AGREEMENT

This agreement is made on 23 Sept day of 2016 between M/s. WAPCOS Ltd. having their registered office at 5th Floor, Kailash Building, 26, Kasturba Gandhi Marg, New Delhi-110001 through its Chief Engineer (T&D) and New Delhi Municipal Council, New Delhi, through its Executive Engineer (E)IPDS of the other part. The party shall include their respective successors in office.

Sundeep Gaur,
Executive Engineer (E), IPDS
New Delhi Municipal Council
Whereas M/s. WAPCOS Ltd. has agreed to undertake the work of “Appointment of Project Design & Management Agency (PDMA) for the implementation of Smart Grid infrastructure including enhancing of existing network in NDMC Power Distribution area” under IPDS scheme at amount of Rs. 18,19,87,500/- (Rupees Eighteen Crore Nineteen Lacs Eighty Seven Thousand and Five Hundred only) vide award letter No. D- 54/EE(E)
IPDS dated 30/08/2016 as per the general terms and conditions annexed hereto.

The time allowed for carrying out the work is 54 months (06 months for Project Design, formulation and award of work + 24 months for Procurement and Establishment Phase + 24 months for Post implementation Hand Holding Phase after successful completion of project work) from the date of signing of agreement and time is the essence of contract. Now therefore this agreement is witness as under:

IN WITNESS WHEREOF THE PARTIES HAVE HERETO TO SET AND Scribe THEIR HANDS AND SEALS ON THE DAY AND YEAR FIRST ABOVE WRITTEN.

M/s. WAPCOS Ltd.

Sh. Ankur Panwar

23/9/16

Executive Engineer (E), IPDS
New Delhi Municipal Council

Chief Engineer

23/9/2016

Witnesses:

1. \[Signature\]

EDF INDIA, SAKET, NEW DELHI

2. \[Signature\]

EDF INDIA, SAKET, NEW DELHI
POWER OF ATTORNEY

By this Power of Attorney M/s. WAPCOS Limited – A Government of India Undertaking (hereinafter called 'WAPCOS') a company registered under the Indian Companies Act, and having its

__________________________
Sr. SUNDEEP GAUR,
Executive Engineer (E), IPDS
New Delhi Municipal Council

Statutory Alert:
1. The authenticity of this Stamp Certificate should be verified at www.ahostamp.com. Any discrepancy in the details on this Certificate and as available on the website renders it invalid.
2. The present of checking the legitimacy is an onus of the certificate.
3. In case of any discrepancy please inform the Competent Authority.

Contd... P/2
Registered Office at "Kailash" 26, Kasturba Gandhi Marg, New Delhi hereby appoints its Chief Engineer (T&D), Shri Ankur Panwar as its attorney i.e. WAPCOS Limited for signing of contract agreement for “Appointment of Project Design & Management Agency (PDMA) for the implementation of Smart Grid infrastructure including enhancing of existing network in NDMC Power Distribution area.”

In witness whereof Company Secretary, WAPCOS has executed these presents this 22nd day of September, 2016.

Signature of Witnesses

1. (Rutu Suri)
   Sr. P.A.
   WAPCOS

2. (Shobhan Mishra)
   DEO
   WAPCOS

Sunil Shankar, Executive Engineer (E), IPDS
New Delhi Municipal Council
WAP/NDMC/T&D/2016/

Dated: 27.06.2016

The Executive Engineer
New Delhi Municipal Council
Palika Kendra, New Delhi-110001

Project: Appointment of Project Design and Management Agency (PDMA) for SMART Grid Infrastructure Establishment including enhancing Existing Network in NDMC

We, WAPCOS Limited is submitting the proposal for Appointment of Project Design and Management Agency (PDMA) for SMART Grid Infrastructure Establishment including enhancing Existing Network in NDMC in consortium with EDF France. Financial Proposal is enclosed as per Annexure No. 6.

Yours Sincerely,

Ankur Panwar
Chief Engineer (T&D)
Tel No: 0124-2348024
Fax No: 0124-2349449
Email Id: td@wapcos.gov.in

Er. Sundeepr Gaur,
Executive Engineer (E), IPDS
New Delhi Municipal Council
Annexure 6

Price Proposal

To,

The Executive Engineer,
New Delhi Municipal Council
Palika Kendra, New Delhi-110001

Project: Appointment of project Design and Management Agency (PDMA) under RFP No. NDMC / SMART GRID/2015-2016/01 for SMART Grid Infrastructure Establishment including enhancing Existing Network in NDMC.

Sir,

We, the Undersigned, offer to provide the project Design and Management Services for SMART GRID Project of NDMC in accordance with your Request for proposal dated 23.05.2016 and our Proposal – Technical and Financial Proposal. Our attached Financial Proposal is for the sum of <<Eighteen Crore Nineteen lakhs eighty seven thousand five hundred only and (18,19,87,500)>>. This amount is inclusive of Out of Pocket Expenses. Miscellaneous expenses and Taxes. Service and Other statutory Tax and other statutory levies shall be paid by NDMC on actual as per prevailing rates as the time of invoicing.

