfers, Transmission, Transpositions, Consolidations, Splits etc.
3. Transactions like change of addresses / name, lien / power of attorney etc
4. Endorsement (Stickers) of transfer
5. Dividend processing & printing over specimen dividend warrants, postal register
6. Covering letter generation
7. Dividend warrants reconciliation
8. Issue of duplicate share certificates
9. Allotment of money / call money reconciliation (if applicable only)
10. Stop transfer processing
11. Generation of acknowledgements for transfer in the form of postcards, preprinted letter and computer generated correspondence
12. Any special reports

INDIAN BANK Investor Services Cell CORPORATE OFFICE Chennai - 14

13. Maintaining back-up of data / records
14. Replies to the Courts / Consumer Forums / Advocates etc
15. Scanning of signatures
16. Maintenance of communication links for each depository (NSDL & CDSL) to cover cost of maintaining ongoing linkage expenditure incurred for the depository Link Operations
17. Dematerialisation and Rematerialisation of shares.
18. Transactions capturing and processing for all transactions taking place in NSDL & CDSL operations

Other Conditions:

1. 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. Decision of the bank will be final.
3. The successful bidder has to enter into an agreement / MOU with the Bank
4. The appointment shall 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 STA can terminate the contract by serving two months prior notice to other party
6. The offer shall remain valid for a period of 60 days from the date of receipt of Techno – Commercial offer
7. The Application / Bid without full information stipulated above and in the prescribed format along with application fee will be liable to be rejected. Indian Bank takes no responsibility for delay, loss or non-receipt of the application sent by post / courier

Submission of offer:

1. The Agency / Company satisfying the above criteria may apply in prescribed format. (To be downloaded from our website)
2. The offer must be submitted in two parts comprising of **Part A** which would be **"Technical Bid"** and **Part B** the **"Financial Bid"**. Both the offers shall be given in the prescribed format only. Each part shall be sealed in separate envelop and superscribed as 'Technical Bid' and 'Financial Bid' as applicable accompanied by a Demand Draft for ₹ 2000/- in favour of General Manager (IED) Indian Bank, payable at Chennai. Both the covers are to be clearly marked with **"Offer for Share Transfer Agency Services for Indian Bank"** and in the name of the agency. Both Technical and Financial Bid are to be submitted in duplicate.
3. The tender should contain the company profile along with duly completed proposal form and undertaking. They should furnish self-attested copy of certificate of Registration granted by SEBI to perform the activities of STA
4. Copy of the audited financial statements for the last 3 years.
5. Details of Registrar and Share Transfer Agency work undertaken during the last 5 years.
6. Minimum general criteria shall be as stipulated. However, mere fulfillment of the minimum eligibility will not be the only basis to qualify as the same will be done after taking into account various other parameters.
7. Agency / Company meeting the required criteria shall only be considered for financial bid. Further agencies not furnishing the documentary evidence as required will not be considered.
8. Application containing false and / or inadequate information are liable to be rejected.

INDIAN BANK Investor Services Cell CORPORATE OFFICE

The duly filled bids in sealed covers, both Technical and Financial, are to be submitted to

The General Manager (IED)
Indian Bank
Corporate Office
Investor Services Cell
254-260, Avvai Shanmugam Salai
Royapettah
Chennai 600 014

so as to reach us on or before 3.00 p.m. on 06.02.2012. The Part A (Technical Bid) will be opened on 07.02.2012 at 11.00 a.m. Desirous bidders may also participate. After scrutiny of the Technical Bids, Part B (Financial Bid) of only the short listed agencies will be opened at a later date. Time and date will be informed to the short listed agencies.

Clarifications if any required may be obtained from Investor Services Cell, Indian Bank, Corporate Office, 254-260, Avvai Shanmugam Salai, Royapettah, Chennai – 600 014. Telephone: 044-28134076.

INDIAN BANK Investor Services Cell Chennai-14 CORPORATE OFFICE

GENERAL MANAGER (IED)

FORMAT – PART A (Technical Bid)

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			
List of major cities where the Company has offices in India			
Year of Incorporation			
Networth of the Company as per the last audited accounts			
Turnover and Net Profits of the Organization in the past three financial years	2008-09	2009-10	2010-11
SEBI Registration Number, validity and category. Please furnish details			
ISO certification, if any			
Income Tax PAN No.			
Sales Tax CC/VAT			
Service Tax (Give fifteen digit service Code No.			
Details of ESI & PF (Regn. Nos.)			
Number of Folios being served by the Company presently			
Total installed capacity a) Towards folio handling b) Data Storage Capacity			
Whether STA activities are based at the Registered Office? If no, address of the premises of RTA activities			
Whether access through Web is provided to clients?			
Whether web enabled 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			
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 maintenance backup of database. Whether the company has a) Disaster recovery plan (DRP) in place, if yes, details thereof b) Power backup facility and details thereof	
Details of facilities for bulk dispatch by Ordinary/Registered Post/Courier etc.	
Communication facilities available for contacting in the shortest possible time	
Organisational Chart	
Whether any disciplinary action had been initiated / contemplated / pending for suspension of business against the company by SEBI during the 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 STA services. If so, details thereof	
List of major companies for whom the Agency / Company has acted as STA during the last 5 years and details of service provided to them.	
List of companies and Public Sector Banks (PSB) for whom the Agency / Company is at present acting as STA and number of shareholders in such PSBs.	
Name and address of the Banker of the Agency (enclose solvency certificate from the Banker)	
Has the agency been blacklisted by SEBI at any time during the last 2 years	

Declaration

I / We hereby certify that the information furnished above is full and correct to the best of our knowledge. We understand that in case of any false declaration, the company will be blacklisted and will not have dealing with Indian Bank in future.

(Authorised Signatory with Stampl)

Name:
Designation:
Date:
Place:

Format – B

The General Manager (IED)
Indian Bank
Corporate Office
Investor Services Cell
254-260, Avvai Shanmugam Salai
Royapettah
Chennai 600 014.

Financial Bid – Providing Registrar and Share Transfer Agency Services

S.No.	Particulars	Rate / Amount in ₹
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	Maintenance of communication links with NSDL and CDSL	
4	Processing and Printing of Names & Addresses in the Dividend warrants (per warrant)	
5	Dividend Warrant Reconciliation (per warrant)	
6	Printing of address label for dispatch of Annual Report / any other communication (per folio)	
7	To maintain the Electronic connectivity with NSDL/CDSL per month / per depository	
8	Generation of related reports through NSDL/CDSL connectivity on fortnightly basis and submission to the Bank	
9	Charges for mailing Annual Report, Dividend Warrants, etc (per folio)	
10	Demat charges (per certificate)	
11	Remat charges (per certificate)	
12	Web based services (per month), if provided	
13	Charges for keeping old records	
14	Charging for rendering assistance for conduct of AGMs/EGMs	
15	Details of other charges, if any, not specifically mentioned above	

We agree to keep the above price valid for acceptance for a period of 60 days from the date of submission of our offer.

(Authorised Signatory with Stamp)
Name:

Designation:
Date:
Place:

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 have 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: **(DIRECTOR)**

Date: