



आरईसी ट्रांसमिशन प्रोजेक्ट्स कंपनी लिमिटेड
(आरईसी लि. के पूर्ण स्वामित्व की कंपनी)
REC Transmission Projects Company Limited
(A wholly owned subsidiary of Rural Electrification Corporation Limited)

12-21, ऊपरी तल मॉडल, अंतरिक्ष भवन, 22, केजी मार्ग, नई दिल्ली-110001, टेली.: 011-47964796 (4 लाइनें), फैक्स: 011-47964747, ई-मेल: contactus@rectpcl.com, वेबसाइट: www.rectpcl.com
12-21, Upper Ground Floor, Antriksh Bhawan, 22, KG Marg, New Delhi 110001, Tel.: 011-47964796 (4 lines), Fax: 011-47964747, E-mail: contactus@rectpcl.com, Website: www.rectpcl.com

Ref No: RECTPCL/P-23/NRSS-XXXVI/2015-16/

Date: 28.03.2016

M/s Essel Infraprojects Limited
20th Floor, A-Wing, Marathon Futurex,
N M Joshi Marg, Lower Parel,
Mumbai – 400013 (MH)

Kind Attention: Mr. Kedar Bhagwat, AVP-BD

Subject: Establishment of Transmission System for "System Strengthening Scheme in Northern Region (NRSS-XXXVI) along with LILO of Sikar-Neemrana 400kV D/C line at Babai (RRVPNL)" through tariff based competitive bidding process – Letter of Intent

Dear Sir,

We refer to:

- 1) The Request for Proposal dated 12th November, 2015 comprising Request for Proposal Document, Draft Transmission Service Agreement, Share Purchase Agreement and Tariff Illustration Sheet (provided in CD) and Survey Report dated 26th November, 2015 issued to M/s Essel Infraprojects Limited as regards participation in the Global Invitation for Bids for establishment of Transmission System for " System Strengthening Scheme in Northern Region (NRSS-XXXVI) along with LILO of Sikar-Neemrana 400kV D/C line at Babai (RRVPNL)" through tariff based competitive bidding process, and as amended till the Bid Deadline including all correspondence / clarifications / amendments/Errata issued by REC Transmission Projects Company Limited in regard thereto (hereinafter collectively referred to as the "Final RFP") and as listed below:
 - i. Amendment-I dated 08.01.2016
 - ii. Clarifications & Amendment-II dated 11.01.2016
 - iii. Additional Clarifications dated 27.01.2016
 - iv. Amendment-III dated 01.02.2016
 - v. Amendment-IV dated 12.02.2016
 - vi. Amendment-V dated 22.02.2016
- 2) The offer of M/s Essel Infraprojects Limited by way of a Non-Financial Bid (Envelope I) pursuant to (1) above submitted on 29th February, 2016 in response to the Final RFP.
- 3) The offer of M/s Essel Infraprojects Limited by way of a Financial Bid (Envelope II) as submitted on 29th February, 2016 in response to the Final RFP.
- 4) The Non-Financial Bid as in (2) above & the Financial Bid as in (3) above hereinafter collectively referred to as the "Bid".

We are pleased to inform you that your proposal and offer received by way of the "Bid" has been accepted and the M/s Essel Infraprojects Limited is hereby declared as the Successful Bidder as per clause 3.4.1.1 of the Final RFP for the above project and consequently, this Letter of Intent (hereinafter referred to as the "Lol") is being issued in two copies, 1 original + 1 copy.

This Lol is based on the Final RFP and is further contingent upon you satisfying the following conditions:

- a) Acknowledging its issuance and unconditionally accepting its contents and recording "Accepted unconditionally" under the signature and stamp of your authorized signatory on each page of the duplicate copy of this letter attached herewith and returning the same to REC Transmission Projects Company Limited within three (3) days of the date of issuance of Lol;
- b) Completion of various activities as stipulated in the Final RFP including in particular Clause 2.4, Clause 2.5 and Clause 2.6 of the Final RFP, within the timelines as prescribed therein.
- c) Provide the Contract Performance Guarantee of Rs. 15.93 Crores (Rupees Fifteen Crores Ninety Three Lakh only) within seven (7) days of the issue of this Lol, separately in favour of each of the Long Term Transmission Customers listed out in Annexure 1 of the RFP, as per the provisions of Clause 2.21.

It may be noted that REC Transmission Projects Company Limited has the rights available to them under the Final RFP, including rights under clause 2.7 and 3.4.1.3 thereof, upon your failure to comply with the aforementioned conditions.

As you are aware, the issuance and contents of this Lol are based on the Bid submitted by you as per the Final RFP including the Transmission Charges and other details regarding the Scheduled COD as contained therein. The Quoted Transmission Charges as submitted by you and the Scheduled COD of transmission element as agreed by you in your Bid, as per Annexure 4 and Format 1 of Annexure 6 respectively of the Final RFP is annexed herewith as **Schedule-A** and incorporated herein by way of reference.

Further, please note that relationship of M/s Essel Infraprojects Limited with the Long Term Transmission Customers will be governed solely on the basis of the Final RFP.

You are requested to unconditionally accept the Lol, and record on one (1) copy of the Lol, "Accepted unconditionally", under the signature of the authorized signatory of your Company and return such copy to us within three (3) days of issue of Lol.

Yours faithfully,

 28.3.16
(Ritu Maheshwari)
Chief Executive Officer