<table>
<thead>
<tr>
<th>Sr. No</th>
<th>Cost Element</th>
<th>Total Fees</th>
<th>Taxes and Duties</th>
<th>Total Price With Taxes &amp; Duties</th>
</tr>
</thead>
</table>
| 1      | Project consultancy Fees For Following a. Project Management for Strengthening of sub transmission and distribution network  
b. Project design & Management for (I) AMI/Smart Meters. (II) IT / enabling distribution system including Technology infusion & others. | 71400000.00 | 10710000.00 | 82110000.00 |
|        |              | 5520000.00 | 826000.00       | 63480000.00                  |
| 2      | Post implementation – Hand hold fees (1st Year) | 15825000.00 | 2373750.00      | 18198750.00                  |
| 3      | Post implementation – Hand hold fees (2nd Year) | 15825000.00 | 2373750.00      | 18198750.00                  |
|        | Grand Total  | 15825000.00 | 2373750.00      | 18198750.00                  |

Our Financial Proposal shall be binding upon us subject to the modifications resulting from Contract negotiations, up to expiration of the validity period of the Proposal, i.e. 28/09/2016. We understand you are not bound to accept any Proposal you receive.

Yours faithfully,

Ankur Panwar

76-C, Institutional Area
Sector-18, Gurgaon
Haryana-122005
Tel No: 0124-2348024
Fax No: 0124-2348449
Email id: td@wapcos.gov.in

Er. SUNDEEP GAUR,
Executive Engineer (E), IPDS
New Delhi Municipal Council
Office of the Executive Engineer (E)  
IPDS Division  
Room No. 1804 “A”, 18th Floor,  
New Delhi Municipal Council  
Palika Kendra, New Delhi: 110001  
Office Tel.-: 011-23361669

Ref. No. D-47/EE (E) IPDS  

Dated:-- 12/8/16

To,

WAPCOS Ltd.
76-C, Institutional Area,
Sector-18, Gurgaon-122015 (Haryana)

Kind Attention:- Sh. Ankur Panwar, Chief Engineer (T&D)

Sub: - Letter of Acceptance for “Appointment of Project Design & Management Agency (PDMA) for the implementation of Smart Grid infrastructure including enhancing of existing network in NDMC Power Distribution area”.

Ref: - RFP No. NDMC/SMART Grid/2016-17/01

Sir,

Your bid for the work mentioned above has been accepted by NDMC at your quoted amount of Rs. 18,19,87,500/- (Rupees Eighteen Crore Nineteen Lacs Eighty Seven Thousand Five Hundred Only) including taxes and duties.

You are requested to return a duplicate copy of this LOA as a token of your acceptance within seven days of the receipt of LOA and submit the performance security/ guarantee @ 5% of bid amount i.e. Rs.90,99,375/- (Rupees Ninety Lacs Ninety Nine Thousand Three Hundred Seventy Five Only) within 10 days from the date of receipt of Letter of Acceptance as per detailed in clause 6.3 of RFP.

On receipt of the prescribed performance guarantee necessary letter of “award of work” shall be issued.

Please note that the time allowed for carrying out the work is 54 months (06 months for Project Design, formulation and award of work + 24 months for Procurement and Establishment Phase + 24 months for Post implementation Hand Holding Phase after successful completion of project work) from the date of signing of agreement.

Thanking you,

Yours faithfully

Er. Sundeep Gaur  
EE (E) IPDS

Copy to:  
1. CE(E-II)  
2. SE(E-II)  
3. SE(E-IV)  
4. PS to Chairman  
5. PS to Secretary  

For kind information please.
Shri Sundeepr gaur,
Executive Engineer(E),
Office of The Executive engineer (E),
IPDS Division,Room No.1804 “A”, 18th Floor,
New Delhi Municipal Council,
Palika Kendra, New Delhi-110 001,

Sub:-Letter of Acceptance for “Appointment of Project Design & Management Agency (PDMA) for the implementation of smart grid infrastructure including enhancing of existing network in NDMC Power Distribution area”.

Sir,

We are thankful for your Letter of Acceptance dated 12th August, 2016 for the above project. As desired, we are hereby returning a duplicate copy of the LOA (duly signed) as a token of our acceptance of LOA. The performance security/guarantee as per requirement is also under preparation and the same shall be submitted to you immediately after its receipt from Bank.

Regards,

Yours faithfully

Ankur Panwar
Chief Engineer (T&D)
Tel No: - 0124-2348024
Fax: 0124-2349184
Email Id: - tdi@wapcos.co.in

76-C, Institutional Area, Sector - 18, Gurgaon - 122 015 (Haryana), INDIA
Tel. : +91-124-2399421 • Fax : +91-124-2397392
E-mail : ho@wapcos.gov.in ; mail@wapcos.gov.in • Website : http://www.wapcos.gov.in
CIN : U74899DL1969G0005070
To: WAPCOS Ltd.
76-C Institutional Area
833014-18, Gurgaon-122077 (Haryana)

Kind Attention: Sh. Ankur Panwar, Chief Engineer (T&D)

Sub: Letter of Acceptance for "Appointment of Project Design & Management Agency (PDMA) for the implementation of Smart Grid infrastructure including enhancing of existing network in NDMC Power Distribution area"

Ref: RFP No. NDMC/SMART-Grid/2016-17/01

Sr,

Your bid for the work mentioned above has been accepted by NDMC at your quoted amount of Rs. 18,15,07,500/- (Rupees Eighteen Crore Nineteen Lacs Eighty Seven Thousand Five Hundred Only) including taxes and duties.

You are requested to return a duplicate copy of this LOA as a token of your acceptance within seven days of the receipt of LOA and submit the performance security/guarantee 2.5% of the amount i.e. Rs 90,99,375/- (Rupees Ninety Nine Lacs Ninety Nine Thousand Three Hundred Seventy Five Only) within 10 days from the date of receipt of Letter of Acceptance as per detailed in clause 6.4 of RFP.

On receipt of the prescribed performance security necessary letter of "award of work" shall be issued.

Please note that the time allowed for carrying out the work is 54 months i.e., 60 months for Project Design, formulation and award of work + 24 months for Procurement and Establishment, Phase 2, 24 months for Post implementation Hand Holding Period after successful completion of project work from the date of signing of agreement.

Thanking you.

Yours faithfully,

[Signature]

[Stamp]
Office of the Executive Engineer (E)
IPDS Division
Room No. 1804 "A", 18th Floor,
New Delhi Municipal Council
Palika Kendra, New Delhi: 110001
Office Tel.: - 011-23361669

Ref. No. D-54/EE (E) IPDS

To,

WAPCOS Ltd.
76-C, Institutional Area,
Sector-18, Gurgaon-122015 (Haryana)

Kind Attention:  Sh. Ankur Panwar, Chief Engineer (T&D).

Sub: - Appointment of Project Design & Management Agency (PDMA) for the implementation of Smart Grid infrastructure including enhancing of existing network in NDMC Power Distribution area.

Ref: 1) Performance security/guarantee submitted by you vide letter no. WAP/T&D/NDMC/2016/122 dtd. 22/08/2016 for the above work.
2) This office letter of acceptance no. D/47/EE(E)IPDS Dtd. 12/8/16

Sir,

1. You are requested to contact the Assistant Engineer(E) Sh. Rakesh Kumar, Room no. 1803, 18th Floor, Palika Kendra, New Delhi-110001, for taking possession of site and starting the work as per terms and conditions of RFP.

2. In continuation to the letters referred to above, you are requested to attend this office to complete the formal agreement within ten days from the date of this letter.

Yours faithfully

Er. Sundeep Gaur
EE (E) IPDS

Copy to:

1. CE(E-II) For kind information please.
2. SE(E-II) For kind information please.
3. SE(E-IV) For kind information please.
4. PS to Chairman For kind information of Chairman please.
5. PS to Secretary For kind information of Secretary please.
6. AE(E)IPDS For follow up.
7. Office Copy

[Signature]

Ramesh Mohanty
Engineer (Wapco)
31/08/2016
Office of the Executive Engineer (E)
IPDS Division
Room No. 1804 “A”, 18th Floor,
New Delhi Municipal Council
Palika Kendra, New Delhi: 110001
Office Tel.: 011-23361669

Ref. No. D- 55 /EE (E) IPDS

Dated: - 30/8/2016

To,
WAPCOS Ltd.
76-C, Institutional Area,
Sector-18, Gurgaon-122015 (Haryana)

Kind Attention:- Sh. Ankur Panwar, Chief Engineer (T&D)

Sub: - Allotment of space to establish Project Management Office

Ref: - Letter for commencement of work vide no. 54/EE (E) IPDS dtd:- 30/8/2016

Sir,

With reference to the above and RFP clause no. 3.5, you are allotted a space measuring 1550 sq. ft approx (two rooms at first floor and one room at ground floor) at 66 KV Electric substation, B D Marg, New Delhi to establish Project Management Office, which will remain operational till the implementation phase is completed for all the SMART Grid Infrastructure. It may be noted that only raw space without furniture is allotted as per the terms of RFP for establishing Project Management Unit (PMU) and all expenses to set up Project Management Office will be borne by M/s WAPCOS. Electricity connection shall be provided to M/s WAPCOS on chargeable basis at prevailing rates.

You are requested to contact Sh. Rakesh Kumar, Assistant Engineer(E), Room no. 1803, 18th Floor, Palika Kendra, New Delhi-110001 for taking possession of site and starting the work at once.

Thanking you,

Yours faithfully

Er. Sundeep Gaur
EE (E) IPDS

Copy to:
1. CE(E-I)
2. SE(E-II)
3. SE(E-IV)
4. PS to Chairman
5. PS to Secretary
6. AE(E) IPDS
7. Office Copy

For kind information please.
For kind information please.
For kind information please.
For kind information of Chairman please.
For kind information of Secretary please.
For follow up.

Er. Sundeep Gaur
Executive Engineer (E), IPDS
New Delhi Municipal Council

Received
Ramesh Mohanty
Engineer
31/08/2016